

**AIR HOLDCO LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2021**

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**AIR HOLDCO LIMITED**

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**COMPANY INFORMATION**

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<b>Directors</b>	D T Butler (resigned 10 June 2021) T Clarkson (resigned 25 February 2022) T Dingley T M Moss E Ransome (resigned 10 June 2021) A R Upton (appointed 10 June 2021, resigned 16 August 2021) J R Wilson (appointed 10 June 2021) P R Weston (appointed 10 June 2021, resigned 25 February 2022) D Thömer (appointed 25 February 2022) H Kruchen (appointed 25 February 2022)
<b>Registered number</b>	12416153
<b>Registered office</b>	Unit 4 Harelaw Industrial Estate Harelaw Near Stanley Co Durham DH9 8UJ
<b>Independent auditors</b>	Ryecroft Glenton Chartered Accountants & Statutory Auditors 32 Portland Terrace Newcastle upon Tyne NE2 1QP

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**AIR HOLDCO LIMITED**

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**GROUP STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**Introduction**

The directors present their strategic report for the year ended 31 December 2021.

**Business review**

The UK construction market recovered from the challenges of 2020 with Covid 19 and Brexit being factors. Turnover and gross profit increased from 2020 with gross margin being maintained.

**Principal risks and uncertainties**

The main risks to the Company are the supply and price of raw materials. These risks are actively managed through regular monitoring.

**Financial key performance indicators**

Group sales for the year were £10,888,873

Group gross profit for the year was £2,924,197

Group profit before tax for the year was £769,275

This report was approved by the board on 20 May 2022 and signed on its behalf.

**T M Moss**

Director

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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The directors present their report and the financial statements for the year ended 31 December 2021.

**Principal activity**

The principal activity of the Group throughout the year has continued to be the manufacture of cold roll formed metal sections, pressings and related products.

**Results and dividends**

The profit for the year, after taxation, amounted to £626,921 (2020 - £222,644).

No dividend had been paid or recommended.

**Directors**

The directors who served during the year were:

D T Butler (resigned 10 June 2021)  
T Clarkson (resigned 25 February 2022)  
T Dingley  
T M Moss  
E Ransome (resigned 10 June 2021)  
A R Upton (appointed 10 June 2021, resigned 16 August 2021)  
J R Wilson (appointed 10 June 2021)  
P R Weston (appointed 10 June 2021, resigned 25 February 2022)

**Directors' responsibilities statement**

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments 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 Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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**AIR HOLDCO LIMITED**

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**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**Future developments**

The Group will continue to focus on primarily the HVAC sector of the construction market by growing sales of new products introduced and by growing sales into mainland Europe.

**Disclosure of information to auditors**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

**Post balance sheet events**

There have been no significant events affecting the Group since the year end.

**Auditors**

The auditors, Ryecroft Glenton, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 20 May 2022 and signed on its behalf.

**T M Moss**  
Director

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AIR HOLDCO LIMITED

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**Opinion**

We have audited the financial statements of Air Holdco Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Group Statement of Comprehensive Income, the Group and Company Balance Sheets, the Group Statement of Cash Flows, the Group and Company 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 Group's and of the parent Company's affairs as at 31 December 2021 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the 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.

**Conclusions relating to going concern**

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

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

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

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AIR HOLDCO LIMITED (CONTINUED)**

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**Other information**

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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.

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

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

- the information given in the Group Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

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

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Directors' Report.

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

**Responsibilities of directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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 Group's and the parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the parent Company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AIR HOLDCO LIMITED (CONTINUED)

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**Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Group financial statements.

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:

**The extent to which the audit was considered 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:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the Group through discussions with directors and other management;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Group, including the Companies Act 2006;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- we ensured that the identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Group's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by: -

- making enquiries of management as to where they considered there was susceptibility to fraud and their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we: -

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions; and
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to: -

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;

- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, and the Group's legal advisors where appropriate.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AIR HOLDCO LIMITED (CONTINUED)

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There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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 Auditors' 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 Auditors' 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.

Ian Smith (Senior Statutory Auditor)

for and on behalf of

**Ryecroft Glenton**

Chartered Accountants  
Statutory Auditors

32 Portland Terrace  
Newcastle upon Tyne  
NE2 1QP

20 May 2022

AIR HOLDCO LIMITED

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover	4	10,888,873	6,513,510
Cost of sales		(7,964,676)	(4,774,659)
<b>Gross profit</b>		<b>2,924,197</b>	<b>1,738,851</b>
Administrative expenses		(1,721,964)	(1,338,701)
Other operating income	5	15,886	269,273
Other operating charges		(285,892)	(241,424)
<b>Operating profit</b>	6	<b>932,227</b>	<b>427,999</b>
Interest receivable and similar income	10	-	379
Interest payable and similar expenses	11	(162,952)	(133,165)
<b>Profit before tax</b>		<b>769,275</b>	<b>295,213</b>
Tax on profit	12	(142,354)	(72,569)
<b>Profit for the financial year</b>		<b>626,921</b>	<b>222,644</b>
<b>Other comprehensive income for the year</b>			
<b>Total comprehensive income for the year</b>		<b>626,921</b>	<b>222,644</b>
<b>Profit for the year attributable to:</b>			
Owners of the parent company		626,921	222,644
		<b>626,921</b>	<b>222,644</b>
<b>Total comprehensive income attributable to:</b>			

The notes on pages 16 to 37 form part of these financial statements.

**AIR HOLDCO LIMITED**  
**REGISTERED NUMBER: 12416153**

**CONSOLIDATED BALANCE SHEET**  
**AS AT 31 DECEMBER 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Intangible assets	13	34,514	(29,416)
Tangible assets	14	2,032,542	2,301,731
		<u>2,067,056</u>	<u>2,272,315</u>
<b>Current assets</b>			
Stocks	16	2,688,773	1,594,757
Debtors: amounts falling due within one year	17	2,726,886	2,224,919
Cash at bank and in hand	18	183,937	273,502
		<u>5,599,596</u>	<u>4,093,178</u>
Creditors: amounts falling due within one year	19	(5,947,932)	(4,552,006)
<b>Net current liabilities</b>		<u>(348,336)</u>	<u>(458,828)</u>
<b>Total assets less current liabilities</b>		<u>1,718,720</u>	<u>1,813,487</u>
Creditors: amounts falling due after more than one year	20	(759,335)	(1,472,023)
<b>Provisions for liabilities</b>			
Deferred tax	23	(61,000)	(70,000)
		<u>(61,000)</u>	<u>(70,000)</u>
<b>Net assets</b>		<u><u>898,385</u></u>	<u><u>271,464</u></u>
<b>Capital and reserves</b>			
Called up share capital	24	1,040	1,040
Share premium account	25	47,780	47,780
Profit and loss account	25	849,565	222,644
		<u><u>898,385</u></u>	<u><u>271,464</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 20 May 2022.

**T M Moss**  
Director

The notes on pages 16 to 37 form part of these financial statements.

**AIR HOLDCO LIMITED**  
**REGISTERED NUMBER: 12416153**

**COMPANY BALANCE SHEET**  
**AS AT 31 DECEMBER 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Investments	15	3,893,224	3,893,224
		<u>3,893,224</u>	<u>3,893,224</u>
Creditors: amounts falling due within one year	19	(3,760,712)	(3,485,124)
<b>Net current liabilities</b>		<u>(3,760,712)</u>	<u>(3,485,124)</u>
<b>Total assets less current liabilities</b>		132,512	408,100
Creditors: amounts falling due after more than one year	20	(113,180)	(395,100)
<b>Net assets excluding pension asset</b>		<u>19,332</u>	<u>13,000</u>
<b>Net assets</b>		<u><u>19,332</u></u>	<u><u>13,000</u></u>
<b>Capital and reserves</b>			
Called up share capital	24	1,040	1,040
Share premium account	25	47,780	47,780
Profit and loss account brought forward		(35,820)	-
Profit/(loss) for the year		6,332	(35,820)
Profit and loss account carried forward		<u>(29,488)</u>	<u>(35,820)</u>
		<u><u>19,332</u></u>	<u><u>13,000</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 20 May 2022.

**T M Moss**

Director

The notes on pages 16 to 37 form part of these financial statements.

AIR HOLDCO LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
Profit for the period	-	-	222,644	222,644
Shares issued during the period	1,040	47,780	-	48,820
<b>At 1 January 2021</b>	<b>1,040</b>	<b>47,780</b>	<b>222,644</b>	<b>271,464</b>
Profit for the year	-	-	626,921	626,921
<b>At 31 December 2021</b>	<b>1,040</b>	<b>47,780</b>	<b>849,565</b>	<b>898,385</b>

The notes on pages 16 to 37 form part of these financial statements.

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AIR HOLDCO LIMITED

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COMPANY STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021

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	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
Loss for the period	-	-	(35,820)	(35,820)
Shares issued during the period	1,040	47,780	-	48,820
<b>At 1 January 2021</b>	<b>1,040</b>	<b>47,780</b>	<b>(35,820)</b>	<b>13,000</b>
Profit for the year	-	-	6,332	6,332
<b>At 31 December 2021</b>	<b>1,040</b>	<b>47,780</b>	<b>(29,488)</b>	<b>19,332</b>

The notes on pages 16 to 37 form part of these financial statements.



**CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

	2021 £	2020 £
<b>Cash flows from operating activities</b>		
Profit for the financial year	626,921	222,644
<b>Adjustments for:</b>		
Amortisation of intangible assets	(35,068)	(29,628)
Depreciation of tangible assets	283,511	262,510
Government grants	(15,886)	(269,273)
Interest paid	162,951	133,165
Interest received	-	(379)
Taxation charge	142,354	72,569
(Increase) in stocks	(1,094,016)	(1,594,757)
(Increase) in debtors	(501,967)	(2,224,919)
(Decrease)/increase in creditors	(249,989)	2,470,792
Corporation tax (paid)/received	(83,212)	17,772
<b>Net cash generated from operating activities</b>	<b>(764,401)</b>	<b>(939,504)</b>
<b>Cash flows from investing activities</b>		
Purchase of intangible fixed assets	(28,862)	86,594
Purchase of tangible fixed assets	(14,322)	(113,931)
Government grants received	15,886	269,273
Purchase of fixed asset investments	-	(2,477,860)
Interest received	-	379
Acquisition of deferred tax provision	-	70,000
<b>Net cash from investing activities</b>	<b>(27,298)</b>	<b>(2,165,545)</b>
<b>Cash flows from financing activities</b>		
Issue of ordinary shares	-	48,820
New secured loans	-	1,400,000
Repayment of loans	(323,076)	-
Other new loans	-	113,180
Movements on invoice discounting	1,188,161	1,949,716
Interest paid	(162,951)	(133,165)
<b>Net cash used in financing activities</b>	<b>702,134</b>	<b>3,378,551</b>

AIR HOLDCO LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(89,565)</b>	<b>273,502</b>
Cash and cash equivalents at beginning of year	<b>273,502</b>	-
<b>Cash and cash equivalents at the end of year</b>	<b>183,937</b>	<b>273,502</b>
<b>Cash and cash equivalents at the end of year comprise:</b>		
Cash at bank and in hand	<b>183,937</b>	<b>273,502</b>
	<b>183,937</b>	<b>273,502</b>

The notes on pages 16 to 37 form part of these financial statements.

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AIR HOLDCO LIMITED

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CONSOLIDATED ANALYSIS OF NET DEBT  
FOR THE YEAR ENDED 31 DECEMBER 2021

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	At 1 January 2021 £	Cash flows £	At 31 December 2021 £
Cash at bank and in hand	273,502	(89,565)	183,937
Debt due after 1 year	(1,190,103)	430,768	(759,335)
Debt due within 1 year	(323,077)	(107,692)	(430,769)
	<u>(1,239,678)</u>	<u>233,511</u>	<u>(1,006,167)</u>

The notes on pages 16 to 37 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**1. General information**

The Company is a private company limited by shares and is incorporated in England and Wales. The address of its registered office is Unit 4 Harelaw Industrial Estate, Harelaw, Near Stanley, Co Durham, DH9 8UJ. The Company's number is 12416153.

These financial statements have been prepared for the year ended 31 December 2021, however the comparative represents a period from 21 January 2020 to 31 December 2020 meaning the figures are not entirely comparable.

**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 Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The following principal accounting policies have been applied:

**2.2 Basis of consolidation**

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 21 January 2020.

**2.3 Going concern**

The directors have reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. They continue to believe the going concern basis of accounting appropriate in preparing the annual financial statements.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**2. Accounting policies (continued)**

**2.4 Foreign currency translation**

**Functional and presentation currency**

The Company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

**2.5 Revenue**

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

**Sale of goods**

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

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

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**2. Accounting policies (continued)**

**2.6 Operating leases: the Group as lessee**

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

**2.7 Government grants**

Grants of a revenue nature are recognised in the Consolidated Statement of Comprehensive Income in the same period as the related expenditure.

**2.8 Interest income**

Interest income is recognised in profit or loss using the effective interest method.

**2.9 Finance costs**

Finance costs are charged to profit or loss 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.

**2.10 Borrowing costs**

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

**2.11 Pensions**

**Defined contribution pension plan**

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**2. Accounting policies (continued)**

**2.12 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and 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 balance sheet date in the countries where the Company and the Group operate and generate income.

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

- 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; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

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 tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**2.13 Intangible assets**

**Goodwill**

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the Consolidated Statement of Comprehensive Income over its useful economic life.

**Other intangible assets**

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**2. Accounting policies (continued)**

**2.14 Tangible fixed assets**

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

At each reporting date the Group assessed whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Land is not depreciated. Depreciation on other assets is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	- 2% straight line
Plant and machinery	- 10 - 33.33% straight line
Office equipment	- 15% straight line
Computer equipment	- 33.33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

**2.15 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**2.16 Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**2. Accounting policies (continued)**

**2.17 Debtors**

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.18 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

**2.19 Creditors**

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**2.20 Provisions for liabilities**

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**2. Accounting policies (continued)**

**2.21 Financial instruments**

The Group 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 ordinary shares.

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 Consolidated Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet 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.

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

In the application of the company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

**Key sources of estimation uncertainty - depreciation of fixed assets**

The amount by which fixed assets are depreciated annually is material to the financial statements and consequently, the estimate of the useful lives of fixed assets and their residual value is considered to be a critical area of judgement. There has been no change in these estimates this year.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

4. Turnover

An analysis of turnover by class of business is as follows:

	2021 £	2020 £
Sales of cold roll formed metal sections, pressings and related products	10,888,873	6,513,510
	<u>10,888,873</u>	<u>6,513,510</u>

Analysis of turnover by country of destination:

	2021 £	2020 £
United Kingdom	10,129,018	5,923,385
Rest of Europe	737,074	542,248
Rest of the world	22,781	47,877
	<u>10,888,873</u>	<u>6,513,510</u>

5. Other operating income

	2021 £	2020 £
Government grants receivable	15,886	269,273
	<u>15,886</u>	<u>269,273</u>

6. Operating profit

The operating profit is stated after charging:

	2021 £	2020 £
Depreciation of tangible fixed assets	283,511	262,510
Amortisation of intangible assets	(35,068)	(29,628)
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	42,694	31,712
Exchange differences	34,447	(6,495)
Other operating lease rentals	59,207	56,040
Defined contribution pension cost	<u>67,935</u>	<u>51,004</u>

**AIR HOLDCO LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**7. Auditors' remuneration**

	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	<u><b>42,694</b></u>	<u><b>31,712</b></u>

**8. Employees**

Staff costs, including directors' remuneration, were as follows:

	<b>Group</b>	<i>Group</i>	<b>Company</b>	<i>Company</i>
	<b>2021</b>	<i>2020</i>	<b>2021</b>	<i>2020</i>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Wages and salaries	<b>1,845,891</b>	<i>1,376,540</i>	-	-
Social security costs	<b>169,278</b>	<i>132,489</i>	-	-
Cost of defined contribution scheme	<b>67,935</b>	<i>51,004</i>	-	-
	<u><b>2,083,104</b></u>	<u><i>1,560,033</i></u>	<u>-</u>	<u>-</u>

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2021</b>	<b>2020</b>
	<b>No.</b>	<b>No.</b>
Production	<b>35</b>	<b>28</b>
Selling	<b>6</b>	<b>5</b>
Admin	<b>4</b>	<b>17</b>
	<u><b>45</b></u>	<u><b>50</b></u>

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

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

9. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	455,197	211,774
Group contributions to defined contribution pension schemes	23,297	14,423
	<u>478,494</u>	<u>226,197</u>

During the year retirement benefits were accruing to 2 directors (2020 - 1) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £179,705 (2020 - £120,473).

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £18,958 (2020 - £14,423).

10. Interest receivable

	2021 £	2020 £
Other interest receivable	-	379
	<u>-</u>	<u>379</u>

11. Interest payable and similar expenses

	2021 £	2020 £
Other loan interest payable	162,600	133,165
Other interest payable	352	-
	<u>162,952</u>	<u>133,165</u>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

12. Taxation

	2021 £	2020 £
<b>Corporation tax</b>		
Current tax on profits for the year	158,483	72,569
Adjustments in respect of previous periods	(7,129)	-
	<u>151,354</u>	<u>72,569</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	<u>(9,000)</u>	<u>-</u>
<b>Taxation on profit on ordinary activities</b>	<u>142,354</u>	<u>72,569</u>

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**12. Taxation (continued)****Factors affecting tax charge for the year/period**

The tax assessed for the year/period is lower than (2020 - *lower than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	<u>769,275</u>	<u>295,213</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	146,162	65,701
<b>Effects of:</b>		
Non-tax deductible amortisation of goodwill and impairment	(8,226)	-
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	265	977
Capital allowances for year/period in excess of depreciation	31,942	(7,891)
Utilisation of tax losses	(6,806)	-
Adjustments to tax charge in respect of prior periods	(7,129)	-
Short term timing difference leading to an increase (decrease) in taxation	(9,000)	-
Non-taxable income	-	25,957
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	(5,010)	-
Changes in provisions leading to an increase (decrease) in the tax charge	156	(1,209)
Other differences leading to an increase (decrease) in the tax charge	-	(17,772)
Group relief	-	6,806
<b>Total tax charge for the year/period</b>	<u><u>142,354</u></u>	<u><u>72,569</u></u>

**Factors that may affect future tax charges**

There were no factors that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

13. Intangible assets

Group and Company

	Patents £	Goodwill £	Total £
<b>Cost</b>			
At 1 January 2021	27,550	(86,594)	(59,044)
Additions	28,862	-	28,862
At 31 December 2021	56,412	(86,594)	(30,182)
<b>Amortisation</b>			
At 1 January 2021	6,453	(36,081)	(29,628)
Charge for the year on owned assets	8,228	(43,296)	(35,068)
At 31 December 2021	14,681	(79,377)	(64,696)
<b>Net book value</b>			
At 31 December 2021	41,731	(7,217)	34,514
<b>At 31 December 2020</b>	21,097	(50,513)	(29,416)



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**14. Tangible fixed assets****Group**

	Freehold property £	Plant and machinery £	Office equipment £	Computer equipment £	Total £
<b>Cost or valuation</b>					
At 1 January 2021	1,489,976	998,356	268	75,641	2,564,241
Additions	-	354	-	13,968	14,322
At 31 December 2021	<u>1,489,976</u>	<u>998,710</u>	<u>268</u>	<u>89,609</u>	<u>2,578,563</u>
<b>Depreciation</b>					
At 1 January 2021	41,801	201,962	123	18,624	262,510
Charge for the year on owned assets	52,038	211,180	124	20,169	283,511
At 31 December 2021	<u>93,839</u>	<u>413,142</u>	<u>247</u>	<u>38,793</u>	<u>546,021</u>
<b>Net book value</b>					
At 31 December 2021	<u>1,396,137</u>	<u>585,568</u>	<u>21</u>	<u>50,816</u>	<u>2,032,542</u>
<b>At 31 December 2020</b>	<u>1,448,175</u>	<u>796,394</u>	<u>145</u>	<u>57,017</u>	<u>2,301,731</u>

The net book value of land and buildings may be further analysed as follows:

	2021 £	2020 £
Freehold	1,396,137	1,448,175
	<u>1,396,137</u>	<u>1,448,175</u>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

15. Fixed asset investments

Company

	Investments in subsidiary companies £
<b>Cost or valuation</b>	
At 1 January 2021	3,893,224
At 31 December 2021	<u>3,893,224</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding
Doby Verrolec Limited	Ordinary	100 %
Doby Cleats Limited	Ordinary	100 %

The aggregate of the share capital and reserves as at 31 December 2021 and the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit/(Loss) £
Doby Verrolec Limited	814,735	-
Doby Cleats Limited	3,965,760	577,293

16. Stocks

	Group 2021 £	Group 2020 £
Raw materials and consumables	1,122,136	531,773
Finished goods and goods for resale	1,566,637	1,062,984
	<u>2,688,773</u>	<u>1,594,757</u>

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AIR HOLDCO LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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17. Debtors

	<b>Group 2021 £</b>	<i>Group 2020 £</i>
Trade debtors	<b>2,599,975</b>	2,154,632
Prepayments and accrued income	<b>126,911</b>	70,287
	<b><u>2,726,886</u></b>	<u>2,224,919</u>

18. Cash and cash equivalents

	<b>Group 2021 £</b>	<i>Group 2020 £</i>
Cash at bank and in hand	<b>183,937</b>	273,502
	<b><u>183,937</u></b>	<u>273,502</u>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

19. Creditors: Amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Bank loans	430,769	323,077	-	-
Trade creditors	1,325,658	1,321,256	-	-
Amounts owed to group undertakings	-	-	3,460,215	3,167,224
Corporation tax	158,483	90,341	-	-
Other taxation and social security	188,308	225,441	-	-
Discounting and asset loan	3,137,877	1,949,716	-	-
Other creditors	309,081	311,780	299,979	303,500
Accruals and deferred income	397,756	330,395	518	14,400
	<u>5,947,932</u>	<u>4,552,006</u>	<u>3,760,712</u>	<u>3,485,124</u>

The following liabilities were secured:

	Group 2021 £	Group 2020 £
Bank loans	430,769	323,077
Discounting and asset loan	3,137,877	1,949,716
	<u>3,568,646</u>	<u>2,272,793</u>

Details of security provided:

Creditors falling due within one year include £3,137,877 (2020: £1,949,716) in respect of a discounting and asset loan. This is secured by a fixed and floating charge on the assets of the Group.

The bank loan is secured by a fixed and floating charge over the freehold land and buildings.

**AIR HOLDCO LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**20. Creditors: Amounts falling due after more than one year**

	<b>Group 2021 £</b>	<i>Group 2020 £</i>	<b>Company 2021 £</b>	<i>Company 2020 £</i>
Bank loans	646,155	1,076,923	-	-
Other loans	113,180	113,180	113,180	113,180
Other creditors	-	281,920	-	281,920
	<u>759,335</u>	<u>1,472,023</u>	<u>113,180</u>	<u>395,100</u>

The following liabilities were secured:

	<b>Group 2021 £</b>	<i>Group 2020 £</i>
Bank loan	646,155	1,076,923
	<u>646,155</u>	<u>1,076,923</u>

Details of security provided:

The bank loan is secured by a fixed and floating charge over the freehold land and buildings.

**21. Loans**

Analysis of the maturity of loans is given below:

	<b>Group 2021 £</b>	<i>Group 2020 £</i>	<b>Company 2021 £</b>	<i>Company 2020 £</i>
<b>Amounts falling due within one year</b>				
Bank loans	430,769	323,077	-	-
<b>Amounts falling due 1-2 years</b>				
Bank loans	430,769	430,769	-	-
Other loans	113,180	113,180	113,180	113,180
<b>Amounts falling due 2-5 years</b>				
Bank loans	215,386	646,154	-	-
	<u>1,190,104</u>	<u>1,513,180</u>	<u>113,180</u>	<u>113,180</u>

AIR HOLDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

22. Financial instruments

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
<b>Financial assets</b>				
Financial assets measured at fair value through profit or loss	183,937	273,502	-	-
Financial assets measured at amortised cost	2,599,975	2,154,632	-	-
	<u>2,783,912</u>	<u>2,428,134</u>	<u>-</u>	<u>-</u>
<b>Financial liabilities</b>				
Financial liabilities measured at amortised cost	<u>5,601,141</u>	<u>4,236,224</u>	<u>3,810,712</u>	<u>3,485,124</u>

Financial assets measured at amortised cost profit or loss comprise cash at bank and in hand.

Financial assets measured at amortised cost comprise trade debtors.

Financial liabilities measured at amortised cost comprise bank loans, trade creditors, amounts owed to group undertakings, discounting and asset loans, other creditors and accruals.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

23. Deferred taxation

Group

	2021 £
At beginning of year	(70,000)
Charged to profit or loss	9,000
Arising on business combinations	-
<b>At end of year</b>	<b>(61,000)</b>

The provision for deferred taxation is made up as follows:

	Group 2021 £	Group 2020 £
Accelerated capital allowances	(61,000)	(70,000)
	<b>(61,000)</b>	<b>(70,000)</b>

24. Share capital

	2021 £	2020 £
<b>Authorised, allotted, called up and fully paid</b>		
720,000 A Ordinary shares of £0.001 each	720	720
220,000 B Ordinary shares of £0.001 each	220	220
100,000 Preference shares of £0.001 each	100	100
	<b>1,040</b>	<b>1,040</b>

The preference shares have no fixed repayment date and no rights to a fixed dividend.

On 25th February 2022, 10,000 B Ordinary shares of £0.001 each were issued at par value. On the same day, all of the Company's A Ordinary shares, B Ordinary shares and Preference shares were redesignated as Ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

25. Reserves

Share premium account

The share premium account includes the amount above the nominal value received for shares issued less transaction costs.

Profit and loss account

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

26. Capital commitments

At 31 December 2021 the Group and Company had capital commitments as follows:

	Group 2021 £	Group 2020 £
Contracted for but not provided in these financial statements	6,825	8,075
	<u>6,825</u>	<u>8,075</u>

27. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and in the year ended 31 December 2021 amounted to £67,935 (period ended 31 December 2020: £63,495). Contributions totalling £9,102 (period ended 31 December 2020: £8,280) were payable to the fund at the balance sheet date.

28. Commitments under operating leases

At 31 December 2021 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 £	Group 2020 £
Not later than 1 year	42,162	52,271
Later than 1 year and not later than 5 years	61,220	79,009
	<u>103,382</u>	<u>131,280</u>



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**29. Related party transactions**

The share capital of the Group is majority owned by Chiltern Capital Nominees Limited, a company incorporated in England.

The ultimate parent company is Chiltern Capital LLP. During the year ended 31 December 2021, debt advisory, research and consultancy fees totalling £nil (period ended 31 December 2020: £100,000) and management fees totalling £113,421 (period ended 31 December 2020: £80,376) were paid by the Group to Chiltern Capital LLP of which £12,360 (period ended 31 December 2020: £8,333) was outstanding at the year end.

Chiltern Capital LLP do not produce consolidated financial statements available for public use. This company is the most senior parent company in the group that does produce consolidated financial statements.

Transactions with Doby Verrolec Limited and Doby Cleats Limited are not disclosed as the Group has taken advantage of the exemption under Section 33 of FRS102.

During the year ended 31 December 2021 the Group made payments totalling £54,531 (period ended 31 December 2020: £40,188) to T Clarkson of which £8,333 (31 December 2020: £4,167) was outstanding at the year end. T Clarkson is a director of Air Holdco Limited and is acting Chairman of the Air Holdco Limited group. The payments made were for his services as Chairman.

**Key management personnel**

All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of the Group are considered to be key management personnel. During the year ended 31 December 2021 total remuneration, excluding social security contributions, in respect of these individuals amounted to £591,219 (period ended 31 December 2020: £240,646).

**30. Controlling party**

The share capital of the company is majority owned by Chiltern Capital Nominees Limited, a company incorporated in England.

The ultimate parent company is Chiltern Capital LLP. Registered office address is:

11 Staple Inn

London

WC17 7HQ.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.