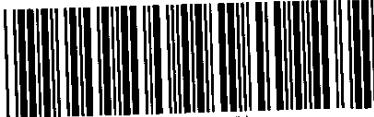


Registered No. 05165622

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2019

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	A12	17/10/2020	#232
	COMPANIES HOUSE		
	A9DDHIJT		
	A22	11/09/2020	#230
	COMPANIES HOUSE		
	A9DDHIJT		
	A09	06/07/2020	#97
	COMPANIES HOUSE		

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED DIRECTORS' REPORT

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

Luxfer Gas Cylinders China Holdings Limited is a private company limited by shares, domiciled, registered and incorporated in England and Wales. The Company's registered address is Lumns Lane, Manchester M27 8LN.

Principal activities

The Company is a holding company for an overseas subsidiary, as such, the main purpose of the Company is to receive dividends from its overseas subsidiary and distribute these further up the Group to its immediate parent undertaking in the U.K.

Results and dividends

The result for the financial year amounted to £nil (2018 – £nil). There was an interim dividend of £nil declared and paid in the year (2018 - £nil). The Directors have not recommended the payment of a final dividend (2018 -- £nil).

Going concern

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources and borrowing facilities to continue operational existence for the foreseeable future. The investment held by the entity is profitable and cash generative, with an expectation of dividends being received in the next 12 months. The Company also has access to the group revolving credit facility which is committed until July 2022. Accordingly, the Company continues to adopt the going concern basis in preparing the financial statements.

Directors

The Directors of the Company who served during the year and up to the date of signing the financial statements were:

A Maskara
J M Savage
S M D Webster

Directors' liabilities

During the year, the Company had in force an indemnity provision in favour of the Directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006.

Qualifying third party indemnity provisions

Qualifying third party indemnity provisions, as defined in the Companies Act 2006, were in force during the year and up to the date of the Directors' Report for the benefit of the directors of the company.

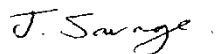
Audit exemption

For the year ended 31 December 2019 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Small company exemptions

The Directors' Report has been prepared and Strategic Report exemption taken in accordance with the special provisions of sections 415A, 414B and Part 15 of the Companies Act 2006 relating to small entities.

On behalf of the Board on 25 June 2020



J M Savage
Director

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019
All amounts in thousands

	Note	2019 £000	2018 £000
RESULT FOR THE FINANCIAL YEAR		_____	_____
Attributable to:			
Equity shareholders.....		_____	_____

There is no comprehensive income for the financial year ended 31 December 2019 (2018 – £nil). Therefore, no separate Statement of Comprehensive Income has been presented.

The notes on pages 6 to 10 are an integral part of these financial statements.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
BALANCE SHEET AS AT 31 DECEMBER 2019
All amounts in thousands

		31 December 2019 £000	31 December 2018 £000
	Note		
ASSETS			
Non-current assets			
Investments	4	1,792	1,792
Current assets			
Trade and other receivables	5	15	—
Cash and cash equivalents	6	—	17
		15	17
TOTAL ASSETS		1,807	1,809
EQUITY AND LIABILITIES			
Capital and reserves			
Called up share capital	8	1,796	1,796
Retained earnings		11	11
Capital and reserves attributable to the company's equity shareholders		1,807	1,807
Total equity		1,807	1,807
Current Liabilities			
Trade and other payables	7	—	2
Total liabilities		—	2
TOTAL EQUITY AND LIABILITIES		1,807	1,809

Audit Exemption Statement

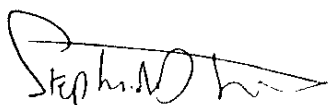
For the year ended 31 December 2019 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

The notes on pages 6 to 10 are an integral part of these financial statements.

The financial statements on pages 3 to 10 were approved by the Board on 25 June 2020 and signed on its behalf by:



S M D Webster
Director

Company Registration No. 05165622

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2019
All amounts in thousands

	Note	Called up share capital £000	Retained earnings £000	Total equity £000
At 1 January 2018.....		1,796	11	1,807
Result for the financial year.....		—	—	—
Total comprehensive income for the year		—	—	—
At 31 December 2018.....		1,796	11	1,807
Result for the financial year.....		—	—	—
Total comprehensive income for the year		—	—	—
At 31 December 2019.....		1,796	11	1,807

The notes on pages 6 to 10 are an integral part of these financial statements.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
All amounts in thousands

1. Accounting policies

Basis of preparation

These financial statements were prepared in accordance with The Companies Act 2006 as applicable to companies using Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS 101").

The financial statements have been prepared on the historical cost basis and on the going concern basis as disclosed in the statement of going concern as set out in the Directors' Report.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Therefore, the Directors continue to apply the going concern basis for accounting in the preparation of the Company financial statements.

Once approved, the financial statements cannot be amended without re-presenting them for approval by the Board.

FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 11 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained. The accounting policies set out in this note to the financial statements have been consistently applied in preparing these financial statements and comparative information from 1 January 2018.

The key disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment' (details of the number and weighted average exercise prices of share options, and how the fair value of goods or services received was determined).
- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15, 'Revenue from Contracts with Customers'.
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - Paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16, 'Property, plant and equipment'; and
 - paragraph 118(e) of IAS 38, 'Intangible assets' (reconciliations between the carrying amount at the beginning and end of the period).
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d), (statement of cash flows);
 - 16 (statement of compliance with all IFRSs);
 - 38B-D (additional comparative information);
 - 111 (cash flow statement information); and
 - 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraph 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

The policies set out below have been consistently applied across all years presented, unless stated otherwise.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (Continued)
All amounts in thousands

1. Accounting policies (Continued)

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (“the functional currency”). The financial statements are presented in GBP sterling (£), which is also the Company’s functional currency.

Consolidation

The Company is a wholly owned subsidiary of Luxfer Overseas Holdings Limited and of its ultimate parent, Luxfer Holdings PLC. It is included in the consolidated financial statements of Luxfer Holdings PLC which are publicly available. Therefore, the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements are separate financial statements.

Investments and income from non-current investments

Investments in subsidiaries are held at cost less accumulated impairment losses.

As the Company is a holding company, the Directors consider that income from non-current investments is more appropriately presented as part of operating profit. Dividend income is recognised when the right to receive payment is established.

Foreign currencies

Transactions in currencies other than the operation’s functional currency are initially recorded in the functional currency at the rate of exchange prevailing on the dates of transactions. At each balance sheet date, the foreign currency monetary assets and liabilities are translated into the functional currency at the rates prevailing on the balance sheet date. All differences are taken to the income statement.

Current and deferred income taxes

Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders’ funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders’ funds, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (Continued)
All amounts in thousands

1. Accounting policies (Continued)

Current and deferred income taxes (Continued)

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand.

Critical accounting judgments and key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year, are discussed below. The judgments used by management in the application of the Company's accounting policies in respect of these key areas of estimation are considered to be the most significant.

Impairment of non-financial assets

The Company assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Goodwill is tested for impairment annually and at other times when such indicators exist. Other non-financial assets are tested for impairment when there are indicators that the carrying value may not be recoverable.

When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash generating unit, including suitable sales growth and terminal growth rates, and choose a suitable discount rate in order to calculate the present value of those cash flows.

Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year except for the following new and amended standards and interpretations during the year that are applicable to the Company. Adoption of these revised standards and interpretations did not have any significant effect on the consolidated financial statements of the Company.

International Financial Reporting Standards		Effective date
IFRS 16	Leases	January 1, 2019
IFRIC 23	Uncertainty over income tax treatments	January 1, 2019
IAS 19	Employee Benefits (amendments)	January 1, 2019

New standards and amendments to standards not applied

The EU has adopted the following standards and amendments to standards with a mandatory effective date after 1 January 2019:

International Financial Reporting Standards		Mandatory effective date
IAS 1	Presentation of financial statements (amendments)	No earlier than January 1, 2020
IAS 8	Accounting policies, changes in accounting estimates and errors (amendments)	No earlier than January 1, 2020
IFRS 3	Business combination (amendments)	No earlier than January 1, 2020
IFRS 10	Consolidated financial statements (amendments)	No earlier than January 1, 2020
IAS 28	Investments in associates and joint ventures (amendments)	No earlier than January 1, 2020

The Company has taken the exemption under FRS 101 paragraph 8(i) from the IAS 8 requirement to disclose details of a new IFRS which has been issued but is not yet effective and has not been applied by the Company.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (Continued)
All amounts in thousands

2. Fees payable to auditors

Fees paid to the auditors for the U.K. audit of £nil (2018 – £15,000) and non-audit of £nil (2018 – £nil) were borne by associated group undertakings for the year ended 31 December 2018.

3. Staff costs

A Maskara was also a director of the ultimate parent company, Luxfer Holdings PLC, and fellow subsidiaries. Details regarding his emoluments are disclosed in the financial statements of those companies and those emoluments are borne by a fellow subsidiary.

J M Savage and S M D Webster were also directors of Luxfer Holdings PLC's fellow subsidiaries. Details regarding their emoluments are disclosed in the financial statements of Luxfer Group Limited; those emoluments being borne by that subsidiary.

The Directors do not believe that it is practicable to apportion these amounts between the services of these directors of the Company and their services as directors of the holding and fellow subsidiary companies; accordingly, no charge for their services is made to the Company.

The Company has no employees other than the Directors (2018 – none). Accordingly, there have been no staff costs incurred by the Company during the years ended 31 December 2019 and 31 December 2018.

4. Investments

	Subsidiary undertakings £000
Cost at 31 December 2019 and 2018.....	<u>1,792</u>

Details of the investments which the company holds are as follows:

Name of Company	Country of incorporation	Holding	Proportion of voting rights and shares held	Nature of business
Luxfer Gas Cylinders (Shanghai) Co., Limited	People's Republic of China ¹	Ordinary shares	100%	Manufacturing

¹Registered address: No. 123, Lane 150, Pingbei Road, Minghang District, Shanghai, PRC 201109, China.

5. Trade and other receivables

	31 December 2019 £000	31 December 2018 £000
Amounts owed by group undertakings	<u>15</u>	<u>—</u>

Amounts owed by group undertakings and ultimate parent undertaking are unsecured and repayable on demand.

6. Cash and cash equivalents

	31 December 2019 £000	31 December 2018 £000
Cash at bank and in hand	<u>—</u>	<u>17</u>

During 2019 cash was swept into a concentration account held within a parent undertaking. Cash at bank and in hand earns interest at floating rates based on daily bank deposit rates. The Directors consider that the carrying value of cash and cash equivalents approximates to their fair value.

LUXFER GAS CYLINDERS CHINA HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (Continued)
All amounts in thousands

7. Trade and other payables

	31 December 2019 £000	31 December 2018 £000
Group relief payable	—	2

8. Called up share capital

	31 December 2019 No.	31 December 2018 No.	31 December 2019 £000	31 December 2018 £000
Authorised:				
Ordinary shares of £1 each	<u>1,795,958</u>	<u>1,795,958</u>	<u>1,796</u>	<u>1,796</u>
Allotted, called up and fully paid:				
Ordinary shares of £1 each	<u>1,795,958</u>	<u>1,795,958</u>	<u>1,796</u>	<u>1,796</u>

9. Financial risk management objectives and policies

The Company's financial instruments comprise of cash and cash equivalents and intercompany loans. The main risk arising from the Company's financial instruments was credit risk.

Credit risk

The Company was exposed to credit risk on the intercompany balances which had been provided to group undertakings in 2019. The total exposure regarding these loans in 2019 was £15,000. None of the balances were past due or had been deemed impaired.

10. Related party transactions

The Company is a wholly owned subsidiary of Luxfer Holdings PLC and has taken advantage of the exemption under FRS 101 not to disclose transactions with other group companies.

Other than emoluments disclosed in Note 3 there were no related party transactions with Directors.

11. Ultimate parent undertaking and controlling party

The ultimate parent undertaking and controlling party is Luxfer Holdings PLC which is registered in England and Wales. The company is included in the consolidated financial statements of Luxfer Holdings PLC which is the smallest and largest group in which the company is consolidated. Copies of Luxfer Holdings PLC's financial statements may be obtained from the Company Secretary, Lumns Lane, Manchester, M27 8LN.

The immediate parent undertaking is Luxfer Overseas Holdings Limited, which is registered in England and Wales and copies of its financial statements are available from the above address.