

**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**

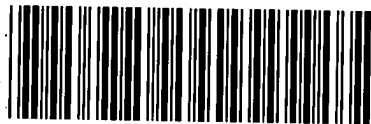
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS  
FOR THE PERIOD 27 JULY 2017 TO 31 DECEMBER 2017**

**COMPANIES HOUSE  
EDINBURGH**

**03 OCT 2018**

**FRONT DESK**

WEDNESDAY



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**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**

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**COMPANY INFORMATION**

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**Directors**

J C R Declerck  
J A G Douglas  
J J Faulds  
N A McGill  
S Whiteford

**Registered number**

10887323

**Registered office**

22 Cross Keys Close  
Marylebone  
London  
W1U 2DW

**Independent auditor**

Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
7 Exchange Crescent  
Conference Square  
Edinburgh  
EH3 8AN

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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## CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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### DIRECTORS' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2017

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The directors present their report and the first set of financial statements for the period from 27 July 2017 to 31 December 2017.

#### Principal activity

The principal activity of the company is that of an intermediate holding company within the Group (being Cairngorm Acquisitions III Topco Limited and its subsidiaries).

#### Going concern

As at 31 December 2017, the company was in a net liability position. Given the continued support from its investors the company should have adequate resources to continue in operational existence for at least 12 months after signing these financial statements.

#### Directors

The directors who served during the period were:

N A McGill (appointed 21 September 2017)

S Whiteford (appointed 7 November 2017)

R Hart (appointed 27 July 2017, resigned 21 September 2017)

Inhoco Formations Limited (appointed 27 July 2017, resigned 21 September 2017)

A G Secretarial Limited (appointed 27 July 2017, resigned 21 September 2017)

#### Directors' responsibilities statement

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

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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DIRECTORS' REPORT (CONTINUED)  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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**Qualifying third party indemnity provisions**

The company has provided qualifying third party indemnity provisions in respect of certain directors which were in force during the period and at the date of this report.

**Disclosure of information to auditor**

The directors confirm that:

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

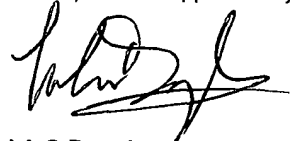
**Auditor**

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**Small companies note**

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

This report was approved by the board on 1st October 2018 and signed on its behalf.



J A G Douglas  
Director



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## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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### Opinion

We have audited the financial statements of Cairngorm Acquisitions III Midco Limited for the period ended 31 December 2017, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

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

### Who we are reporting to

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.

### Conclusions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.



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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CAIRNGORM ACQUISITIONS III MIDCO LIMITED (CONTINUED)**

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**Other information**

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, 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.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

**Matter on which we are required to report under the Companies Act 2006**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

**Matters on which we are required to report by exception**

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a strategic report.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CAIRNGORM ACQUISITIONS III MIDCO  
LIMITED (CONTINUED)**

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**Responsibilities of directors for the financial statements**

As explained more fully in the Directors' responsibilities statement on page 1, 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. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's report.

*Grant Thornton UK LLP*

Diana Penny  
Senior statutory auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
Edinburgh

Date: 3 October 2018



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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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	Note	2017 £
Administrative expenses		(118,231)
<b>Operating (loss)</b>		<u>(118,231)</u>
Interest payable and expenses	6	(143,036)
<b>(Loss) before tax</b>		<u>(261,267)</u>
Tax on (loss)	7	-
<b>(Loss) for the financial period</b>		<u><u>(261,267)</u></u>
 <b>Total comprehensive loss for the period</b>		 <u><u>(261,267)</u></u>

There were no recognised gains and losses for the period ended 31 December 2017 other than those included in the Statement of Comprehensive Income.

The notes on pages 9 to 16 form part of these financial statements.

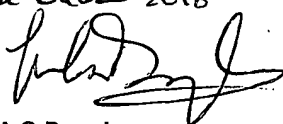
**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**  
**REGISTERED NUMBER:10887323**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2017**

	Note	2017 £
<b>Fixed assets</b>		
Investments	8	11,204,693
		<u>11,204,693</u>
<b>Current assets</b>		
Debtors: amounts falling due within one year	9	1,029,405
		<u>1,029,405</u>
Creditors: amounts falling due within one year	10	(2,578,499)
		<u>(1,549,094)</u>
<b>Net current liabilities</b>		<u>(1,549,094)</u>
<b>Total assets less current liabilities</b>		<u>9,655,599</u>
Creditors: amounts falling due after more than one year	11	(9,916,865)
		<u>(261,266)</u>
<b>Net liabilities</b>		<u>(261,266)</u>
<b>Capital and reserves</b>		
Called up share capital	13	1
Profit and loss account	14	(261,267)
		<u>(261,266)</u>

The company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on ~~1st October~~ 2018

  
**J A G Douglas**  
 Director

The notes on pages 9 to 16 form part of these financial statements.

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**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**

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**STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD ENDED 31 DECEMBER 2017**

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	Called up share capital £	Profit and loss account £	Total equity £
Loss for the period	-	(261,267)	(261,267)
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(261,267)</b>	<b>(261,267)</b>
Shares issued during the period	1	-	1
<b>Total transactions with owners</b>	<b>1</b>	<b>-</b>	<b>1</b>
<b>At 31 December 2017</b>	<b>1</b>	<b>(261,267)</b>	<b>(261,266)</b>

The notes on pages 9 to 16 form part of these financial statements.

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## CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

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#### 1. General information

Cairngorm Acquisitions III Midco is a private company limited by shares and incorporated in England and Wales. Its registered head office is located at 22 Cross Keys Close, Marylebone, London, United Kingdom, W1U 2DW.

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

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

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 company accounting policies (see note 3).

##### 2.2 Financial reporting standard 102 - reduced disclosure exemptions

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

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Cairngorm Acquisitions III Topco Limited as at 31 December 2017 and these financial statements may be obtained from Companies House.

##### 2.3 Going concern

As at 31 December 2017 the company has net liabilities of £261,266. The company has the strong support of the private equity fund which has invested in its strategy. On an ongoing basis the directors prepare and update forecasts and monitor the cash position regularly. The directors are satisfied that having reviewed the budgets and forecasts, ongoing shareholder support and available bank facilities that the company can meet its liabilities as they fall due for the foreseeable future. The directors therefore are of the opinion that it is appropriate to prepare these financial statements on a going concern basis.

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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**2. Accounting policies (continued)**

**2.4 Finance costs**

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

**2.5 Borrowing costs**

All borrowing costs are recognised in the Statement of comprehensive income in the period in which they are incurred.

**2.6 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**2.7 Debtors**

Short term debtors are measured at transaction price, less any impairment.

**2.8 Creditors**

Short term creditors are measured at the transaction price.

**2.9 Financial instruments**

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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**3. Judgements in applying accounting policies and key sources of estimation uncertainty**

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based from historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

**4. Auditor's remuneration**

	2017 £
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	3,150

**5. Employees**

The Company has no employees other than the directors, who did not receive any remuneration.

**6. Interest payable and similar expenses**

	2017 £
Bank interest payable	41,624
Loan note interest payable	101,412
	<u>143,036</u>

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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7. Taxation

	2017 £
<b>Corporation tax</b>	
Current tax on ordinary activities for the period	-
<b>Tax on ordinary activities</b>	-

**Factors affecting tax charge for the period**

The tax assessed for the period is higher than the standard rate of corporation tax in the UK of 19%. The differences are explained below:

	2017 £
Loss on ordinary activities before tax	(261,267)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19%	(49,641)
<b>Effects of:</b>	
Deferred tax not recognised	49,641
<b>Total tax charge for the period</b>	-

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**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017**

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**8. Fixed asset investments**

	Investments in subsidiary companies £
<b>Cost or valuation</b>	
Additions	11,204,693
At 31 December 2017	<u>11,204,693</u>
 <b>Net book value</b>	
At 31 December 2017	<u><u>11,204,693</u></u>

**Subsidiary undertakings**

The following were subsidiary undertakings of the company:

<b>Name</b>	<b>Country of incorporation</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
Thornbridge Sawmills Limited	Scotland	Ordinary	100 %	Timber importing and sawmilling

The company has chosen to apply the available exemption in relation to preparing consolidated accounts. Consolidated accounts have been prepared at Cairngorm Acquisitions III Topco Limited level, the immediate parent of Cairngorm Acquisitions III Midco Limited

**9. Debtors**

	2017 £
Amounts owed by group undertakings	969,886
Other debtors	59,519
	<u><u>1,029,405</u></u>



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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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10. Creditors: Amounts falling due within one year

	2017 £
Bank loans	856,740
Amounts owed to group undertakings	191,999
Accruals and deferred income	1,529,760
	<u>2,578,499</u>

Bank loans are secured by a fixed floating charge over the company's assets.

11. Creditors: Amounts falling due after more than one year

	2017 £
Bank loans	4,096,865
Shareholder loan notes	5,820,000
	<u>9,916,865</u>

Interest is payable on the above loan at rates ranging between 3% and 12%. Unless certain business conditions are fulfilled, shareholder loan notes are repayable on 7 November 2025.

Bank loans are secured by a fixed floating charge over the company's assets.

12. Financial instruments

	2017 £
<b>Financial assets</b>	
Financial assets that are debt instruments measured at amortised cost	<u>969,886</u>
<b>Financial liabilities</b>	
Financial liabilities measured at amortised cost	<u>12,495,364</u>

Financial assets that are debt instruments measured at amortised cost is amount owed by group undertakings.

Financial liabilities measured at amortised cost comprise bank balances, accruals and amounts owed to group undertakings.

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CAIRNGORM ACQUISITIONS III MIDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017

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**13. Share capital**

	2017 £
<b>Allotted, called up and fully paid</b>	
1 Ordinary share of £1	<u>1</u>

The share has full voting, dividend and distribution rights attached.

**14. Reserves**

**Profit and loss account**

The profit and loss account includes current period retained profit and losses.

**15. Capital commitments**

The company had no capital commitments as at 31 December 2017.

**16. Related party transactions**

The company has taken advantage of the exemption provided by FRS 102 from the requirement to report transactions with other group companies that are 100% subsidiaries of the parent company Cairngorm Acquisitions III Topco Limited.

**17. Post balance sheet events**

On 14 February 2018 Thornbridge Sawmills Limited, a wholly owned subsidiary of Cairngorm Acquisitions III Midco Limited, acquired the entire issued share capital of NYT (Holdings) Limited, a company registered in England, resulting in NYT (Holdings) Limited becoming a wholly owned subsidiary of Thornbridge Sawmills Limited. The consideration paid has not been disclosed as it is deemed commercially sensitive information. The principal activity of NYT (Holdings) Limited is the fabrication and retail of timber and building products.

On 29 June 2018 Cairngorm Acquisitions III Midco Limited acquired the entire share capital of Rembrand Timber Limited, a company registered in Scotland. The consideration paid has not been disclosed as it is deemed commercially sensitive information. The principal activity of Rembrand Timber Limited is the supply of timber materials to the construction industry.

On 13 September 2018 Thornbridge Sawmills Limited, an indirect subsidiary undertaking, completed a sale and leaseback transaction in relation to its freehold site at Laurieston Road, Grangemouth.

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**CAIRNGORM ACQUISITIONS III MIDCO LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 DECEMBER 2017**

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**18. Controlling party**

The company's immediate and ultimate parent undertaking is Cairngorm Acquisitions III Topco Limited, a company registered in England and Wales.

The ultimate controlling party is Cairngorm Capital Partners II LP, a fund managed by Cairngorm Capital Partners LLP, a partnership registered in England and Wales.

The consolidated accounts of Cairngorm Acquisitions III Topco Limited in which this company is included are available to the public and may be obtained from Companies House.