

Report of the Director and
Consolidated Financial Statements
for the Year Ended 30 November 2021
for
Chick Master Holdings Limited

**Contents of the Consolidated Financial Statements
for the Year Ended 30 November 2021**

	Page
Company Information	1
Report of the Director	2
Statement of Director's Responsibilities	3
Report of the Independent Auditors	4
Consolidated Income Statement	7
Consolidated Balance Sheet	8
Company Balance Sheet	9
Notes to the Consolidated Financial Statements	10

Chick Master Holdings Limited

Company Information
for the Year Ended 30 November 2021

DIRECTOR:	P R P Degraeve
SECRETARY:	D J O'Loughlin
REGISTERED OFFICE:	Stafford House Blackbrook Park Avenue Taunton Somerset TA1 2PX
REGISTERED NUMBER:	03664116 (England and Wales)
SENIOR STATUTORY AUDITOR:	Alexandra Shore FCA DChA
AUDITORS:	A C Mole Chartered Accountants & Statutory Auditor Stafford House Blackbrook Park Avenue Taunton Somerset TA1 2PX
SOLICITORS:	Clarke Willmott Blackbrook Gate Blackbrook Park Avenue Taunton TA1 2PG

Report of the Director
for the Year Ended 30 November 2021

The director presents his report with the financial statements of the company and the group for the year ended 30 November 2021.

REVIEW OF BUSINESS

The results of the group for the year show a loss of £36,509 (2020: (£75,779)). These results include foreign exchange losses of £27,728 (2020 gains: £75,189). Excluding foreign exchange gains and losses the results for the period show a group loss of £8,781 (2020: £150,968).

The main reason for this loss was as a result of the Covid19 pandemic which meant delays in being able to complete and ship contracts, amongst other things such as staffing considerations. Whilst we anticipate the current year will also be challenging, we feel we are well placed to meet these challenges.

For information on the stand-alone performance of the company's trading subsidiary, IHH-VAC Limited, please refer to the accounts for that company, which are publicly available.

RESEARCH AND DEVELOPMENT

During the year the group carried out research and development to enhance their products.

FUTURE DEVELOPMENTS

The Chick Master Holdings Limited group will continue to be a centre of excellence for ventilation equipment supplying only other group companies.

DIRECTOR

P R P Degraeve held office during the whole of the period from 1 December 2020 to the date of this report.

GOING CONCERN

These financial statements are prepared on a going concern basis. The group and company is reliant upon both its parent company, Chick Master Incubator Company, and other group companies controlled by the ultimate parent company Petersime NV, in respect of trading. Both parties have confirmed they will continue to trade with the group and company.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

P R P Degraeve - Director

17 January 2022

Statement of Director's Responsibilities
for the Year Ended 30 November 2021

The director is responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 (FRS 102).

Under company law the director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify the company's shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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. He is 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.

Report of the Independent Auditors to the Members of Chick Master Holdings Limited

Opinion

We have audited the financial statements of Chick Master Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 November 2021 which comprise the Consolidated Income Statement, Consolidated Balance Sheet, Company Balance Sheet and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 30 November 2021 and of the group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's 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

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Other information

The director is responsible for the other information. The other information comprises the information in the Report of the Director and the Statement of Director's Responsibilities, but does not include the financial statements and our Report of the Auditors 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 this gives rise to a material misstatement in the financial statements themselves. 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. We have nothing to report in this regard.

Opinions on other matters 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 Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Director has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Director.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

Report of the Independent Auditors to the Members of Chick Master Holdings Limited

Responsibilities of director

As explained more fully in the Statement of Director's Responsibilities set out on page three, the director is 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 director determines 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 director is responsible for assessing the group's and the parent 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 director either intends to liquidate the group or the parent company or to cease operations, or has no realistic alternative but to do so.

Auditors' 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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Identifying and assessing potential risks of material misstatement due to irregularities

We considered the following when identifying and assessing risks of material misstatement due to irregularities, including fraud and non-compliance with laws and regulations:

- the legal and regulatory framework in which the company operates
- the nature of the sector in which the company operates
- the control environment and controls established to mitigate such risks
- the results of our enquiries of management about their identification and assessment of risks of irregularities
- discussions with the audit engagement team about where fraud might occur
- the incentives for fraud.

Laws and regulations which are considered to be significant to the company include those relating to the requirements of financial reporting framework FRS102, the Companies Act 2006, UK tax legislation, employment law and health and safety. In addition we consider other laws and regulation which may not directly impact the financial statements but may impact on the operation of the company.

As a result of these procedures we concluded, in accordance with International Auditing Standards, that a risk in relation to the potential for management override of controls existed.

Audit responses to risks identified

We undertook audit procedures to respond to the risks identified, and designed our audit testing to respond to these risks. The additional procedures we undertook included the following:

- gaining an understanding of the company's procedures for ensuring compliance with laws and regulations
- testing the appropriateness of journal entries and other adjustments
- considering whether accounting estimates were indicative of potential bias
- considering whether any transactions arose outside the normal course of business
- making enquiries of management.

We also communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indicators of fraud or non-compliance with laws and regulations throughout the audit.

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 Report of the Auditors.

Report of the Independent Auditors to the Members of
Chick Master Holdings Limited

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 a Report of the Auditors 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.

Alexandra Shore FCA DChA (Senior Statutory Auditor)
for and on behalf of A C Mole
Chartered Accountants
& Statutory Auditor
Stafford House
Blackbrook Park Avenue
Taunton
Somerset
TA1 2PX

25 July 2022

**Consolidated Income Statement
for the Year Ended 30 November 2021**

	2021		2020	
	£	£	£	£
TURNOVER		2,252,575		1,766,230
Cost of sales		<u>1,559,133</u>		<u>1,185,350</u>
GROSS PROFIT		693,442		580,880
Distribution costs	5,967		5,804	
Administrative expenses	<u>802,177</u>		<u>760,126</u>	
		808,144		765,930
		(114,702)		(185,050)
Other operating income		<u>76,885</u>		<u>108,721</u>
OPERATING LOSS		(37,817)		(76,329)
Interest receivable and similar income		<u>1,308</u>		<u>550</u>
LOSS BEFORE TAXATION		(36,509)		(75,779)
Tax on loss		<u>-</u>		<u>(8,930)</u>
LOSS FOR THE FINANCIAL YEAR		<u>(36,509)</u>		<u>(66,849)</u>
Loss attributable to: Owners of the parent		<u>(36,509)</u>		<u>(66,849)</u>

Chick Master Holdings Limited (Registered number: 03664116)**Consolidated Balance Sheet****30 November 2021**

	Notes	2021 £	£	2020 £	£
FIXED ASSETS					
Intangible assets	4		-		48,379
Tangible assets	5		5,168		28,248
Investments	6		-		-
			<u>5,168</u>		<u>76,627</u>
CURRENT ASSETS					
Stocks		453,120		188,556	
Debtors	7	949,551		417,010	
Cash at bank and in hand		<u>276,004</u>		<u>1,067,991</u>	
		1,678,675		1,673,557	
CREDITORS					
Amounts falling due within one year	8	<u>248,948</u>		<u>278,780</u>	
NET CURRENT ASSETS			<u>1,429,727</u>		<u>1,394,777</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1,434,895</u>		<u>1,471,404</u>
CAPITAL AND RESERVES					
Called up share capital			875,002		875,002
Share premium			1,949,785		1,949,785
Retained earnings			<u>(1,389,892)</u>		<u>(1,353,383)</u>
SHAREHOLDERS' FUNDS			<u>1,434,895</u>		<u>1,471,404</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the director and authorised for issue on 17 January 2022 and were signed by:

P R P Degraeve - Director

Company Balance Sheet

30 November 2021

	Notes	2021 £	£	2020 £	£
FIXED ASSETS					
Intangible assets	4		-		-
Tangible assets	5		-		-
Investments	6		<u>427,578</u>		<u>427,578</u>
			427,578		427,578
CURRENT ASSETS					
Debtors	7	8,930		8,930	
CREDITORS					
Amounts falling due within one year	8	<u>53,616</u>		<u>53,616</u>	
NET CURRENT LIABILITIES			<u>(44,686)</u>		<u>(44,686)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>382,892</u>		<u>382,892</u>
CAPITAL AND RESERVES					
Called up share capital			875,002		875,002
Share premium			1,949,785		1,949,785
Retained earnings			<u>(2,441,895)</u>		<u>(2,441,895)</u>
SHAREHOLDERS' FUNDS			<u>382,892</u>		<u>382,892</u>
Company's profit for the financial year			<u>-</u>		<u>8,930</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the director and authorised for issue on 17 January 2022 and were signed by:

P R P Degraeve - Director

**Notes to the Consolidated Financial Statements
for the Year Ended 30 November 2021**

1. ACCOUNTING POLICIES

General information

ChickMaster Holdings group is engaged in the manufacture, distribution and installation of hatchery incubation, ventilation and energy management equipment within the Petersime NV Group.

The company is incorporated and domiciled in the UK. The address of the registered office is Stafford House, Blackbrook Park Avenue, Taunton, Somerset, TA1 2PX.

Statement of compliance and basis of preparation

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Companies Act 2006. These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by certain financial assets and liabilities measured at fair value through profit or loss.

Going concern

These financial statements are prepared on a going concern basis. The group and company is reliant upon both its parent company, Chick Master Incubator Company, and other group companies controlled by the ultimate parent company Petersime NV, in respect of trading. Both parties have confirmed they will continue to trade with the group and company.

Basis of consolidation

The group financial statements consolidate those of the company and its subsidiary IHH-VAC Limited. All intra group transactions are eliminated on consolidation.

Turnover

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the company and value added tax.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2000, but not amortised until 2002, is being written off evenly over its estimated useful life of twenty years within the consolidated accounts.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Land and buildings	- 10% on cost
Plant and machinery etc	- at varying rates on cost, 20-25% straight line method and 33% straight line method

Tangible fixed assets are initially measured at cost.

Stocks

Stock and work in progress are valued at the lower of cost or net realisable value, after making due allowance for obsolete and slow moving items.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 30 November 2021**

1. ACCOUNTING POLICIES - continued

Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Research and development

Expenditure on research and development is written off in the year in which it is incurred.

Foreign currencies

i) Functional and presentational currency

The financial statements are prepared in Pound Sterling, which is the functional currency of the group and company.

ii) Transactions and balances

Transactions in foreign currencies are translated into sterling using the average rate of exchange for the month.

At each balance sheet date foreign currency monetary items are translated using the closing exchange rate.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at the balance sheet date of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

Investments in subsidiaries

Investments in subsidiary undertakings are stated at cost.

Government coronavirus grant

Government grants received in respect of Coronavirus assistance are recognised using the accruals method and are included within Other income.

Under the accruals method, government grants relating to revenue are recognised on a systematic basis over the periods in which the company recognises the related costs for which the grant is intended to compensate.

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 30 November 2021**

1. ACCOUNTING POLICIES - continued

Financial instruments

i) Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances are initially recognised at transaction price and subsequently measured at amortised cost.

At the balance sheet date financial assets are assessed for evidence of impairment. If an asset is impaired the impairment loss is recognised in the income statement.

ii) Financial liabilities

Basic financial liabilities, including trade and other payables and bank loans, are initially recognised at transaction price and subsequently measured at amortised cost.

Critical accounting judgements and estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The directors are of the opinion that there are no estimates or assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 18 (2020 - 21) .

3. INDIVIDUAL STATEMENT OF COMPREHENSIVE INCOME

As permitted by Section 408 of the Companies Act 2006, the Statement of Comprehensive Income of the parent company is not presented as part of these financial statements.

4. INTANGIBLE FIXED ASSETS

Group

	Goodwill £
COST	
At 1 December 2020 and 30 November 2021	<u>967,429</u>
AMORTISATION	
At 1 December 2020	919,050
Charge for year	<u>48,379</u>
At 30 November 2021	<u>967,429</u>
NET BOOK VALUE	
At 30 November 2021	-
At 30 November 2020	<u>48,379</u>

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 30 November 2021**

5. TANGIBLE FIXED ASSETS

Group

	Land and buildings £	Plant and machinery etc £	Totals £
COST			
At 1 December 2020 and 30 November 2021	<u>131,853</u>	<u>632,925</u>	<u>764,778</u>
DEPRECIATION			
At 1 December 2020	121,596	614,934	736,530
Charge for year	<u>8,230</u>	<u>14,850</u>	<u>23,080</u>
At 30 November 2021	<u>129,826</u>	<u>629,784</u>	<u>759,610</u>
NET BOOK VALUE			
At 30 November 2021	<u>2,027</u>	<u>3,141</u>	<u>5,168</u>
At 30 November 2020	<u>10,257</u>	<u>17,991</u>	<u>28,248</u>

6. FIXED ASSET INVESTMENTS

Group

	Other investments £
COST	
At 1 December 2020	—
NET BOOK VALUE	
At 30 November 2021	—
At 30 November 2020	—
Company	
	Unlisted investments £
COST	
At 1 December 2020 and 30 November 2021	<u>427,578</u>
NET BOOK VALUE	
At 30 November 2021	<u>427,578</u>
At 30 November 2020	<u>427,578</u>

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2021 £	2020 £	2021 £	2020 £
Amounts owed by group companies	883,208	359,317	8,930	8,930
VAT	32,294	23,176	—	—
Prepayments and accrued income	<u>34,049</u>	<u>34,517</u>	<u>—</u>	<u>—</u>
	<u>949,551</u>	<u>417,010</u>	<u>8,930</u>	<u>8,930</u>

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 30 November 2021**

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2021	2020	2021	2020
	£	£	£	£
Trade creditors	130,297	71,936	-	-
Social security and other taxes	19,176	16,395	-	-
Amounts owed to group companies	-	-	53,616	53,616
Accruals and deferred income	99,475	190,449	-	-
	<u>248,948</u>	<u>278,780</u>	<u>53,616</u>	<u>53,616</u>

9. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group	Non-cancellable operating leases	
	2021	2020
	£	£
Within one year	134,058	122,323
Between one and five years	334,973	98,583
	<u>469,031</u>	<u>220,906</u>

10. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemption, under Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Transactions between group entities which have been eliminated on consolidation are not disclosed within the financial statements.

11. ULTIMATE CONTROLLING PARTY

In the directors' opinion, the company's ultimate parent company is Petersime NV, registered in Zulte, Belgium. The ultimate controlling party is Favorita Investment Limited, a company registered in Malta. The office address of Favorita Investments Limited is Level 8 West, Mercury Tower, Elia Zammit Street, St. Julian's STJ Malta. The financial statements of Favorita Investment Limited are filed with the Chamber of Commerce in Amsterdam.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.