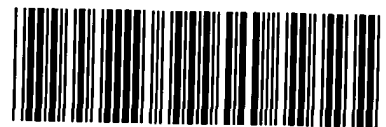


Company registered no: 09430520

The Testing Group Limited
Annual report and financial statements
for the year ended 31 March 2018

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The Testing Group Limited

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The Testing Group Limited

Board of directors and advisers

Officers and professional advisors

Directors

J A Hardcastle
K D Tonge
P D Eglinton
S W Humphrey

Company number

09430520

Registered office

3 Boundary Court
Willow Farm Business Park
Castle Donington
Derby
DE74 2UD

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Donington Court
Pegasus Business Park
Castle Donington
East Midlands
DE74 2UZ

The Testing Group Limited

Directors' report for the year ended 31 March 2018

The directors present their report and the audited financial statements for the year ended 31 March 2018. The company has taken advantage of the small company exemptions in preparing the directors' report and exemption from preparing a strategic report.

Principal activities

The company has not traded in the year and its principal activity is now as an intermediate holding company.

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

J A Hardcastle
K D Tonge
P D Eglinton (appointed 2 July 2018)
R A Blunden (resigned 2 July 2018)
S W Humphrey
J J Wilton (resigned 2 July 2018)

Dividends

Dividends of £895,000 were paid during the year (2017 - £nil).

Going concern

Accounting standards require the Directors to consider the appropriateness of the going concern basis when preparing the financial statements. The Directors believe that the going concern basis remains appropriate. The Directors have taken notice of the Financial Reporting Council guidance in respect of the going concern basis which recommends the reasons for this decision to be explained.

Whilst the company does not trade, its parent company, CET Structures Ltd, is able to provide cash facilities if required in respect of any administrative expenses.

Directors' indemnities

The company maintained liability insurance for its directors and officers. This is a qualifying indemnity provision for the purposes of the Companies Act 2006, and was in place during the financial year and up to the date of signing these financial statements.

The Testing Group Limited

Directors' report for the year ended 31 March 2018 (Continued)

Small company provisions

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

Statement of directors' responsibilities

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

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

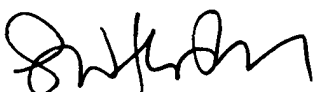
- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report was approved by the board on 26 July 2018 and signed on its behalf by:



S W Humphrey
Director

The Testing Group Limited

Independent auditors' report to the members of The Testing Group Limited

Report on the audit of the financial statements

Opinion

In our opinion, The Testing Group Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: Statement of income and retained earnings for the year ended 31 March 2018, Statement of financial position as at 31 March 2018 and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

- 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

The Testing Group Limited

Independent auditors' report to the members of The Testing Group Limited (continued)

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 March 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

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 an auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Ian Wall (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
East Midlands

26 July 2018

The Testing Group Limited

Statement of income and retained earnings for the year ended 31 March 2018

	Note	2018 £	2017 £
Turnover	5	-	-
Administrative expenses		-	-
Operating result	6	-	-
Dividend received from subsidiary undertaking		895,000	35,272
Profit before taxation		895,000	35,272
Tax on profit	7	-	-
Profit for the financial year		895,000	35,272
Accumulated profits brought forward		70,457	35,185
Dividends paid of £1,278.57 per share (2017: £nil)		(895,000)	-
Retained profits carried forward		70,457	70,457

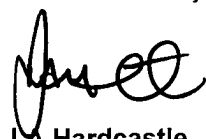
The notes on pages 8 to 11 form part of these financial statements.

The Testing Group Limited

Statement of financial position as at 31 March 2018

		2018	2018	2017	2017
	Note	£	£	£	£
Fixed assets					
Investments	8		286,350		286,350
Current assets					
Debtors	9	-		49,722	
Cash		-		3,155	
		-		52,877	
Creditors: amounts falling due within one year	10	<u>(215,193)</u>		<u>(268,070)</u>	
Net current (liabilities)			<u>(215,193)</u>		<u>(215,193)</u>
Total assets less current liabilities			<u>71,157</u>		<u>71,157</u>
Net assets			<u>71,157</u>		<u>71,157</u>
Capital and reserves					
Called up share capital	11		700		700
Profit and loss account	12		<u>70,457</u>		<u>70,457</u>
Total equity			<u>71,157</u>		<u>71,157</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 July 2018 by:



J A Hardcastle
Director



S W Humphrey
Director

The notes on pages 8 to 11 form part of these financial statements.

Registered number: 09430520

The Testing Group Limited

Notes to the financial statements for the year ended 31 March 2018

1. General information

The company is an intermediate holding company and its subsidiary provides a range of materials testing services to the construction industry. The company is a private company, limited by shares, incorporated and domiciled in the UK. The address of the registered office is 3 Boundary Court, Willow Farm Business Park, Castle Donington, Derby, DE74 2UD.

2. Compliance statement

The financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. These financial statements are prepared on a going concern basis, under the historical cost convention and as modified by the recognition of certain financial assets and liabilities measured at fair value.

The company is itself a subsidiary company and is exempt from the requirement to prepare group financial statements by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 4.

Going Concern

Accounting standards require the Directors to consider the appropriateness of the going concern basis when preparing the financial statements. The Directors believe that the going concern basis remains appropriate as the company is supported by its parent undertaking and is part of a group which is trading profitably with no external debt.

Exemptions under FRS102

The company, being a qualifying subsidiary undertaking within a group whose consolidated financial statements are publicly available, is exempt from the requirements to draw up a cash flow statement in accordance with FRS 102 and from financial instruments and key management remuneration disclosures.

Investments

Investments in subsidiaries held as fixed assets are shown at cost less provision for impairment.

Turnover

Turnover comprises revenue in respect of management services supplied recognised by the company on performance of the service, exclusive of Value Added Tax.

The Testing Group Limited

Notes to the financial statements for the year ended 31 March 2018 (continued)

3. Summary of significant accounting policies (continued)

Financial instruments

Basic financial assets and liabilities, including other debtors, accruals, loans to and from fellow group companies, 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 receipts discounted at a market rate of interest. The financing costs are included in interest payable with debt instruments subsequently carried at amortised cost, using the effective interest rate method.

Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation. Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse. Deferred tax assets and liabilities are not discounted.

4. Critical accounting estimates and judgements

The company makes a limited number of estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, not always equal the related actual results. The estimates and assumptions that could materially influence the carrying amounts of assets and liabilities within the next financial year relate to the carrying value of investments in subsidiaries. There is however no current indication that the business prospects have changed or of any impairment.

5. Turnover

All turnover arose within the United Kingdom and arises from the previous activity of providing management services.

6. Operating result/profit

The operating result/profit is stated after charging:

	2018	2017
	£	£
Directors emoluments	-	-

J A Hardcastle and K D Tonge are directors of the main trading subsidiary company, Construction Testing Solutions Limited, and their remuneration is borne by and disclosed in the financial statements of that company. R A Blunden, S W Humphrey and J J Wilton are directors of parent companies and their remuneration is borne by, and disclosed in the financial statements of CET Structures Ltd and CET Group Holdings Limited. The company has no other employees.

The audit fees of £1,000 are borne by the parent company, CET Structures Ltd (2017: £1,000).

The Testing Group Limited

Notes to the financial statements for the year ended 31 March 2018 (continued)

7. Tax on profit

	2018 £	2017 £
Current tax		
UK corporation tax charge on profit for the financial year	-	-
	<hr/>	<hr/>
Factors affecting tax charge for the year		
The tax assessed for the year is lower (2017 – lower) than the standard rate of corporation tax in the UK of 19% (2017 - 20%). The differences are explained below:		
	2018 £	2017 £
Profit before taxation	<u>895,000</u>	<u>35,272</u>
Profit before taxation multiplied by standard rate of corporation tax in the UK of 19% (2017 - 20%)	170,050	7,054
Effects of:		
Dividend income not taxed	(170,050)	(7,054)
	<hr/>	<hr/>
Tax charge for the year	<u>-</u>	<u>-</u>

Factors affecting future and current tax charges

A change to the UK corporation tax rate was announced in the Chancellor's Budget on 16 March 2016. The change announced is to reduce the main rate to 17% from 1 April 2020. Changes to reduce the UK corporation tax rate to 19% from 1 April 2017 had already been substantively enacted on 26 October 2015.

8. Investments

	Shares in subsidiary undertakings
Cost and net book value	£
At 1 April 2017 and 31 March 2018	<u>286,350</u>

Subsidiary undertakings

The following was the subsidiary undertaking of the company, registered at 3 Boundary Court, Willow Farm Business Park, Castle Donington, Derby, DE74 2UD:

Name	Activity	Class of shares	Holding
Construction Testing Solutions Limited	Construction materials testing	Ordinary	100%

The Testing Group Limited

Notes to the financial statements for the year ended 31 March 2018 (continued)

9. Debtors

	2018 £	2017 £
Amounts owed by group undertakings	-	49,022
Other debtors	-	700
	<u>-</u>	<u>49,722</u>

10. Creditors: amounts falling due within one year

	2018 £	2017 £
Amounts owed to group undertakings	215,193	267,220
Accruals and deferred income	-	850
	<u>215,193</u>	<u>268,070</u>

11. Called up share capital

	2018 £	2017 £
Allotted, called up and fully paid		
700 (2017: 700) Ordinary shares of £1 each	700	700
	<u>700</u>	<u>700</u>

12. Profit and loss account reserve

The profit and loss account relates to cumulative gains and losses recognised in the statement of income.

13. Related party transactions

The company has taken advantage of the exemption under Financial Reporting Standard 102 not to disclose details of transactions with other entities that are part of the same group, where group financial statements are publicly available and 100% of the voting rights are controlled within the group.

14. Ultimate parent undertaking and controlling party

The company's ultimate parent undertaking and the only group undertaking to prepare publicly available consolidated financial statements, is CET Group Holdings Limited, a company registered in England. The immediate parent undertaking is CET Structures Ltd which holds all of the share capital. Copies of the financial statements of CET Group Holdings Limited can be obtained from the registered office.