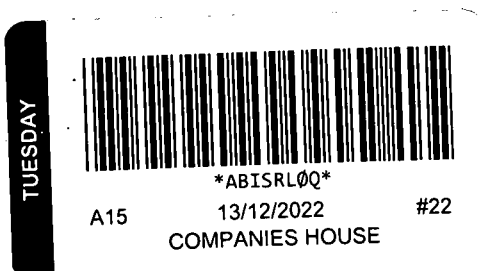


Registration number: 00556473

SPINCRAFT ETG LIMITED
Annual Report and Financial Statements
for the Year Ended 30 June 2021



Spincraft ETG Limited

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Spincraft ETG Limited

Company Information

Directors D A Dunbar
L Paolillo

Company secretary JTC (UK) Limited

Registered office The Scalpel
18th Floor
52 Lime Street
London
EC3M 7AF

Auditor Deloitte LLP
Statutory Auditor
Hanover Building
Corporation Street
Manchester
M4 4AH

Spincraft ETG Limited

Strategic Report for the Year Ended 30 June 2021

The directors present their strategic report for the year ended 30 June 2021.

Principal activity

The principal activity of the company is that of metal spinning, presswork and fabrication.

Fair review of the business

The results for the year are set out on page 12. The company's profit for the year after taxation was £68,976 (2020 - £1,111,442). Following recovery from several global challenges covered later within the report, the company actively continues to actively manage trading performance. Appropriate investment in plant and equipment together with a continuous programme of market diversification and continued process development enables the company to maintain its lead over global competitors in its sector and satisfy more demanding customers. The company uses a number of financial and non-financial KPIs to measure performance.

The company's key financial and other performance indicators during the year were as follows:

	Unit	2021	2020
Turnover	£	6,514,652	11,225,553
Gross margin	%	39	38
Operating margin	%	2	12

Future developments

The directors expect the general level of activity to remain consistent with 2021 in the forthcoming year.

Spincraft ETG Limited

Strategic Report for the Year Ended 30 June 2021 (continued)

Principal risks and uncertainties

The directors have carefully considered the principal risks and uncertainties facing the business and consider these to be market conditions, adverse movements in raw material prices and foreign exchange rates along with general economic uncertainty. Whilst these risks and uncertainties are likely to persist into the foreseeable future the directors are reasonably confident that current levels of performance will again rise to prior levels, alongside a global economic recovery.

The company meets its day to day working capital requirements through its cash resources and operating cash flows. The current economic conditions continue to create an element of uncertainty over demand for the company's products and services but the company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company is expected to continue to have a sufficient level of financial resources available through its cash resources.

Impact of Brexit – The company acknowledges the impact that Brexit may have on the UK economy and the business in the short-term and will take measures as necessary to mitigate this impact as effectively as possible. Given the limited number of EU based suppliers and customers, it is not anticipated that this will have any significant impact.

Impact of COVID-19 virus – The COVID-19 virus and resulting containment efforts presented an unforeseen risk during 2020 which continued into 2021. The Health, Safety and Wellbeing of our employees is of primary concern. The company has taken various steps to mitigate any impact, with appropriate risk assessments and social distancing measures implemented in line with government guidelines to ensure all staff remain safe. Throughout the period, key staff have been able to operate throughout the pandemic to meet customer needs. Office-based employees have been able to work from home effectively where possible, whilst supporting the key manufacturing processes of the business.

The company has taken up Government support when appropriate to help minimise impact, and previously implemented a restructure plan to help make sure the company is well placed to operate effectively in this fiscal year and going forward given the current and projected economic reality. Budgets and liquidity management processes have been undertaken with consideration given for the associated risks of the various global challenges. After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and as such the Directors anticipate that the company will continue with its current operations. Accordingly, they continue to prepare the financial statements on a going concern basis. Further details regarding the adoption of the going concern basis of accounting can be found in the accounting policies (note 2) in the financial statements.

Approved by the Board on December 7, 2022 | 10:44:22 EST
and signed on its behalf by:

DocuSigned by:

David Dunbar

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D A Dunbar

Director

Spincraft ETG Limited

Directors' Report for the Year Ended 30 June 2021

The directors present their report and the audited financial statements for the year ended 30 June 2021.

Directors of the company

The directors who held office during the year and to the date of signing this report were as follows:

D A Dunbar
L Paolillo

Dividends

Dividends paid during the year comprise an interim dividend of £Nil in respect of the year ended 30 June 2021 (2020 - £1,200,000). The directors do not recommend payment of a final dividend (2020: £nil).

Financial risk management

Objectives and policies

The company has an established, structured approach to risk management. The company's activities expose it to a variety of financial risks such as credit, liquidity and cash flow, and interest rate risks. The company has adopted risk management policies that seek to mitigate these risks in a cost effective manner. Financial assets that expose the company to financial risk consist primarily of trade receivables and cash. Financial liabilities that expose the company to financial risk consist primarily of trade payables and bank borrowings.

Credit risk, liquidity risk and interest rate risk

Credit risk is the risk of loss in value of financial assets due to counterparties failing to meet all or some of their obligations. The company performs on-going credit evaluation of its customers' financial condition in order to mitigate this risk.

Liquidity risk is the risk that the company does not have sufficient liquid assets to meet its obligations as they fall due. Liquidity is maintained at a prudent level and the company ensures that there is an adequate liquidity buffer to cover contingencies. The company maintains sufficient cash and open committed credit lines from its bankers to meet its funding requirements.

Interest rate risk is the risk that interest rates move in such a way as to make borrowing costs unaffordable. This risk is not perceived as being material to the company as the borrowing agreements in place are at fixed rates of interest.

The company's principal transactions in foreign currency arise directly from the company's operating activities. The main risk arises from the movement in the Euro exchange rate. The company does not consider the risk to be of such significance to warrant any hedging activity.

Information included in the Strategic Report

In accordance with section 414 of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 the company has chosen to include a strategic report.

The information in this report covers the future developments and forms part of this report by cross reference.

Spincraft ETG Limited

Directors' Report for the Year Ended 30 June 2021 (continued)

Going concern

A review of the company's business activities together with the factors likely to affect its future performance and financial position are set out in the Strategic Report. The Directors' Report includes the policies and objectives for managing the company's financial risk and sets out the financial resources available to the company.

The company has prepared detailed forecasts and projections for a period of at least 12 months from the date of signing these financial statements. These have been sensitised to consider severe but plausible scenarios resulting in a decline in trading performance. The company's forecasts and projections show that the company is expected to continue to have a sufficient level of financial resources available through its current and future cash resources. The directors therefore consider that the company is well placed to manage its business risks successfully despite the economic uncertainty. The directors have also received confirmation from the ultimate parent company, Standex International Corporation Inc, of its continued financial support for at least 12 months from the approval of these financial statements.

Whilst all expectations of the future are inherently uncertain due to the current circumstances, after making enquiries, and alongside parent company support, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to prepare the financial statements on a going concern basis.

Directors' liabilities

The company has made qualifying third party indemnity provisions for the benefit of its director, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party provision remains in force at the date of this report.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant audit information that they know of and of which they know the auditors are unaware.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Reappointment of auditor

Deloitte LLP were appointed to the company on 12 May 2022 and are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on December 7, 2022 | 10:44:22 EST
and signed on its behalf by:

DocuSigned by:



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D A Dunbar

Director

Spincraft ETG Limited

Statement of Directors' Responsibilities

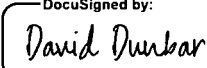
The directors acknowledge their responsibilities for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

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

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Board on December 7, 2022, 10:44:22 EST and signed on its behalf by:

DocuSigned by:

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D A Dunbar
Director

Spincraft ETG Limited

Independent Auditor's Report to the Members of Spincraft ETG Limited

Report on the audit of the financial statements

Qualified opinion

In our opinion, except for the possible effects of the matters described in the basis for qualified opinion section of our report, the financial statements of Spincraft Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 30 June 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of income and retained earnings;
- the statement of financial position; and
- the related notes 1 to 20.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for qualified opinion

Included in the financial statements at 30 June 2021 are amounts due to group undertakings of £2,236,093 and amounts due by group undertakings of £73,191. Of these balances, for a net credit position of £2,161,490 we were unable to obtain sufficient appropriate audit evidence because management does not have financial information dating back to the inception of some of these balances.

Furthermore, we were not appointed as auditor of the company until after 30 June 2021 and thus did not observe the counting of physical inventories at the end of the year. We were unable to satisfy ourselves by alternative means concerning the inventory quantities held at 30 June 2021, which were included in the balance sheet at £1,399,967, by using other audit procedures.

Consequently, we were unable to determine whether any adjustment to this amount was necessary. In addition, were any adjustment to the inventory and intercompany balance to be required, the strategic report would also need to be amended.

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Spincraft ETG Limited

Independent Auditor's Report to the Members of Spincraft ETG Limited (continued)

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 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.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's 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.

As described in the basis for qualified opinion section of our report, we were unable to satisfy ourselves concerning the inventory quantities of £1,399,967, held as at 30 June 2021 and net intercompany balances of £2,161,490 held as at 30 June 2021. We have concluded that where the other information refers to the inventory balance, intercompany balances, or related balances such as cost of sales, it may be materially misstated for the same reason.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Spincraft ETG Limited

Independent Auditor's Report to the Members of Spincraft ETG Limited (continued)

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team including relevant internal specialists such as IT specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address it are described below:

- **Revenue recognition:** Revenue carries a presumed significant risk due to fraud in the current year. The significant risk has been focused on cut-off, based on the shipping terms and locations of customers. It is primarily focused on pre year-end sales due to timing of shipping and the associated revenue recognition. The procedures performed to address this risk included testing the design and implementation of relevant controls and performing test of detail by tracing transactions from the general ledger either side of year end to invoices and related shipping documents and cash receipts.'

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

Spincraft ETG Limited

Independent Auditor's Report to the Members of Spincraft ETG Limited (continued)

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, except for the possible effects of the matters described in the basis for qualified opinion section of our report, based on the work undertaken in the course of the audit:

- the information given in the 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 strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Except for the possible effects of the matters described in the basis for qualified opinion section of our report, in the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Arising solely from the limitation on the scope of our work relating to inventory and intercompany balances, referred to above:

- we have not obtained all the information and explanations that we considered necessary for the purpose of our audit; and
- we were unable to determine whether adequate accounting records had been kept.

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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.


We have nothing to report in respect of these matters.

Spincraft ETG Limited

Independent Auditor's Report to the Members of Spincraft ETG Limited (continued)

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

D270F4A68E02414.....
Matthew Smith
Senior Statutory Auditor
for and on behalf of Deloitte LLP
Statutory Auditor,
Hanover Building
Corporation Street
Manchester
M4 4AH

Date: December 7, 2022 | 10:44:22 EST

Spincraft ETG Limited

Statement of Comprehensive Income and Retained Earnings for the Year Ended 30 June 2021

	Note	2021 £	2020 £
Turnover	3	6,514,652	11,225,553
Cost of sales		<u>(3,997,939)</u>	<u>(6,908,267)</u>
Gross profit		2,516,713	4,317,286
Distribution costs		(75,543)	(135,573)
Administrative expenses		(2,221,264)	(2,621,012)
Other operating expense	4	<u>(70,780)</u>	<u>(181,866)</u>
Operating profit	5	<u>149,126</u>	<u>1,378,835</u>
Profit before tax		149,126	1,378,835
Taxation	9	<u>(80,150)</u>	<u>(267,393)</u>
Profit and total comprehensive income for the financial year		68,976	1,111,442
Retained earnings brought forward		6,740,895	6,829,453
Dividends paid		<u>-</u>	<u>(1,200,000)</u>
Retained earnings carried forward		<u>6,809,871</u>	<u>6,740,895</u>

The above results were derived from continuing operations.

The company has no recognised comprehensive income for the year other than the results above.

The notes on pages 14 to 28 form an integral part of these financial statements.

Spincraft ETG Limited**(Registration number: 00556473)****Statement of Financial Position as at 30 June 2021**

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	10	190,156	263,299
Tangible assets	11	<u>1,173,365</u>	<u>1,390,104</u>
		<u>1,363,521</u>	<u>1,653,403</u>
Current assets			
Stocks	12	1,399,967	1,213,344
Debtors	13	4,281,207	5,852,032
Cash at bank and in hand		<u>1,578,929</u>	<u>1,724,687</u>
		7,260,103	8,790,063
Creditors: Amounts falling due within one year	14	<u>(1,663,753)</u>	<u>(3,552,571)</u>
Net current assets		<u>5,596,350</u>	<u>5,237,492</u>
Net assets		<u>6,959,871</u>	<u>6,890,895</u>
Capital and reserves			
Called up share capital		150,000	150,000
Profit and loss account	17	<u>6,809,871</u>	<u>6,740,895</u>
Total equity		<u>6,959,871</u>	<u>6,890,895</u>

December 7, 2022 | 10:44:22 EST

Approved and authorised by the Board on and signed on its behalf by:

DocuSigned by:

David Dunbar

DD142608E2B540B:.....

D A Dunbar
Director

The notes on pages 14 to 28 form an integral part of these financial statements.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021

1 General information

The company is a private company limited by share capital, incorporated in United Kingdom and registered in England & Wales.

The address of its registered office is The Scalpel, 18th Floor, 52 Lime Street, London, EC3M 7AF.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and with the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

These financial statements are prepared in sterling, which is the functional currency of the entity.

Summary of disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of Standex International Corporation Inc which can be obtained from 11 Keewaydin Drive, Salem, New Hampshire 03079, United States of America. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- (a) No cash flow statement has been presented for the company.
- (b) Disclosures in respect of financial instruments have not been presented.
- (c) No disclosure has been given for the aggregate remuneration of key management personnel.

The company has taken advantage of the exemption available under paragraph 33.1A of FRS 102 and does not disclose related party transactions with members of the same group that are wholly owned.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Going concern

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report on page 2. In addition to Brexit and Covid-19, as outlined in the strategic report, the current economic conditions continue to create an element of uncertainty over demand for the company's products and services.

The Company has prepared detailed forecasts and projections to June 2022. These have been sensitised to consider severe but plausible scenarios resulting in a decline in trading performance. The company's forecasts and projections show that the company is expected to continue to have a sufficient level of financial resources available through its current and future cash resources. The directors therefore consider that the company is well placed to manage its business risks successfully despite the economic uncertainty.

Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are considered to be no significant judgements that management has made in the process of applying the entity's accounting policies which affect the amounts recognised in the financial statements.

Key sources of estimation uncertainty

Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. There are considered to be no key assumptions or other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Government grants

Grants received under the Coronavirus Job Retention Scheme are recognised in the period to which the claim relates.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Foreign currency transactions and balances

In preparing the financial statements, transactions in currencies other than the functional currency are recognised at the spot rate at the dates of the transactions, or at an average rate where this rate approximates an actual rate at the date of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost are not retranslated.

Exchange differences are recognised within administrative expenses in the Statement of Income and Retained Earnings in the period in which they arise.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income or directly in equity is also recognised directly in other comprehensive income or directly in equity, respectively.

Current tax is recognised as taxable profit for the current and past periods. The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised in respect of all timing differences between taxable profits and profits reported in the financial statements. Unrelieved tax losses and other deferred tax assets are recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference.

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets to the P&L, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Long leasehold property	50 years straight line
Plant and machinery	4 to 15 years straight line
Motor vehicles	4 years straight line

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at revalued amounts, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses.

Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

Amortisation

Amortisation is provided on intangible assets so as to write off the cost to Administrative expenses within the P&L, less any estimated residual value, over their useful life as follows:

Asset class	Amortisation method and rate
Development costs	Straight line over the length of the customer contract
Software	Straight line over the life of the asset

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Development policy

Development expenditure incurred is capitalised as an intangible asset only when all of the following criteria are met:

- 1) It is technically feasible to complete the intangible asset so that it will be available for use or sale;
- 2) There is the intention to complete the intangible asset and use or sell it;
- 3) There is the ability to use or sell the intangible asset;
- 4) The use or sale of the intangible asset will generate probable future economic benefits;
- 5) There are adequate technical, financial and other resources available to complete the development and to use or sell the intangible asset; and
- 6) The expenditure attributable to the intangible asset during its development can be measured reliably.

Expenditure that does not meet the above criteria is expensed as incurred.

Development costs have been capitalised in accordance with FRS 102 Section 18 Intangible Assets other than Goodwill and are therefore not treated for dividend purposes, as a realised loss.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

The cost of finished goods and work in progress comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. During the year, stocks are assessed for impairment. If stocks are 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.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Finance leases and hire purchase contracts

Assets held under finance leases and hire purchase contracts are recognised in the statement of financial position as assets and liabilities at the lower of the fair value of the assets and the present value of the minimum lease payments, which is determined at the inception of the lease term. Any initial direct costs of the lease are added to the amount recognised as an asset.

Lease payments are apportioned between the finance charges and reduction of the outstanding lease liability using the effective interest method. Finance charges are allocated to each period so as to produce a constant rate of interest on the remaining balance of the liability.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared or in respect of the company's final dividend, approved by shareholders.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

Defined contribution pension obligation

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

Financial instruments

Classification

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Recognition and measurement

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Basic financial liabilities, including creditors, bank loans and loans from fellow group companies, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

2 Accounting policies (continued)

The Directors have also received confirmation from the ultimate parent company, Standex International Corporation, of its continued financial support for 12 months from the approval of these financial statements.

Whilst all expectations of the future are inherently uncertain due to the current circumstances, after making enquiries, and alongside parent company support, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to prepare the financial statements on a going concern basis.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

3 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	2021 £	2020 £
Sale of goods	<u>6,514,652</u>	<u>11,225,553</u>

The analysis of the company's turnover for the year by market is as follows:

	2021 £	2020 £
UK	4,898,136	7,558,053
Europe	876,841	1,660,353
Rest of world	<u>739,675</u>	<u>2,007,147</u>
	<u>6,514,652</u>	<u>11,225,553</u>

4 Other operating expense

The analysis of the company's other operating expense for the year is as follows:

	2021 £	2020 £
Miscellaneous other operating expense	<u>(70,780)</u>	<u>(181,866)</u>

5 Operating profit

Arrived at after charging

	Note	2021 £	2020 £
Depreciation expense	11	269,239	272,924
Amortisation expense	10	73,143	117,677
Foreign exchange losses		<u>9,175</u>	<u>50,186</u>

6 Staff costs

The aggregate payroll costs were as follows:

	2021 £	2020 £
Wages and salaries	1,394,223	2,221,347
Social security costs	166,841	238,375
Pension costs, defined contribution scheme	<u>79,737</u>	<u>107,923</u>
	<u>1,640,801</u>	<u>2,567,645</u>

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

6 Staff costs (continued)

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

	2021 No.	2020 No.
Production	19	29
Administration and support	17	23
	<u>36</u>	<u>52</u>

7 Directors' remuneration

There were no paid directors in the current year or prior year.

8 Auditor's remuneration

	2021 £	2020 £
Audit of the financial statements	21,000	18,200
Non audit fees in the year were £nil (2020: £nil).		

9 Taxation

Tax charged/(credited) in the income statement

	2021 £	2020 £
Current taxation		
UK corporation tax	47,148	265,591
UK corporation tax adjustment to prior periods	<u>54,378</u>	<u>1,655</u>
	<u>101,526</u>	<u>267,246</u>
Deferred taxation		
Arising from origination and reversal of timing differences	(15,605)	2,136
Arising from changes in tax rates and laws	(5,771)	(506)
Arising from previously unrecognised tax loss, tax credit or temporary difference of prior periods	<u>-</u>	<u>(1,483)</u>
Total deferred taxation	<u>(21,376)</u>	<u>147</u>
Tax expense in the statement of comprehensive income	<u>80,150</u>	<u>267,393</u>

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

9 Taxation (continued)

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2020 - higher than the standard rate of corporation tax in the UK) of 19% (2020 - 19%).

The differences are reconciled below:

	2021 £	2020 £
Profit before tax	149,126	1,378,835
Corporation tax at standard rate	28,334	261,979
Effect of expense not deductible in determining taxable profit (tax loss)	30	5,748
Deferred tax credit relating to changes in tax rates or laws	(5,771)	(506)
Increase in UK and foreign current tax from adjustment for prior periods	54,377	172
Tax increase from effect of depreciation on ineligible assets	5,508	-
Tax decrease from fixed asset investment credit	(2,328)	-
Total tax charge	80,150	267,393

Deferred tax

Deferred tax assets and liabilities

	Asset £
2021	
Accelerated capital allowances	24,045
2020	
Accelerated capital allowances	2,670

In the Spring Budget 2020, the Government announced that from 1 April 2020 the corporation tax rate would remain at 19% (rather than reducing to 17% as previously enacted). This new law was deemed substantively enacted on 17 March 2020. In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase from 19% to 25%. This new law was deemed substantively enacted on 24 May 2021 and the deferred tax balances at the year end have been calculated based on this rate.

On 23 September 2022, the Chancellor of the Exchequer announced that the planned tax rate change to 25% would no longer be implemented and that the main rate would remain at 19%. Because the enacted rate at the balance sheet date was 25% this announcement does not represent an adjusting event and the company's deferred tax balances as at 31 December 2021 are still calculated at that higher rate. This reduction will be recognised in 2022.

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

10 Intangible assets

	Development costs £	Software £	Total £
Cost or valuation			
At 1 July 2020	324,308	239,050	563,358
At 30 June 2021	324,308	239,050	563,358
Amortisation			
At 1 July 2020	221,250	78,809	300,059
Amortisation charge	24,631	48,512	73,143
At 30 June 2021	245,881	127,321	373,202
Carrying amount			
At 30 June 2021	78,427	111,729	190,156
At 30 June 2020	103,058	160,241	263,299

11 Tangible assets

	Long leasehold property £	Plant and machinery £	Total £
Cost or valuation			
At 1 July 2020	788,757	5,929,579	6,718,336
Additions	-	56,868	56,868
Disposals	-	(106,982)	(106,982)
At 30 June 2021	788,757	5,879,465	6,668,222
Depreciation			
At 1 July 2020	475,020	4,853,212	5,328,232
Charge for the year	28,664	240,575	269,239
Eliminated on disposal	-	(102,614)	(102,614)
At 30 June 2021	503,684	4,991,173	5,494,857
Carrying amount			
At 30 June 2021	285,073	888,292	1,173,365
At 30 June 2020	313,737	1,076,367	1,390,104

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

12 Stocks

	2021	2020
	£	£
Raw materials and consumables	282,932	135,854
Work in progress	969,378	613,393
Finished goods and goods for resale	147,657	464,097
	<u>1,399,967</u>	<u>1,213,344</u>

13 Debtors

		2021	2020
	Note	£	£
Trade debtors		1,862,361	1,810,263
Amounts owed by group undertakings		2,236,093	3,840,614
Other debtors		-	57,210
Prepayments		158,708	141,275
Deferred tax assets	9	24,045	2,670
		<u>4,281,207</u>	<u>5,852,032</u>

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

14 Creditors

	2021	2020
	£	£
Due within one year		
Trade creditors	1,046,967	1,325,615
Amounts due to group undertakings	73,191	1,647,391
Social security and other taxes	132,326	224,010
Other creditors	122,817	69,642
Accrued expenses	288,452	285,913
	<u>1,663,753</u>	<u>3,552,571</u>

Corporation tax liabilities have been reclassified into Amounts owed by group undertakings as there is a Group payment arrangement.

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

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

15 Pension and other schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension charge to the profit and loss for the year represents contributions payable by the company to the scheme and amounted to £79,737 (2020 - £107,923).

Contributions totalling £15,101 (2020 - £20,199) were payable to the scheme at the end of the year and are included in creditors.

16 Share capital

Allotted, called up and fully paid shares

	No.	2021 £	No.	2020 £
Ordinary shares of £1 each	<u>150,000</u>	<u>150,000</u>	<u>150,000</u>	<u>150,000</u>

Rights, preferences and restrictions

The Ordinary shares carry the right to vote, on the basis of one vote for every ordinary share, and to receive dividends.

17 Reserves

Profit and loss account

This reserve records retained earnings of the company.

18 Obligations under leases and hire purchase contracts

Operating leases

The total of future minimum lease payments is as follows:

	2021 £	2020 £
Not later than one year	122,640	121,025
Later than one year and not later than five years	91,904	157,786
Later than five years	<u>502,408</u>	<u>512,758</u>
	<u>716,952</u>	<u>791,569</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £127,582 (2020 - £143,082).

Spincraft ETG Limited

Notes to the Financial Statements for the Year Ended 30 June 2021 (continued)

19 Dividends

Interim dividends paid

	2021	2020
	£	£
Interim dividend of £Nil (2020 - £8) per each Ordinary share	-	1,200,000

20 Related party transactions

The company has taken advantage of the exemption under Section 33 of FRS 102 from disclosing transactions with members or investees of the Standex International Corporation Inc. group.

21 Parent and ultimate parent undertaking

The company's immediate parent is Precision Engineering International Limited, incorporated in England and Wales.

The ultimate parent is Standex International Corporation Inc, incorporated in Delaware, United States of America.

The parent of the smallest and largest group in which these financial statements are consolidated is Standex International Corporation Inc. These financial statements are available upon request from its registered address 11 Keewaydin Drive, Salem, New Hampshire 03079, United States of America.

The ultimate controlling party is Standex International Corporation Inc.