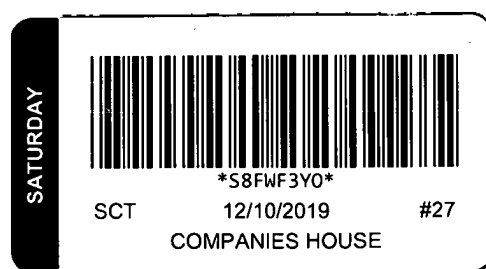




Scott-Moncrieff
business advisers and accountants

MAJOR'S PLACE INDUSTRIES LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019

Registered number: SC075748



MAJOR'S PLACE INDUSTRIES LIMITED

COMPANY INFORMATION

Directors	Sir A Grossart CBE QC B J W Lambie
Company secretary	W K Ramage
Registered number	SC075748
Registered office	24 Russell Road Edinburgh EH11 2LS
Independent auditor	Scott-Moncrieff Chartered Accountants Exchange Place 3 Sempie Street Edinburgh EH3 8BL

MAJOR'S PLACE INDUSTRIES LIMITED

CONTENTS

	Page
Group strategic report	1 – 2
Directors' report	3 – 4
Independent auditor's report	5 – 7
Consolidated statement of comprehensive income	8
Consolidated statement of financial position	9
Company statement of financial position	10
Consolidated statement of changes in equity	11
Company statement of changes in equity	12
Consolidated statement of cash flows	13
Notes to the financial statements	14 – 31

MAJOR'S PLACE INDUSTRIES LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 JANUARY 2019

INTRODUCTION

The directors present their strategic report for Major's Place Industries Limited for the year ended 31 January 2019.

PRINCIPAL ACTIVITIES

The Group continued its principal activities as specialist façade contractors throughout the current financial year.

PRINCIPAL RISKS AND UNCERTAINTIES FACING THE BUSINESS

Management continually monitor the key risks facing the Group together with assessing the controls used for managing these risks. The board of directors regularly formally review and document the principal risks facing the business.

The principal risks and uncertainties facing the Group are as follows:

- The main risk to the business is a widespread reduction in construction activity in the UK, whatever the cause. Fewer available construction projects leads to increased competition between contractors and financial performance can be impacted by both tighter margins and falling turnover. We mitigate this risk by continuously improving our operating efficiency and by having a strong, well-capitalised balance sheet capable of surviving macro-economic shocks.
- There are still industry-wide supply chain pressures in terms of the price and availability of key materials and services. Time will tell if Brexit negotiations will ease or increase this pressure.

REVIEW OF BUSINESS AND KEY PERFORMANCE INDICATORS

As reported in the Statement of Comprehensive Income, turnover increased in the year by 19% from £11.58m to £13.77m. Operating profit decreased from £101,525 to £94,782 and profit before taxation decreased from £102,568 to £100,537. The gross margin decreased to 23.78% compared to 25.23% for the previous year. The net profit margin decreased from 0.89% to 0.73%.

The Consolidated Statement of Financial Position shows that the Group's net assets at the end of the year increased by £72,283 to £5.56m. Debtors increased by £111,327 and creditors less than one year increased by £262,985. The liquidity of the Group improved slightly with net current assets increasing from £3.84m to £3.93m and cash at bank remained strong at £3.03m.

The increased strength of the Consolidated Statement of Financial Position, despite previous challenging trading conditions, gives our Clients added assurance that the Group can fully service their requirements on major project work throughout the UK.

FUTURE DEVELOPMENTS

The Group continues to win excellent new orders, and the order book for the year to January 2020 indicates that the Group should continue to report a robust turnover and a strong profit for the year.

The Group is making major investments in CNC machinery, property improvements and training to ensure it remains in the forefront of the construction sector.

The Board has declared a dividend of £nil (2018:£nil).

MAJOR'S PLACE INDUSTRIES LIMITED

**GROUP STRATEGIC REPORT (cont'd)
FOR THE YEAR ENDED 31 JANUARY 2019**

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group makes little use of financial instruments. All the Group's surplus funds are held in short term fixed rate sterling deposit accounts. The directors believe that this gives them the flexibility to release cash resources at short notice and also allows them to take advantage of changing conditions in the finance markets as they arise. As such, the Group's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of the assets, liabilities, financial position and profit and loss of the Group.

This report was approved by the board on 9 October 2019 and signed on its behalf by:



B J W Lambie
Director

MAJOR'S PLACE INDUSTRIES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JANUARY 2019

The directors present their report and the financial statements for the year ended 31 January 2019.

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors

The directors who served during the year and up to the date of approval of these financial statements were:

Sir A Grossart CBE QC
B J W Lambie

Dividends

During the years ended 31 January 2019 and 2018 no dividend was approved by the shareholders for payment to ordinary shareholders.

Going concern

The Group has sufficient financial resources together with a solid order book. The directors believe that the Group is well placed to manage its business risks successfully.

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

MAJOR'S PLACE INDUSTRIES LIMITED

**DIRECTORS' REPORT (cont'd)
FOR THE YEAR ENDED 31 JANUARY 2019**

Disclosure of information to the auditor

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

- so far as that director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware; and
- that 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 auditor is aware of that information.

Auditor

The auditor, Scott-Moncrieff, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 9 October 2019 and signed on its behalf by:



W K Ramage
Secretary

Opinion

We have audited the financial statements of Major's Place Industries Limited for the year ended 31 January 2019, which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Parent Company Statement of Financial Position, the Consolidated and Parent Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Groups' affairs as at 31 January 2019 and of its 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 Auditor's 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 audit opinion.

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 Group'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.

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.

MAJOR'S PLACE INDUSTRIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MAJOR'S PLACE INDUSTRIES LIMITED (cont'd)

Other information (cont'd)

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.

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 its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report and 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of the directors

As explained more fully in the Directors' Responsibilities Statement on page 3, 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 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 to cease operations, or have no realistic alternative but to do so.

MAJOR'S PLACE INDUSTRIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MAJOR'S PLACE INDUSTRIES LIMITED (cont'd)

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 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. The description forms part of our auditor's report.

Use of our report

This report is made solely to the Group'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 Group's members, as a body, 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 Group and the Group's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Scott-Moncrieff

Allison Gibson (Senior Statutory Auditor)

for and on behalf of

Scott-Moncrieff, Statutory Auditor

Chartered Accountants

Exchange Place 3

Seample Street

Edinburgh

EH3 8BL

Date: 9 October 2019

MAJOR'S PLACE INDUSTRIES LIMITED

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 JANUARY 2019**

	Note	2019 £	2018 £
Turnover	4	13,767,842	11,583,132
Cost of sales		(10,493,799)	(8,661,095)
Gross profit		3,274,043	2,922,037
Distribution costs		(1,727,380)	(1,414,562)
Administrative expenses		(1,451,881)	(1,405,950)
Operating profit	5	94,782	101,525
Interest receivable and similar income		5,755	1,118
Interest payable and expenses		-	(75)
Profit on ordinary activities before tax		100,537	102,568
Tax (charge)/credit	10	(28,254)	22,741
Profit for the year		72,283	125,309
Other comprehensive income for the year			
Total comprehensive income for the year		72,283	125,309
Owners of the Parent Company		72,283	125,309
		72,283	125,309

The notes on pages 14 to 31 form part of these financial statements.

MAJOR'S PLACE INDUSTRIES LIMITED
REGISTERED NUMBER: SC075748

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2019

	Note	2019 £	2018 £
Financial assets			
Tangible assets	12	1,661,986	1,660,216
		<u>1,661,986</u>	<u>1,660,216</u>
Current assets			
Stocks	14	472,500	238,045
Debtors: amounts falling due within one year	15	2,663,626	2,552,299
Cash at bank and in hand		3,031,291	3,027,171
		<u>6,167,417</u>	<u>5,817,515</u>
Creditors: amounts falling due within one year	16	(2,237,360)	(1,974,375)
Net current assets		<u>3,930,057</u>	<u>3,843,140</u>
Total assets less current liabilities		<u>5,592,043</u>	<u>5,503,356</u>
Provisions for liabilities			
Deferred tax	18	(34,015)	(17,611)
		<u>(34,015)</u>	<u>(17,611)</u>
Net assets		<u><u>5,558,028</u></u>	<u><u>5,485,745</u></u>
Capital and reserves			
Called up share capital	19	85,910	85,910
Share premium account	20	51,546	51,546
Revaluation reserve	20	226,419	239,739
Profit and loss account	20	5,194,153	5,108,550
Equity attributable to owners of the Parent Company		<u><u>5,558,028</u></u>	<u><u>5,485,745</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 09 October 2019 by:



B J W Lambie
Director

The notes on pages 14 to 31 form part of these financial statements.

MAJOR'S PLACE INDUSTRIES LIMITED
REGISTERED NUMBER: SC075748

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2019

	Note	2019 £	2018 £
Fixed assets			
Investments	13	436,338	436,338
		<u>436,338</u>	<u>436,338</u>
Current liabilities			
Creditors: amounts falling due within one year	16	(144,442)	(144,942)
Net current liabilities		<u>(144,442)</u>	<u>(144,942)</u>
Net assets		<u>291,896</u>	<u>291,396</u>
Capital and reserves			
Called up share capital	19	85,910	85,910
Share premium account	20	51,546	51,546
Profit and loss account	20	154,440	153,940
		<u>291,896</u>	<u>291,396</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 9 October 2019 by:



B J W Lambie
Director

The notes on pages 14 to 31 form part of these financial statements.

MAJOR'S PLACE INDUSTRIES LIMITED

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2019**

	Share capital £	Share premium £	Revaluation reserve £	Retained earnings £	Equity attributable to owners of Parent Company / Total equity £
At 1 February 2018	85,910	51,546	239,739	5,108,550	5,485,745
Comprehensive income for the year					
Profit for the year	-	-	-	72,283	72,283
Total comprehensive income for the year	-	-	-	72,283	72,283
Contributions by and distributions to owners					
Transfer from revaluation reserve to profit and loss account	-	-	(13,320)	13,320	-
Total transactions with owners	-	-	(13,320)	13,320	-
At 31 January 2019	85,910	51,546	226,419	5,194,153	5,558,028

	Share capital £	Share premium £	Revaluation reserve £	Retained earnings £	Equity attributable to owners of Parent Company / Total equity £
At 1 February 2017					
Comprehensive income for the year	85,910	51,546	253,059	4,969,921	5,360,436
Profit for the year	-	-	-	125,309	125,309
Total comprehensive income for the year	-	-	-	125,309	125,309
Contributions by and distributions to owners					
Transfer from revaluation reserve to profit and loss account	-	-	(13,320)	13,320	-
Total transactions with owners	-	-	(13,320)	13,320	-
At 31 January 2018	85,910	51,546	239,739	5,108,550	5,485,745

MAJOR'S PLACE INDUSTRIES LIMITED

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2019**

	Share capital £	Share premium £	Retained earnings £	Total equity £
At 1 February 2018	85,910	51,546	153,940	291,396
Comprehensive income for the year				
Profit for the year	-	-	500	500
Total comprehensive income for the year	-	-	500	500
At 31 January 2019	85,910	51,546	154,440	291,896
At 1 February 2017	85,910	51,546	153,440	290,896
Comprehensive income for the year				
Profit for the year	-	-	500	500
Total comprehensive income for the year	-	-	500	500
At 31 January 2018	85,910	51,546	153,940	291,396

MAJOR'S PLACE INDUSTRIES LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 JANUARY 2019**

	2019 £	2018 £
Cash flows from operating activities		
Profit for the financial year before tax	100,537	102,568
Adjustments for:		
Depreciation of tangible assets	227,857	217,728
Increase in stocks	(234,455)	(13,639)
Interest paid	-	75
Interest received	(5,755)	(1,118)
(Increase)/decrease in debtors	(111,327)	1,393,204
Increase/(decrease) in creditors	251,735	(653,642)
Corporation tax	(600)	(195,276)
Net cash generated from operating activities	227,992	849,900
Cash flows from investing activities		
Purchase of tangible fixed assets	(264,188)	(532,387)
Sale of tangible fixed assets	34,561	41,506
Interest received	5,755	1,118
Net cash used in investing activities	(223,872)	(489,763)
Cash flows from financing activities		
HP interest paid	-	(75)
Repayment of finance leases	-	(9,447)
Dividends paid	-	(100,000)
Net cash used in financing activities	-	(109,522)
Net increase in cash and cash equivalents	4,120	250,615
Cash and cash equivalents at beginning of year	3,027,171	2,776,556
Cash and cash equivalents at the end of year	3,031,291	3,027,171
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	3,031,291	3,027,171

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

1. General information

These financial statements are presented in Pounds Sterling (GBP), as that is the currency in which the Group's transactions are denominated. They comprise the financial statements of the Group and Company drawn up for the year ended 31 January 2019.

The principal activity of the Group is that of a specialist façade contractors.

The Company is a United Kingdom private company limited by shares. It is both incorporated and domiciled in Scotland. The address of its registered office is 24 Russell Road, Edinburgh, EH11 2LS. The company registration number is SC075748.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and 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 Group's accounting policies (see note 3).

The following principal accounting policies have been applied in the preparation of these financial statements. These policies have been consistently applied to the years presented, unless otherwise stated.

2.2 Basis of consolidation

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

2.3 Going concern

The Group has sufficient financial resources together with a solid order book. The directors believe that the Group is well placed to manage its business risks successfully.

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

2. Accounting Policies (cont'd)

2.4 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:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Construction contracts

When the outcome of a construction contract can be estimated reliably, the Group shall recognise contract revenue and contract costs associated with the construction contract as revenue and expenses respectively by reference to the stage of completion of the contract activity at the end of the reporting period.

The Group shall determine the stage of completion of a transaction or contract through performing surveys of the work performed to date.

When the outcome of a construction contract cannot be estimated reliably:

- the Group shall recognise revenue only to the extent of contract costs incurred that it is probable will be recoverable; and
- the Group shall recognise contract costs as an expense in the period in which they occurred.

The Group will recognise as an expense immediately any costs whose recovery is not probable. When it is probable that total contract costs will exceed total contract revenue on a construction contract, the expected loss shall be recognised as an expense immediately.

Revenues derived from variations on contracts are recognised only when they have been accepted by the customer.

Amounts recoverable on contracts are included in trade debtors. These are stated as turnover recognised less any progress payments made on the contracts, after provision has been made for any foreseeable losses.

2. Accounting policies (cont'd)

2.5 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.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives are as follows:

Heritable property	- 40 years
Plant and machinery	- 10 years
Motor vehicles	- 5 years
Furniture & equipment	- 5 years

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 within 'administration expenses' in the Consolidated Statement of Comprehensive Income.

2. Accounting policies (cont'd)

2.6 Impairment of non-financial assets

At each reporting period, the Group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

2.7 Operating leases: lessee

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

2.8 Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks. Costs include all direct costs and an appropriate proportion of fixed and variable overheads.

2.9 Work in progress

Work in progress is valued on the basis of direct material and labour costs plus attributable overheads based on the normal level of activity. Provisions are made for any foreseeable losses where appropriate. No element of profit is included in the valuation of any work in progress.

2.10 Debtors

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

2.11 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.

2. Accounting policies (cont'd)

2.12 Financial instruments

The Group and Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from 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 payables or receivables, 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 profit or loss.

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, 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 Consolidated 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.

Financial assets are derecognised when the contractual rights to the cash flows from the asset expire, or when the Group has transferred substantially all the risks and rewards of ownership.

Financial liabilities are derecognised only once the liability has been extinguished through discharge, cancellation or expiry.

2.13 Creditors

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

2. Accounting policies (cont'd)

2.14 Dividends

Dividends are recognised when they become legally payable. Interim dividends are recognised when paid. Final dividends are recognised when approved by the shareholders.

2.15 Leased assets - Lessee

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to profit or loss over the shorter of the estimated useful economic life and the term of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to profit or loss over the term of the lease and is calculated so that it represents a constant portion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

2.16 Finance costs

Finance costs are charged to the Consolidated 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.

2.17 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 Consolidated Statement of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

Defined benefit pension plan

The Group also has a defined benefit pension scheme which was closed to the accrual of future benefits in September 1997. Actuarial valuations are carried out on a triennial basis and any deficiency in valuation which may arise from time to time is corrected by deficit funding contributions. Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using assumptions set prudently by the trustees on the advice of their actuary. The movement in the pension asset or liability in the year is reflected in the Consolidated Statement of Comprehensive Income.

2. Accounting policies (cont'd)

2.18 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

2.19 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 the Consolidated Statement of Comprehensive Income 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 Consolidated Statement of Financial Position.

2.20 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the profit and loss account, 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 corporation 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 Group operates and generates 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

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

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made include:

- Depreciation – accounting estimation applied to the useful life of assets. The rates used are deemed to be appropriate for the individual class of assets.
- Amounts recoverable on contracts – judgement has been applied by the directors to estimate the level of foreseeable losses on certain contracts.
- Actuarial assumptions in respect of defined benefit pension scheme - the actuarial assumptions of a qualified actuary have been reviewed and are considered reasonable and appropriate.

4. Analysis of turnover

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

	2019 £	2018 £
Construction services	<u>13,767,842</u>	<u>11,583,132</u>

All turnover arose within the United Kingdom.

5. Operating profit

The operating profit is stated after charging:

	2019 £	2018 £
Depreciation of tangible fixed assets	227,857	217,728
Operating lease rentals: motor vehicles and plant & machinery	19,992	12,875
Costs paid by principal employer on behalf of the pension scheme	<u>31,601</u>	<u>27,440</u>

6. Auditor's remuneration

	2019 £	2018 £
Fees payable to the Group's auditor for the audit of the Group's annual accounts	<u>12,050</u>	<u>11,700</u>
Non-audit fees payable to the Group's auditor in respect of:		
Taxation compliance services	<u>1,500</u>	<u>1,455</u>

The above costs were borne by the subsidiary company.

MAJOR'S PLACE INDUSTRIES LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019****7. Employees**

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

	2019 £	2018 £
Wages and salaries	2,815,170	2,623,748
Social security costs	281,093	262,535
Cost of defined contribution scheme	70,282	59,586
Cost of defined benefit scheme	-	(63,000)
	<u>3,166,545</u>	<u>2,882,869</u>

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

	2019 No.	2018 No.
Sales and administration	16	15
Production	50	49
	<u>66</u>	<u>64</u>

8. Directors' remuneration

	2019 £	2018 £
Directors' emoluments	<u>160,526</u>	<u>154,091</u>

During the current and prior year no director accrued any retirement benefits in respect of defined contribution pension schemes.

9. Key management personnel

Employee benefits for key management personnel, as defined by the directors, which include the remuneration of the executive directors of the subsidiary company, totalled £766,550 (2018: £851,828). Employers National Insurance paid on behalf of key management personnel amounted to £83,544 (2018: £90,965).

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019

10. Taxation	2019 £	2018 £
Corporation tax		
Current tax on profits for the year	11,250	-
Adjustment in respect of prior periods	600	(40,352)
Total current tax	11,850	(40,352)
Deferred tax		
Origination and reversal of timing differences	16,404	17,611
Effect of tax rate change on opening balance	-	-
Total deferred tax	16,404	17,611
Taxation on profit on ordinary activities	28,254	(22,741)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 – lower than) the standard rate of corporation tax in the UK of 19% (2018 – 19.16%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	100,537	102,568
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 – 19.16%)	19,102	19,652
Effects of:		
Expenses not deductible for tax purposes	4,513	4,436
Depreciation for year in excess of capital allowances	7,100	7,783
Other differences	(501)	86
Adjust closing deferred tax to average rate	(4,061)	(2,239)
Adjust opening deferred tax to average rate	2,012	(4,019)
Deferred tax not recognised	(510)	(31,600)
Adjustments to tax charge in respect of prior periods	600	(40,352)
Losses carried back	-	23,512
Total tax charge for the year	28,254	(22,741)

Factors that may affect future tax charges

Following Budget 2016 announcements, there will be a reduction in the main rate of corporation tax for each year from the financial year beginning 1 April 2018 to the financial year beginning 1 April 2020, reducing the main rate to 17% by 2020.

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

11. Parent Company Profit for the year

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 profit after tax of the Parent Company for the year was £500 (2018: £500).

12. Tangible fixed assets

Group	Heritable property £	Plant & machinery £	Motor vehicles £	Furniture & equipment £	Total £
Cost					
At 1 February 2018	1,518,361	1,920,669	480,518	1,084,253	5,003,801
Additions	6,690	161,106	81,297	15,095	264,188
Disposals	-	(33,000)	(124,407)	-	(157,407)
At 31 January 2019	1,525,051	2,048,775	437,408	1,099,348	5,110,582
Depreciation					
At 1 February 2018	683,459	1,476,165	154,006	1,029,955	3,343,585
Charge for the year	37,754	72,124	95,165	22,814	227,857
Released on disposal	-	(33,000)	(89,846)	-	(122,846)
At 31 January 2019	721,213	1,515,289	159,325	1,052,769	3,448,596
Net book value					
At 31 January 2019	803,838	533,486	278,083	46,579	1,661,986
At 31 January 2018	834,902	444,504	326,512	54,298	1,660,216

The Group last revalued the property at 31 January 1996, and has elected not to adopt a policy of revaluation, thus explaining the existence of the revaluation reserve.

If the land and buildings had not been included at valuation they would have been included under the historical cost convention as follows:

	2019 £	2018 £
Cost	1,223,752	1,217,062
Accumulated depreciation	(605,747)	(581,272)
Net book value	618,005	635,790

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

13. Fixed asset investments

Company	Investments in subsidiary companies £
Cost	
At 1 February 2018 and at 31 January 2019	436,338
Net book value	
At 31 January 2019 and 31 January 2018	436,338
Subsidiary undertakings	

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Charles Henshaw & Sons Limited	Scotland	Ordinary	100%	Specialist façade contractors

The registered office of Charles Henshaw & Sons Limited is 24 Russell Road, Edinburgh, EH11 2LS.

14. Stocks

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Raw materials and consumables	228,477	228,369	-	-
Work in progress	244,023	9,676	-	-
	472,500	238,045	-	-

Raw materials, consumables and work in progress amounting to £6,213,554 (2018: £5,745,719) were recognised within cost of sales in the year.

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019

15. Debtors

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Trade debtors	2,630,397	2,491,707	-	-
Other debtors	5,834	5,258	-	-
Prepayments and accrued income	27,395	30,794	-	-
Corporation tax recoverable	-	24,540	-	-
	<u>2,663,626</u>	<u>2,552,299</u>	<u>-</u>	<u>-</u>

16. Creditors: Amounts falling due within one year

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Trade creditors	1,601,195	1,100,388	-	-
Amounts owed to group undertakings	-	-	144,442	144,942
Corporation tax	11,250	-	-	-
Other taxation and social security	262,354	324,496	-	-
Accruals	362,561	549,491	-	-
	<u>2,237,360</u>	<u>1,974,375</u>	<u>144,442</u>	<u>144,942</u>

A bank overdraft facility is secured by a bond and floating charge over all of the Group's assets and by an intercompany guarantee with Charles Henshaw & Sons Limited.

17. Financial instruments

	Gr 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Financial assets				
Financial assets measured at amortised cost	<u>5,667,522</u>	<u>5,524,136</u>	<u>-</u>	<u>-</u>
Financial liabilities				
Financial liabilities measured at amortised cost	<u>(1,963,756)</u>	<u>(1,649,879)</u>	<u>(144,442)</u>	<u>(144,942)</u>

Financial assets measured at amortised cost comprise cash at bank and in hand, trade debtors, other debtors and accrued income.

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

MAJOR'S PLACE INDUSTRIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

18. Deferred taxation

Group	Deferred tax £
At 1 February 2018	17,611
Movement in year	16,404
At 31 January 2019	<u>34,015</u>

The provision for deferred taxation is made up as follows:

	Group 2019 £	Group 2018 £
Accelerated capital allowances	35,519	18,270
Short term timing differences	(1,504)	(659)
	<u>34,015</u>	<u>17,611</u>

19. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
85,910 Ordinary Shares of £1 each	<u>85,910</u>	<u>85,910</u>

Class of shares

Prescribed particulars

Ordinary

Ordinary shares have full rights in the Company with respect to voting, dividends and capital distributions

20. Reserves

Share premium account

This reserve records the amount above the nominal value received for shares sold, less transaction costs.

Revaluation reserve

The revaluation reserve is being released to the profit and loss account over 40 years.

Profit and loss account

The profit and loss account considers the profit or loss for the year, any transfers from the revaluation reserve less any dividends paid/proposed.

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

21. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are administered by trustees in a fund independent from the Group.

The total contributions paid in the year amounted to £70,282 (2018: £59,586). At the year end there was an amount accrued of £18,217 (2018: £9,184).

The Group also has a defined benefit pension scheme which was closed to the accrual of future benefits in September 1997. Actuarial valuations are carried out on a triennial basis and any deficiency in valuation which may arise from time to time is corrected by deficit funding contributions.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using assumptions set prudently by the trustees on the advice of their actuary.

The latest actuarial valuation as at 30 September 2016 showed a deficit of £85,000. The Group agreed with the trustees that it would aim to eliminate the deficit by making a one-off payment of £87,000 which was received by the plan during the prior year.

For accounting disclosure purposes, the valuation has been updated to 31 January 2019 by a qualified actuary.

The major financial assumptions used by the actuary were:

	At 31/01/19	At 31/01/18
Discount rate	2.50%	2.50%
RPI price inflation	3.20%	3.30%
CPI price inflation	2.40%	2.50%
Revaluation in deferment	2.40%	2.50%
5% Limited price inflation	2.30%	2.40%
Mortality tables	S2PA CMI_2016 [1%]	S2PA CMI_2016 [1%]

The mortality assumptions adopted imply the following future life expectancies:

	2019 Years
Current pensioners at age 65 - male	22.0
Current pensioners at age 65 - female	23.9
Future pensioners at age 65, aged 45 now - male	23.1
Future pensioners at age 65, aged 45 now - female	25.1

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

21. Pension commitments (cont'd)

The following amounts are recognised in the Statement of Financial Position:

	Value at 31/01/19 £'000	% of Scheme assets	Value at 31/01/18 £'000	% of Scheme assets
Equities	2,327	41%	2,889	45%
Bonds	873	15%	863	13%
Diversified growth fund	2,291	40%	2,358	37%
Cash	230	4%	328	5%
Fair value of scheme assets	5,721	100%	6,438	100%
Present value of funded liabilities	(4,742)		(5,171)	
Unrecognised surplus	(979)		(1,267)	
Surplus/Deficit in scheme	-		-	

Changes in the fair value of scheme assets are as follows:

	2019 £'000	2018 £'000
Opening fair value of scheme assets	6,438	5,847
Interest income	153	145
Benefits paid	(676)	(124)
Re-measurement (losses)/gains	(194)	483
Contributions by the group	-	87
Closing fair value of scheme assets	5,721	6,438

Changes in the present value of the scheme liabilities are as follows:

	2019 £'000	2018 £'000
Opening defined benefit liability	5,171	5,426
Interest cost	121	145
Benefits paid	(676)	(124)
Re-measurement gains	(15)	(276)
Benefit changes - losses	141	-
Closing defined benefit liability	4,742	5,171
Actual return on scheme assets – (loss)/gain	(41)	628

The following are recognised in the Consolidated Statement of Comprehensive Income:

Analysis of net return on pension scheme:

Expected return on pension scheme assets	153	145
Interest on pension liability	(121)	(145)
Contributions by the group	-	87
Benefit changes - losses	(141)	-
Net (cost)/return	(109)	87

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

21. Pension commitments (cont'd)

	2019 £'000	2018 £'000
Analysis of actuarial gain/(loss)		
Actual return less expected return on pension scheme assets	(194)	483
Changes in assumptions underlying the present value of scheme liabilities	27	55
Adjustment in respect of irrecoverable surplus	288	(846)
Experience gains arising on plan liabilities	(12)	221
Actuarial gain/(loss) to be recognised	<u>109</u>	<u>(87)</u>

The cumulative amount of actuarial (losses)/gains taken to Other Comprehensive Income is £nil.

Movement in surplus during the year:	2019 £'000	2018 £'000
Surplus in scheme at the beginning of the year	1,267	421
Movement in the year:		
Actuarial (loss)/gain	(288)	846
Surplus in scheme at the end of the year	<u>979</u>	<u>1,267</u>

The Group is not currently required to make any payments to the scheme for the year commencing 1 February 2019. This is in line with the Schedule of Contributions signed and dated 7 November 2017.

22. Commitments under operating leases

At 31 January 2019 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	Group 2019 £ Other	Group 2018 £ Other
Not later than 1 year	13	19
Later than 1 year and not later than 5 years		15
	<u>15</u>	<u>35</u>

23. Contingent liabilities

At 31 January 2019 the Company has given guarantees, mainly in the form of parent company guarantees, in respect of certain obligations on behalf of its subsidiary company.

MAJOR'S PLACE INDUSTRIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2019

24. Related party transactions

Advantage has been taken of the exemption granted by Financial Reporting Standard 102 Section 33.1A 'Related Party Disclosures' not to report details of transactions with entities which are 100% controlled by a common parent undertaking.

During the year management fees of £36,472 (2018: £35,500) were paid by the Group to Noble Grossart Limited. Noble Grossart Limited is a shareholder in the Company. As at 31 January 2019 the balance outstanding, included within accruals, was £18,236 (2018: £17,600). The balance outstanding is unsecured, for cash settlement in accordance with normal terms.

25. Ultimate controlling party

In the opinion of the directors, there is no ultimate controlling party.