

Company Registration No. 05502099 (England and Wales)

SHAWSTON HOLDINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020



SHAWSTON HOLDINGS LIMITED

COMPANY INFORMATION

Directors	Mr R Davenport Mrs M Davenport Mr G P Wilkins Mr C Borkett
Company number	05502099
Registered office	Suite 35 The Forum Tameside Business Park Denton Manchester M34 3QS
Auditor	Bennett Verby Limited 7 St Petersgate Stockport Cheshire SK1 1EB
Business address	Suite 35 The Forum Tameside Business Park Denton Manchester M34 3QS
Solicitors	Nexus Solicitors Carlton House 16-18 Albert Square Manchester M2 5PE

SHAWSTON HOLDINGS LIMITED

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SHAWSTON HOLDINGS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2020

The directors present the strategic report for the year ended 31 March 2020.

Fair review of the business

After two years of solid sales growth, Shawston International took the opportunity to consolidate, strengthen the management team and to build a stronger customer service platform, to allow for future growth and at the same time to maintain outstanding customer service.

During this time, Shawston reduced some low margin sales and also extended its product range to include the full range of residential sprinkler products due to increased demand following the Hackitt report into the Grenfell disaster.

As a consequence, sales revenue was flat at about £19.5m, although costs were reduced, margin improved slightly, resulting in operating profit increasing by 38%.

Principal risks and uncertainties

The main risks to the business are increased competition, pressure on margins and uncertainty throughout the steel based supply chain with respect to both pricing and availability of products. Shawston continues to invest considerable resources to customer and supplier relationships, holds significant stock levels and maintains a solid Balance Sheet policy in order to mitigate these risks.

Development and performance

The end of the financial year coincided with the first lockdown due to Covid-19. Since then the business has remained open for essential business at all times, albeit with reduced capacity. As the year has progressed, trading has gradually improved, with the running rate in the last quarter of financial year 2020/21 at a similar level to the last quarter of 2019/20. For the financial year to end March 2021, Shawston International will report a satisfactory level of profit.

Demand into the new financial year beginning April 2021 is forecast to remain healthy.

Other information and explanations

Following the year end, Shawston Holdings Limited completed the following transactions:

- Purchase of a minority equity stake in R.Tindall (Fabricators) Limited
- Purchase of 100% of the equity in Evalve Limited

These transactions will allow the combined businesses to better serve the UK Fire Sprinkler Industry.

On behalf of the board



Mr R Davenport
Director

22 March 2021

SHAWSTON HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2020

The directors present their annual report and financial statements for the year ended 31 March 2020.

Principal activities

The principal activity of the company continued to be that of an investment holding company.

The principal activity of the group continued to be that of the design, manufacture, and distribution of support systems for fire sprinklers and general engineering.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr R Davenport
Mrs M Davenport
Mr G P Wilkins
Mr C Borkett

Results and dividends

The results for the year are set out on page 7.

Ordinary dividends were paid amounting to £165,798. The directors do not recommend payment of a further dividend.

No preference dividends were paid. The directors do not recommend payment of a final dividend.

Auditor

In accordance with the company's articles, a resolution proposing that Bennett Verby Limited be reappointed as auditor of the group will be put at a General Meeting.

Strategic report

The group has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the group's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of the fair review of the business, principal risks and uncertainties, development and performance and key performance indicators.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board



Mr R Davenport
Director

22 March 2021

SHAWSTON HOLDINGS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 MARCH 2020

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 Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 group and company, 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 then 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and 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 company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 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 company website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

SHAWSTON HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SHAWSTON HOLDINGS LIMITED

Opinion

We have audited the financial statements of Shawston Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2020 which comprise the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 March 2020 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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.

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.

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 this regard.

SHAWSTON HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF SHAWSTON HOLDINGS LIMITED

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our 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.

Matters on which we are required to report by exception

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

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

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 Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

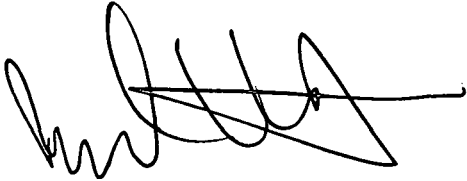
SHAWSTON HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF SHAWSTON HOLDINGS LIMITED

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in 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.



Bernard Verby (Senior Statutory Auditor)
for and on behalf of Bennett Verby Limited
Chartered Certified Accountants
Statutory Auditor
7 St Petersgate
Stockport
Cheshire
SK1 1EB

22 March 2021

SHAWSTON HOLDINGS LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2020

	Notes	2020 £	2019 £
Turnover		19,552,879	20,363,748
Cost of sales		(13,128,848)	(13,913,975)
Gross profit		6,424,031	6,449,773
Distribution costs		(631,725)	(759,993)
Administrative expenses		(4,622,352)	(4,925,134)
Other operating income		8,271	45,715
Operating profit	3	1,178,225	810,361
Interest receivable and similar income	6	(7,815)	245
Interest payable and similar expenses	7	(160,962)	(179,844)
Profit before taxation		1,009,448	630,762
Tax on profit	8	(186,328)	(181,941)
Profit for the financial year		823,120	448,821

Profit for the financial year is all attributable to the owners of the parent company.

Total comprehensive income for the year is all attributable to the owners of the parent company.

The profit and loss account has been prepared on the basis that all operations are continuing operations.

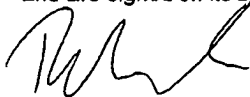
SHAWSTON HOLDINGS LIMITED

GROUP BALANCE SHEET

AS AT 31 MARCH 2020

	Notes	2020 £	£	2019 £	£
Fixed assets					
Goodwill	10	2,245,835		2,524,561	
Tangible assets	11	623,037		596,061	
		<u>2,868,872</u>		<u>3,120,622</u>	
Current assets					
Stocks	14	3,711,965		3,944,026	
Debtors	15	6,409,353		6,212,350	
Cash at bank and in hand		688,858		944,191	
		<u>10,810,176</u>		<u>11,100,567</u>	
Creditors: amounts falling due within one year	16	<u>(5,754,754)</u>		<u>(6,828,509)</u>	
Net current assets		<u>5,055,422</u>		<u>4,272,058</u>	
Total assets less current liabilities		<u>7,924,294</u>		<u>7,392,680</u>	
Creditors: amounts falling due after more than one year	17	<u>(3,444,304)</u>		<u>(3,584,915)</u>	
Provisions for liabilities	20	<u>(54,700)</u>		<u>(39,797)</u>	
Net assets		<u><u>4,425,290</u></u>		<u><u>3,767,968</u></u>	
Capital and reserves					
Called up share capital	22	58,966		58,966	
Share premium account		3,079,735		3,079,735	
Profit and loss reserves		1,286,589		629,267	
Total equity		<u><u>4,425,290</u></u>		<u><u>3,767,968</u></u>	

The financial statements were approved by the board of directors and authorised for issue on 22 March 2021 and are signed on its behalf by:



Mr R Davenport
Director

SHAWSTON HOLDINGS LIMITED

COMPANY BALANCE SHEET

AS AT 31 MARCH 2020

	Notes	2020 £	£	2019 £	£
Fixed assets					
Investments	12		6,391,606		6,391,606
Current assets					
Debtors	15	60,218		180,218	
Creditors: amounts falling due within one year	16	(3,313,723)		(2,741,983)	
Net current liabilities			(3,253,505)		(2,561,765)
Total assets less current liabilities			3,138,101		3,829,841
Creditors: amounts falling due after more than one year	17		1,162		(583,838)
Net assets			3,139,263		3,246,003
Capital and reserves					
Called up share capital	22		58,966		58,966
Share premium account			3,079,735		3,079,735
Profit and loss reserves			562		107,302
Total equity			3,139,263		3,246,003

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's profit for the year was £59,058 (2019 - £63,800 profit).

The financial statements were approved by the board of directors and authorised for issue on 22 March 2021 and are signed on its behalf by:



Mr R. Davenport
Director

Company Registration No. 05502099

SHAWSTON HOLDINGS LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2020

	Notes	Share capital £	Share premium account £	Own shares £	Profit and loss reserves £	Total £
Balance at 1 April 2018		58,966	3,079,735	(7,113)	364,399	3,495,987
Year ended 31 March 2019:						
Profit and total comprehensive income for the year		-	-	-	448,821	448,821
Dividends	9	-	-	-	(183,953)	(183,953)
Own shares acquired		-	-	(81,007)	-	(81,007)
Reduction of shares	22	(643)	-	-	-	(643)
Other movements		643	-	88,120	-	88,763
Balance at 31 March 2019		58,966	3,079,735	-	629,267	3,767,968
Year ended 31 March 2020:						
Profit and total comprehensive income for the year		-	-	-	823,120	823,120
Dividends	9	-	-	-	(165,798)	(165,798)
Own shares acquired		-	-	(110,409)	-	(110,409)
Reduction of shares	22	(867)	-	-	-	(867)
Other movements		867	-	110,409	-	111,276
Balance at 31 March 2020		58,966	3,079,735	-	1,286,589	4,425,290

SHAWSTON HOLDINGS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2020

	Notes	Share capital £	Share premium account £	Own shares £	Profit and loss reserves £	Total £
Balance at 1 April 2018		58,966	3,079,735	(7,113)	227,455	3,359,043
Year ended 31 March 2019:						
Profit and total comprehensive income for the year		-	-	-	63,800	63,800
Dividends	9	-	-	-	(183,953)	(183,953)
Own shares acquired		-	-	(81,007)	-	(81,007)
Reduction of shares	22	(643)	-	-	-	(643)
Other movements		643	-	88,120	-	88,763
Balance at 31 March 2019		58,966	3,079,735	-	107,302	3,246,003
Year ended 31 March 2020:						
Profit and total comprehensive income for the year		-	-	-	59,058	59,058
Dividends	9	-	-	-	(165,798)	(165,798)
Own shares acquired		-	-	(110,409)	-	(110,409)
Reduction of shares	22	(867)	-	-	-	(867)
Other movements		867	-	110,409	-	111,276
Balance at 31 March 2020		58,966	3,079,735	-	562	3,139,263

SHAWSTON HOLDINGS LIMITED

GROUP STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2020

	Notes	2020 £	£	2019 £	£
Cash flows from operating activities					
Cash generated from operations	25	1,205,021		923,916	
Interest paid		(160,962)		(179,844)	
Income taxes refunded/(paid)		81,993		(101,009)	
Net cash inflow from operating activities		1,126,052		643,063	
Investing activities					
Purchase of tangible fixed assets		(251,581)		(197,650)	
Proceeds on disposal of tangible fixed assets		68,635		200	
Other investments and loans made		(910,800)		-	
Proceeds from other investments and loans		75,000		(200)	
Interest received		(7,815)		245	
Net cash used in investing activities		(1,026,561)		(197,405)	
Financing activities					
Proceeds from issue of shares		110,409		88,120	
Purchase of treasury shares		(110,409)		(81,007)	
Repayment of borrowings		(269,894)		(163,435)	
Payment of finance leases obligations		80,868		30,385	
Dividends paid to equity shareholders		(165,798)		(183,953)	
Net cash used in financing activities		(354,824)		(309,890)	
Net (decrease)/increase in cash and cash equivalents		(255,333)		135,768	
Cash and cash equivalents at beginning of year		944,191		808,423	
Cash and cash equivalents at end of year		688,858		944,191	

SHAWSTON HOLDINGS LIMITED

COMPANY STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2020

	Notes	2020 £	£	2019 £	£
Cash flows from operating activities					
Cash generated from operations	26	691,740		242,040	
Interest paid		(17,942)		(57,200)	
Net cash inflow from operating activities		<u>673,798</u>		<u>184,840</u>	
Investing activities					
Dividends received		<u>77,000</u>		<u>122,000</u>	
Net cash generated from investing activities		77,000		122,000	
Financing activities					
Proceeds from issue of shares		110,409		88,120	
Purchase of treasury shares		(110,409)		(81,007)	
Repayment of borrowings		(585,000)		(130,000)	
Dividends paid to equity shareholders		<u>(165,798)</u>		<u>(183,953)</u>	
Net cash used in financing activities		<u>(750,798)</u>		<u>(306,840)</u>	
Net increase in cash and cash equivalents		-		-	
Cash and cash equivalents at beginning of year		-		-	
Cash and cash equivalents at end of year		<u>-</u>		<u>-</u>	

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

Company information

Shawston Holdings Limited ("the company") is a limited company domiciled and incorporated in England and Wales. The registered office is Suite 35 The Forum, Tameside Business Park, Denton, Manchester, M34 3QS.

The group consists of Shawston Holdings Limited and all of its subsidiaries.

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.

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 pound.

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

1.2 Basis of consolidation

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill.

The consolidated financial statements incorporate those of Shawston Holdings Limited and all of its subsidiaries (ie entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes.

All financial statements are made up to 31 March 2020. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

These financial statements consolidate the results of the company and its wholly owned subsidiaries, Shawston International Limited and International Pipe and Supports Limited, on a line-by-line basis.

Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates. In the group financial statements, associates are accounted for using the equity method.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. In the group financial statements, joint ventures are accounted for using the equity method.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

1.3 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. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.5 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business 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 20 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

1.6 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:

Office equipment	33% Straight Line
Plant and machinery	15% Straight Line
Fixtures, fittings & equipment	20% Straight Line
Computer equipment	33% Straight Line
Motor vehicles	25% 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 recognised in the profit and loss account.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

1.7 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.8 Impairment of fixed assets

At each reporting period end date, the group 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). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

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.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

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 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.11 Financial instruments

The group 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 group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and 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 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.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

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 group 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 group after deducting all of its liabilities.

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.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

Derecognition of financial liabilities

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

1.12 Equity instruments

Equity instruments issued by the group 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 group.

1.13 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.14 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 group'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 if, and only if, there is 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.

1.15 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.

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.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 Accounting policies

(Continued)

1.16 Retirement benefits

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

1.17 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 leased asset are consumed.

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.

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

3 Operating profit

	2020 £	2019 £
Operating profit for the year is stated after charging/(crediting):		
Exchange gains	(39,672)	(23,333)
Depreciation of owned tangible fixed assets	257,252	258,425
Profit on disposal of tangible fixed assets	(1,652)	(200)
Amortisation of intangible assets	278,726	277,955
Cost of stocks recognised as an expense	11,721,180	12,529,414
Operating lease charges	398,156	647,953

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

4 Auditor's remuneration

	2020 £	2019 £
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	2,700	3,600
Audit of the financial statements of the company's subsidiaries	14,400	12,650
	<u>17,100</u>	<u>16,250</u>
For other services		
All other non-audit services	<u>5,547</u>	<u>4,600</u>

5 Employees

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

	Group 2020 Number	2019 Number	Company 2020 Number	2019 Number
Administration	20	14	-	-
Sales	22	27	-	-
Drivers	16	21	-	-
Fabrication	14	19	-	-
Stores	30	26	-	-
Finance	8	8	-	-
Total	<u>110</u>	<u>115</u>	<u>-</u>	<u>-</u>

Their aggregate remuneration comprised:

	Group 2020 £	2019 £	Company 2020 £	2019 £
Wages and salaries	2,881,841	2,849,376	-	-
Social security costs	244,116	222,688	-	-
Pension costs	61,870	197,117	-	-
	<u>3,187,827</u>	<u>3,269,181</u>	<u>-</u>	<u>-</u>

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

6 Interest receivable and similar income

	2020 £	2019 £
Interest income		
Interest on bank deposits	456	245
Other interest income	(8,271)	-
	<u> </u>	<u> </u>
Total income	<u>(7,815)</u>	<u>245</u>

Investment income includes the following:

Interest on financial assets not measured at fair value through profit or loss	<u>456</u>	<u>245</u>
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7 Interest payable and similar expenses

	2020 £	2019 £
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	46,321	15,005
Interest on invoice finance arrangements	84,818	100,218
Other interest on financial liabilities	17,942	57,200
	<u>149,081</u>	<u>172,423</u>
Other finance costs:		
Interest on finance leases and hire purchase contracts	11,881	7,421
	<u>160,962</u>	<u>179,844</u>

8 Taxation

	2020 £	2019 £
Current tax		
UK corporation tax on profits for the current period	171,425	196,810
	<u> </u>	<u> </u>
Deferred tax		
Origination and reversal of timing differences	14,903	(14,869)
	<u> </u>	<u> </u>
Total tax charge	<u>186,328</u>	<u>181,941</u>

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

8 Taxation

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2020 £	2019 £
Profit before taxation	1,009,448	630,762
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%)	191,795	119,845
Tax effect of expenses that are not deductible in determining taxable profit	10,784	6,879
Tax effect of income not taxable in determining taxable profit	(314)	2,373
Change in unrecognised deferred tax assets	23,874	(12,101)
Permanent capital allowances in excess of depreciation	(17,762)	15,278
Amortisation on assets not qualifying for tax allowances	52,472	52,472
Adjustments in respect of financial assets	-	(38)
Research and development tax credit	(65,550)	-
Deferred tax adjustments in respect of prior years	(8,971)	(2,767)
Taxation charge	186,328	181,941

9 Dividends

	2020 £	2019 £
Interim paid	165,798	183,953

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

10 Intangible fixed assets

Group	Goodwill £
Cost	
At 1 April 2019 and 31 March 2020	5,615,019
Amortisation and impairment	
At 1 April 2019	3,090,458
Amortisation charged for the year	278,726
At 31 March 2020	3,369,184
Carrying amount	
At 31 March 2020	2,245,835
At 31 March 2019	2,524,561

The company had no intangible fixed assets at 31 March 2020 or 31 March 2019.

11 Tangible fixed assets

Group	Office equipment £	Plant and machinery £	Fixtures, fittings & equipment £	Computer equipment £	Motor vehicles £	Total £
Cost						
At 1 April 2019	347,828	928,215	175,671	31,730	466,611	1,950,055
Additions	22,312	33,482	17,077	-	278,340	351,211
Disposals	-	(200,069)	(63,650)	(31,730)	(113,270)	(408,719)
At 31 March 2020	370,140	761,628	129,098	-	631,681	1,892,547
Depreciation and impairment						
At 1 April 2019	253,951	739,970	109,223	27,980	222,870	1,353,994
Depreciation charged in the year	48,788	64,229	27,290	1,849	115,096	257,252
Eliminated in respect of disposals	-	(167,197)	(62,334)	(29,829)	(82,376)	(341,736)
At 31 March 2020	302,739	637,002	74,179	-	255,590	1,269,510
Carrying amount						
At 31 March 2020	67,401	124,626	54,919	-	376,091	623,037
At 31 March 2019	93,877	188,245	66,448	3,750	243,741	596,061

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

11 Tangible fixed assets (Continued)

The company had no tangible fixed assets at 31 March 2020 or 31 March 2019.

12 Fixed asset investments

	Notes	Group 2020 £	2019 £	Company 2020 £	2019 £
Investments in subsidiaries	13	-	-	6,391,606	6,391,606

On the 12th July 2016 Shawston Holdings Limited purchased the remaining share capital of Tipton-Jones Limited, increasing the shareholding to 100%.

Movements in fixed asset investments

Company	Shares in group undertakings £
Cost or valuation	
At 1 April 2019 and 31 March 2020	6,391,606
Carrying amount	
At 31 March 2020	6,391,606
At 31 March 2019	6,391,606

13 Subsidiaries

Details of the company's subsidiaries at 31 March 2020 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
International Pipe and Supports Limited	England	Ordinary	100.00
Shawston International Limited	England	Ordinary	100.00
Tipton-Jones Limited	England	Ordinary	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
International Pipe and Supports Limited	(19,292)	(970)
Shawston International Limited	4,646,659	1,070,839
Tipton-Jones Limited	859,350	28,824

The investments in subsidiaries are all stated at cost.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

13 Subsidiaries

(Continued)

The results of International Pipe and Supports Limited, Tipton-Jones Limited and Shawston International Limited are included in the consolidated accounts.

14 Stocks

	Group 2020 £	2019 £	Company 2020 £	2019 £
Finished goods and goods for resale	3,711,965	3,944,026	-	-

15 Debtors

	Group 2020 £	2019 £	Company 2020 £	2019 £
Amounts falling due within one year:				
Trade debtors	4,621,331	5,367,686	-	-
Unpaid share capital	8,447	8,447	8,447	8,447
Amounts owed by group undertakings	-	-	51,771	171,771
Other debtors	1,293,244	188,897	-	-
Prepayments and accrued income	486,331	647,320	-	-
	6,409,353	6,212,350	60,218	180,218

16 Creditors: amounts falling due within one year

	Notes	Group 2020 £	2019 £	Company 2020 £	2019 £
Obligations under finance leases	19	141,340	90,125	-	-
Trade creditors		3,355,972	3,869,194	-	-
Amounts owed to group undertakings		-	-	3,313,188	2,686,278
Corporation tax payable		456,503	203,085	-	-
Other taxation and social security		277,794	378,216	-	-
Other creditors		33,237	150,700	210	210
Accruals and deferred income		1,489,908	2,137,189	325	55,495
		5,754,754	6,828,509	3,313,723	2,741,983

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

17 Creditors: amounts falling due after more than one year

	Notes	Group 2020 £	2019 £	Company 2020 £	2019 £
Obligations under finance leases	19	340,111	210,828	-	-
Other borrowings	18	3,104,193	3,374,087	(1,162)	583,838
		<u>3,444,304</u>	<u>3,584,915</u>	<u>(1,162)</u>	<u>583,838</u>

18 Loans and overdrafts

		Group 2020 £	2019 £	Company 2020 £	2019 £
Other loans		<u>3,104,193</u>	<u>3,374,087</u>	<u>(1,162)</u>	<u>583,838</u>
Payable after one year		<u>3,104,193</u>	<u>3,374,087</u>	<u>(1,162)</u>	<u>583,838</u>

The Royal Bank of Scotland holds a charge over the assets of the company as security on the company's overdraft and loans. The overdrafts and loans are also secured by a cross company guarantee with Shawston International Limited and International Pipe and Supports Limited.

19 Finance lease obligations

	Group 2020 £	2019 £	Company 2020 £	2019 £
Future minimum lease payments due under finance leases:				
Within one year	141,340	90,125	-	-
In two to five years	<u>340,111</u>	<u>210,828</u>	<u>-</u>	<u>-</u>
	<u>481,451</u>	<u>300,953</u>	<u>-</u>	<u>-</u>

Finance lease payments represent rentals payable by the company or group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 3 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

20 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2020 £	Liabilities 2019 £
Group		
ACAs	54,700	39,797

The company has no deferred tax assets or liabilities.

	Group 2020 £	Company 2020 £
Movements in the year:		
Liability at 1 April 2019	39,797	-
Charge to profit or loss	14,903	-
Liability at 31 March 2020	54,700	-

The deferred tax liability set out above is expected to reverse within 12 months and relates to accelerated capital allowances that are expected to mature within the same period.

21 Retirement benefit schemes

	2020 £	2019 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	61,870	197,117

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

22 Share capital

	Group and company 2020 £	2019 £
Ordinary share capital		
Issued and not fully paid		
37,500 Ordinary A of 0.4p each	150	150
1,128,543 Ordinary B of 0.4p each	5,381	4,514
13,103,457 Ordinary C of 0.4p each	51,547	52,414
	57,078	57,078

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

22 Share capital

(Continued)

**Preference share capital
Issued and fully paid**

472,000 Preference of 0.4p each

1,888

1,888

Ordinary "A" shares have the right to receive notice of, attend and vote at general meetings. They also have the right to participate in the profits of the company and on a return of capital.

Ordinary "B" shares have no right to receive notice of, attend or vote at general meetings. They do have the right to participate in the profits of the company and on a return of capital.

Ordinary "C" shares have no right to receive notice of, attend or vote at general meetings. They do have the right to participate in the profits of the company and on a return of capital.

Preference shares have no right to receive notice of, attend or vote at general meetings. Any dividend payment determined to be distributed by the board shall first be paid to preference share holders. There is no obligation on the company to pay a dividend and the shares are only redeemable at the discretion of the company.

During the year the following changes in share capital occurred -

216,730 Ordinary "C" shares were re-designated as Ordinary "B" shares.

204,494 Ordinary "B" shares were purchased by the company to be held in treasury.

All shares held in treasury were then purchased by members of staff on dealing day.

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

23 Operating lease commitments

Lessee

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

	Group 2020 £	2019 £	Company 2020 £	2019 £
Within one year	657,279	720,802	-	-
Between two and five years	1,055,508	1,657,763	-	-
In over five years	210,833	347,875	-	-
	<u>1,923,620</u>	<u>2,726,440</u>	<u>-</u>	<u>-</u>

24 Controlling party

The company is under the control of R Davenport and M Davenport as they own 67% of the voting share capital of the company.

25 Cash generated from group operations

	2020 £	2019 £
Profit for the year after tax	823,120	448,822
Adjustments for:		
Taxation charged	186,328	181,941
Finance costs	160,962	179,844
Investment income	7,815	(245)
Gain on disposal of tangible fixed assets	(1,652)	(200)
Amortisation and impairment of intangible assets	278,726	277,955
Depreciation and impairment of tangible fixed assets	257,252	258,425
Movements in working capital:		
Decrease/(increase) in stocks	232,061	(197,817)
Decrease/(increase) in debtors	638,797	(1,232,540)
(Decrease)/increase in creditors	(1,378,388)	1,007,731
Cash generated from operations	<u>1,205,021</u>	<u>923,916</u>

SHAWSTON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2020

26 Cash generated from operations - company

	2020 £	2019 £
Profit for the year after tax	59,058	63,800
Adjustments for:		
Finance costs	17,942	57,200
Investment income	(77,000)	(122,000)
Movements in working capital:		
Decrease in debtors	120,000	-
Increase in creditors	571,740	243,040
Cash generated from operations	<u>691,740</u>	<u>242,040</u>

27 Analysis of changes in net debt - group

	1 April 2019 £	Cash flows £	New finance leases £	31 March 2020 £
Cash at bank and in hand	944,191	(255,333)	-	688,858
Borrowings excluding overdrafts	(3,374,087)	269,894	-	(3,104,193)
Obligations under finance leases	(300,953)	(80,868)	(99,630)	(481,451)
	<u>(2,730,849)</u>	<u>(66,307)</u>	<u>(99,630)</u>	<u>(2,896,786)</u>

28 Analysis of changes in net funds/(debt) - company

	1 April 2019 £	Cash flows £	31 March 2020 £
Borrowings excluding overdrafts	<u>(583,838)</u>	<u>585,000</u>	<u>1,162</u>