

Manitowoc FSG UK Limited

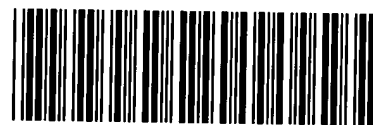
Report and Financial Statements

Year ended

31 December 2020

Company Number 09836380

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Manitowoc FSG UK Limited

Report and financial statements for the year ended 31 December 2020

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Directors

A D Gray
E John-Featherby

Secretary and registered office

Prima Secretary Limited, St. Ann's Wharf, 112 Quayside, Newcastle upon Tyne, NE1 3DX

Company number

09836380

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

Manitowoc FSG UK Limited

Strategic report for the year ended 31 December 2020

The directors present their strategic report together with the financial statements for the year ended 31 December 2020. The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

Business review and principal activities

The Company serves as an investment holding company. No change to this activity is envisaged.

During the year the Directors have reviewed the net asset position of Avaj International Holding AB and its subsidiaries and have concluded that an impairment reserve of £8,484,471 is appropriate (2019: £36,818,749).

The Statement of Comprehensive Income is set out on page 8 and shows a loss before tax of £16,149k (2019: loss £44,829k). The directors do not recommend payment of a dividend (2019: £nil).

Section 172 statement

The directors of the Company consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2020.

As an intermediate holding company our purpose is the maintenance of the value of our investments. As such, the directors recognize that:

- Employees in our indirectly owned trading entities are fundamental and core to our business, and the delivery of the Company's and Welbilt Inc's strategic ambitions. The success of our business depends on attracting, retaining and motivating employees. We aim to be a responsible employer in our approach to remuneration, benefits and the health, safety and wellbeing of our employees.
- A strong mutually beneficial relationship with suppliers, customers, related parties and other stakeholders is also key to our success. Amongst our main stakeholders are our indirectly owned trading entities and the directors engage with the leadership of those businesses in order to assess the priorities.
- All Welbilt companies are monitored on their compliance with relevant laws and corporate governance standards set by Welbilt Inc through various formal channels such as on-line training and external advisor input, with the goal being to promote high standards of business conduct across the business.

Management's strategic decisions relate to ensuring investments and intercompany balances are recoverable and an annual impairment assessment of the recoverability of these balances is undertaken. There are no other transactions, developments or events which require management to make strategic or key decisions.

Where possible, the directors aim to act fairly with all stakeholders. However, there may be occasions when certain stakeholder interests may not be fully aligned with the Company's interests.

Principal risks and uncertainties

Throughout the period, the company identifies and reviews potential risk and uncertainties that could have a material impact on performance and has put in place internal processes and controls designed to mitigate these risks. Detailed planning processes and contingency plans are in place for adverse change to macro-economic conditions. Appropriate review and development processes are followed for all employees including for succession. The principal risks the company is exposed to are as follows:

Manitowoc FSG UK Limited

Strategic report (*continued*)
for the year ended 31 December 2020

Principal risks and uncertainties (*continued*)

Liquidity risk

The Company is a participant in the group treasury function which has the objective of maintaining a balance between continuity of funding and appropriately investing in the money markets. All cash management is performed centrally and the Company's cash position is monitored weekly. The Company's policy is also to maintain access to a mixture of long term and short term debt finance from group companies and to regularly review interest rates.

Credit risk

The company's credit risk is primarily attributable to its trade debtors. Credit risk is managed by running credit checks on new customers and by monitoring payments against contractual agreements.

Going concern

During December 2019 a new virus ("Covid-19") emerged in China and infections started to occur across Asia subsequently to the rest of the world in early 2020. On 11 March 2020 the World Health Organisation declared Covid-19 a pandemic and national governments have acted to implement a range of policies and actions to combat the virus and mitigate its economic impact to national markets and the global economy. The full extent of the Covid-19 economic impact remains uncertain and the directors continue to monitor the situation and impact on the Company. The Company is not directly impacted by any restrictions in the movement of people or goods as a result of the pandemic, and its indirect trading subsidiaries have appropriate contingency plans in place regarding re-routing and buffer stocks.

On 14 July 2021 Welbilt Inc (the ultimate parent company) announced that it had agreed to be acquired by Ali Holdings S.r.l. ("Ali"), one of the largest and most diversified global leaders in the foodservice equipment industry. Ali is a privately-owned business headquartered in Italy and is highly profitable. At the date of this report the acquisition is not expected to be completed until March 2022 and no details are available currently regarding the implications of this on the future trading and liquidity of the Welbilt businesses.

The Company is exposed to short term liability positions exclusively with entities within the wider Welbilt Inc group. The Company has obtained a letter of support from the current directors of Welbilt Inc which indicates that it will not demand repayment of group related balances such that it would leave the Company unable to meet its other liabilities as they fall due. Based on the directors' assessment of the ability of Welbilt Inc's ability to honour this letter of support the directors consider it appropriate to adopt the going concern basis of preparation in these financial statements. However, the directors acknowledge that following the acquisition of the Group by Ali, the future funding of the Group is not clear and as a result, these liabilities could be called in for repayment earlier than anticipated, which may result in a liquidity issue for the Company.

These conditions indicate that a material uncertainty exists that may cast significant doubt over the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

Approval

This strategic report was approved on behalf of the Board on 27 October 2021.



A D Gray

Director

Manitowoc FSG UK Limited

Report of the directors for the year ended 31 December 2020

The directors present their report together with the financial statements for the year ended 31 December 2020.

Directors

The directors who held office during the year and to date were as follows:

A D Gray
E John-Featherby (appointed 19 June 2020)
J A J Rourke (resigned 19 June 2020)

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the period and exist at the date of this report.

Directors' responsibilities

The directors are responsible for preparing the strategic report, 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 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 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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. 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.

Manitowoc FSG UK Limited

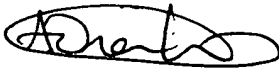
Report of the directors for the year ended 31 December 2020 (*continued*)

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

The auditors, BDO LLP, are deemed to have been reappointed in accordance with section 487 of the Companies Act 2006.

On behalf of the Board



A D Gray

Director

Date: 27 October 2021

Manitowoc FSG UK Limited

Independent auditor's report

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF MANITOWOC FSG UK LIMITED

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its loss 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.

We have audited the financial statements of Manitowoc FSG UK Limited ("the Company") for the year ended 31 December 2020 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

Material uncertainty related to going concern

We draw attention to note 1 to the financial statements, which indicates that the Company is reliant on the continued financial support from Welbilt Inc, the ultimate parent company, to continue as a going concern. Welbilt Inc is expected to be acquired by Ali Holdings S.r.l in 2022 and the future funding of the Group subsequent to this is uncertain and may result in the Group related balances being called on for repayment earlier than anticipated which may result in a liquidity issue for the Company. As stated in note 1, these events or conditions, along with other matters as set out in note 1, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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.

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

Manitowoc FSG UK Limited

Independent auditor's report (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Report and Financial Statements other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of 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.

Other Companies Act 2006 reporting

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

- the information given in the 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 Strategic report and the Report of the directors have been prepared in accordance with applicable legal requirements.

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 Strategic report or the Report of the directors.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of Directors

As explained more fully in the Statement of Directors' Responsibilities, 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.

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.

Manitowoc FSG UK Limited

Independent auditor's report (continued)

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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of the audit we gained an understanding of the legal and regulatory framework applicable to the Company and the industry in which it operates, and considered the risk of acts by the Company that were contrary to applicable laws and regulations, including fraud. We considered the Company's compliance with laws and regulations that have a direct impact on the financial statements including, but not limited to, UK company law and UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements.

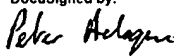
Based on our understanding we designed our audit procedures to identify instances of non-compliance with such laws and regulations. Our procedures included reviewing the financial statement disclosures and agreeing to underlying supporting documentation where necessary. We made enquiries of management and of the Directors as to the risks of non-compliance and any instances thereof. We also addressed the risk of management override of internal controls, including testing journal entries processed and evaluating whether there was evidence of bias by the Directors that represented a risk of material misstatement due to fraud.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, 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 by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://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.

DocuSigned by:

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Peter Acloque (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London, UK
27 October 2021

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Manitowoc FSG UK Limited

Statement of Comprehensive Income for the year ended 31 December 2020

	Note	2020 £'000	2019 £'000
Impairment of investments		(8,484)	(36,819)
Other administrative expenses		(10)	(9)
Total administrative expenses		(8,494)	(36,828)
Operating loss	3	(8,494)	(36,828)
Interest payable	4	(7,655)	(8,001)
Loss on ordinary activities before taxation		(16,149)	(44,829)
Taxation on loss on ordinary activities	5	-	-
Loss for the year		(16,149)	(44,829)
Comprehensive income for the year		(16,149)	(44,829)

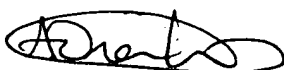
The notes on pages 11 to 15 form part of these financial statements.

Manitowoc FSG UK Limited

Balance Sheet at 31 December 2020

Company number 09836380	Note	2020 £'000	2020 £'000	2019 £'000	2019 £'000
Fixed assets					
Investments	6		137,389		145,873
Current assets					
Cash at bank and in hand		-		-	
Creditors: amounts falling due within one year	7	(201,079)		(193,414)	
Net current liabilities			(201,079)		(193,414)
Total assets less current liabilities			(63,690)		(47,541)
Provision for liabilities			-		-
Net liabilities			(63,690)		(47,541)
Capital and reserves					
Called up share capital	8		1,322		1,322
Profit and loss account			(65,012)		(48,863)
			(63,690)		(47,541)

The financial statements were approved by the Board of Directors and authorised for issue on 27 October 2021.



A D Gray

Director

The notes on pages 11 to 15 form part of these financial statements.

Manitowoc FSG UK Limited

Statement of Changes in Equity for the year ended 31 December 2020

	Share capital £'000	Profit and loss account £'000	Total equity £'000
1 January 2020	1,322	(48,863)	(47,541)
Comprehensive income for the year			
Loss for the year	-	(16,149)	(16,149)
Total comprehensive income for the year	-	(16,149)	(16,149)
31 December 2020	1,322	(65,012)	(63,690)
1 January 2019	1,322	(4,034)	(2,712)
Comprehensive income for the period			
Loss for the period	-	(44,829)	(44,829)
Total comprehensive income for the period	-	(44,829)	(44,829)
31 December 2019	1,322	(48,863)	(47,541)

The notes on pages 11 to 15 form part of these financial statements.

Manitowoc FSG UK Limited

Notes forming part of the financial statements for the year ended 31 December 2020

1 Accounting policies

The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the accounting policies.

The following principal accounting policies have been applied:

Going concern

During December 2019 a new virus ("Covid-19") emerged in China and infections started to occur across Asia subsequently to the rest of the world in early 2020. On 11 March 2020 the World Health Organisation declared Covid-19 a pandemic and national governments have acted to implement a range of policies and actions to combat the virus and mitigate its economic impact to national markets and the global economy. The full extent of the Covid-19 economic impact remains uncertain and the directors continue to monitor the situation and impact on the Company. The Company is not directly impacted by any restrictions in the movement of people or goods as a result of the pandemic, and its indirect trading subsidiaries have appropriate contingency plans in place regarding re-routing and buffer stocks.

On 14 July 2021 Welbilt Inc (the ultimate parent company) announced that it had agreed to be acquired by Ali Holdings S.r.l. ("Ali"), one of the largest and most diversified global leaders in the foodservice equipment industry. Ali is a privately-owned business headquartered in Italy and is highly profitable. At the date of this report the acquisition is not expected to be completed until March 2022 and no details are available currently regarding the implications of this on the future trading and liquidity of the Welbilt businesses.

The Company is exposed to short term liability positions exclusively with entities within the wider Welbilt Inc group. The Company has obtained a letter of support from the current directors of Welbilt Inc which ensures that it will not demand repayment of group related balances such that it would leave the Company unable to meet its other liabilities as they fall due. Based on the directors' assessment of the ability of Welbilt Inc's ability to honour this letter of support the directors consider it appropriate to adopt the going concern basis of preparation in these financial statements. However, the directors acknowledge that following the acquisition of the Group by Ali, the future funding of the Group is not clear and as a result, these liabilities could be called in for repayment earlier than anticipated, which may result in a liquidity issue for the Company.

These conditions indicate that a material uncertainty exists that may cast significant doubt over the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

Consolidated Financial Statements

The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included in the publicly available consolidated financial statements of the Wellbilt Inc. These financial statements present information about the Company as an individual undertaking and not about its group.

Cash Flow

The company has taken advantage of the exemption in FRS102 under paragraph 1.12 which allows exemption from the requirements of Section 7 Statement of cash flows and Section 3 Financial Statement Presentation paragraph 3.17(d) in relation to cash flows. The Company is included in the consolidated financial statements of Wellbilt Inc. Refer to Note 11 for more information on where to obtain a copy of the consolidated financial statements.

Investments

Investments are held at cost less permanent diminution in value.

Manitowoc FSG UK Limited

Notes forming part of the financial statements for the year ended 31 December 2020 (*continued*)

1 Accounting policies (*continued*)

Financial assets

Financial assets are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost.

Reserves

The Company's reserves include:

- Called up share capital reserve represents the nominal value of the shares issued.
- Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or 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 reporting date in the countries where the company's subsidiaries operate and generate taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax.

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Onerous leases

Where the unavoidable costs of a lease exceed the economic benefit expected to be received from it, a provision is made for the present value of future obligations under the lease.

2 Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

Investments are held at cost less permanent diminution in value. Judgement has been applied by the directors in estimating the recoverability of loans and investments.

Manitowoc FSG UK Limited

Notes forming part of the financial statements
for the year ended 31 December 2020 (continued)

3 Operating loss

No auditors' remuneration has been charged in the financial statements in either year, as this is borne by Enodis Group Limited. Management believe that £5,000 (2019: £5,000) of the total audit fee disclosed by that company is attributable to the audit of the Company.

No Directors received any remuneration from the Company (2019: £nil). The Company has no employees other than the Directors (2019: none)

4 Interest payable

	2020 £'000	2019 £'000
Interest payable on amounts owed to related parties	7,655	8,001
	<u>7,655</u>	<u>8,001</u>

5 Taxation on profit on ordinary activities

	2020 £'000	2019 £'000
Loss on ordinary activities before tax	(16,149)	(44,829)
Loss on ordinary activities at the standard rate of corporation tax in the UK of 19% (2019 – 19%)	(3,068)	(8,518)
Effects of:		
Disallowable investment impairment	1,612	6,996
Group relief surrendered for nil consideration	1,456	1,522
Total tax charge for period	<u>-</u>	<u>-</u>

6 Investments

	2020 £'000	2019 £'000
Cost:		
At the beginning and end of the year	182,692	182,692
Impairment:		
At the beginning of the year	36,819	-
Charge for the year	8,484	36,819
At the end of the year	<u>45,303</u>	<u>36,819</u>
Net book value at the beginning of the year	145,873	182,692
Net book value at the end of the year	<u>137,389</u>	<u>145,873</u>

During the year the Directors have reviewed the net asset position of Avaj International Holding AB and its subsidiaries and have concluded that an impairment reserve of £8,484,471 (2019: £36,818,749) is appropriate.

Manitowoc FSG UK Limited

Notes forming part of the financial statements
for the year ended 31 December 2020 *(continued)*

6 Investments (continued)

The subsidiaries of the Company at the end of the year are:

Company	Country of Incorporation	Proportion of voting rights and ordinary share capital held 2020/2019
<i>Direct</i>		
Avaj International Holding AB	Sweden	100%
Enodis Holdings Limited	UK	30.1%
Enodis Nederland BV	Netherlands	100%
<i>Indirect</i>		
Beleggingsmaatschappij Interrub BV	Netherlands	30.1%
* Berisford Holdings Limited	UK	30.1%
Crem international Holding AB	Sweden	100%
Crem International AB	Sweden	100%
**Crem International AS	Norway	-% / 100%
Crem International BV	Netherlands	100%
Crem International GmbH	Germany	100%
Crem International (Shanghai) Co Limited	China	100%
Crem International Spain SLU	Spain	100%
Crem International UK Limited	UK	100%
Enodis Group Limited	UK	30.1%
Enodis Industrial Holdings Limited	UK	30.1%
Enodis International Limited	UK	30.1%
Enodis Investments Limited	UK	30.1%
Enodis Property Developments Limited	UK	30.1%
* Enodis Property Group Limited	UK	30.1%
Enodis Strand Limited	UK	30.1%
Maas International (Deutschland) Verwaltungs-GmbH	Germany	100%
Manston Limited	BVI	30.1%
Merrychef Limited	UK	30.1%
Spengler GmbH & Co KG	Germany	100%
* TRUpour Limited	Ireland	30.1%
Welbilt (Halesowen) Limited	UK	30.1%
Welbilt Iberia, SAU Spain	Spain	100%
Welbilt Italia. S.r.l. Italy	Italy	100%
Welbilt UK Limited	UK	30.1%

Subsidiaries marked with * have been liquidated or struck-off after the balance sheet date.

Subsidiaries marked with ** have been liquidated or struck-off during the period.

Investments are held at cost less permanent diminution in value. Judgement has been applied by the directors in estimating the recoverability of loans and investments. The registered company addresses for the investments are generally as follows:

British Virgin Islands: Columbus Centre Building Road Town, PO Box 659, British Virgin Islands.

Ireland: PMFS, Corraglea, Roscommon, Ireland.

Italy: Via Caduti di Amola n. 11/2, Bologna (BO), Italy

Netherlands: Prins Bernhardplein 200, 1097 JB, Amsterdam, Netherlands.

Norway: 2019 Skedsmokorset, Norway

Spain: Textil 6 – P.I La Ferreric, E08110, Montcada I Reixac, Barcelona, Spain

Sweden: Viksgränd 2, Box 10, 670 40 Åmotfors, Sweden.

UK: St Ann's Wharf, 112 Quayside, Newcastle-upon-Tyne, NE1 3DX, UK

Manitowoc FSG UK Limited

Notes forming part of the financial statements for the year ended 31 December 2020 (continued)

6 Investments (continued)

Specific exceptions to the above are:

Crem International BV: Science Park Eindhoven 5080, 5692 EA Son en Breugel, Netherlands

Crem International GmbH: Hogenkamp 16, 25421 Pinneberg, Germany

Crem International (Shanghai) Co Limited: Building A, No 521-551 Kangyi Road, Kangqiao Industrial Zone, Pudong New Area, 201315 Shanghai, China

Crem International Spain SL: C/Comerc no 4, Pol. Ind. Alcodar, 46701 Gandia, Spain

Crem International UK Limited: Unit 3b Bridgewater Court, Bentley Wood Way, Network 65 Business Park, Lancashire BB11 5ST, UK

Maas International (Deutschland) Verwaltungs-GmbH and Spengler GmbH & Co KG: Werner-von-Siemens-Strasse 2-6, Gebäude 5108, 766 46 Bruchsal, Germany

7 Creditors: amounts falling due within one year

	2020 £'000	2019 £'000
Amounts owed to related parties	201,079	193,414
Accruals and deferred income	-	-
	<u>201,079</u>	<u>193,414</u>

The amounts owed to related parties includes £185,000,000 due on a note repayable in 2029 that is interest bearing at the variable rate of 3-month GBP LIBOR plus 375bps. Amounts borrowed under this note may be repaid and reborrowed at the Company's discretion at any time up to the maturity date. The remaining amounts are interest bearing at the variable rate of LIBOR plus 200bps and are repayable on demand.

8 Share capital

	2020 £'000	2019 £'000
<i>Allotted, called up and fully paid</i>		
1,322,051 (2019: 1,322,051) ordinary share of £1 each	1,322	1,322
	<u>1,322</u>	<u>1,322</u>

9 Related party disclosures

The Company is a wholly owned subsidiary of Welbilt Inc. and has taken advantage of the exemption conferred under FRS 102 not to disclose transactions with Welbilt Inc. or other wholly owned subsidiaries within the group.

10 Subsequent events

There are no events subsequent to the reporting date.

11 Ultimate parent company

The Company's immediate parent is Manitowoc FSG International Holdings, Inc, a company incorporated in Nevada, USA. The Directors regard Welbilt Inc., a company incorporated in the US, as the ultimate parent company and controlling entity. At reporting date Welbilt Inc. was the smallest and largest group which prepares consolidated results and of which the Company forms a part. Copies of the financial statements of Welbilt Inc. for the period up to 31 December 2020 can be obtained from the Secretary at 2227 Welbilt Boulevard, New Port Richey, Florida 34655, USA.