Directors' report and financial statements

For the year ended 31 December 2021

Registered number: 10366735



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Directors' report and financial statements

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Directors and other information

Directors Alan Walsh

Kerry McConnell (resigned 14 September 2022)

Patrick James Browne (appointed 15 September 2022)

Secretary Patrick James Browne

Registered office Somerden Road

Hull HU9 5PE

United Kingdom

Independent auditor KPMG

Chartered Accountants

1 Stokes Place St. Stephen's Green

Dublin 2 Ireland

Bank of America N.A.

2 King Edward Street London EC1A 1HQ United Kingdom

Ziraat Bank

Haci Bayram Mahallesi Ataturk Bulvari No:806050

Turkey

Solicitors LK Shields

40 Upper Mount Street

Dublin 2 Ireland

Registered number 10366735

Directors' Report

The Directors present their report and audited financial statements for the year ended 31 December 2021 for Macro Services Limited ("the Company").

Principal activities

The principal activity of the Company is the manufacture and sale of plastic components and instruments.

Principal risks and uncertainties

The Directors consider that the following are the principal risk factors that could materially and adversely affect the Company's future operating profits or financial position:

- deterioration in general economic conditions or in the plastics commodity market in particular;
- currency translation movements arising on exposure to foreign currencies; and
- dependency on certain key members of its senior management team for its continued success.
- irrecoverability of balances from its customer resulting in impairment; and
- dependency on a single customer.

The Company has a successful track record of managing the above risks. The Directors are confident that they have put in place a strong management team capable of dealing with the above issues as they arise.

Results for the year and dividends

The profit of the Company for the year is set out in the Statement of Profit and Loss and Other Comprehensive Income on page 9 and in the related notes. Dividends paid during the year amounted to £Nil (2020: £0.4m).

Future developments

The Directors expect the general level of activity will continue for the foreseeable future.

Directors

The names of the persons who were Directors during the year and up to the date the financial statements were approved are set out below. Except where indicated, they served as directors for the entire period:

- Alan Walsh
- Kerry McConnell (resigned 14 September 2022)
- Patrick James Browne (appointed 15 September 2022)

Directors' report (continued)

Political and charitable contributions

The Company made no contributions during the year requiring disclosure (2020: €Nil).

Post balance sheet events

There have been no post balance sheet events since the balance sheet date.

Going concern

The financial statements have been prepared on a going concern basis, as a fellow group undertaking, IPL Plastics Limited, has given an undertaking to the Directors that it will provide such funds as are necessary for it to continue trading as a going concern for the foreseeable future.

Disclosure of information to auditor

The Directors in office at the date of this Directors' Report have confirmed that:

- As far as they are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- Each Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Small company exemption

In preparing the Directors' Report, the Directors have taken advantage of the small companies' exemption under Section 414B of the Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013, not to prepare a strategic report.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG. Chartered Accountants, will therefore continue in office.

On behalf of the board

Patrick James Browne Director

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21 February 2023

Macro Services Limited Somerden Road Hull HU9 5PE United Kingdom

Statement of Directors' Responsibilities in respect of the Directors' Report and the financial statements

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 101 *Reduced Disclosure Framework*.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of state of affairs of the Company and of the profit for the period 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 estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations or have no realistic alternative but to do so.

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 responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

On behalf of the board

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Patrick James Browne Director

21 February 2023



KPMG Audit 1 Stokes Place St. Stephen's Green Dublin 2 D02 DE03 Ireland

Independent Auditor's Report to the members of Macro Services Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Macro Services Limited ('the Company') for the year ended 31 December 2021 set out on pages 9 to 18, which comprise the Statement of Profit and Loss Account and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is UK Law and FRS 101 Reduced Disclosure Framework.

In our opinion:

- the financial statements give a true and fair view of the state of the Company's affairs as at 31 December 2021 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 101 *Reduced Disclosure Framework*; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (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

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

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.



Independent Auditor's Report to the members of Macro Services Limited (continued)

Report on the audit of the financial statements (continued)

Conclusions relating to going concern (continued)

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 Company's ability to continue as a going concern for a period of at least twelve months from the date 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.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

Detecting irregularities including fraud

We identified the areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements and risks of material misstatement due to fraud, using our understanding of the entity's industry, regulatory environment and other external factors and inquiry with the directors. In addition, our risk assessment procedures included: inquiring with the directors as to the Company's policies and procedures regarding compliance with laws and regulations and prevention and detection of fraud; inquiring whether the directors have knowledge of any actual or suspected non-compliance with laws or regulations or alleged fraud; inspecting the Company's regulatory and legal correspondence; and reading Board committee minutes.

We discussed identified laws and regulations, fraud risk factors and the need to remain alert among the audit team.

The Company is subject to laws and regulations that directly affect the financial statements including companies and financial reporting legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items, including assessing the financial statement disclosures and agreeing them to supporting documentation when necessary.

The Company, is not subject to other laws and regulations where the consequences of non-compliance could have a material effect of amounts or disclosures in the financial statements.

Auditing standards limit the required audit procedures to identify non-compliance with these non-direct laws and regulations to inquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. These limited procedures did not identify actual or suspected non-compliance.

We assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. As required by auditing standards, we performed procedures to address the risk of management override of controls. We did not identify any additional fraud risks.

In response to risk of fraud, we also performed procedures including: identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; evaluating the business purpose of significant unusual transactions; assessing significant accounting estimates for bias; and assessing the disclosures in the financial statements.



Independent Auditor's Report to the members of Macro Services Limited (continued)

Report on the audit of the financial statements (continued)

Detecting irregularities including fraud (continued)

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of 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 as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Opinions on other matters prescribed by the Companies Act 2006

Based solely on our work on the other information undertaken during the course of the audit:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements;
- in our opinion, the directors' report have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report



Independent Auditor's Report to the members of Macro Services Limited (continued)

Matters on which we are required to report by exception (continued)

• the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; 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 they 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, other irregularities, or error, and to issue an opinion in an auditor's report. 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, other irregularities 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 fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

Our 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.

Tom McEvoy

22 February 2023

Senior Statutory Auditor

Jon MEroy,

for and on behalf of KPMG Statutory Auditor Chartered Accountants, Statutory Audit Firm

1 Stokes Place

St. Stephen's Green

Dublin 2

Ireland

Statement of Profit and Loss and Other Comprehensive Income for the year ended 31 December 2021

		2021 £'000	2020 £'000
Turnover Cost of Sales	2	1,366 (889)	619 (586)
Gross Profit		477	33
Administrative (expenses)/income		(58)	8
Operating profit	3	419	41
Tax on profit on ordinary activities	5	(61)	
Profit for the financial year		358	
Other comprehensive income for the year		-	-
Total Comprehensive Income for the year		358	37

Balance Sheet

as at 31 December 2021

	Note	2021 £'000	2020 £'000
Current assets		•	
Inventory	6	147	16
Debtors	7	2,096	161
Cash at bank		744	263
Total current assets		2,987	440
Creditors: amounts falling due within one year	8	(2,306)	(117)
Net current assets		681	323
Net assets		681	323
Capital and reserves			
Called up share capital	9	-	-
Profit and loss account		681	323
Shareholder's equity		681	323

These financial statements were approved by the board of directors on 21 February 2023 and were signed on its behalf by:

Patrick James Browne

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Director

Company registered number: 10366735

Statement of Changes in Equity for the year ended 31 December 2021

	Called up share capital £'000	Profit and loss account £'000	Total equity £'000
Balance at 1 January 2020		686	686
Total comprehensive income for the year Profit for the year		37	37
Total comprehensive income for the year	-	37	37
Transactions recorded directly in equity Dividends	-	(400)	(400)
Balance at 31 December 2020	-	323	323
Balance at 1 January 2021		323	323
Total comprehensive income for the year Profit for the year	-	358	358
Total comprehensive income for the year	-	358	358
Transactions recorded directly in equity Dividends paid	-	<u>-</u>	
Total contributions by and distributions to owners	-	-	-
Balance at 31 December 2021	•	681	681

Notes

forming part of the financial statements

1 Accounting policies

Macro Services Limited (the "Company") is a private company incorporated, domiciled and registered in the UK. The registered number is 10366735 and the address of its registered office is Somerden Road, Hull, HU9 5PE, United Kingdom.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). There have been no material departures from these standards in preparing these financial statements.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs") but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's ultimate holding undertaking, Intelligent Packaging Sub Limited Partnership, includes the Company in its consolidated financial statements. The consolidated financial statements of Intelligent Packaging Sub Limited Partnership. are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the Company Secretary, Huguenot House, 35-38 St. Stephen's Green, Dublin 2, D02 NY63, Ireland.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a cash flow statement and related notes;
- comparative period reconciliations for share capital;
- disclosures in respect of transactions with wholly owned subsidiaries;
- disclosures in respect of capital management;
- the effects of new but not yet effective IFRS; and
- disclosures in respect of the compensation of Key Management Personnel.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the Directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 14.

Notes (continued)

1 Accounting policies (continued)

Going concern

The financial statements have been prepared on a going concern basis, as a fellow group undertaking, IPL Plastics Limited, has given an undertaking to the Directors that it will provide such funds as are necessary for it to continue trading as a going concern for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Measurement convention

The financial statements are prepared on the historical cost basis.

Turnover

Turnover from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Turnover is recognised when control of the products has been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of turnover can be measured reliably.

Transfers of control varies depending on the individual terms of the contract of sale.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Foreign currencies

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the Statement of Profit and Loss Account and Other Comprehensive Income.

Notes (continued)

1 Accounting policies (continued)

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is based on the first-in first-out principle and includes expenditure incurred in acquiring the stocks, production or conversion costs and other costs in bringing them to their existing location and condition. In the case of manufactured stocks and work in progress, cost includes an appropriate share of overheads based on normal operating capacity.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the Balance Sheet reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the Balance Sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2	Turnover	2021	2020
		£'000	£'000
	Sales of plastics products	1,366	619

Notes (continued)

3 Operating profit

	2021 £'000	2020 £'000
Operating profit is stated after charging:		
Directors' remuneration	-	-

Directors' remuneration and auditor's remuneration were both borne by a fellow group undertaking in both the current and prior years.

4 Staff numbers and costs

The Company had no employees during the year (2020: Nil).

5 Taxation

Reconciliation of effective tax rate	2021 £'000	2020 £'000
Profit on ordinary activities before tax	419	41
Profit on ordinary activities multiplied by the standard rate of corporation tax of 19%	79	8
Effects of: Expenses not deductible for tax purposes Double taxation relief Foreign tax suffered Adjustments to tax charge in respect of previous periods	1 (48) 63 (34)	- - - (4)
Tax charge for the year	61	4

Notes (continued)

5	Taxation (continued)	2021 £'000	2020 £'000
	Current tax		
	Corporation tax on profits for the year	95	8
	Adjustments in respect of previous year	(34)	(4)
	Total current tax	61	4
	Deferred tax		
	Origination and reversal of timing differences	-	-
	Total deferred tax	-	-
	Tax on profit on ordinary activities	61	4
6	Inventory	2021	2020
		£,000	£,000
	Finished goods and goods for resale	147	16
		147	16
	The cost of inventory included within cost of sales is £887,874 (2	2020: £586,105).	
	Inventory provisions at year end were £8,260 (2020: £8,260).		
7	Debtors: amounts falling due within one year		
		2021 £'000	2020 £'000
	Trade debtors	1,064	126
	Other debtors	32	35
	Amounts owed from group undertakings – funding/trading	1,000	<u>-</u>
		2,096	161

Notes (continued)

8 Creditors: amounts falling due within one year

	2021 £'000	2020 £'000
Trade creditors Accruals Amounts owed to group undertakings – funding/trading Other Creditors	208 431 1,580 87	- 117 -
	2,306	117

Amounts owed to group undertakings are interest free, unsecured and repayable on demand.

9 Capital and reserves

Share capital	2021 £'000	2020 £'000
Allotted, called up and fully paid 2 ordinary shares of Stg£1 each	-	-

10 Capital commitments

The Company was not party to any capital commitment arrangements at year end (2020: £Nil).

11 Contingent liabilities

In the normal course of business, the Company has no contingent liabilities. However, it is a chargor in connection with indebtedness of fellow group undertakings under which it has entered into certain debentures to provide a guarantee of sums due by the borrowers and debentures over assets. Further details of the syndicate facility are outlined in the consolidated financial statements of the Company's ultimate parent Intelligent Packaging Sub Limited Partnership, which are publicly available.

12 Post balance sheet events

There have been no post balance sheet events since the balance sheet date.

Notes (continued)

13 Related party transactions

The Company has availed of the exemptions granted under FRS 101 from disclosing transactions with fellow wholly owned subsidiaries.

14 Accounting estimates and judgements

The preparation of financial statements in conformity with FRS 101 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources.

The area involving a high degree of judgement, complexity or the area where assumptions and estimates are significant to the financial statements relate primarily to:

• Note 7 – assessment of the recoverability of the amounts due from trade debtors requires judgement.

15 Ultimate parent undertaking

The Company's immediate parent is Macro Plastics Inc, a company incorporated in United States of America. The Company is ultimately controlled by funds managed by Madison Dearborn Partners. The highest parent entity for which consolidated financial statements are prepared is Intelligent Packaging Sub Limited Partnership. The consolidated financial statements may be obtained from the Company Secretary, Huguenot House, 35-38 St. Stephen's Green, Dublin 2, D02 NY63, Republic of Ireland.