

**WYKO Holdings Limited**

**Annual Report and Financial Statements for the  
year ended 31 December 2021**

Company number 3776822



# **WYKO Holdings Limited**

## **Annual Report and Financial Statements for the year ended 31 December 2021**

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## **WYKO Holdings Limited**

### **Strategic report for the year ended 31 December 2021**

The director presents his Strategic report for the company for the year ended 31 December 2021.

#### **Principal activities**

The principal activity of the company is the holding of investments and the provision of management services to other group companies.

#### **Review of the business**

The profit for the financial year ended 31 December 2021 was £3,395,000 (2020: £4,251,000). At the year end the company had net assets of £139,846,000 (2020: £139,951,000). The director is satisfied with the performance of the company for the year.

#### **Principal risks and uncertainties**

As the company holds several investments, the carrying value of these investments is the principal risk within the entity. Management carry out an annual assessment of carrying values in order to mitigate this risk and regularly consider the impact of group reorganisation projects or transactions.

The director has undertaken an impact assessment of the Covid-19 pandemic and is confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements (see Note 3 for further details).

Excluding financial risk considered in Directors' report, at the date of signing the financial statements the director is not aware of any further principal risks and uncertainties affecting the company.

#### **Future outlook**

The company will continue to act as an intermediate holding company and provider of management services within the ERIKS UK Group of Companies and it is not envisaged that it will undertake any other form of business activity. A full business review for the ERIKS Group of Companies is given in the report and financial statements of the ultimate holding company, SHV Holdings N.V.

**By order of the Board**



**M R Powell**  
**Company Secretary**  
**31 May 2022**

## **WYKO Holdings Limited**

### **Director's report for the year ended 31 December 2021**

The director presents his report and audited financial statements of the company for the year ended 31 December 2021.

#### **Director**

The director who served during the year and up to the date of signing the financial statements, unless otherwise stated, was:

AMJ Fitchford

#### **Independent auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

#### **Financial risk management**

The principal risk that could potentially affect the company is credit risk, which relates to the loss that the company could incur if an obligor or counterparty defaulted on a loan. However, the Director considers this risk to be minimal as all lending is to affiliate companies under a common ultimate parent (SHV Holdings N.V.).

Other risks relating to financing and funding are managed by the Group Treasury department at ERIKS Group N.V. level. The directors of the ERIKS Group of Companies, which includes WYKO Holdings Limited, manage operations on a divisional basis. For this reason, the company's director believes that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business.

#### **Political contributions**

The Company made no political donations or incurred any political expenditure during the year (2020: nil)

#### **Dividends proposed**

A dividend on ordinary shares of £3,500,000 (2020: £4,250,000) was authorised by the members in general meeting and was paid during the year.

#### **Statement of disclosure of information to auditor**

In the case of each director in office at the date the Directors' Report is approved, under section 418 of the Companies Act 2006 the following applies:

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- (b) 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 company's auditor is aware of that information.

#### **By order of the Board**



**M R Powell**  
**Company Secretary**  
**31 May 2022**

Registered office  
Seven Stars Road  
Oldbury  
West Midlands  
B69 4JR

## **WYKO Holdings Limited**

### **Statement of directors' responsibilities in respect of the Strategic Report, the Directors' Report and the financial statements**

The directors are responsible for preparing the Strategic Report, the Directors' 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 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 then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**By order of the Board**



**M R Powell**  
**Company Secretary**  
**31 May 2022**

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WYKO HOLDINGS LIMITED

### Opinion

We have audited the financial statements of WYKO Holdings Limited ("the company") for the year ended 31 December 2021 which comprise the *Profit and loss account, Statement of comprehensive income, Balance sheet, Statement of changes in equity* and related notes, including the summary of significant accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 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.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

### Fraud and breaches of laws and regulations – ability to detect

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to the ERIKS' policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions. We did not identify any additional fraud risks.

We performed procedures including agreeing all accounting entries in the period to supporting documentation.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

This company, as a holding company, is not subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements.

*Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

#### **Strategic report and directors' report**

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

*Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:*

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

#### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report to you 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.

We have nothing to report in these respects.

#### **Directors' responsibilities**

As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

#### **The purpose of our audit work and to whom we owe our responsibilities**

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.



**Xavier Timmermans (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
One Snowhill, Snow Hill Queensway  
Birmingham  
B4 6GH  
**31 May 2022**

## WYKO Holdings Limited

### Profit and loss account for the year ended 31 December 2021

	Note	2021 £000	2020 £000
Administrative expenses		(5)	-
<b>Operating loss</b>	4	(5)	-
Income from shares in group undertakings	6	600	750
Interest receivable	7	3,010	3,410
<b>Profit before taxation</b>		3,605	4,160
Tax credit on profit	8	(210)	91
<b>Profit for the financial year</b>		3,395	4,251

### Statement of comprehensive income for the year ended 31 December 2021

	Note	2021 £000	2020 £000
Profit for the financial year		3,395	4,251
Other comprehensive income for the year		-	-
<b>Total comprehensive income for the year</b>		3,395	4,251

The above results all relate to continuing operations..



## WYKO Holdings Limited

### Balance sheet as at 31 December 2021

	Note	2021 £000	2020 £000
<b>Fixed assets</b>			
Investments	10	<u>21,721</u>	<u>21,721</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	11	115,914	116,131
Debtors: amounts falling due after more than one year	11	2,211	2,421
Cash at bank and in hand		-	-
		<u>118,125</u>	<u>118,552</u>
Creditors: amounts falling due within one year	12	-	(322)
<b>Net current assets</b>		<u>118,125</u>	<u>118,230</u>
<b>Net assets</b>		<u>139,846</u>	<u>139,951</u>
<b>Capital and reserves</b>			
Called up share capital	14	2,453	2,453
Share premium account		54,530	54,530
Capital reserve		32,000	32,000
Profit and loss account		50,863	50,968
<b>Total shareholders' funds</b>		<u>139,846</u>	<u>139,951</u>

Notes on the pages 9 to 14 form part of the financial statements

The financial statements on pages 6 to 14 were approved by director on date 31 May 2022 and were signed on its behalf by:



AMJ Fitchford  
Director  
31 May 2022

WYKO Holdings Limited  
Registered number 3776822

# WYKO Holdings Limited

## Statement of changes in equity

	Notes	Called-up share capital £000	Share Premium £000	Capital Reserve £000	Retained earnings £000	Total £000
Balance at 1 January 2020		2,453	54,530	32,000	50,967	139,950
Profit for the year		-	-	-	4,251	4,251
Other comprehensive income for the year		-	-	-	-	-
Total comprehensive income for the year		-	-	-	4,251	4,251
Transactions with shareholders:						
Dividends	9	-	-	-	(4,250)	(4,250)
<b>Balance at 31 December 2020</b>		<b>2,453</b>	<b>54,530</b>	<b>32,000</b>	<b>50,968</b>	<b>139,951</b>
Balance at 1 January 2021		2,453	54,530	32,000	50,968	139,951
Profit for the year		-	-	-	3,395	3,395
Other comprehensive income for the year		-	-	-	-	-
Total comprehensive income for the year		-	-	-	3,395	3,395
Transactions with shareholders:						
Dividends	9	-	-	-	(3,500)	(3,500)
<b>Balance at 31 December 2021</b>		<b>2,453</b>	<b>54,530</b>	<b>32,000</b>	<b>50,863</b>	<b>139,846</b>

## **WYKO Holdings Limited**

### **Notes to the financial statements for the year ended 31 December 2021**

#### **1 General information**

WYKO Holdings Limited holds investments and provides management services to other members of the ERIKS UK group.

The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is Seven stars Road, Oldbury, West Midlands, B69 4JR.

#### **2 Statement of compliance**

The financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

#### **3 Principal accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. The policies have been consistently applied to all the years presented unless otherwise stated. The company has adopted FRS 102 in these financial statements..

##### **Basis of Preparation**

These financial statements are prepared on the going concern basis, under the historical cost convention.

##### **Going Concern**

The Company's business activities, together with the factors likely to affect its future development and position, are set out in the Strategic Report on page 1.

The company meets its day-to-day working capital requirements via its cash pooling arrangements with its fellow ERIKS UK subsidiary companies. As a result, the Company's funding requirements are directly linked to the UK Group's overall financial position. The UK cash pool is headed by the ultimate UK holding company, ERIKS UK Holdings Limited which is financed by a long-term group loan of £7 million arranged with the group's immediate holding company, ERIKS NV with a maturity date of 30 September 2024, an additional on-demand facility of up to £1.5 million with ERIKS NV due on 31 December 2022 and a net overdraft facility with HSBC of £4 million providing a net available cash balance within the cash pool at 31 December 2021 of £27.9 million and at 30 April 2022 of £24.1 million.

The directors have prepared a going concern assessment for the UK companies within the cash pool for a period of at least 12 months from the date of approval of these financial statements, which includes modelling severe but plausible financial scenarios that take into consideration the current economic environment. The base case forecast assumes a small level of growth in sales and profitability over that achieved during 2021. The downside forecasts take the actual results for Q1 2022 and model various scenarios of sales and margin reductions to the base case forecast from Q2 2022 to Q2 2023. The scenarios model turnover reductions reflecting the current economic outlook along with margin reductions reflecting the current input price pressures seen in the market. The company is working with all its trading partners to agree new pricing structures to mitigate the input cost increases experienced. All the scenarios modelled leave the UK companies with sufficient headroom.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

##### **Consolidation**

The company is a wholly owned subsidiary of SHV Holdings N.V., a company incorporated in The Netherlands, and as provided by S400 Companies Act 2006, is exempt from the preparation of group financial statements.

##### **Taxation**

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax arises from timing differences between taxable profits and total comprehensive income as stated in the financial statements.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or to pay less tax in the future have occurred at the balance sheet date

## WYKO Holdings Limited

### Notes to the financial statements for the year ended 31 December 2021

#### 3 Principal accounting policies (*continued*)

##### **Taxation** (*continued*)

Deferred tax assets are recognised to the extent that they are regarded recoverable and that there will be suitable taxable profits from which the future reversal can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse. Deferred tax is measured on a non-discounted basis.

##### **Foreign currencies**

The company's functional and presentation currency is the pound sterling.

Transactions in foreign currencies are translated into sterling at the rate of exchange on the day of the transaction or at a contracted rate if it is covered by a forward contract. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate ruling at the balance sheet date or, if appropriate, any forward contract rates. Exchange differences arising from these translations are taken to the profit and loss account.

##### **Basic financial instruments**

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

##### **Interest payable and receivable**

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account (see foreign currency accounting policy). Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains. Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

##### **Investments**

Investments in subsidiary undertakings are recorded at cost plus incidental expenses less any provision for impairment. Impairment reviews are performed by the directors when there has been an indication of potential impairment.

##### **Cash flow statement**

The Company's ultimate parent undertaking, SHV Holdings NV, includes the Company in its consolidated financial statements. The consolidated financial statements of SHV Holdings NV are prepared in accordance with Dutch Generally Accepted Accounting Principle and are available to the public and may be obtained from its registered office (note 17).

In these financial statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and as the consolidated financial statements of SHV Holdings NV include the equivalent disclosures, the Company has applied the exemptions available under FRS 102 and has not prepared a cash flow statement.

##### **Dividends**

Dividends are recognised as a liability in the financial year in which they are approved or committed. These amounts are recognised in the statement of changes in equity.

#### 4 Operating profit

	2021	2020
	£000	£000
Operating profit is stated after charging / (crediting):		
Audit fees payable to the company's auditor	6	6
Income from management services provided (included in 'Other operating income')	(6)	(11)

Included within fees paid for the audit of the financial statements is £2,000 (2020: £2,000) relating to the audit fee of fellow subsidiary and other group companies.

## WYKO Holdings Limited

### Notes to the financial statements for the year ended 31 December 2021 (*continued*)

#### 5 Directors and employees

The monthly average number of persons employed by the company during the year was:

	2021 Number	2020 Number
Group director	1	1

The Director did not receive any remuneration from the company during the year for his services. No payments have been made to a money purchase pension scheme in respect of any director. No directors were a member of the Wyko Group Retirement Benefit Scheme (2020 - none), a defined benefit pension scheme. Further information in respect of the pension scheme is given in the financial statements of the fellow subsidiary company, ERIKS Industrial Services Limited.

#### 6 Income from shares in group undertakings

	2021 £000	2020 £000
Dividends received from subsidiary undertakings	600	750

#### 7 Interest receivable

	2021 £000	2020 £000
Interest receivable and similar income		
Interest on loans to ultimate UK parent company	3,010	3,410
	3,010	3,410

#### 8 Tax credit on profit

	2021 £000	2020 £000
Analysis of charge for the year:		
Current tax:		
UK corporation tax at 19.00% (2020: 19.00%)	-	(322)
Amount payable by other group undertakings in respect of group relief	-	-
<b>Current year tax credit</b>	-	(322)
Deferred taxation		
Origination and reversal of timing differences (note 13)	(210)	413
<b>Tax credit on profit</b>	(210)	91

The tax assessed for the year is lower (2020: lower) than the standard effective rate of corporation tax in the UK for the year ended 2021 of 19.00% (2020: 19.00%). The factors affecting tax credit for the year are:

	2021 £000	2020 £000
Profit before tax	3,605	4,160
Profit before tax at the standard rate of corporation tax, 19.00% (2020: 19.00%)	(685)	(790)
Effects of:		
Income not subject to tax	114	143
Tax rate changes	360	236
Utilisation of tax losses	-	322
Adjustment to the recognition of brought forward losses	-	177
Transfer pricing adjustments	1	3
<b>Total tax charge for the year</b>	(210)	91

On 5 March 2021 it was announced that rate of UK Corporation would rise to 25 % from 1 April 2023. This rate increase was substantively enacted on 24 May 2021. The effect this change would have on deferred tax balances is shown in note 13.

## WYKO Holdings Limited

### Notes to the financial statements for the year ended 31 December 2021 (continued)

#### 9 Dividends

	2021 £000	2020 £000
Dividends paid during the year:		
Ordinary shares at £1.430 per share (2020: £1.736 per share)	680	826
A Ordinary shares at £1.430 per share (2020: £1.736 per share)	2,820	3,424
	<u>3,500</u>	<u>4,250</u>

#### 10 Investments

Investments in subsidiaries	£000
Cost and net book value at 31 December 2020 and 31 December 2021	<u>21,721</u>

The director believes that the carrying value of the investments is supported by their underlying net assets. A full list of the company's subsidiary and related undertakings is given in note 18.

#### 11 Debtors

	2021 £000	2020 £000
<b>Amounts falling due within one year:</b>		
Amounts owed by parent company	115,891	116,118
Called-up share capital not paid	13	13
Corporation tax	10	-
	<u>115,914</u>	<u>116,131</u>
<b>Amounts falling due after more than one year:</b>		
Deferred taxation (note 13)	2,211	2,421
	<u>118,125</u>	<u>118,552</u>

The amounts owed by the company's UK parent company accrue interest at an average rate of 2.58% per annum calculated quarterly in arrears (2020: 2.91%), are unsecured and repayable on demand.

#### 12 Creditors: amounts falling due within one year

	2021 £000	2020 £000
Corporation tax	-	322
	<u>-</u>	<u>322</u>

#### 13 Deferred tax

<b>Deferred taxation</b>	£000
At 1 January 2021	-
Transfer from debtors	2,421
Credit to profit and loss account	(210)
	<u>2,211</u>
Transfer to debtors (note 11)	(2,211)
<b>At 31 December 2021</b>	<u>-</u>

Full provision has been made for deferred taxation at either 19% or 25% reflecting the expected timing of the reversal of the balance (2020: 19%) in respect of:

	2021 £000	2020 £000
Accumulated losses	<u>2,211</u>	<u>2,421</u>

There are no unrecognised deferred tax assets or liabilities as at 31 December 2021 (2020: nil).

## WYKO Holdings Limited

### Notes to the financial statements for the year ended 31 December 2021 (continued)

#### 14 Called up share capital

	Number	£000
<b>Allotted and fully paid</b>		
Ordinary share capital		
Ordinary shares of £1 each – fully paid	462,650	463
Ordinary shares of £1 each – part paid	12,908	13
'A' ordinary shares of £1 each	1,972,350	1,972
<b>At 31 December 2020 and 2021</b>	<b>2,447,908</b>	<b>2,448</b>
Preference share capital		
'A' Preference shares of £0.0001 each	2,500,000	-
'B' Preference shares of £0.0001 each	52,035,417	5
<b>At 31 December 2020 and 2021</b>	<b>54,535,417</b>	<b>5</b>
<b>Total at 31 December 2020 and 2021</b>	<b>56,983,325</b>	<b>2,453</b>

The rights relating to each class of share in issue at 31 December 2021 are as follows:

- i) the ordinary shares and A ordinary shares rank pari passu as if one class of share for the purposes of income;
- ii) the A and B preference shares carry no right to participate in or receive any dividends;
- iii) in the event of winding up the company or otherwise reducing capital, the assets shall be applied;
  - first in repaying to the holders of the A preference shares the amounts paid up on such shares (including any premium);
  - secondly in repaying the holders of the B preference shares the amounts paid up on such shares (including any premium);
  - thirdly in paying the holders of A ordinary shares £1 per share together with any arrears or accruals of dividends on the shares; then
  - in paying the holders of ordinary shares £1 per share; then
  - the balance of the assets, up to £1,000,000 per share shall be distributed amongst the holders of the A ordinary share and ordinary shares pari passu as if the shares constituted one class;
- iv) the ordinary shares carry one vote per share and the A ordinary shares carry ten votes per share;
- v) The Director considers that in accordance with FRS 102 section 22, all issued share capital is equity in nature.

#### 15 Financial Instruments

The company has the following financial instruments:

	Notes	2021 £000	2020 £000
<b>Financial assets valued through profit or loss</b>		-	-
<b>Financial assets that are debt instruments measured at amortised cost</b>			
- Loans to ultimate UK parent company	11	115,891	116,118
- Called-up share capital not paid	11	13	13
		<b>115,904</b>	<b>116,131</b>
<b>Financial liabilities measured at fair value through profit or loss</b>		-	-
<b>Financial liabilities measured at amortised cost</b>		-	-

## WYKO Holdings Limited

### Notes to the financial statements for the year ended 31 December 2021 (*continued*)

#### 16 Related parties

The company has taken advantage of the exemption, allowed by paragraph 33.1A of FRS 102, not to disclose transactions and balances with related party undertakings which are wholly owned by the Group.

#### 17 Ultimate parent company and controlling party

The company's immediate parent company is ERIKS UK Holdings Limited, a company registered in England and Wales.

The ultimate parent company and controlling party is SHV Holdings N.V. a company registered in The Netherlands.

The largest group in which the results of the Company are consolidated is that headed by SHV Holdings N.V. Copies of the financial statements of SHV Holdings N.V. may be obtained from the company at the following address:

SHV Holdings N.V.  
Rijnkade 1  
3511 LC Utrecht  
The Netherlands

The smallest group in which they are consolidated is that headed by ERIKS N.V, incorporated in The Netherlands.

Copies of the financial statements of ERIKS N.V. may be obtained from the company at the following address:

ERIKS N.V.  
P.O. Box 19108  
3501 DC Utrecht  
The Netherlands

#### 18 Subsidiaries and related undertakings

The company had the following subsidiary and related undertakings at 31 December 2021 (all interests are 100% unless otherwise stated):

<u>Company</u>	<u>Activity</u>	<u>Country of incorporation</u>
WYKO Investments Limited	Holding Company	England
Lilleshall Limited *	Holding Company	England
Lilleshall Building products Limited *	Non-trading	England
Lilleshall International Holdings Limited *	Non-trading	England
Brymill Limited *	Dormant	England

Subsidiaries and related undertakings marked \* are held via intermediate holding companies.

All of the above subsidiaries are registered at the following address: Seven Stars Road, Oldbury, West Midlands, B69 4JR.