

Registration number: 03897526

IKO U.K. Limited

Annual report and consolidated financial statements
for the year ended 31 December 2018



IKO U.K. Limited

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IKO U.K. Limited

Company information

Directors	H Koschitzky
	J Koschitzky
	F Hautman
	A Carlyle (appointed 1 August 2018)
Company secretary	TCSS Limited
Registered office	Appley Lane North
	Appley Bridge
	Wigan
	Lancashire
	WN6 9AB
	United Kingdom
Auditor	Deloitte LLP
	Statutory Auditor
	Manchester
	M3 3HF
	United Kingdom

IKO U.K. Limited

Strategic report

For the year ended 31 December 2018

The directors present their strategic report for IKO U.K. Limited (the "company") and its subsidiary undertakings (together the "group") for the year ended 31 December 2018.

Principal activity

IKO U.K. Limited is the holding company of an integrated group of companies engaged principally in the manufacture, distribution and installation of bitumen-based waterproofing systems and building products.

The group also manufactures and sells insulation products.

Business review

As shown in the group's statement of comprehensive income, the group's revenue has increased by 6% from the prior year to £299,230k (2017: £283,111k). The profit before taxation increased by 71% to £28,185k (2017: £16,502k). It should be noted that these are the consolidated financial statements and therefore there are many factors impacting the movement in results. For detailed information regarding the movements on trading results, the subsidiary trading financial statements should be reviewed. A full listing of the subsidiary undertakings is included within note 17.

Overall, the revenue increase was a combination of effective growth in sales volume, sales price increase, market growth and the impact of GBP vs Euro exchange rate evolution. The increase in sales prices is due to general increases across the market. A significant number of group entities operate in the Euro-zone, while GBP is the group reporting currency, therefore part of the increase in margin is attributable to GBP getting stronger compared to the Euro in 2018, and as a result of anticipation for Brexit impact by the markets and the general economic climate. The group's debtors balance has increased by 36%, as result of the higher activity level, combined with increased short term borrowings of cash excess, for an amount of £ 21.985K, to other IKO EU group companies, following interest rate developments in the local financial markets. The group creditors increased by 17%.

An analysis of sales is given in note 4 to the financial statements.

The balance sheet in the financial statements shows that the group's financial position at the year-end has further strengthened and is in a net assets position of £162m (2017: £137m).

Future developments

The group continues to focus on cost efficiency and strives to provide value-added products and services to its customers, through innovation and continued focus on the maintenance of strong relationships with customers. Competitive pressure on selling prices, increase in raw material prices and the availability of cheap imports from abroad has been, and will continue to be, a challenge for the group.

Principal risks and uncertainties

Trading risks

The current economical and political climate and outlook in combination with the competitive pressure in the market place and variability in cost of raw material prices are potent threats to existing profit margins and overall profitability. The group is exposed to credit risk through the financial failure of key customers. To mitigate this risk, the group has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to any individual counterparty is underwritten by credit insurance where possible and any uninsured exposure is managed in accordance with group credit policies and procedures.

Exchange risks

The group purchases raw materials from, and sells products to, international markets and is therefore exposed to currency movements on such transactions. Where appropriate, to provide certainty of future cash flows to mitigate against foreign exchange fluctuation, the group can enter into forward exchange contracts which are approved by the Board of directors. There were no open contracts at the year end (2017: same).

IKO U.K. Limited

Strategic report (continued)

For the year ended 31 December 2018

Principal risk and uncertainties (continued)

Financial risks

The group is funded by the wider IKO Enterprises UKULC group with related party debt of £12,513k (2017: £15,744k). The group also has a pension scheme liability of £18,833k (2017: £19,635k). The group has sufficient cash for its business needs and can therefore manage future debt and pension repayments from its cash and working capital funds.

Liability risks

There is no known exposure to legal claims as of 31 December 2018, other than those provided in the financial statements.

Financial key performance indicators

Despite some challenging trading conditions during the year, revenue increased by 6% from 2017.

The company uses a range of performance indicators to monitor business performance. Some of the key financial performance indicators are:

	2018	2017
Gross margin	28.7%	26.4%
Trading margin	9.4%	5.8%
Return on equity	12.7%	8.4%
Debtor days	114	88
Stock holding days	54	61

For more detailed information regarding the key performance indicators refer to the individual subsidiary financial statements.

Other key performance indicators

The group manages its operations on a country level because of the different competitive landscapes and economies in combination with the various business segments it operates. For this reason, the company's directors believe that further key performance indicators for the group are not necessary or appropriate for an understanding of the development, performance or position of the business.

The integrated companies use a variety of non-financial key performance measures, which are dependent on and reflecting the nature of their operations and can include measuring on-time deliverables, order fulfilment, customer complaints, production efficiencies and overhead expenditure.

Brexit

Following the triggering of Article 50 of the Treaty of Lisbon, the directors have considered the impact of the United Kingdom's intention to leave the European Union and do not expect there to be a significant impact on the activities of the group, except for the impact of import duties on raw materials and the impact of the Pound vs Euro exchange rate transition in 2018 (as set out in the Business review).

Approved by the Board on ~~DEC 11 2018~~ and signed on its behalf by:


P. Hautman
Director

IKO U.K. Limited

Directors' report

For the year ended 31 December 2018

The directors present their report on the affairs of IKO U.K. Limited (the "company") and its subsidiary undertakings (together the "group"), together with the financial statements and auditor's report for the year ended 31 December 2018.

Future developments and principal risks and uncertainties are included within the strategic report on pages 2 and 3.

Results and dividends

The group profit for the financial year after taxation amounted to £20,596k (2017: £11,488k).

The directors do not recommend a dividend (2017: same).

Directors

The directors who served throughout the year and to the date of this report, unless otherwise stated, were as follows:

H Koschitzky

S Koschitzky (resigned 1 January 2018)

J Koschitzky

F Hautman

D Koschitzky (resigned 1 January 2018)

A B Williamson (resigned 23 July 2018)

A Carlyle (appointed 1 August 2018)

Directors' interests

None of the directors have any declarable beneficial interest in the shares or loan capital of the company or of any subsidiary undertaking during the year. H Koschitzky, S Koschitzky, J Koschitzky, D Koschitzky, F Hautman and A Carlyle are overseas based directors and are not required to notify interests in group undertakings incorporated outside of the United Kingdom.

Charitable and political donations

Charitable donations in the UK totalled £9,000 (2017: £7,000). No political contributions were made in the current year (2017: £nil).

Going concern

The objective of the group's financial management is to manage the financial risk at acceptable levels.

The directors consider that the current economic environment, whilst difficult, is still favourable to facilitate a steady increase in business confidence within which we can improve returns on capital. The group benefits from the regional spread, diverse customer base, product range and service offering across its portfolio of trading businesses providing a spread of risk. The Board continues to employ its strategy of maintaining turnover while closely monitoring margins, overheads and cash flow.

The group's balance sheet on page 11 shows net current assets of £117.3m (2017: £97.8m) and net assets of £161.9m (2017: £137.4m) including cash totalling £48.4m (2017: £41.2m).

IKO U.K. Limited

Directors' report (continued) For the year ended 31 December 2018

Going concern (continued)

The group's and the company's forecasts and projections taking into consideration the current economic environment, show the group and the company continuing to remain profitable. Thus, the directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in note 2 to the financial statements.

Employees

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the group continues and that appropriate training is arranged. It is the policy of the group and the company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Employee consultation

The group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the group and the company. This is achieved through formal and informal meetings throughout the year and the group holds briefings and presentations when required.

Research and development

It is the group's policy to enhance the performance of its products through continuous improvements and quality control in order to meet evolving building design criteria and international building standards.

Statement as to disclosure of information to auditor

So far as each person who is a director is aware, there is no relevant audit information of which the group's auditor is unaware. Each director has taken all steps that he ought to have taken in his duty as a director in order to make himself aware of any relevant audit information and to establish that the group's auditor is aware of that information.

Auditor

The auditor, Deloitte LLP, will be proposed for appointment in accordance with section 485 of the Companies Act 2006.

Directors' indemnities

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

Approved by the Board on 22.12.18 and signed on its behalf by:


F. Hautman
Director

IKO U.K. 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 Accounting Standards (United Kingdom 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 group and parent and of the profit or loss of the group 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the 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 directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and the company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of IKO U.K. Limited

Report on the audit of the financial statements

Opinion

In our opinion, the financial statements of IKO U.K. Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2018 and of the group's 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 consolidated statement of comprehensive income;
- the consolidated and parent company balance sheets;
- the consolidated and parent company statements of changes in equity;
- the consolidated cash flow statement; and
- the related notes 1 to 30.

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).

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 group and the parent 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'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

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 group's or the parent 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.

Independent auditor's report to the members of IKO U.K. Limited (continued)

Other information (continued)

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. 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 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 directors either intend to liquidate the group or the parent 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the group and of the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report and 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:

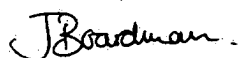
- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' 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 respect of these matters.

Independent auditor's report to the members of IKO U.K. 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.



.....
Jane Boardman BSc, FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Manchester
United Kingdom

16 December 2019

Date:.....

IKO U.K. Limited

Consolidated statement of comprehensive income For the year ended 31 December 2018

	Note	2018 £ 000	2017 £ 000
Revenue	4	299,230	283,111
Cost of sales		<u>(213,446)</u>	<u>(208,407)</u>
Gross profit		85,784	74,704
Administrative expenses		(23,236)	(21,805)
Distribution expenses		(35,718)	(35,464)
Other operating income/(expense)		<u>1,661</u>	<u>(357)</u>
Operating profit		28,491	17,078
Profit on disposal of tangible fixed assets	5	175	137
Interest receivable and similar income	6	34	30
Interest payable and similar expenses	7	<u>(515)</u>	<u>(743)</u>
		<u>(306)</u>	<u>(576)</u>
Profit before taxation	9	28,185	16,502
Tax on profit	12	<u>(7,589)</u>	<u>(5,014)</u>
Profit for the financial year		20,596	11,488
Profit attributable to:			
Owners of the company		20,104	11,039
Non-controlling interest		<u>492</u>	<u>449</u>
		<u>20,596</u>	<u>11,488</u>
Other comprehensive income			
Remeasurements arising on defined benefit pension scheme	27	818	5,129
Deferred tax movement relating to remeasurement on defined benefit pension scheme	25	(444)	(1,038)
Exchange differences arising on translation of foreign operations		<u>3,766</u>	<u>3,438</u>
Total comprehensive income for the year		24,736	19,017
Profit for the year attributable to:			
Owners of the parent company		24,244	18,568
Non-controlling interests		<u>492</u>	<u>449</u>
		<u>24,736</u>	<u>19,017</u>

The above results were derived from continuing operations.

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

**Consolidated balance sheet
As at 31 December 2018**

	Note	2018 £ 000	2017 £ 000
Fixed assets			
Goodwill	13	841	981
Negative goodwill	13	(10)	(14)
		831	967
Tangible assets	14	59,600	57,472
Other investments	15	6,113	6,113
Investment properties	16	970	910
		<u>67,514</u>	<u>65,462</u>
Current assets			
Stocks	18	31,386	34,840
Debtors	19	93,209	68,399
Cash at bank and in hand		48,408	41,238
		<u>173,003</u>	<u>144,477</u>
Creditors: amounts falling due within one year	20	<u>(55,654)</u>	<u>(46,668)</u>
Net current assets		<u>117,349</u>	<u>97,809</u>
Total assets less current liabilities		184,863	163,271
Creditors: amounts falling due after more than one year	20	(1,620)	(2,284)
Provisions	24	(876)	(1,457)
Deferred tax	25	(1,597)	(2,470)
Pension scheme liability	26	(18,833)	(19,635)
		<u>(22,926)</u>	<u>(25,846)</u>
Net assets		<u>161,937</u>	<u>137,425</u>
Capital and reserves			
Called-up share capital	21	47,538	47,538
Merger reserve	21	4,833	4,833
Profit and loss account	21	106,779	82,535
Equity attributable to owners of the company		159,150	134,906
Non-controlling interests	21	<u>2,787</u>	<u>2,519</u>
Shareholders' funds		<u>161,937</u>	<u>137,425</u>

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

Consolidated balance sheet (continued)
As at 31 December 2018

The financial statements of IKO U.K. Limited (registration number: 03897526) were approved by the Board of directors and authorised for issue on 10 December 2018 and signed on its behalf by:



.....
F Hautman
Director

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

Company balance sheet As at 31 December 2018

	Note	2018 £ 000	2017 £ 000
Fixed assets			
Investments	17	62,655	66,355
Current assets			
Debtors	19	2,941	3,385
Creditors: amounts falling due within one year	20	(20,105)	(19,252)
Net current liabilities		(17,164)	(15,867)
Provisions	26	(18,833)	(19,635)
Net assets		26,658	30,853
Capital and reserves			
Called-up share capital	21	47,538	47,538
Profit and loss account	21	(20,880)	(16,685)
Shareholders' funds		26,658	30,853

The company has elected to take the exemption permitted under Section 408 of the Companies Act 2006 not to present the company's profit and loss account. The company's loss for the year was £4,569k (2017: profit of £114k). The company recognised a £3,700k impairment loss on an investment during the year.

The financial statements of IKO U.K. Limited (registration number: 03897526) were approved by the Board of directors and authorised for issue on December 11th, 2019.

They were signed on its behalf by:


F Hautman
Director

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

**Consolidated statement of changes in equity
For the year ended 31 December 2018**

	Note	Called-up share capital £ 000	Merger reserve £ 000	Profit and loss account £ 000	Equity attributable to the owners of the parent company £ 000	Non-controlling interests £ 000	Total shareholders' funds £ 000
At 1 January 2017		47,538	4,833	63,967	116,338	2,331	118,669
Profit for the year		-	-	11,039	11,039	449	11,488
Remeasurements arising on defined benefit pension scheme	27	-	-	5,129	5,129	-	5,129
Deferred tax arising on defined pension scheme	25	-	-	(1,038)	(1,038)	-	(1,038)
Exchange differences arising on translation of foreign operations		-	-	3,438	3,438	-	3,438
Total comprehensive income		-	-	18,568	18,568	449	19,017
Dividends paid		-	-	-	-	(261)	(261)
At 31 December 2017		47,538	4,833	82,535	134,906	2,519	137,425

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

Consolidated statement of changes in equity (continued)
For the year ended 31 December 2018

		Called-up share capital £ 000	Merger reserve £ 000	Profit and loss account £ 000	Equity attributable to the owners of the parent company £ 000	Non-controlling interests £ 000	'Total shareholders' funds £ 000
	Note						
At 1 January 2018		47,538	4,833	82,535	134,906	2,519	137,425
Profit for the year		-	-	20,104	20,104	492	20,596
Remeasurements arising on defined benefit pension scheme	27	-	-	818	818	-	818
Deferred tax arising on defined pension scheme	25	-	-	(444)	(444)	-	(444)
Exchange differences arising on translation of foreign operations		-	-	3,766	3,766	-	3,766
Total comprehensive income		-	-	24,244	24,244	492	24,736
Dividends paid		-	-	-	-	(224)	(224)
At 31 December 2018		47,538	4,833	106,779	159,150	2,787	161,937

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

**Company statement of changes in equity
For the year ended 31 December 2018**

	Note	Called-up share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2017		47,538	(20,890)	26,648
Profit for the year		-	114	114
Remeasurement arising on defined benefit pension scheme	27	-	5,129	5,129
Deferred tax arising on defined benefit pension scheme	25	-	(1,038)	(1,038)
Total comprehensive income		-	4,205	4,205
At 31 December 2017		47,538	(16,685)	30,853
	Note	Called-up share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2018		47,538	(16,685)	30,853
Loss for the year		-	(4,569)	(4,569)
Remeasurement arising on defined benefit pension scheme	27	-	818	818
Deferred tax arising on defined benefit pension scheme	25	-	(444)	(444)
Total comprehensive income		-	(4,195)	(4,195)
At 31 December 2018		47,538	(20,880)	26,658

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

**Consolidated cash flow statement
For the year ended 31 December 2018**

	Note	2018 £ 000	2017 £ 000
Operating profit		28,491	17,078
Adjustment to cash flow from non-cash items:			
Depreciation and amortisation	9	5,114	5,230
Changes in fair value of investment property	16	60	33
Post- employment benefits less payments		(1,871)	(1,680)
Operating cash flow before movement in working capital		31,794	20,661
Decrease/(increase) in stocks	18	3,454	(7,004)
Increase in debtors	19	(2,991)	(6,789)
Increase in creditors	20	12,601	9,786
Decrease in provisions	24	(1,052)	(1,948)
Income taxes paid		(7,561)	(7,066)
Interest received		34	30
Cash flows from operating activities		36,279	7,670
Cash flows from investing activities			
Acquisitions of property, plant and equipment	14	(6,202)	(7,040)
Proceeds from sale of property, plant and equipment	14	284	318
Acquisition of intangible assets	13	-	(32)
Proceeds from sale of investment properties		-	400
Net cash flows from investing activities		(5,918)	(6,354)
Cash flows from financing activities			
Movement on loans and borrowings		(23,677)	(4,537)
Interest paid	7	(38)	(46)
Net cash flows from financing activities		(23,715)	(4,583)
Net increase/(decrease) in cash and cash equivalents		6,646	(3,267)
Cash and cash equivalents at beginning of year		41,238	44,497
Effect of exchange rate fluctuations on cash held		524	97
Cash and cash equivalents at end of year		48,408	41,327
Reconciliation to cash at bank and in hand			
Cash at bank and in hand		48,408	41,238

The notes on pages 18 to 49 form an integral part of these financial statements.

IKO U.K. Limited

Notes to the financial statements

For the year ended 31 December 2018

1 General information

IKO U.K. Limited (the 'company') is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of its registered office and principal place of business is Appley Lane North, Appley Bridge, Wigan, Lancashire, WN6 9AB.

The company is a parent undertaking and therefore these consolidated financial statements present the financial information of the company and its subsidiary undertakings (together "the group"), as well as the company's individual financial statements.

The principal activities of the company and its subsidiaries are the manufacture, distribution and installation of bitumen-based waterproofing systems and building products.

The group's functional currency is pounds sterling, being the currency of the primary economic environment in which the group operates. The financial statements are presented in pounds sterling.

The following dormant subsidiaries of the company have taken advantage under s349A of the Companies Act 2006 exemption from preparing individual accounts. These subsidiaries are exempt from the requirement to prepare individual accounts by virtue of this section.

Name	Companies House Registration Number
Direct subsidiary undertakings	
The Waterproofing Group PLC	04278415
Ruberoid Pension Trustee Ltd	06024169
Ruberoid Works Pension Trustee Limited	06024217
Indirect subsidiary undertakings	
Ruberoid Pension Trustee Limited	06024169
Ruberoid Works Pension Trustee Limited	06024217
Roof Integrity Limited	11581646

2 Accounting policies

Basis of accounting

These financial statements have been prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") issued by the Financial Reporting Council. These financial statements have been prepared under the historical cost convention, as modified for the fair value of investment properties.

FRS 102 allows a qualifying entity certain disclosure exemptions subject to conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the company's shareholders.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Basis of accounting (continued)

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to;

- disclosing intra-group transactions, as required by paragraph 7 of Section 33 Related Party Disclosures;
- presenting a statement of cash flows, as required by Section 7 Statement of Cash Flows;
- presenting a financial instruments note; and
- presenting key management personnel remuneration.

Basis of consolidation

The consolidated financial statements incorporate the results of the company and its subsidiary undertakings for the year ended 31 December 2018. Subsidiaries are included within the consolidation where the company has control over such entities, thereby having the power to govern the financial and operating policies of the entity. The financial statements of subsidiaries that are acquired or disposed of within the financial year are included within, or excluded from, the consolidation from the date that the company obtains, or loses control.

A subsidiary undertaking, Pure Asphalt Ltd is included within the consolidation in full, despite having year end 30 June 2018, as the management deemed its results to be immaterial to the group.

All intra-group transactions, balances, income and expenses are eliminated on consolidation. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by the group.

Going concern

After making all due enquiries, the directors have a reasonable expectation that the group and company will remain in operational existence for the foreseeable future and have adequate resources to continue as a going concern. For this reason the directors have continued to prepare the accounts on a going concern basis.

The directors consider that the current economic environment, whilst difficult, is still favourable to facilitate a steady increase in business confidence within which we can improve returns on capital. The group benefits from the regional spread, diverse customer base, product range and service offering across its portfolio of trading businesses providing a spread of risk. The board continues to employ its strategy of maintaining turnover while closely monitoring margins, overheads and cash flow.

The group's balance sheet on page 11 shows net current assets of £117.3m (2017: £97.8m) and net assets of £161.9m (2017: £137.4m) including cash totalling £48.4m (2017: £41.2m).

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable for goods and services provided, net of trade discounts, value added tax and similar sales based taxes.

Revenue is recognised as follows:

- revenue from manufacturing and distribution activities is recognised when the title has passed;
- revenue from contract activities represents the value of work carried out during the year, including amounts not invoiced. Revenue is based on estimated total turnover (contract value) and the degree of estimated stage of completion (measured as total costs incurred compared to total costs forecast to the end of the contract) for each individual contract; and
- interest income is accrued on a time basis using the effective interest method.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Tax

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on all timing differences that have originated but not reversed at the reporting date. Transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future give rise to a deferred tax liability or asset. Timing differences are differences between taxable profits and total comprehensive income as stated in the financial statements that arise from the inclusion of income and expenses in tax assessments in years different from those in which they are recognised in the financial statements.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted as at the reporting date, that are expected to apply to the reversal of the timing difference. The tax expense is recognised in the same component of comprehensive income or equity as the transaction, or other event, that resulted in the tax expense.

Deferred income tax assets are recognised only to the extent that, on the basis of all available evidence, it is deemed probable that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Current and deferred tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts, and there is the intention either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the reporting entity using the exchange rate prevailing at the date the transactions took place.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at the reporting date of monetary assets and liabilities are reported in profit or loss.

For the purpose of presenting the consolidated financial statements, the assets and liabilities of the group are translated using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period. Foreign exchange gains and losses arising on translation into the presentational currency are recognised within other comprehensive income, and are allocated to the non-controlling interest, as appropriate.

Business combinations

Business combinations are accounted for using the acquisition method. The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed, and of equity instruments issued, plus the costs directly attributable to the business combination.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Goodwill

Goodwill recognised represents the excess of the consideration and directly attributable costs of the purchase consideration over the fair value of the group's interest in the identifiable assets, liabilities and contingent liabilities acquired.

On acquisition, goodwill is allocated to the cash-generating units ("CGU's") that are expected to benefit from the combination.

Goodwill is amortised over its expected useful life of 10 years.

Goodwill is assessed for impairment where an indication of impairment exists at the reporting date.

Any excess of the aggregate of the fair value of the identifiable net assets acquired over the fair value of the consideration given (negative goodwill), is recognised and released to the statement of comprehensive income in the periods in which the fair values of the non-monetary assets purchased on the same acquisition are recovered.

Research and development

Research and development expenditure is written off to profit or loss in the year in which it is incurred.

Tangible assets

Tangible assets comprise land and buildings, plant, machinery and vehicles, which are initially recognised at cost, being the purchase price plus any directly attributable costs, and are subsequently measured at cost less accumulated depreciation and impairment losses.

Impairment

Tangible assets are tested for impairment where an indication of impairment exists at the reporting date.

Depreciation

Depreciation is charged on a straight line basis to allocate the asset's cost, less its estimated residual value, over its estimated useful life. The useful lives are as follows:

Asset class	Depreciation method and rate
Freehold buildings	20 - 50 years
Long leasehold properties	Period of lease
Short leasehold properties	Period of lease
Plant, machinery and vehicles	3 - 15 years

Freehold land is not depreciated.

Investment property

Land and buildings, whether in whole or part, are classified as investment property when they are held to earn rentals or for capital appreciation, or both. Investment properties are initially measured at cost, which comprises the purchase price and any directly attributable expenditure, and are subsequently remeasured to fair value at each reporting date, with changes in fair value recognised in profit or loss.

Investments in subsidiary undertakings

Investments in subsidiary undertakings are recognised at cost less accumulated impairment losses in the company financial statements. Investments are tested for impairment where an indication of impairment exists at the reporting date.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Impairment of assets

At each reporting date the group reviews the carrying value of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

The recoverable amount of an asset is the higher of fair value less costs to sell and value in use. Value in use is the present value of the future cash flows expected to be derived from the asset. The present value calculation involves estimating the future cash inflows and outflows to be derived from continuing use of the asset, and from its ultimate disposal, applying an appropriate discount rate to those future cash flows.

Where the recoverable amount of an asset is less than the carrying amount, an impairment loss is recognised immediately in profit or loss. An impairment loss recognised for all assets is reversed in a subsequent year if, and only if, the reasons for the impairment loss have ceased to apply.

Stocks

Stock is stated at the lower of cost and net realisable value on a first in first out basis. In the case of finished goods and work-in-progress, cost is defined as the production cost which includes appropriate proportion of attributable overheads.

Where necessary, provision is made for obsolete, slow moving and defective stocks to reduce the carrying amount to net realisable value. Net realisable value is based on the estimated selling price less further costs expected to be incurred to completion and disposal.

Financial instruments

Financial assets and liabilities are recognised when the group becomes party to the contractual provisions of the financial instrument. The group holds only basic financial instruments, which comprise cash and cash equivalents, debtors, investments in equity instruments and creditors. The group has chosen to apply the measurement and recognition provisions of Section 11 *Basic Financial Instruments* and Section 12 *Other Financial Instruments* in full.

Financial assets — classified as basic financial instruments

Cash and cash equivalents

Cash and cash equivalents comprises cash in hand, deposits held with banks and other short-term highly liquid investments with original maturities of three months or less.

Debtors

Debtors are initially recognised at the transaction price, including any transaction costs, and are subsequently measured at amortised cost using the effective interest method, less any provision for impairment.

Amounts that are receivable within one year are measured at the undiscounted amount expected to be receivable, net of any impairment.

Where a financial asset constitutes a financing transaction it is initially and subsequently measured at the present value of the future payments, discounted at a market rate of interest.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Financial assets — classified as basic financial instruments (continued)

At the end of each reporting year, the group assesses whether there is objective evidence that any financial asset may be impaired. A provision for impairment is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of the financial asset. The amount of the provision is the difference between the asset's carrying amount and the present value of the estimated future cash flows. The amount of the provision is recognised immediately in profit or loss.

Investments in equity instruments

Investments in equity instruments are recognised at fair value with movements in fair value being recognised in profit or loss at each reporting date, unless a reliable fair value cannot be determined. Where the fair value cannot be measured reliably the investments are measured at cost less impairment losses.

Financial liabilities - classified as basic financial instruments

Creditors

Creditors are initially measured at the transaction price, including any transaction costs, and are subsequently measured at amortised cost using the effective interest method.

Amounts that are payable within one year are measured at the undiscounted amount expected to be payable.

Where a financial liability constitutes a financing transaction it is initially and subsequently measured at the present value of the future payments, discounted at a market rate of interest.

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the statement of comprehensive income over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Employee benefits

Short-term benefits

Short-term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received. An accrual is provided for short-term compensated absences where entitlement has accumulated, but has not been taken, at the reporting date.

Defined contribution pension schemes

The group operates defined contribution pension schemes, the assets of which are held separately from those of the group in independently administered funds. Contributions to the defined contribution pension scheme are recognised in profit or loss in the year to which the contributions relate.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Employee benefits (continued)

Defined benefit pension scheme

The group operates a defined benefit pension scheme, the assets of which are held separately from those of the company and group in an independently administered fund.

The liability recognised in the balance sheet in respect of the defined benefit pension scheme is the present value of the defined benefit obligation less the fair value of the plan assets at the reporting date. The defined benefit obligation is assessed using the projected unit of credit method and reviewed annually by independent actuaries.

Service costs are recognised in profit or loss so as to spread the costs over the service lives of employees.

Net interest on the net defined benefit liability is determined by multiplying the net defined benefit liability by the discount rate, as determined at the start of the annual reporting period, taking account of any changes arising during the period as a result of contribution and benefit payments. Net interest is recognised in profit or loss in the period.

Remeasurement of the net defined benefit liability is recognised in other comprehensive income and comprises actuarial gains and losses and the return on plan assets, excluding amounts included in net interest expense.

Provisions

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that the obligation will be required to be settled, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are discounted when the time value of money is material.

Leases

Lease arrangements are classified as a finance lease where the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other lease arrangements are classified as an operating lease.

Finance leases

Assets held under finance leases are recognised as assets of the group at their fair value or, if lower, at the present value of the minimum lease payments using the interest rate implicit in the lease, each determined at the inception of the lease. Incremental direct costs incurred in negotiating and arranging the lease are included in the cost of the asset. Assets are depreciated over the shorter of the lease term and the estimated useful life of the asset.

The capital element of lease obligations is recorded as a finance lease liability on inception of the arrangement. Lease payments are apportioned between capital repayment and the finance charge, using the effective interest rate method, to produce a constant rate of charge on the balance of the capital repayments outstanding. Finance expenses are recognised in profit or loss.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

2 Accounting policies (continued)

Long term contracts

Amounts recoverable on contracts, which are included in debtors, are stated at cost plus attributable profit less any foreseeable losses. The profit on each individual contract is the lower of profit earned to date and that forecast at completion. Payments received on account are deducted from amounts recoverable on contracts. Such amounts, which have been received and exceed amounts recoverable, are included in creditors.

In determining the attributable profit on contracts to a particular accounting period the group uses estimation techniques. The principal estimation technique used is the preparation of profit forecasts on a contract by contract basis which enables an assessment to be made on the final out-turn on each contract. Profit is then recognised when the outcome of the contract can be foreseen with reasonable certainty.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

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. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared.

3 Critical accounting judgements and key sources of estimation uncertainty

In applying the group's accounting policies, the directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. The directors' judgements, estimates and assumptions are based on the best and most reliable evidence available at the time the decisions are made, and are based on historical experience and other factors that are considered to be applicable. Due to the inherent subjectively involved in making such judgements, estimates and assumptions, the actual results and outcomes may differ.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised, if the revision affects only that year, or in the year of the revision and future years, if the revision affects both current and future years.

Critical judgements in applying the group's accounting policies

The critical judgements that the directors have made in the process of applying the group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements are discussed below.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

3 Critical accounting judgements and key sources of estimation uncertainty (continued)

(i) Establishing fair value of investment properties

When the fair value of investment properties cannot be measured based on the price of a recent transaction for an identical asset or liability, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as market rent, vacancy rate, yield requirement and inflation. Changes in assumptions about these factors could affect the reported fair value of investment properties. The carrying value of investment properties at the balance sheet date was £970,000 (2017: £910,000).

(ii) Discount rate used to determine the carrying amount of the group's defined benefit obligation

The group's defined benefit obligation is discounted at a rate set by reference to market yields at the end of the reporting period on high quality corporate bonds. Significant judgement is required when setting the criteria for bonds to be included in the population from which the yield curve is derived. The most significant criteria considered for the selection of bonds include the issue size of the corporate bonds, quality of the bonds and the identification of outliers which are excluded.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Recoverability of debtors

A provision for debtors is established where it is estimated that the debtors are not considered to be fully recoverable. When assessing recoverability the directors consider factors such as the aging of the receivables, past experience of recoverability, and the credit profile of individual or groups of customers.

(ii) Estimating value in use

Where an indicator of impairment exists, the directors are required to carry out an impairment review to determine the recoverable amount, which is the higher of fair value less cost to sell and value in use. The value in use calculation required the directors to estimate the future cash flows expected to arise from the asset or the cash generating unit.

(iii) Provisioning for stocks

The group manufactures products, and is subject to changing customer demands and market conditions. As a result, the directors have considered the recoverability of the cost of stocks and the associated provisioning required. When calculating the provision, the directors have considered the nature and condition of the items, as well as saleability of finished goods and future use of the raw materials.

4 Revenue

The analysis of the group's revenue is as follows:

	2018	2017
	£ 000	£ 000
Sale of goods	237,339	226,534
Contracting	61,891	56,227
Rental income from investment property	-	180
Other income	-	170
	<u>299,230</u>	<u>283,111</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

4 Revenue (continued)

	2018	2017
	£ 000	£ 000
United Kingdom	115,128	113,636
Belgium	87,526	90,825
Netherlands	57,577	48,622
Rest of Europe	34,532	26,726
Rest of World	4,467	3,302
	<u>299,230</u>	<u>283,111</u>

5 Profit on disposal of tangible fixed assets

The analysis of the group's other gains and losses for the year is as follows:

	2018	2017
	£ 000	£ 000
Gain on disposal of tangible assets	<u>175</u>	<u>137</u>

6 Interest receivable and similar income

	2018	2017
	£ 000	£ 000
Interest receivable on cash at bank	34	25
Other interest receivable	-	5
	<u>34</u>	<u>30</u>

7 Interest payable and similar expenses

	2018	2017
	£ 000	£ 000
Interest payable on amounts due to related parties	28	46
Interest on net defined benefit pension obligation (note 27)	487	697
	<u>515</u>	<u>743</u>

8 Staff costs

The average monthly number of employees (including executive directors) was:

	2018	2017
	No.	No.
Production	579	624
Sales	265	246
Administration	213	234
	<u>1,057</u>	<u>1,104</u>

IKO U.K. Limited

Notes to the financial statements (continued) **For the year ended 31 December 2018**

8 Staff costs (continued)

Their aggregate remuneration comprised:

	2018 £ 000	2017 £ 000
Wages and salaries	40,597	39,431
Social security costs	7,315	7,339
Pension costs, defined contribution scheme (note 27)	4,215	4,099
Pension costs, defined benefit scheme (note 27)	235	173
	<u>52,362</u>	<u>51,042</u>

The company had no employees during 2018 (2017: same).

9 Profit before taxation

Profit before taxation is stated after charging:

	2018 £ 000	2017 £ 000
Amortisation of intangible assets (note 13)	115	189
Depreciation of tangible assets (note 14)	4,999	5,041
Operating lease expense - land and buildings	107	104
Operating lease expense - other	131	178
Foreign exchange losses	238	406
Auditor's remuneration (note 11)	<u>193</u>	<u>223</u>

10 Directors' remuneration

The directors' remuneration for the year was as follows:

	2018 £ 000	2017 £ 000
Remuneration	389	156
Pension scheme contributions to money purchase schemes	<u>34</u>	<u>16</u>
	<u>423</u>	<u>172</u>

During the year the number of directors who were receiving benefits and share incentives was as follows:

	2018 No.	2017 No.
Accruing benefits under money purchase pension scheme	<u>1</u>	<u>1</u>

	2018 £ 000	2017 £ 000
Remuneration	<u>-</u>	<u>-</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

11 Auditor's remuneration

	2018	2017
	£ 000	£ 000
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	37	43
Fees payable to the company's auditor and its associates for other services to the group		
The audit of the group's subsidiaries	112	129
Other fees to auditors	44	51
Total audit fees	193	223

12 Tax on profit

The tax charge comprises:

	2018	2017
	£ 000	£ 000
Current taxation		
UK corporation tax	896	393
UK corporation tax adjustment to prior periods	-	75
	896	468
Foreign tax	6,537	5,030
Foreign tax adjustment to prior periods	-	(51)
Total current tax	7,433	5,447
Deferred tax		
Arising from origination and reversal of timing differences	156	(639)
Adjustments in respect of prior years	-	206
Total deferred taxation	156	(433)
Total tax on profit	7,589	5,014

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

12 Tax on profit (continued)

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2017: higher than the standard rate of corporation tax in the UK) of 19% (2017: 19.25%).

The differences are reconciled below:

	2018 £ 000	2017 £ 000
Profit before tax	28,185	16,502
Tax on profit at standard UK corporation tax rate of 19.00% (2017: 19.25%)	5,355	3,337
Effects of:		
Expense not deductible for tax purposes	939	700
Non taxable income	(1,028)	(607)
Difference between UK and overseas tax rates	1,624	946
Adjustments to tax charge in respect of prior years	272	230
Movements in deferred tax not recognised	427	423
Changes in tax rates	-	(15)
	7,589	5,014

The standard rate of tax applied to reported profit was 19% (2017: 19.25%). The Finance Act 2016, which was substantively enacted in October 2016, included provisions to reduce the rate of corporation tax to 19% with effect from 1 April 2017 and 17% from 1 April 2020. Accordingly, deferred tax balances have been revalued to the lower rate of 17% in these accounts. To the extent that the deferred tax reverses before 1 April 2020 then the impact on the net deferred tax asset will be reduced.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

13 Intangible assets

Group

	Goodwill £ 000	Negative goodwill £ 000	Total £ 000
Cost or valuation			
At 1 January 2018	30,564	(37)	30,527
Foreign exchange movements	(21)	-	(21)
At 31 December 2018	30,543	(37)	30,506
Amortisation			
At 1 January 2018	29,583	(23)	29,560
Amortisation charge	119	(4)	115
At 31 December 2018	29,702	(27)	29,675
Net book value			
At 31 December 2018	841	(10)	831
At 31 December 2017	981	(14)	967

The company does not have any intangible assets.

Negative goodwill is being amortised over 10 years which is equal to the period over which the related non-monetary assets of the acquired business are being depreciated.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

14 Tangible assets

Group

	Land and buildings £ 000	Plant, machinery and vehicles £ 000	Total £ 000
Cost or valuation			
At 1 January 2018	52,883	51,395	104,278
Additions	2,055	4,147	6,202
Disposals	(1,215)	(938)	(2,153)
Foreign exchange movements	268	183	451
At 31 December 2018	53,991	54,787	108,778
Depreciation			
At 1 January 2018	12,734	34,072	46,806
Charge for the year	1,147	3,852	4,999
Eliminated on disposal	(1,215)	(829)	(2,044)
Foreign exchange movements	(389)	(194)	(583)
At 31 December 2018	12,277	36,901	49,178
Net book value			
At 31 December 2018	41,714	17,886	59,600
At 31 December 2017	40,149	17,323	57,472

The company does not have any tangible assets.

All land and buildings are freehold.

15 Other investments

	Group 2018 £ 000	2017 £ 000
At 1 January 2018 and 31 December 2018	6,113	6,113

The company does not have any other investments.

On 1 January 2007 the group acquired 12,000 D preferred shares in Goldis Enterprises, Inc (a related company incorporated and registered in Canada) as consideration for the disposal of Blair Rubber Company, Inc. and Hyload Inc. The registered office address of Goldis Enterprises, Inc is: 120 Hay Road Wilmington, DE 19809 United States

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

16 Investment properties

Group

	2018
	Freehold
	£ 000
Fair value	
At 1 January 2018	910
Revaluation	60
At 31 December 2018	<u>970</u>

All investment property held are freehold.

The company does not have any investment properties.

The historical cost equivalent values for the investment property are as follows:

	2018	2017
	£ 000	£ 000
Cost	838	838
Accumulated depreciation	(198)	(182)
Carrying value	<u>640</u>	<u>656</u>

All investment property is stated at fair value determined annually by external valuers all holding recognised and relevant professional qualifications and having recent experience in the location and class of the investment property being valued.

The valuations at 31 December 2018 were made by Ryden LLP, Naylor Chartered Surveyors, Roberts & Roberts Chartered Surveyors, and Ayers & Cruiks on an open market value for existing use basis. As set out in note 4, property rental income earned during the year was £nil (2017: £180,000).

17 Fixed asset investments

	Company	2017
	2018	£ 000
	£ 000	£ 000
Company		
Investments in subsidiaries	<u>62,655</u>	<u>66,355</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

17 Fixed asset investments (continued)

	2018
Subsidiaries	£ 000
Cost	
At 1 January 2018 and 31 December 2018	66,355
Provision	
At 1 January 2018	-
Provisions for impairment	3,700
At 31 December 2018	<u>3,700</u>
Net book value	
At 31 December 2018	<u>62,655</u>
At 31 December 2017	<u>66,355</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

17 Fixed asset investments (continued)

Name	Country of incorporation	Nature of business	Proportion of share capital held
Direct subsidiary undertakings			
IKO Holdings Plc (registration number: 02446447) Appley Lane North, Appley Bridge, Wigan, Lancashire, WN6 9AB.	United Kingdom	Holding company	100%
The Waterproofing Group PLC (reg. 04278415) Appley Lane North, Appley Bridge, Wigan, Lancashire, WN6 9AB.	United Kingdom	Dormant	100%
Ruberoid Pension Trustee Ltd (registration number: 06024169), 1B Mount Grace Drive, Poole, BH14 8NB	United Kingdom	Dormant	100%
Ruberoid Works Pension Trustee Limited (registration number: 06024217), 1B Mount Grace Drive, Poole, BH14 8NB	United Kingdom	Dormant	100%
The Specialist Waterproofing Group Limited (registration number: 04246517), 1B Mount Grace Drive, Poole, BH14 8NB	United Kingdom	Holding company	100%
Indirect subsidiary undertakings			
IKO Plc (registration number: 02678296) Appley Lane North Appley Bridge Wigan WN6 9AB	United Kingdom	Manufacture of waterproofing products	100%
IKO Limited Unit 502, Northwest Business Park, Ballycool, Dublin 15	Ireland	Distribution of waterproofing products	100%
The Specialist Waterproofing Group Limited* (registration number: 04246517) 1B Mount Grace Drive Poole BH14 8NB	United Kingdom	Holding company	26%
William Briggs & Sons Limited (registration number: 02548605) Amasco house, 101 Powke Lane, Cradley Heath, West Midlands, B64 5PX	United Kingdom	Holding company	76%
Briggs Amasco Limited (registration number: 03541311), Amasco house, 101 Powke Lane, Cradley Heath, West Midlands, B64 5PX	United Kingdom	Roofing and cladding services	100%

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

17 Fixed asset investments (continued)

Ruberoid International Limited (registration number: 02860994), Appley Lane North, Appley Bridge, Wigan, Lancashire, WN6 9AB	United Kingdom	Holding company	100%
Durastic Roofing and Cladding (Northern Ireland) Limited (registration number: NI035378), 10th Floor, Victoria House, Belfast, BT1 4LS	United Kingdom	Roofing and cladding services	100%
K&L Invest SA (reg. 0478476452), D'Herbouvillekaai 80, 2020 Antwerp	Belgium	Holding company	100%
Victor Tortolani Sprl (reg. 0406175325), Rue du Bosquet 3, 4890 Thimister-Clermont, Belgium	Belgium	Installation of roofing products	100%
Tortoloni SA (reg. 0451320610), Rue du Bosquet 3, 4890 Thimister-Clermont, Belgium	Belgium	Installation of roofing products	100%
Tortoloni Bruxelles SA (reg. 0472265878), Avenues des saisons 100, 1050 Ixelles	Belgium	Installation of roofing products	98.3%
IKO NV (reg. 0406317459), D'Herbouvillekaai 80, 2020 Antwerp	Belgium	Manufacture and installation of waterproofing products	100%
Asbo NV (reg. 0458131889), D'Herbouvillekaai 80, 2020 Antwerp	Belgium	Distribution of corrugated sheets	100%
Asphaltco NV, (reg. 0400456184) D'Herbouvillekaai 80, 2020, Antwerp	Belgium	Holding company	99.5%
IKO Holdings BV (reg. 23057374) Wielewaalweg 1, 4791 PD Klundert	Netherlands	Holding company	100%
Bitasco Trading BV (reg. 20112848) Wielewaalweg 1, 4791 PD Klundert	Netherlands	Distribution of roofing products	100%
IKO Insulations BV (reg. 20117454) Wielewaalweg 1+3, 4791 PD Klundert	Netherlands	Distribution of roofing products	100%
IKO BV (reg. 23026078) Wielewaalweg 1, 4791 PD Klundert	Netherlands	Distribution of roofing products	100%
Touwen & Co BV (reg. 35017324), Oostzijde 300, 1508 ET Zaandam	Netherlands	Manufacture of paints and wood preservative	100%
ATAB NV (reg. 0629893551), Satenrozen 2 U002, 2550 Kontich (Belgium)	Belgium	Installation of roofing products	100%

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

17 Fixed asset investments (continued)

Ruberoid Pension Trustee Limited (registration number: 06024169) 1B Mount Grace Drive, Poole, England, BH14 8NB	United Kingdom	Dormant	100%
Ruberoid Works Pension Trustee Limited (registration number: 06024217) 1B Mount Grace Drive, Poole, England, BH14 8NB	United Kingdom	Dormant	100%
Pure Asphalt Company Limited (reg. 02983959), Appley Lane North Appley Bridge Wigan WN6 9AB	United Kingdom	Roofing and cladding	100%
Roof Integrity Limited (Registration number: 11581646), 1B Mount Grace Drive, Poole, England, BH14 8NB	United Kingdom	Dormant	100%

*Specialist Waterproofing Group Limited ("SWG") is a holding company which owns a 40% interest in William Briggs & Sons Limited. As SWG has no operations other than its holding in William Briggs & Sons Limited, which is consolidated as a subsidiary, SWG has not been included within these financial statements using the equity method, and the investment is accounted for as part of the direct investment in William Briggs & Sons Limited.

18 Stocks

	Group		Company	
	2018	2017	2018	2017
	£ 000	£ 000	£ 000	£ 000
Raw materials and consumables	8,600	10,385	-	-
Work in progress	1,364	-	-	-
Finished goods and goods for resale	21,422	24,455	-	-
	<u>31,386</u>	<u>34,840</u>	<u>-</u>	<u>-</u>

Impairment of stocks is reviewed annually as part of the routine year end provisioning process, and any changes to the provision are recognised within the cost of sales in the income statement.

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

19 Debtors

		Group		Company	
	Note	2018 £ 000	2017 £ 000	2018 £ 000	2017 £ 000
Amounts falling due within one year:					
Trade debtors		57,064	50,058	-	-
Amounts recoverable on contracts		-	1,961	-	-
Amounts due from related parties	28	27,623	5,623	-	-
Other debtors		2,456	2,592	-	-
Prepayments and accrued income		1,503	2,392	-	-
Deferred tax assets	25	4,361	5,522	2,941	3,385
Corporation tax		202	235	-	-
		<u>93,209</u>	<u>68,383</u>	<u>2,941</u>	<u>3,385</u>

Amounts due from related parties include trading balances that are interest free and loan balances that attract interest based on a EURIBOR rate. All related party balances are unsecured, due within one year or repayable on demand (2017: same).

All other balances are unsecured, interest free and repayable on demand.

		Group		Company	
	Note	2018 £ 000	2017 £ 000	2018 £ 000	2017 £ 000
Amounts falling due after more than one year:					
Amounts due from related parties	28	-	16	-	-
Total debtors		<u>93,209</u>	<u>68,399</u>	<u>2,941</u>	<u>3,385</u>

Amounts due from related parties falling due after more than one year accrue interest on a EURIBOR based rate, are unsecured and are repayable within five years (2017: same).

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

20 Creditors

		Group		Company	
	Note	2018 £ 000	2017 £ 000	2018 £ 000	2017 £ 000
Creditors: amounts falling due within one year					
Trade creditors		20,950	13,631	-	-
Amounts due to related parties	28	11,924	13,711	19,924	19,159
Social security and other taxes		6,960	6,421	-	-
Outstanding defined contribution pension costs		72	-	-	-
Other creditors		5,692	5,302	-	-
Accrued expenses		5,971	5,801	181	93
Corporation tax		1,538	1,387	-	-
Deferred income		31	-	-	-
Payments on account		2,516	415	-	-
		<u>55,654</u>	<u>46,668</u>	<u>20,105</u>	<u>19,252</u>

Amounts due to related parties include, trading balances that are interest free and loan balances attract interest at variable rates ranging from LIBOR +1.2% - +1.5% and euribor based rates. All related party balances are unsecured, due within one year or repayable on demand (2017: same).

All other balances are unsecured, interest free and repayable on demand.

		Group		Company	
	Note	2018 £ 000	2017 £ 000	2018 £ 000	2017 £ 000
Creditors: amounts falling due after more than one year					
Amounts owed to the parent company	22, 28	-	1,998	-	-
Amounts owed to related parties	28	1,213	-	-	-
Other loans		407	286	-	-
		<u>1,620</u>	<u>2,284</u>	<u>-</u>	<u>-</u>

Loans and borrowings are due to related parties and accrue interest at a rate based on EURIBOR. The loans are unsecured and repayable within five years (2017: same).

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

21 Called-up share capital and reserves

Allotted, called-up and fully paid shares

	No.	2018 £ 000	No.	2017 £ 000
Ordinary shares of £1 each	<u>47,537,676</u>	<u>47,538</u>	<u>47,537,676</u>	<u>47,538</u>

The company has one class of ordinary shares; each share carries one voting right per share but no right to fixed income.

The group and company's other reserves are as follows:

Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends and actuarial gains and losses on defined benefit pension scheme.

Non-controlling interest

The non-controlling interest represents the share of the interest held by the non-controlling shareholders of the subsidiary undertakings.

Merger reserve

The merger reserve represents the difference between the nominal value of the shares issued plus the fair value of any other consideration given, and the nominal value of the shares received in exchange.

22 Loans and borrowings

Borrowings are repayable as follows:

	Group		Company	
	2018 £ 000	2017 £ 000	2018 £ 000	2017 £ 000
Loans and borrowings				
Between two and five years	161	30	-	-
After five years	<u>1,459</u>	<u>2,254</u>	<u>-</u>	<u>-</u>
	<u>1,620</u>	<u>2,284</u>	<u>-</u>	<u>-</u>

Loans and borrowings are due to related parties and accrue interest at a rate based on EURIBOR. The loans are unsecured and repayable within five years (2017: same).

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

23 Obligations under leases and hire purchase contracts

Group

Operating leases

At 31 December 2018, the group had minimum lease payments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2018	2017	2018	2017
	£ 000	£ 000	£ 000	£ 000
Not later than one year	117	83	6	11
Later than one year and not later than five years	256	225	101	147
Later than five years	68	333	11	-
	<u>441</u>	<u>641</u>	<u>118</u>	<u>158</u>

24 Provisions

Group

	Product warranties	Environment provision	Other provisions	Total
	£ 000	£ 000	£ 000	£ 000
At 1 January 2018	320	884	253	1,457
Charge	<u>(85)</u>	<u>(465)</u>	<u>(31)</u>	<u>(581)</u>
At 31 December 2018	<u>235</u>	<u>419</u>	<u>222</u>	<u>876</u>

The company did not have any provisions.

The warranty provision covers future product costs and claims arising in the normal course of business from prior period sales. The environment provision largely relates to site clean-up costs at locations of the group's non-UK operations. This is expected to be utilised over the next 10 years. Other provisions largely relate to pre-retirement obligations to employees in the group's non-UK operations. This is expected to be utilised over the next 5 years.

IKO U.K. Limited

Notes to the financial statements (continued) **For the year ended 31 December 2018**

25 Deferred tax

Deferred tax is provided as follows:

Group

	2018 £ 000	2017 £ 000
At 1 January	(3,052)	(3,648)
Prior year adjustments	(310)	206
Exchange adjustments	-	(24)
Movement in the statement of comprehensive income	154	(624)
Movement in other comprehensive income	444	1,038
31 December	(2,764)	(3,052)
	2018 £ 000	2017 £ 000
Accelerated capital allowances	2,384	2,485
Defined benefit pension scheme	(3,011)	(3,338)
Tax losses carried forward	(1,639)	(1,948)
Other timing differences	(498)	(251)
	(2,764)	(3,052)
	2018 £ 000	2017 £ 000
Deferred tax asset	(4,361)	(5,522)
Deferred tax liabilities	1,597	2,470
	(2,764)	(3,052)

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

25 Deferred tax (continued)

Company

	2018 £ 000	2017 £ 000
At 1 January	(3,385)	(4,424)
Charged to other comprehensive income	444	1,039
	<u>(2,941)</u>	<u>(3,385)</u>
	2018 £ 000	2017 £ 000
Defined benefit pension scheme	(2,941)	(3,338)
Other timing differences	-	(47)
	<u>(2,941)</u>	<u>(3,385)</u>
	2018 £ 000	2017 £ 000
Deferred tax asset	<u>(2,941)</u>	<u>(3,385)</u>

A deferred tax asset of £1,639k (2017: £1,836k) has been recognised in the financial statements on available tax losses carried forward. Tax losses carried forward have arisen predominantly in entities outside the UK. The directors consider that recognition of the asset is supported by forecasts and actual trading performance sufficient to generate future taxable profits against which the deferred tax asset is expected to reverse.

There are no unrecognised deferred tax liabilities. No provision has been made in respect of additional taxation which may become payable in the event that retained profits of overseas subsidiary undertakings are distributed to the parent company. The amount of such liability at 31 December 2018 is not material (2017: same).

26 Employee benefits

Group and company

	Employee benefits £ 000
At 1 January 2018	19,635
Movement	<u>(802)</u>
At 31 December 2018	<u>18,833</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

27 Post-employment benefits

Defined contribution pension schemes

The group operates a defined contribution pension scheme for all employees of the group.

Contributions made into this plan are paid by the group at rates specified in the rules of the scheme. The total amount recognised in profit or loss during the year was £4,215k (2017: £4,099k).

Defined benefit pension scheme

The group's defined benefit pension arrangements in the UK are operated through the Ruberoid PLC Staff Pension Scheme. Group contributions payable for the year to the defined benefit scheme amounted to £2,106k (2017: £1,853k).

The Ruberoid PLC Staff Pension Scheme was closed to new members on 6 April 2003. A defined contribution scheme based on the stakeholder arrangement was introduced for staff from that date. It has been agreed that an employer contribution rate of 9% pensionable pay will apply in future years.

The latest full actuarial valuation of the Ruberoid PLC Staff Pension Scheme carried out at 5 April 2017 was updated to 31 December 2017 by a qualified independent actuary. For closed schemes under the projected unit method the current service cost will increase as the members of the scheme approach retirement.

From 6 April 2007 changes were introduced limiting the future increases to pensionable salary to 3% per annum and increases to pensions in payment in respect of service after 6 April 2007 to 3% per annum. The employee would pay any increase in the cost of future accrual of benefits. Also from 6 April 2007 the new Group Stakeholder Scheme was introduced. This is a defined contribution scheme open to members of the Ruberoid PLC Staff Pension Scheme.

The Scheme is subject to the Statutory Funding Objective under the Pension Scheme Act 2004. The amounts recognised are as follows:

Reconciliation of scheme assets and liabilities to assets and liabilities recognised

The amounts recognised in the balance sheet are as follows:

	2018 £ 000	2017 £ 000
Fair value of scheme assets	59,502	63,476
Present value of defined benefit obligation	(78,335)	(83,111)
Defined benefit pension scheme deficit	(18,833)	(19,635)

The amounts recognised in profit or loss are as follows:

	2018 £ 000	2017 £ 000
Current service cost (note 8)	235	173
Net interest expense (note 7)	487	697
Past service cost	1,400	-
	2,122	870

IKO U.K. Limited

Notes to the financial statements (continued) **For the year ended 31 December 2018**

27 Post-employment benefits (continued)

The amounts recognised in comprehensive income are as follows:

	2018	2017
	£ 000	£ 000
Losses/(gains)		
Loss/(gain) on scheme assets in excess of interest	3,488	(1,893)
Experience gains on liabilities	(14)	(1,164)
Gains from changes to financial assumptions	(3,716)	(780)
Gains from changes to demographic assumptions	(576)	(1,292)
	<u>(818)</u>	<u>(5,129)</u>

Defined benefit obligation

Movements in the present value of defined benefit obligations were as follows:

	2018	2017
	£ 000	£ 000
At 1 January	83,111	88,060
Interest cost	2,110	2,408
Actuarial gains and losses	(14)	(1,164)
Benefits paid	(3,980)	(4,121)
Changes to financial assumptions	(3,716)	(780)
Changes to demographic assumptions	(576)	(1,292)
At 31 December	<u>76,935</u>	<u>83,111</u>

Fair value of scheme assets

Movements in the fair value of scheme assets were as follows:

	2018	2017
	£ 000	£ 000
At 1 January	63,476	62,313
Interest income	1,623	1,711
Return on plan assets, excluding amounts included in interest income	(3,488)	1,893
Contributions by scheme participants	2,106	1,853
Benefits paid	(3,980)	(4,121)
Administration costs	(235)	(173)
At 31 December	<u>59,502</u>	<u>63,476</u>

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

27 Post-employment benefits (continued)

Analysis of assets

The analysis of the scheme assets at the balance sheet date was as follows:

	2018	2017
	%	%
Equities	29	31
Property	5	5
Gilts	6	4
Bonds	10	10
Bulk annuity policy	41	50
Absolute return funds	9	0.4
	100	100

The return on plan assets was approximately £1,865k (2017: £3,604,000).

The assets do not include any investment in shares or property of the company.

The principal assumptions used by the actuary to calculate the defined benefit scheme liabilities include:

	2018	2017
	%	%
Discount rate	2.90	2.60
Retail Price Index (RPI) inflation	3.40	3.40
Consumer Price Index (CPI) inflation	2.40	2.40
RPI max 5% pension increases	3.30	3.30
RPI max 3% pension increases	2.70	2.70
CPI max 3% pension increases	2.10	2.10

IKO U.K. Limited

Notes to the financial statements (continued) **For the year ended 31 December 2018**

27 Post-employment benefits (continued)

	110% of the S2NxA tables with CMI 2017 projections using a long-term improvement rate of 1.50%p.a.	110% of S2NxA tables with CMI 2016 projections and a long term rate of improvement of 1.5% pa
Post retirement mortality assumption		
	Members take 90% of the maximum available cash, based on the current commutation factors	Members take 90% of the maximum available cash, based on 110% of the current commutation factors
Tax-free cash		

The assumptions are the best estimates chosen from a range of possible actuarial assumptions which, due to the timescale involved, may not necessarily be borne out in practice.

28 Related party transactions

Group

	2018	2017
	£'000	£'000
Sales to related parties	11,954	17,923
Total	11,954	17,923

Group

	2018	2017
	£'000	£'000
Interest payable to related parties (note 7)	(28)	(46)
Total	(28)	(46)

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

28 Related party transactions (continued)

Group

	2018	2017
	£'000	£'000
Amounts due from related parties (note 19)	27,623	5,623
Total	27,623	5,623

	2018	2017
	£'000	£'000
Amounts due to the parent company (note 20)	-	1,998
Amounts due to related parties (note 20)	13,137	11,713
Total	13,137	13,711

Related parties refer to entities within the under IKO Enterprises Limited Group.

29 Financial instruments

Group

The carrying values of the group's financial assets and liabilities are summarised by category below:

	2018	2017
	£ 000	£ 000
Financial assets		
• Cash at bank and in hand	48,408	41,238
Measured at undiscounted amount receivable		
• Trade and other debtors (see note 19)	93,209	68,399
Equity instruments measured at cost less impairment		
• Fixed asset investments in unlisted equity instruments (see note 15)	6,113	6,113
	147,730	115,750

IKO U.K. Limited

Notes to the financial statements (continued) For the year ended 31 December 2018

29 Financial instruments (continued)

	2018 £ 000	2017 £ 000
Financial liabilities		
Measured at amortised cost		
• Loans payable (see note 20)	407	2,284
Measured at undiscounted amount payable		
• Trade and other creditors (see note 20)	55,654	46,668
	<u>56,061</u>	<u>48,952</u>

30 Parent and ultimate parent undertaking

The company's immediate parent company is *IKO Sales Limited*. *IKO Sales Limited* is incorporated and registered in Canada.

The company's ultimate controlling company is *IKO Enterprises Limited* which is incorporated and registered in Canada.

The largest and smallest group for which the company is included in consolidated financial statements is *IKO U.K. Limited*. Neither the immediate nor the ultimate parent company prepares publically available consolidated financial statements. The registered office address of *IKO U.K. Limited* is as set out on page 1.