

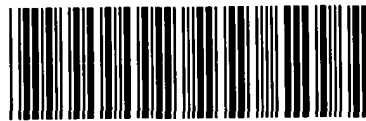
Registration number: 03530463

Bibby Trade Services Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2019

WEDNESDAY



A99CPCGY

A03

15/07/2020

#253

COMPANIES HOUSE

Bibby Trade Services Limited

Contents

Company Information	1
Directors' Report	2
Directors' Responsibilities Statement	3
Independent Auditor's Report	4 to 6
Statement of Income and Retained Earnings	7
Balance Sheet	8
Notes to the Financial Statements	9 to 15

Bibby Trade Services Limited

Company Information

Directors	Edward James Winterton
	David John Postings
	Theo Chatha
	Ian Stuart Ramsden
	Ian Downing
Company secretary	Bibby Bros. & Co. (Management) Limited
Registered office	3rd Floor Walker House
	Exchange Flags
	Liverpool
	L2 3YL
Auditor	Deloitte LLP
	Statutory Auditor
	Liverpool
	United Kingdom

Bibby Trade Services Limited

Directors' Report for the Year Ended 31 December 2019

The Directors present their report and the financial statements for the year ended 31 December 2019.

Directors of the Company

The Directors who held office during the year were as follows:

Edward James Winterton

David John Postings

Theo Chatha (appointed 23 September 2019)

Ian Stuart Ramsden

Ian Downing

Steven Vears Robinson (resigned 22 August 2019)

Stephen George Rose (resigned 23 September 2019)

Directors' liabilities

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were in place during the year and remain in force at the date of this report.

Going concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing the financial statements. In reaching this assessment the Directors considered the financial statements, the Company's budget, operating plan and updated forecasts, in light of Covid-19, along with a range of stress scenarios. The Directors also considered the forecasted performance. There is a letter of support in place between the Company and its Parent Company (BFS). The letter of support states that the Parent Company, for at least 12 months from the date of approval of these accounts, will continue to make available such funds as are needed to enable the Company to continue to meet its liabilities in the ordinary course of business as they fall due. Further details regarding the adoption of the going concern basis can be found in the Accounting Policies in Note 2 of the Financial Statements.

Disclosure of information to the auditor

Each Director has taken steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information. The Directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Small companies provision statement

This report has been prepared in accordance with the small companies regime under the Companies Act 2006.

Approved by the Board on 7 July 2020 and signed on its behalf by:



.....
Bibby Bros. & Co. (Management) Limited
Company secretary

Duly Authorised Signatory
For and on behalf of
Bibby Bros. & Co. (Management)
Limited, SECRETARY

Bibby Trade Services Limited

Directors' Responsibilities Statement

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Bibby Trade Services Limited

Independent Auditor's Report to the members of Bibby Trade Services Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Bibby Trade Services (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the related notes 1 to 15. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Bibby Trade Services Limited

Independent Auditor's Report to the members of Bibby Trade Services Limited (continued)

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the Directors' Report or from the requirement to prepare a Strategic Report.


We have nothing to report in respect of these matters.

Bibby Trade Services Limited

Independent Auditor's Report to the members of Bibby Trade Services Limited (continued)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

C1ECC1ADB8424E5...

.....
Martin Watson ACA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,
Statutory Auditor
Liverpool
United Kingdom

7 July 2020

Bibby Trade Services Limited

Statement of Income and Retained Earnings for the Year Ended 31 December 2019

	Note	2019 £	2018 £
Turnover		2,754,826	2,196,449
Cost of sales		<u>(1,084,827)</u>	<u>(957,569)</u>
Operating profit	3	1,669,999	1,238,880
Other interest receivable and similar income	5	-	2,307
Interest payable and similar charges	6	<u>(615,636)</u>	<u>(517,983)</u>
Profit before tax		1,054,363	723,204
Taxation		<u>-</u>	<u>-</u>
Profit for the financial year		1,054,363	723,204
Retained earnings brought forward		4,966,725	4,743,521
Dividends paid		<u>(350,000)</u>	<u>(500,000)</u>
Retained earnings carried forward		<u><u>5,671,088</u></u>	<u><u>4,966,725</u></u>

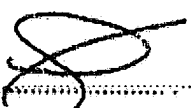
The notes on pages 9 to 15 form an integral part of these financial statements.

Bibby Trade Services Limited
(Registration number: 03530463)
Balance Sheet as at 31 December 2019

	Note	2019 £	2018 £
Current assets			
Debtors	7	14,095,640	17,820,572
Cash at bank and in hand		<u>2,504,037</u>	<u>1,239,637</u>
		16,599,677	19,060,209
Creditors: Amounts falling due within one year	9	<u>(444,622)</u>	<u>(1,774,935)</u>
Total assets less current liabilities		16,155,055	17,285,274
Creditors: Amounts falling due after more than one year	9	<u>(7,283,967)</u>	<u>(9,118,549)</u>
Net assets		<u><u>8,871,088</u></u>	<u><u>8,166,725</u></u>
Capital and reserves			
Called up share capital	10	3,200,000	3,200,000
Retained earnings		<u>5,671,088</u>	<u>4,966,725</u>
Shareholders' funds		<u><u>8,871,088</u></u>	<u><u>8,166,725</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

Approved and authorised by the Board on 7 July 2020 and signed on its behalf by:


 Ian Downing
 Director

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019

1 General information

Bibby Trade Services Limited is a private company limited by shares and incorporated in England, registration number 03530463. The address of its registered office is 3rd Floor Walker House, Exchange Flags, Liverpool, L2 3YL.

The Company is a wholly-owned subsidiary of Bibby Financial Services UK Limited. Bibby Financial Services Limited is the parent of the smallest group for which consolidated financial statements are drawn up of which the Company is a member. The registered office of all parent companies is 3rd Floor Walker House, Exchange Flags, Liverpool, L2 3YL.

These financial statements were authorised for issue by the Board on 7 July 2020.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

The financial statements have been prepared in accordance with the small entities regimes of both the Companies Act 2006 and FRS 102 'The Financial Reporting Standard Applicable in the UK and Republic of Ireland'.

Basis of preparation

The financial statements have been prepared under the historical cost convention. The primary economic environment in which the Company operates is governed by the Great British Pound, its functional currency. As such the Company financial statements have been prepared in this currency.

Going concern

The financial statements are prepared on a going concern basis. In reaching their view on the preparation of the financial statements on a going concern basis, the Directors are required to consider whether the Company can continue in operational existence for at least 12 months from the date of signing this report. The continuing uncertain economic conditions present increased risks for all businesses, including those posed by the Coronavirus pandemic in 2020. Many global governments are taking increasingly stringent steps to help contain or delay the spread of the virus. Currently, there is a significant increase in economic uncertainty which is, for example, evidenced by more volatile asset prices and currency exchange rates.

In response to such conditions the Directors have carefully considered these risks, including an assessment of any uncertainty on the viability of the Company's business model and the extent to which they may affect the preparation of the financial statements on a going concern basis. Based on this assessment, the Directors consider that the Company maintains an appropriate level of capital and liquidity, sufficient to meet the demands of the business and the requirements which might arise in stressed circumstances. The Company remains compliant with all banking covenants. In addition, the Company's assets are assessed for recoverability on a regular basis and provision is made where appropriate. The Directors consider that the Company is not exposed to losses on these assets which would affect their decision to adopt the going concern basis.

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Accounting policies (continued)

Revenue recognition

Turnover represents service charges to clients net of value added tax. Service and other income is measured at the fair value of consideration received or receivable and is recognised when services are delivered, and when it is probable that future economic benefits will flow to the entity.

Foreign currency transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rate prevailing at the date the transaction took place. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the closing rate at the reporting date and any exchange difference is included in profit or loss.

Leases

Operating lease rentals are charged to profit or loss on a straight line basis over the lease term.

Tax

Tax for the period comprises current tax. The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates taxable income. The Company is a subsidiary of a larger group of companies and part of a United Kingdom corporation tax group. It will utilise group tax loss provisions to reduce its taxable income for both the current year and prior year.

Financial instruments

The Company has considered the provisions of FRS 102 Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' in accounting for its financial instruments.

Classification

Financial assets and liabilities are recognised when the Company becomes party to the contractual provisions of the financial instrument. The Company holds basic financial instruments only, which comprise cash and cash equivalents, trade and other debtors, and trade and other creditors.

Financial asset and liability debt instruments are classified as basic financial instruments where they meet all of the following conditions:

(A) Returns to the holder are (i) a fixed amount, or (ii) a fixed rate of return over the life of the instrument; or (iii) a variable return that, throughout the life of the instrument, is equal to a single referenced quoted or observable interest rate; or (iv) some combination of such fixed rate and variable rates, providing that both rates are positive;

(B) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods;

(C) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect: (i) the holder against the credit deterioration of the issuer, or a change in control of the issuer; or (ii) the holder or issuer against changes in relevant taxation or law; and

(D) There are no conditional returns or repayment provisions except for the variable rate return described in (A) and prepayment provisions described in (C).

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Accounting policies (continued)

Recognition and measurement

Financial assets, classified as basic financial instruments are cash and cash equivalents and trade and other debtors. Financial liabilities, classified as basic financial instruments are trade and other creditors, including loans and borrowings. All specific recognition and measurement policies of each component are presented in the individual policies below.

Equity instruments are classified in accordance with the substance of the contractual agreement. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

Impairment of financial assets

The Company assesses whether there is objective evidence that any trade or other debtor may be impaired. A provision for impairment is established when the objective evidence that the Company will not be able to collect all amounts due according to the original terms of the debtor. The amount of the provision is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognised immediately in profit or loss.

Cash at bank and in hand

Cash and cash equivalents comprise on call deposits subject to low risk of changes in valuation.

Trade debtors

Trade debtors represent advances to clients net of impairment provisions. They are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if the Company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost.

Borrowings

Loans and borrowings are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments.

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Accounting policies (continued)

Retirement benefits

The Company is a member of the Bibby Line Group Limited Defined Benefit Pension Scheme. The scheme was closed to new entrants from 1 April 2000 and closed to future accruals for existing members from 30 September 2011. The Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reasonable basis. As a result, the Company accounts for the scheme as if it were defined contribution.

The Company pays contributions to other publicly or privately administered defined contribution pension insurance plans on a contractual basis.

Under all pension schemes accounted for as defined contribution the amounts that become payable during the financial year are recognised in profit or loss. Differences between contributions payable during the financial year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Critical accounting policies where judgement and estimation may be applied

The critical influences that the Directors have shown in the process of applying the Company's accounting policies and that has the most significant effect on the amounts recognised in financial statements is within the impairment of financial assets. In considering indications of impairment the Directors consider a number of qualitative and quantitative factors including but not limited to measurement and valuation of asset and client provided security, general debtor days, and other market led intelligence.

3 Operating profit

The Company's audit fee of £7,000 (2018: £7,000) was borne by its parent undertaking.

4 Staff numbers

The average number of persons employed by the company during the year, analysed by category was as follows:

	2019	2018
	No.	No.
Administration and support	<u>23</u>	<u>23</u>

5 Other interest receivable and similar income

	2019	2018
	£	£
Interest income on bank deposits	<u>-</u>	<u>2,307</u>

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

6 Interest payable and similar charges

	2019 £	2018 £
Interest on bank overdrafts and borrowings	593,093	511,998
Interest payable on loans from group undertakings	22,543	5,985
	<u>615,636</u>	<u>517,983</u>

7 Debtors

	2019 £	2018 £
Trade debtors	13,011,489	17,620,183
Amounts owed by group undertakings	919,872	-
Other debtors	164,279	200,389
	<u>14,095,640</u>	<u>17,820,572</u>

8 Cash at bank and in hand

	2019 £	2018 £
Cash at bank	<u>2,504,037</u>	<u>1,239,637</u>

9 Creditors

	2019 £	2018 £
Due within one year		
Trade creditors	43,121	31,368
Amounts due to group undertakings	-	1,434,466
Social security and other taxes	91,595	110,524
Accrued expenses	309,906	198,577
	<u>444,622</u>	<u>1,774,935</u>
Due after one year		
Loans and borrowings	<u>7,283,967</u>	<u>9,118,549</u>

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

9 Creditors (continued)

The company has a multi-currency overdraft and revolving credit facility that matures in 2022 and carrying interest at variable rates above interbank rates. The facilities are secured against the client advance book, floating charge over the remaining assets of the company and parent guarantee.

10 Called up share capital

Allotted, called up and fully paid shares

	2019		2018	
	No.	£	No.	£
Ordinary shares of £1 each	<u>3,200,000</u>	<u>3,200,000</u>	<u>3,200,000</u>	<u>3,200,000</u>

11 Pension and other schemes

Defined benefit pension schemes

The Company is a member of the Bibby Line Group Limited Defined Benefit Pension Scheme. The principal employer of the Scheme has recognised the full deficit in the Scheme and makes contributions in line with a schedule of contributions agreed with the Trustees of the pension scheme.

A Scheme deficit of £4,767,000 (2018: £3,215,000) is noted in the financial statements of the principal employer, Bibby Line Group Limited. In being unable to identify its share of the underlying assets and liabilities of the scheme, the Company accounts for the scheme as if it were defined contribution, however the scheme was closed to new entrants in April 2000 and closed to future accrual for existing members in September 2011.

Defined contribution pension scheme

There are no outstanding contributions payable to publicly or privately administered defined contribution pension plans at the balance sheet date.

12 Obligations under leases

Operating leases

The total of future minimum lease payments is as follows:

	2019 £	2018 £
Not later than one year	28,917	23,659
Later than one year and not later than five years	<u>46,330</u>	<u>47,377</u>
	<u>75,247</u>	<u>71,036</u>

Bibby Trade Services Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

13 Financial guarantee contracts

The Company has provided £476,000 (2018: £1,895,000) of unpresented letters of credit to client suppliers. These guarantees have been issued by banks on behalf of the Company.

14 Related party transactions

The Company has taken advantage of the exemption in FRS 102 from disclosing transactions with other wholly owned members of the group controlled by its parent undertaking.

15 Non adjusting events after the financial period

On 11 March 2020, the World Health Organisation declared the Coronavirus (Covid-19) outbreak to be a pandemic in recognition of its rapid spread across the globe, with over 150 countries now affected. Many governments are taking increasingly stringent steps to help contain or delay the spread of the virus. For the year ended 31 December 2019, the Coronavirus outbreak and the related impacts are considered non-adjusting events with no impact on asset and liability measurements included in the financial statements. Like-for-like sales volumes have fallen in the first 5 months of 2020, directly as a result of UK lockdown and its impact on economic activity.