

TBD Owen Holland Holdings Limited Group Strategic Report, Report of the Directors and Audited Consolidated Financial Statements for the Year Ended 31 March 2022

Radnor House Greenwood Close Cardiff Gate Business Park Cardiff CF23 8AA

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A19 23/12/2022 #111
COMPANIES HOUSE

Registered to carry on audit work in the UK and regulated for a range of investment business activities by the Institute of Charlered Accountants in England and Wales.

bpu Chartered Accountants is a trading name of BPU Ltd Company Number 3723948 Registered in Wales.

A list of directors is available from the registered office above.

TBD Owen Holland Holdings Limited

Company Information for the Year Ended 31 March 2022

DIRECTORS:

V L Heycock R Kishor S C Meredith P L Summers

S G Williams

SECRETARY:

D E Bradshaw

REGISTERED OFFICE:

Waterton House Brocastle Avenue

Waterton Industrial Estate

Bridgend CF31 3US

REGISTERED NUMBER:

08966138

SENIOR STATUTORY

AUDITOR:

Andrew Miller FCA

AUDITORS:

BPU Limited

. Chartered Accountants

Statutory Auditor Radnor House Greenwood Close

Cardiff Gate Business Park

Cardiff CF23 8AA

Group Strategic Report for the Year Ended 31 March 2022

The directors present their strategic report of the company and the group for the year ended 31 March 2022.

REVIEW OF BUSINESS

The business has experienced a substantial bounce back in turnover following the 2020/21 Financial Year which was impacted by the Covid 19 pandemic. Turnover has increased by 23% from the previous financial year but as expected, still lower than pre pandemic levels. We had fully anticipated this and positioned our cost base accordingly. Consequently, overall business performance has been maintained. The Company has to a large extent shielded itself from the impact Covid 19 has inevitably made on the airline sector both through cost reduction and also as a result of the very wide portfolio of products it is able to offer customers. As a result where demand has remained stable or even grown, such as in the cargo handling sector, products are available to meet customer requirements. Post March 2022, a steady increase in revenue is leading towards another growth in turnover for the year ended March 2023. This is set to increase another 20% over the current year and the trend is currently moving steadily upwards towards further growth in the next financial year, back to pre pandemic levels.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and execution of strategy are subject to a number of risks. Key business risks principally relate to market competition, both from a national and international perspective. Business risks are reviewed regularly by the directors and appropriate processes are put in place to monitor and mitigate their impact.

FINANCIAL POSITION

The financial position of the company is set out in the balance sheet on page 12.

KEY PERFORMANCE INDICATORS (KPIS)

The directors consider that KPI's of the business relate to turnover and operating profit.

Group Strategic Report for the Year Ended 31 March 2022

GOING CONCERN AND IMPACT OF COVID 19

As the country and world are emerging out of COVID and all final restrictions, the world has faced another great uncertainty with the rippling effects of the war on Ukraine. To date the business has met the challenges brought about by the global situation and having reviewed the funding currently available the Directors are satisfied it is adequate to meet its operational requirements and have therefore concluded it is appropriate to prepare these financial statements on the going concern basis.

The damage caused to the Aviation sector by the impact of COVID 19 is well documented and TBD has been affected like most companies in the supply chain. The global instability and increasing material prices due to the war on Ukraine are also affecting every business. However, with a vastly reduced cost base and a more automated production process now in place, business improvements have lead to increased competitively. Demand is steadily increasing and the business is well placed to grow substantially in the current year and beyond.

The Company has a strong relationship with its funders and has sufficient working capital to meet its current requirements.

THIS REPORT WAS APPROVED BY THE BOARD:

S C Meredith - Director

Date: 22/12/22

Report of the Directors for the Year Ended 31 March 2022

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2022.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the design, manufacture and installation of aircraft ground support equipment and specialist access solutions.

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2022.

FUTURE DEVELOPMENTS

The directors carry out a strategic review of the business on an annual basis and consider that despite the damaging impact of Covid 19 on the whole sector, it is well positioned to take advantage of business opportunities as demand returns in FY2021/22 and more strongly from FY2022/23 onwards. Costs have been reduced and brought under strict levels and the facilities available are seen as adequate for trade anticipated during this period. A focus on sales in the sectors that have shown to be resilient is in place and some success in sales to other complimentary sectors such as Defence has been made. Turnover is expected to return to pre-pandemic levels within the next three years.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2021 to the date of this report.

V L Heycock

R Kishor

S C Meredith

P L Summers

S G Williams

FINANCIAL RISK MANAGEMENT

The company's operations expose it to a variety of financial risks that include the effect of changes in market prices, credit risk, liquidity risk and interest rate cash flow risk. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring levels of debt finance and the related finance costs. In addition the company has a diverse product portfolio which reduces reliance on any one business sector.

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policy set by the board of directors is implemented by the company's finance department.

Price risk

The company is not exposed to any significant commodity price risk.

Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure of any individual counterparty is subject to a limit which is assessed regularly by the board.

Liquidity, interest rate cash flow risk

The company actively monitors and forecasts its liquidity and cash flow position to ensure sufficient funds are available to fund all current and forecast activities.

Report of the Directors for the Year Ended 31 March 2022

RESEARCH AND DEVELOPMENT

The company invests in research and development to expand its product offering and incurred £751,334 (2021: £632,747) of expenditure during the year which has been capitalised.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 company and the group 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;
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

THIS REPORT WAS APPROVED BY THE BOARD:

S C Meredith - Director

Date: 22/12/22

Report of the Independent Auditors to the Members of TBD Owen Holland Holdings Limited

Opinion

We have audited the financial statements of TBD Owen Holland Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2022 which comprise the Consolidated Profit & Loss Account, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, 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 Financial Reporting Standard 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 of the parent company affairs as at 31 March 2022 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group 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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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.



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Report of the Independent Auditors to the Members of TBD Owen Holland Holdings Limited

Other information - continued

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors 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 Group Strategic Report or the Report of the Directors.

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 Statement of Directors' Responsibilities set out on pages five and six, 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 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.



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Report of the Independent Auditors to the Members of TBD Owen Holland Holdings Limited

Auditors' 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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We gained an understanding of the legal and regulatory framework applicable to the company and the industry in which it operates, and considered the risks of acts by the company that were contrary to applicable laws and regulations, including fraud. We designed audit procedures to respond to the risk, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment.

The laws and regulations that we determined were most significant to the company were the Companies Act, UK corporate tax laws, Employment Rights Act, Health and Safety regulations and ISO9001 Quality Management System standard.

We obtained an understanding of how the company is complying with those laws and regulations by making enquiries to the management, and corroborated these enquiries through our review of board minutes and review of legal and professional spend for the year.

We assessed the susceptibility of the companys financial statements to material misstatement, including how fraud might occur, and did not identify any key audit matters relating to irregularities, including fraud. We assessed the effectiveness of internal controls that management has in place to prevent and detect fraud, including testing of manual journals and evaluating the assumptions and judgements made by management in its significant accounting estimates.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Andrew Miller FCA (Senior Statutory Auditor) for and on behalf of BPU Limited Chartered Accountants Statutory Auditor

Date: 22/12/2022

Chartered Accountants

Radnor House
Greenwood Close
Cardiff Gate Business Park
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Consolidated Profit & Loss Account for the Year Ended 31 March 2022

	Notes	2022 £	2021 £
TURNOVER	3	5,999,082	4,860,881
Cost of sales		(3,437,051)	(2,852,461)
GROSS PROFIT		2,562,031	2,008,420
Distribution costs Administrative expenses		(103,297) (2,299,731)	(131,533) . (2,357,582)
		159,003	(480,695)
Other operating income	4	367,592	966,526
OPERATING PROFIT	6	526,595	485,831
Interest payable and similar e	xpenses 7	(276,025)	(274,159)
PROFIT BEFORE TAXATION		250,570	211,672
Tax on profit	8 .	(99,190)	2,072
PROFIT FOR THE FINANCIA	AL YEAR	151,380	213,744
OTHER COMPREHENSIVE I Revaluation Income tax relating to other comprehensive income	NCOME	29,783	217,000 (29,783)
OTHER COMPREHENSIVE I	NCOME		——————————————————————————————————————
FOR THE YEAR, NET OF INC		29,783	187,217
TOTAL COMPREHENSIVE II FOR THE YEAR	NCOME	181,163	
Prior year adjustment			31,314
TOTAL COMPREHENSIVE II SINCE LAST ANNUAL REPO	•		432,275
Profit attributable to: Owners of the parent	`` :	151,380	213,744

Total comprehensive income attributable to:

The notes form part of these financial statements

Consolidated Profit & Loss Account for the Year Ended 31 March 2022

		
-	2022	2021
	£	£
Owners of the parent	181,163	432,275
	· ·	

Consolidated Balance Sheet 31 March 2022

ı		20	22	- 20	21
	Notes	£	£	£	£
FIXED ASSETS	4.0				
Intangible assets	10		2,922,582		2,495,091
Tangible assets	11	•	3,341,875		3,524,965
Investments	12		-		
			6,264,457		6,020,056
CURRENT ASSETS					
Stocks	13	2,155,263		1,848,981	
Debtors	14	2,932,376		2,262,390 -	
Cash at bank		266,961		. 224,159	
		5,354,600		4,335,530	``
CREDITORS Amounts falling due within one year	15	5,539,080		3,938,992	
NET CURRENT (LIABILITIES)/ASSI	ETS		(184,480)		.° 396,538
TOTAL ASSETS LESS CURRENT LIABILITIES			6,079,977		6,416,594
CREDITORS Amounts falling due after more than					
one year	16		(2,827,206)		(3,414,393)
PROVISIONS FOR LIABILITIES	20		(624,037)	,	(554,630)
NET ASSETS			2,628,734		2,447,571
CAPITAL AND RESERVES		,			
Called up share capital	21		195		195
Share premium	•		324,802		324,802
Revaluation reserve			-	·	187,217
Retained earnings			2,303,737		1,935,357
			-	•	

Consolidated Balance Sheet - continued 31 March 2022

The financial statements were approved by the Board of Directors and authorised for issue on2.2.2.2................... and were signed on its behalf by:

S C Meredith - Director

Company Balance Sheet 31 March 2022

		20:	22 .	20:	21
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		• ,		-
Tangible assets	11		-		-
Investments	12		1,756,170		1,756,170
,			1,756,170		1,756,170
CURRENT ASSETS	•				
Debtors	14	16,629		_. . 15,147	
Cash at bank		38		1,043	•
CDEDITORS		16,667	•	16,190	
CREDITORS Amounts falling due within one year	15	961,478	-	895,047	
NET CURRENT LIABILITIES			(944,811)		(878,857)
TOTAL ASSETS LESS CURRENT			• •		
LIABILITIES	•		811,359		877,313
CREDITORS					
Amounts falling due after more than					•
one year	16		834,785		864,516
NET (LIABILITIES)/ASSETS			(23,426)	· .	12,797
<i>*</i>				2	
CAPITAL AND RESERVES					
Called up share capital	21.		195		195
Share premium			324,802		324,802
Retained earnings			(348,423)		(312,200)
SHAREHOLDERS' FUNDS			(23,426)	_	12,797
				•	
Company's (loss)/profit for the		•		;	_
financial year			(36,223)		58,896

Company Balance Sheet - continued 31 March 2022

S C Meredith - Director

Consolidated Statement of Changes in Equity for the Year Ended 31 March 2022

	Called up share capital £	Retained earnings	Share premium £	Revaluation reserve	n Total equity £
Balance at 1 April 2020 Prior year adjustment	195	1,690,299 31,314	324,802	- -	2,015,296 31,314
As restated	195	1,721,613	324,802	-	2,046,610
Changes in equity Total comprehensive income	<u>-</u>	213,744	_ ·	187,217	400,961
Balance at 31 March 2021	195	1,935,357	324,802	187,217	2,447,571
Changes in equity Total comprehensive income No description	-	151,380 217,000	. <u>-</u>	29,783 (217,000)	181,163 -
Balance at 31 March 2022	195	2,303,737	324,802	-	2,628,734

Company Statement of Changes in Equity for the Year Ended 31 March 2022

	Called up share capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1 April 2020	195	(371,096)	324,802	(46,099)
Changes in equity Total comprehensive income	<u>.</u>	58,896	-	58,896
Balance at 31 March 2021	195	(312,200)	324,802	12,797
			- '	
Changes in equity Total comprehensive income		(36,223)	•• • • • • • • • • • • • • • • • • • •	(36,223)
Balance at 31 March 2022	195	(348,423)	324,802	(23,426)

Consolidated Cash Flow Statement for the Year Ended 31 March 2022

		2022	2021
	Notes	£	£
Cash flows from operating activi	ities	•	
Cash generated from operations	1	883,952	694,331
Interest paid		(248,778)	(238,560)
Interest element of hire purchase a	ınd		
inance lease rental payments paid		(27,247)	(35,599)
Net cash from operating activities	·	607,927	420,172
Cook flows from investing activity	iaa		
Cash flows from investing activite Purchase of intangible fixed assets		(751,334)	(632,737)
Purchase of intallyble fixed assets		(478,721)	(6,213)
Sale of tangible fixed assets		514,497	(0,213)
Net cash from investing activities	·	(715,558)	(638,950)
. s.			
Cash flows from financing activity	ties	·	,
ncrease/(decrease) in loans		187,214	847,216
Amount withdrawn by directors		(30,206)	
Net cash from financing activities		157,008	847,216
ncrease in cash and cash equiva Cash and cash equivalents at	alents	49,377	628,438
peginning of year	2	(424,405)	(1,052,843)
Cash and cash equivalents at en	d ·		
of year	2	(375,028)	(424,405)

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 March 2022

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

		2022	2021
		£	£
Profit before taxation		250,570	211,672
Depreciation charges		489,185	555,439
Profit on disposal of fixed assets		(18,028)	-
Finance costs		276,025	274,159
		997,752	1,041,270
(Increase)/decrease in stocks		(306,282)	301,887
(Increase)/decrease in trade and other debtors	\$1. *	(669,986)	487,652
Increase/(decrease) in trade and other creditors	• •	862,468	(1,136,478)
Cash generated from operations		883,952	694,331
	. =		

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2022

	31/3/22 £	1/4/21 £
Cash and cash equivalents Bank overdrafts	266,961 (641,989)	224,159 (648,564)
	(375,028)	(424,405)
Year ended 31 March 2021	31/3/21 £	1/4/20
Cash and cash equivalents Bank overdrafts	224,159 (648,564)	793 (1,053,636)
	(424,405)	(1,052,843)

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 March 2022

3. ANALYSIS OF CHANGES IN NET DEBT

	At 1/4/21 £	Cash flow £	At 31/3/22 £
Net cash		-	~
Cash at bank	224,159	42,802	266,961
Bank overdrafts	(648,564)	6,575	(641,989)
	(424,405)	49,377	(375,028)
Debt	· •	•	
Hire purchase and finance leases	(414,058)	115,470	(298,588)
Debts falling due within 1 year	(1,792,540)	(752,060)	(2,544,600)
Debts falling due after 1 year	(3,186,435)	479,582	(2,706,853)
	(5,393,033)	(157,008)	(5,550,041)
Total	(5,817,438)	(107,631)	(5,925,069)

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue in relation to construction contracts is recognised in the accounting period in which the services are rendered when the outcome of contract can be estimated reliably. The company uses the percentage of completion method based on the actual service performed as a percentage of the total services to be provided. The amount by which revenue recognised exceeds invoiced sales, is shown under debtors as amounts recoverable on contracts.

Intangible assets

Intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated, using the straight-line method, to allocate the depreciable amount of the assets to their residual values over their estimated useful lives as follows:

Development costs - 10 years

Amortisation is charged to Administrative expenses in the statement of comprehensive income. Amortisation is not charged in the period of capitalisation.

Where factors, such as technological advancement or changes in market price, indicate that residual value or useful life have changed, the residual value, useful life or amortisation rate are amended prospectively to reflect the new circumstances.

The assets are reviewed for impairment if the above factors indicated that the carrying amount may be impaired.

Research costs are recognised as an expense as incurred.

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

Development costs that are directly attributable to the design and testing of identifiable and unique products controlled by the company are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the asset so that it will be available for use;
- Management intends to complete the asset and to use or sell it;
- There is an ability to use or sell the asset;
- It can be demonstrated how the asset will generate probable future economic benefits;
- Adequate technical, financial and other resources to complete the development and to use or sell the asset are available; and
- The expenditure attributable to the asset during its development can be reliably measured.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Tangible fixed assets

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Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Freehold property Plant and machinery

2% straight line15% straight line

Fixtures and fittings

- 25% straight line

Freehold land is not depreciated.

Stocks

Stocks and work in progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost is calculated using the first-in, first-out method and includes all purchase, transport, 'and handling costs in bringing stocks to their present location and condition.

Tavation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Profit & Loss Account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

1. ACCOUNTING POLICIES - continued .

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

(i)Functional and presentation currency

The company's functional and presentation currency is the pound sterling.

(ii)Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the date 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 the Profit & Loss Account

Hire purchase and leasing commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the asset have passed to the company, are capitalised in the balance sheet and depreciated over their useful lives.

The interest element of the rental obligations is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

Pension costs

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

Government grants

Government grants in respect of capital expenditure are released to the statement of comprehensive income over the estimated useful life of the asset acquired. Grants in respect of revenue expenditure are released so as to match the grant with the relevant cost.

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

1. ACCOUNTING POLICIES - continued

Preference shares

Preference shares are classified and accounted for, according to the substance of the contractual arrangement, as financial liabilities or equity instruments. The preference shares in issue are classified as liabilities.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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 reviewed if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

(i) Useful economic lives of intangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives of the assets. The useful economic lives are re-assessed and amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and physical condition of the assets.

(ii) Inventory provisioning

The company designs, manufactures and installs aircraft ground support equipment and specialist access solutions. As a result, it is necessary to consider the recoverability of the cost of inventory and the associated provisioning required. When calculating the inventory provision, management considers the nature and condition of the inventory, as well as applying assumptions around anticipated saleability of finished goods and future usage of raw materials. See note 14 for the net carrying amount of the inventory and associated provision.

(iii) Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

(iv) Development costs

Development costs are capitalised when they meet certain criteria as set out on page 16. Management has to exercise judgement in the assessment of criteria as well as when considering the asset lives which drive the amortisation policy.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the group.

An analysis of turnover by geographical market is given below:

			2022 £	2021 £
	United Kingdom		1,123,198	1,981,211
	Europe		4,274,964	1,224,427
	United States of America		600,920	1,655,243
	4, ¹	s _n . 3		
		• • •	5,999,082	4,860,881
4	OTHER OPERATING INCOME			
4.	OTHER OPERATING INCOME		2022	2021
	······································	>+ <u>A</u>	£	£
	R&D tax credit		218,585	128,170
	Profit on sale of scrap		5,739	4,472
,	Rental income		11,370	- .
	Grant income		131,898	833,884
			367,592	966,526

The company claims an R&D rebate and as such discloses the refund due as other operating income.

5. **EMPLOYEES AND DIRECTORS**

		2022 £	2021 £
Wages and salaries		1,283,510	1,660,810
Social security costs	•	121,711	165,104
Other pension costs	••	79,662	119,996
· 	• •	1,484,883	1,945,910
•	•		7
The average number of employees dur	ring the year was as follows:	· ·	
		2022	2021
Administration	, , , , , , , , , , , , , , , , , , ,	24	25
Production	·	28	39
	:		
	•	52	64
	•		

Staff costs capitalised into intangible fixed assets amount to £504,689 (2021: £521,529).

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

5.	EMPLOYEES AND DIRECTORS - continued		
		2022 £	2021 £
•	Directors' remuneration Directors' pension contributions to money purchase scheme	374,273	411,957 16,423
	The number of directors to whom retirement benefits were a	accruing was as follov	ws:
,	Money purchase schemes	5	5
			,
. `	Information regarding the highest paid director is as follows		
	information regarding the highest paid director is as follows	2022 £	2021 £
٠.	Emoluments etc	96,332	75,706
**	Pension contributions to money purchase schemes	2,346	747
6.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
	· · · · · · · · · · · · · · · · · · ·		
		2022	2021
		£	£
	Depreciation - owned assets	61,120	70,357
	Depreciation - assets on hire purchase contracts and finance		100 656
	leases Profit on disposal of fixed assets	104,222 (18,028)	100,656
	Research & development amortisation	323,843	384,426
	Audit fees	16,000	15,000
	Auditors' remuneration for non audit work	3,092	4,700
	Foreign exchange differences	373,734	5,642
٠,	Inventory recognised as an expense	2,597,255	1,790,669
	Government grant received and amortised	(131,898)	(833,884
	Hire of plant & machinery	13,753	31,966
	•		
7.	INTEREST PAYABLE AND SIMILAR EXPENSES	•	
	•	2022	2021
		£	£
· ·	Bank interest	19,407	23,616
`	Bank loan interest	94,935	144,370
	Other interest	134,436	70,574
	Hire purchase	27,247	35,599
		276,025	274,159

8. TAXATION

Revaluation

TAXATION	,		
Analysis of the tax charge/(credit) The tax charge/(credit) on the profit for the year	r was as follows:		
The tax enalger (creatly on the profit for the year	was as relieve.	2022 £	2021 £
Current tax: UK corporation tax		•	(30,012).
Deferred tax		99,190	27,940
Tax on profit		99,190	(2,072)
	•		
Reconciliation of total tax charge/(credit) income The tax assessed for the year is higher than the tax assessed for the year is higher than the tax assessed for the year is higher than the tax assessed for the year is higher than the tax assessed for the year is higher than the year is higher	-		ax in the U
The difference is explained below:	· · · · · · · · · · · · · · · · · · ·		
		2022	2021
	•	£	£
Profit before tax		250,570	211,672
Profit multiplied by the standard rate of corpora	tion tax in the		
UK of 19% (2021 - 19%)		47,608	40,218
Effects of:			
Expenses not deductible for tax purposes		3,136	5,680
Income not taxable for tax purposes		(41,531)	(24,353)
Capital allowances in excess of depreciation		(52,621)	-
Depreciation in excess of capital allowances		-	78,435
Utilisation of tax losses		13,538	· -
Adjustments to tax charge in respect of previou	s periods	-	(27,382)
Impact of prior year adjustment	•	-	5,950
R&D tax relief		-	(108,560)
Deferred tax movement	:	99,190	27,940
Capital gain	. *	29,870	-
Total tax charge/(credit)		99,190	(2,072)
Tax effects relating to effects of other comprincome	rehensive		
		2022	
	Gross	Tax	Net

$\overline{}$	\sim
/	n
-	•

£

£

29,783

£

29,783

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

8.	TAXATION - continued	,		•	•
	· .		•	2021	
			Gross	Tax	Net
		,	£	£	£
	Revaluation		217,000	(29,783)	187,217
	·				

9. INDIVIDUAL PROFIT & LOSS ACCOUNT

As permitted by Section 408 of the Companies Act 2006, the Profit & Loss Account of the parent company is not presented as part of these financial statements.

10. INTANGIBLE FIXED ASSETS

O I O U D

	*	Research
	+ 3A	& development
		£
COST		
At 1 April 2021	·	. 4,166,884
Additions		751,334
At 31 March 2022		4,918,218
AMORTISATION		, , , , , , , , , , , , , , , , , , ,
At 1 April 2021		1,671,793
Amortisation for year		323,843
At 31 March 2022		1,995,636
NET BOOK VALUE		
At 31 March 2022		2,922,582
At 31 March 2021	· • • • • • • • • • • • • • • • • • • •	2,495,091
·		

11. TANGIBLE FIXED ASSETS

G	ro	u	p
---	----	---	---

Freehold property	Freehold land	Plant and machinery	Fixtures and fittings	Totals
£	£	£	£	£
2,999,926	467,000	741,875	124,818	4,333,619
-	-	463,269	15,452	478,721
-	(467,000)	(89,290)	-	(556,290)
2,999,926	3 2 •	1,115,854	140,270	4,256,050
382,509	_	344,044	82,101	808,654
58,189	-	91,134	16,019	165,342
-	-	(59,821)		(59,821)
440,698	-	375,357	98,120	914,175
	•			
2,559,228	-	740,497	42,150	3,341,875
2,617,417	467,000	397,831	42,717	3,524,965
	property £ 2,999,926 - 2,999,926 382,509 58,189 - 440,698	property £ £ 2,999,926	property £ £ £ 2,999,926 467,000 741,875 463,269 - (467,000) (89,290) 2,999,926 - 1,115,854 382,509 - 344,044 58,189 - 91,134 - (59,821) 440,698 - 375,357	Freehold property £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £

Cost or valuation at 31 March 2022 is represented by:

			Fixtures	
	Freehold	Plant and	and	
	property	machinery	fittings	Totals
	£	£	£	£
Cost	2,999,926	1,115,854	140,270	4,256,050

The net book value of assets held under finance leases or hire purchase contracts are £377,905 (2021: £434,334).

12. FIXED ASSET INVESTMENTS

Company	,
---------	---

	Shares in group undertakings £
COST At 1 April 2021	
and 31 March 2022	1,756,170
NET BOOK VALUE	
At 31 March 2022	1,756,170
At 31 March 2021	1,756,170

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

TBD (Owen Holland) Limited

Registered office: Waterton House Brocastle Avenue, Waterton Industrial Estate, Bridgend,

Mid Glamorgan, CF31 3US

Nature of business: Manufacture of lifting and handling equipment

Class of shares: holding
Ordinary 100.00

2022 2021 £ £ £
Aggregate capital and reserves 4,199,471 3,982,084
Profit for the year 217,387 473,379

Owen Holland (Engineering) Limited

Registered office: Waterton House Brocastle Avenue, Waterton Industrial Estate, Bridgend,

Mid Glamorgan, CF31 3US

Nature of business: Manufacture of lifting and handling equipment

Class of shares: holding
Ordinary 100.00

2022 2021 £ £

Aggregate capital and reserves 3,233 3,233

13. STOCKS

		Group
•	20	22 2021
	£	£
Raw materials	721,	541 552,654
Work-in-progress	629,	376 ,773
Finished goods	804,	919,554
,	2,155,	263 1,848,981
•	-	

The difference between purchase price or production cost of stock and their replacement cost is not material.

Stock is stated after provisions for impairment of £nil (2021: £nil).

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2022	2021	2022	2021
·	£	£	£	£
Trade debtors	1,628,465	1,520,036	-	-
Amounts recoverable on contract	-	107,972	•	_
Other debtors	367,014	152,030		-
Directors' loan accounts	108,914	78,708	-	-
VAT	337,647	-		-
Deferred tax asset		-	16,629	15,147
Prepayments and accrued income	490,336	403,644	<u> </u>	
	2,932,376	2,262,390	16,629	15,147

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

•	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans and overdrafts (see note	•		•	
17)	1,044,076	1,495,999	57,405	53,742
Other loans (see note 17)	2,142,513	945,105	-	-
Hire purchase contracts and finance		•	i	
leases (see note 18)	178,235	186,100	. •	-
Trade creditors	1,995,974	761,819	-	-
Amounts owed to group undertakings	-	-	904,073	841,305
Social security and other taxes	· 71,376	177,374	•	
VAT	-	231,837	-	-
Other creditors	31,906	65,758	-	-
Directors' loan accounts	75,000	75,000		
	5,539,080	3,938,992	961,478	895,047

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2022 £	2021 £	2022 £	2021 £
Bank loans (see note 17)	1,693,887	2,199,757	61,997	121,632
Other loans (see note 17) Hire purchase contracts and finance	1,012,966	986,678	772,788	742,884
leases (see note 18)	120,353	227,958	<u>-</u>	
	2,827,206	3,414,393	834,785	864,516

17. **LOANS**

An analysis of the maturity of loans is given below:

	G	roup	Company	
	2022	2021	2022	2021
	£	£	£	£
Amounts falling due within one year	•			
or on demand:	•			
Bank overdrafts	641,989	648,564		. -
Bank loans	402,087	847,435	57,405	53,742
Other loans	2,142,513	945,105	-	-
	3,186,589	2,441,104	57,405	53,742
Amounts falling due between two and five years:				
Bank loans - 2-5 years	1,356,516	1,544,821	61,997	121,632
Other loans - 2-5 years	240,178	243,794	•	-
Preference shares	772,788	742,884	772,788	742,884
	2,369,482	2,531,499	834,785	864,516
Amounts falling due in more than five years:				
Repayable by instalments				
Bank loans more 5 yr by instal	337,371	654,936		

The above liabilities comprise bank and other loans repayable by instalments on various terms agreed with the lenders. The interest rates applicable are between 2.60% and 32.16%.

The aggregate monthly payment of the loans is £48,928 and the remaining term on the loans is between 18 months and 7 years from the balance sheet date.

Details of shares shown as liabilities are as follows:

Preference shareholders are entitled to receive a fixed annual non-compounding cumulative preferential dividend of 5% of the nominal value of the preference shares held.

18. **LEASING AGREEMENTS**

Minimum lease payments fall due as follows:

G	roup
---	------

•		Hire purchase contracts		Finance leases	
		2022	2021	2022	2021
		£	£	£	£
Net obligations repayable:					
Within one year	٠.۵	-	19,980	178,235	166,120
Between one and five years	٠		- .	120,353	227,958
	٠, -	•	19,980	298,588	394,078
	=	····			

Group

Within one year		
Between one and five years		-

2,411	9,660
3,205	2,208
5,616	11,868

2021 £

Non-cancellable operating leases

2022

£

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

19. SECURED DEBTS

The following secured debts are included within creditors:

		G	roup
·	<i>(</i>	· 2022	2021
	•	£	£
Bank overdrafts		641,989	648,564
Bank loans	•	2,095,974	3,047,192
Hire purchase contracts	and finance leases	298,588	414,058
Other loans	ø .	2,096,209	940,899
		5,132,760	5,050,713

Bank overdraft and loan borrowings are secured as follows:

- A first legal charge over freehold land and buildings
- Personal guarantee from Mr Steven Meredith for £350,000
- Fixed and floating charge over the assets of the group.

Other loans are secured as follows:

- A fixed and floating charge over the assets of the group.
- Trade debtors.
- Personal guarantee from Mr Steven Meredith

The finance lease contracts are secured over the assets to which they relate.

20. PROVISIONS FOR LIABILITIES

		Group	
		2022 £	2021 £
Deferred tax	-	624,037	554,630
Group		r K	Deferred tax £
Balance at 1 April 2021 Provided during year			554,630 69,407
Balance at 31 March 2022	· ,		624,037

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

20. PROVISIONS FOR LIABILITIES - continued

Company

	Deterred tax £
Balance at 1 April 2021 Provided during year	(15,147) (1,482)
Balance at 31 March 2022	(16,629)

The provision for deferred tax has arisen in respect of:

•	Group		Company	
,	2022	2021	2022	2021
	£	£	£	£
Fixed asset timing differences	657,146	539,995		-
Deferred tax on land revaluation	-	29,782	-	-
Losses carried forward	(33,109)	(15,147)	(16,629)	(15,147)
	624,037	554,630	(16,629)	(15,147)

21. CALLED UP SHARE CAPITAL

Number:	Class:	Nominal value:	2022 £	2021 £
145	A Ordinary	£1	145	145
50	B Ordinary	£1	50	. 50
		•	195	195

22. CONTINGENT LIABILITIES

There is an unlimited multilateral guarantee in respect of bank borrowings in place between TBD Owen Holland Holdings Limited, Owen Holland (Engineering) Limited and TBD (Owen Holland) Limited. The total of bank borrowings amounted to £4,624,123 at 31 March 2022 (2021: £4,286,399).

23. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

At 31 March 2022 S C Meredith had an overdrawn directors loan of £108,914 (2021: £78,708).

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2022

24. RELATED PARTY DISCLOSURES

The company is exempt from disclosing related party transactions with companies in the same group. Included within directors' remuneration is £15,600 (2021: £89,993) of sums paid to third parties for directors' services.