

Company Registration No. 04628123 (England and Wales)

ORWIN LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021
PAGES FOR FILING WITH REGISTRAR

ORWIN LIMITED

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ORWIN LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Intangible assets	6		14,927		17,191
Tangible assets	7		183,676		244,522
			<u>198,603</u>		<u>261,713</u>
Current assets					
Stocks	8	626,084		419,463	
Debtors	9	2,561,122		1,904,721	
Cash at bank and in hand		1,514,472		2,383,696	
		<u>4,701,678</u>		<u>4,707,880</u>	
Creditors: amounts falling due within one year	10	<u>(3,414,130)</u>		<u>(3,947,018)</u>	
Net current assets			<u>1,287,548</u>		<u>760,862</u>
Total assets less current liabilities			<u>1,486,151</u>		<u>1,022,575</u>
Creditors: amounts falling due after more than one year	11		(5,378)		(36,989)
Provisions for liabilities	12		(38,554)		(8,437)
Net assets			<u><u>1,442,219</u></u>		<u><u>977,149</u></u>
Capital and reserves					
Called up share capital	13		1		1
Profit and loss reserves			<u>1,442,218</u>		<u>977,148</u>
Total equity			<u><u>1,442,219</u></u>		<u><u>977,149</u></u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 09 February 2022 and are signed on its behalf by:

C Whiteley
Director

Company Registration No. 04628123

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

Company information

Orwin Limited is a private company limited by shares incorporated in England and Wales. The registered office is 3 Brockwell Road, Crowther, Washington, Tyne And Wear, NE38 0AF.

1.1 Accounting convention

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") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The comparatives presented are unaudited as stated. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. This includes taking into account the potential impact of COVID-19 to ensure that cashflow is positively managed and the impact to the company's operations is mitigated. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business net of VAT and trade discounts.

Long term contract turnover is calculated as the value of the contract works completed at the balance sheet date. Profit recognised is based on the stage of completion of a contract. Where turnover differs from amounts invoiced, the balance is included in amounts recoverable on long term contracts or payments on account as appropriate.

Service contract revenue is recognised on a straight-line basis over the period to which the maintenance service relates.

Spare parts sales are recognised on the delivery of goods.

1.4 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

R&D expenditure credits are recognised when they become receivable.

1.5 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10.83 years.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.6 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Patents & licences	17 years straight line
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1.7 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold land and buildings	3 - 10 years straight line
Plant and equipment	3 - 10 years straight line
Fixtures and fittings	6 - 10 years straight line
Motor vehicles	3 - 4 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.8 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible 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 (if any).

1.9 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.10 Construction contracts

Where the outcome of a long term contract can be estimated reliably, turnover and costs are recognised by reference to the stage of completion of the contract activity at the reporting end date.

When it is probable that total forecasted contract costs will exceed total contract turnover provision is made in full for anticipated losses on uncompleted contracts at the reporting end date.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

The "percentage of completion method" is used to determine the appropriate amount of turnover and costs to recognise in a given period. The stage of completion is measured by reference to the time costs incurred in relation to budgeted costs to complete.

Cumulative costs incurred net of amounts recognised as cost of sales are held as work in progress. Contract cost accruals and anticipated losses on contract are held within other creditors.

1.11 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors, loans to fellow group companies and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.12 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.13 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.14 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received, if considered material to the financial statements.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.15 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.16 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.17 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability. The current year income statement includes amounts of £32,820 (2020 - £226,216) received in relation to the coronavirus job retention scheme grants.

1.18 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

2 Operating profit/(loss)

	2021 £	2020 £
Operating profit/(loss) for the year is stated after charging:		
Fees payable to the company's auditor for the audit of the company's financial statements	7,000	7,000

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2021 Number	2020 Number
Total	92	90

4 Taxation

	2021 £	2020 £
Current tax		
UK corporation tax on profits for the current period	100,925	-
Adjustments in respect of prior periods	(52,986)	(28,798)
Total current tax	47,939	(28,798)
Deferred tax		
Origination and reversal of timing differences	30,117	8,437
Total tax charge/(credit)	78,056	(20,361)

5 Dividends

	2021 £	2020 £
Interim paid	10,000	400,000

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

6 Intangible fixed assets

	Goodwill	Patents & licences	Total
	£	£	£
Cost			
At 1 January 2021 and 31 December 2021	20,800	5,852	26,652
Amortisation and impairment			
At 1 January 2021	5,760	3,701	9,461
Amortisation charged for the year	1,920	344	2,264
At 31 December 2021	7,680	4,045	11,725
Carrying amount			
At 31 December 2021	13,120	1,807	14,927
At 31 December 2020	15,040	2,151	17,191

7 Tangible fixed assets

	Leasehold land and buildings	Plant and equipment	Fixtures and fittings	Motor vehicles	Total
	£	£	£	£	£
Cost					
At 1 January 2021	125,299	225,728	254,295	214,238	819,560
Additions	-	28,215	3,189	-	31,404
Disposals	-	-	-	(4,847)	(4,847)
At 31 December 2021	125,299	253,943	257,484	209,391	846,117
Depreciation and impairment					
At 1 January 2021	107,333	194,604	89,376	183,725	575,038
Depreciation charged in the year	5,817	15,161	48,040	23,232	92,250
Eliminated in respect of disposals	-	-	-	(4,847)	(4,847)
At 31 December 2021	113,150	209,765	137,416	202,110	662,441
Carrying amount					
At 31 December 2021	12,149	44,178	120,068	7,281	183,676
At 31 December 2020	17,966	31,124	164,919	30,513	244,522

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

8 Stocks

	2021 £	2020 £
Raw materials and consumables	146,985	186,184
Work in progress	479,099	233,279
	<u>626,084</u>	<u>419,463</u>

9 Debtors

	2021 £	2020 £
Amounts falling due within one year:		
Trade debtors	700,460	421,328
Amounts owed by group undertakings	1,473,900	1,279,627
Other debtors	386,762	203,766
	<u>2,561,122</u>	<u>1,904,721</u>

10 Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	533,823	697,362
Amounts owed to group undertakings	112,617	42,813
Corporation tax	4,601	-
Other taxation and social security	115,640	178,050
Other creditors	2,647,449	3,028,793
	<u>3,414,130</u>	<u>3,947,018</u>

Included within other creditors are amounts of £31,611 (2020 - £26,460) relating to hire purchase liabilities which are secured upon the assets to which they relate.

11 Creditors: amounts falling due after more than one year

	2021 £	2020 £
Other creditors	5,378	36,989

Included within other creditors are amounts of £5,378 (2020 - £36,989) relating to hire purchase liabilities which are secured upon the assets to which they relate.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

12 Provisions for liabilities

	2021 £	2020 £
Deferred tax liabilities	38,554	8,437

13 Called up share capital

	2021 Number	2020 Number	2021 £	2020 £
Ordinary share capital Issued and fully paid				
Ordinary shares of £1 each	1	1	1	1

14 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2021 £	2020 £
Total commitments	596,317	820,408

15 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

	2021 £	2020 £
Amounts due to related parties		
Entities with control, joint control or significant influence over the company	79,786	29,844

The following amounts were outstanding at the reporting end date:

	2021 £	2020 £
Amounts due from related parties		
Entities with control, joint control or significant influence over the company	945,667	712,750

16 Parent company

The immediate parent company is Whiteley Murphy Limited, a company registered in England and Wales.

The ultimate parent company is RAG-Stiftung GmbH, a company registered in Germany.

ORWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 31 DECEMBER 2021**

17 Audit report information

As the income statement and Directors' report has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Paul Gainford.

The auditor was RMT Accountants & Business Advisors Ltd.

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