
JCB CONSUMER PRODUCTS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019



JCB CONSUMER PRODUCTS LIMITED

COMPANY INFORMATION

Directors	Lady Carole Bamford Alice Bamford Joseph Bamford
Company secretary	Steve Ovens
Registered number	06268542
Registered office	Lakeside Works Rocester Uttoxeter Staffordshire ST14 5JP
Independent auditor	Nexia Smith & Williamson Statutory Auditor & Chartered Accountants 25 Moorgate London EC2R 6AY

JCB CONSUMER PRODUCTS LIMITED

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JCB CONSUMER PRODUCTS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

Principal activity

The principal activity of the Company is the promotion of the JCB brand through a portfolio of licensees in various commercial markets.

Directors

The directors who served during the year were:

Lady Carole Bamford
Alice Bamford
Joseph Bamford

Going concern

Information regarding the Company's going concern status is included in note 2.3.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Post balance sheet events

See note 14 for details of significant events affecting the Company since the year end.

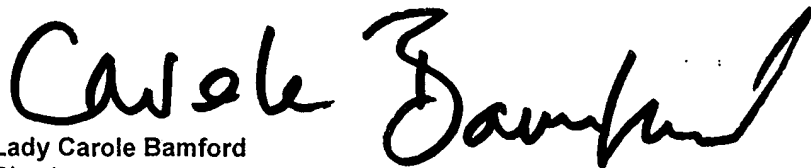
Auditor

The auditor, Nexia Smith & Williamson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



Lady Carole Bamford
Director

Date: 29 September 2020

JCB CONSUMER PRODUCTS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- 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 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They 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.

JCB CONSUMER PRODUCTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JCB CONSUMER PRODUCTS LIMITED

Opinion

We have audited the financial statements of JCB Consumer Products Limited (the 'Company') for the year ended 31 December 2019 which comprise the Statement of Income and Retained Earnings, Balance Sheet and the 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 Company's affairs as at 31 December 2019 and of its 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 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.

JCB CONSUMER PRODUCTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JCB CONSUMER PRODUCTS LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Directors' Report and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, 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 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 Company or to cease operations, or have no realistic alternative but to do so.

JCB CONSUMER PRODUCTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JCB CONSUMER PRODUCTS LIMITED (CONTINUED)


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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.


Nexia Smith & Williamson (Sep 30, 2020 12:27 GMT+1)

Timothy Adams (Senior Statutory Auditor)

for and on behalf of

Nexia Smith & Williamson

Statutory Auditor

Chartered Accountants

25 Moorgate

London

EC2R 6AY

Date: 30/09/2020

JCB CONSUMER PRODUCTS LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Revenue		2,619,156	3,225,406
Cost of sales		(14,595)	(67,251)
Gross profit		2,604,561	3,158,155
Administrative expenses		(678,059)	(1,095,970)
Operating profit		1,926,502	2,062,185
Other income		-	1,004
Profit before tax		1,926,502	2,063,189
Tax on profit	5	-	-
Profit after tax		1,926,502	2,063,189
Retained earnings at the beginning of the year		18,292,505	16,229,316
Profit for the year		1,926,502	2,063,189
Retained earnings at the end of the year		20,219,007	18,292,505

There was no other comprehensive income for 2019 (2018: £nil).

The notes on pages 8 to 13 form part of these financial statements.

JCB CONSUMER PRODUCTS LIMITED
REGISTERED NUMBER: 06268542

BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Tangible fixed assets	6	-	-
Current assets			
Stocks	7	35,488	18,718
Debtors	8	16,669,313	17,979,955
Cash at bank and in hand		4,044,667	1,551,944
		<u>20,749,468</u>	<u>19,550,617</u>
Creditors: amounts falling due within one year	9	(530,460)	(1,258,111)
Net current assets		<u>20,219,008</u>	<u>18,292,506</u>
Total assets less current liabilities		<u>20,219,008</u>	<u>18,292,506</u>
Net assets		<u><u>20,219,008</u></u>	<u><u>18,292,506</u></u>
Capital and reserves			
Called up share capital	10	1	1
Profit and loss account	11	20,219,007	18,292,505
		<u>20,219,008</u>	<u>18,292,506</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

* 

Lady Carole Bamford
Director

Date: 29 September 2020

The notes on pages 8 to 13 form part of these financial statements.

JCB CONSUMER PRODUCTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

JCB Consumer Products Limited (the 'Company') is a private company, limited by shares, domiciled and incorporated in England and Wales. The Company's registered office is Lakeside Works, Rocester, Uttoxeter, Staffordshire, ST14 5JP.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The Company has applied all amendments to FRS 102, as set out in the triennial review published in December 2017. The adoption of these amendments has not resulted in any prior period adjustments and has not had a material impact on the results of the Company.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);

This information is included in the consolidated financial statements of BHoldings Limited and these financial statements may be obtained from Companies House.

JCB CONSUMER PRODUCTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.3 Going concern

The financial statements have been prepared on a going concern basis. The Company made a profit after tax for the year ended 31 December 2019 of £1,926,502 (2018: £2,063,189) and had net current assets of £20,219,008 (2018: £18,292,506) which included cash balances of £4,044,667 (2018: £1,551,944) as at the balance sheet date. In making their going concern assessment, the directors have given consideration to current performance, cash reserves held by the business, market conditions, future profit & loss forecasts and the potential impact of the COVID-19 pandemic on the Company.

The impact and duration of COVID-19 is uncertain. It is widely accepted that the economic impact of this pandemic will be severe and therefore, the directors have given due consideration to the impact that COVID-19 could have on the Company. Whilst the forecasts prepared show future profitability, even in the most adverse of scenarios the Company would have sufficient liquidity with which to meet all of its outstanding liabilities and obligations as they fall due, for a period of at least 12 months from the date of the authorisation of these financial statements.

On this basis, the directors of the Company have concluded that there are no material uncertainties that may cast doubt on the Company's ability to continue as a going concern. Consequently, the directors have prepared these financial statements on a going concern basis.

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

2.5 Revenue

Revenue comprises royalty income receivable from licensees. Revenue is recognised on an accruals basis in accordance with the relevant licence agreements when it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

JCB CONSUMER PRODUCTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.6 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.7 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

2.9 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Cash at bank and in hand

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

JCB CONSUMER PRODUCTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.12 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

3. Employees

The average monthly number of employees, including directors, during the year was 8 (2018 - 8).

4. Directors' remuneration

None of the directors received any emoluments for their services (2018: £nil).

5. Taxation

The Company has claimed group relief of £367,442 (2018: £381,818) during the year to offset the taxable profits in the business. As a result, no tax charge has been recognised.

6. Tangible fixed assets

	Plant & machinery £
At 1 January 2019	135,909
Disposals	(135,909)
At 31 December 2019	-
At 1 January 2019	135,909
Disposals	(135,909)
At 31 December 2019	-
Net book value	
At 31 December 2019	-
At 31 December 2018	-

JCB CONSUMER PRODUCTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

7. Stocks

	2019 £	2018 £
Work in progress	31,366	-
Finished goods	4,122	18,718
	<u>35,488</u>	<u>18,718</u>

8. Debtors

	2019 £	2018 £
Trade debtors	508,518	1,166,168
Amounts owed by group undertakings	14,873,543	14,900,101
Amounts owed by related parties	59,084	674,411
Accrued income	1,228,168	1,239,275
	<u>16,669,313</u>	<u>17,979,955</u>

9. Creditors: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	15,653	23,112
Amounts owed to related parties	150,145	437,142
Other taxation and social security	167,663	395,159
Accruals	196,999	402,698
	<u>530,460</u>	<u>1,258,111</u>

The creditors breakdown at 31 December 2018 has been represented to better reflect the nature of the prior year balances. This reclassification has no impact on the net assets of the Company at the end of the comparative period and the total creditors balance remains the same.

10. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
1 (2018 - 1) Ordinary A Shares share of £1.00	<u>1</u>	<u>1</u>

JCB CONSUMER PRODUCTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

11. Reserves

Profit & loss account

The profit and loss account relates to the cumulative profit or loss of the Company since incorporation, net of any distributions to shareholders recognised to date.

12. Contingent liabilities

There is a cross guarantee to the bank with the Company's parent, BHoldings Limited and other subsidiaries in the group for facilities totalling £720,000.

13. Related party transactions

The Company has taken advantage of the exemption available in FRS 102 Section 33 from disclosing transactions with group companies, headed by the Company's parent entity, on the grounds that these companies are wholly owned within the group.

During the year the Company recharged costs to entities that are related parties by virtue of sharing common ownership and control. The recharges to related entities totalled £342,516 (2018: £66,700), and recharged costs of £284,212 (2018: £110,780) were received from these entities. The Company received a net repayment of £386,634 (2018: £396,718 payment made) from related entities during the year. As at 31 December 2019, amounts of £150,145 were owed to related entities (2018: £437,142) and amounts of £59,084 were owed from related entities (2018: £674,411). All of these balances are interest-free, unsecured and repayable on demand.

14. Post balance sheet events

The COVID-19 worldwide pandemic continues to have a significant impact on the economy, and is affecting companies in a number of industries. At the date of the approval of these financial statements, the directors believe it difficult to estimate the total impact that COVID-19 will have on the Company. Due to the timing of the outbreak being after the balance sheet date, COVID-19 has been treated as a non-adjusting post balance sheet event.

15. Controlling party

The Company is 100% owned and controlled by BHoldings Limited ("BHoldings"), which is the Company's ultimate and immediate controlling party. The results of the Company are included in the consolidated financial statements of BHoldings, which is the largest group of undertakings for which group accounts are drawn up. BHoldings' registered office is 19 Mossop Street, London, SW3 2LY.