

Company Registration No. 01641399 (England and Wales)

**LINDAB LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

TUESDAY



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COMPANIES HOUSE

# LINDAB LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	I T Robertson O H G Ranstam J P E Arkestad (resigned 11 <sup>th</sup> April 2023) S J L Ynner (appointed 11 <sup>th</sup> April 2023)
<b>Joint Company Secretaries</b>	Goodwille Limited R H Evans
<b>Company number</b>	01641399
<b>Registered office</b>	Units 9-10 Carousel Way Riverside Business Park Northampton Northamptonshire NN3 9HG
<b>Auditor</b>	Ellacotts Audit Services Limited Countrywide House 23 West Bar Banbury OX16 9SA United Kingdom
<b>Bankers</b>	Nordea Bank Finland Plc 6 <sup>th</sup> Floor 5 Aldermanbury Square London EC2V 7AZ

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# **LINDAB LIMITED**

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# **LINDAB LIMITED**

## **STRATEGIC REPORT**

### **FOR THE YEAR ENDED 31 DECEMBER 2022**

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The directors present the strategic report for the year ended 31 December 2022, in compliance with s414C of the Companies Act 2006.

#### **Review of Business**

Lindab Limited is principally engaged in the manufacturing and distribution of steel ducting, associated fittings, and other sheet metal products to the construction industry. Its products are distinguished by their high quality, ease of assembly, energy efficiency and environmentally friendly design.

Lindab Limited has two fully owned subsidiary, Ductmann Limited (Company Registration 02887867), a manufacturer of rectangular ducting and Disys Technologies Ltd (Company Registration 04226796) a manufacturer of damper controls, both companies product ranges and complimentary customer base are seen as a good fit within the Lindab brand.

Lindab Limited is a wholly owned subsidiary of Lindab International AB which is listed on Stockholm's stock exchange. Details of the group review of the year are available on [www.lindab.com](http://www.lindab.com). The group has a strong financial position and is committed to the development of Lindab Limited in the UK market.

The majority of the company's customers are other distributors, installation companies and building contractors in the construction industry. The products that the company distributes are primarily for the commercial building sector with a small proportion sold to the residential construction market. Lindab Limited has a market leading position within the supply of circular ventilation products with an unrivalled national distribution network.

The directors have continued to foster good relationships with all third-party partners during the year, there has been particular focus during 2022 on improving customer services levels with significant investment in distribution facilities during the year.

The company regularly canvasses customer satisfaction and adheres to strict supplier conformance criteria to ensure we are continually improving our service to the customer whilst providing feedback to our supply chain to encourage further improvements to products and services.

The directors have communicated with stakeholders continuing to promote the best interest of the shareholders, for example, in strong price negotiations with suppliers.

The construction industry was quite flat throughout 2022 but with sales price increases relating to supply side cost price increases resulted in total turnover increasing to £65,883,000 (2021 - £59,472,000) whilst gross profit margin decreased slightly to 32% (2021 - 33%). The company feels that the decision to retain the branch network and distribution infrastructure during the economic turbulence has been vindicated in the results below.

The profit before tax for the year decreased to £3,886,000 (2021 - £5,131,000).

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

	<b>2022</b>	<b>2021</b>	<b>Change</b>
	<b>£000</b>	<b>£000</b>	<b>%</b>
Turnover	65,883	59,472	+11%
Gross profit	20,794	19,678	+6%
Profit before tax	3,886	5,131	-24%

Given the prevailing market conditions the directors are satisfied the above KPIs reflect a good performance and the company is providing positive outcomes for the shareholders.

**LINDAB LIMITED**  
**STRATEGIC REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**Future Developments**

Lindab Limited is dependent on the market conditions for the construction industry and investment in commercial, residential, and public buildings. Considering the analysis from Euroconstruct for the UK Construction Industry, and other Geo-political factors we anticipate market conditions for 2023 to continue to be affected by the fairly low level of investment that has led to a historically comparable low level of demand. Improved building regulations and legislation within the energy efficiency environment area, already implemented and planned, will favour Lindab Limited's products in the mid to long term due to the higher technical specification of Lindab product compared to our competitors.

**Section 172 Statement**

The directors are well aware of their duty under s.172 of the Companies Act 2006 to act in the way in which they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole and, in doing so, to have regard to the following;

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct ; and
- the need to act fairly as between members of the Company.

As well as the comprehensive implementation and enforcement of these principles, we have taken specific steps to address the s.172(1) matters individually as follows.

- The directors consider economic forecast data, both nationally and specific to our industry, when making decisions, acting in the best interests of all parties, for the long term benefit of stakeholders
- The directors regularly canvass the company employees via an annual employee satisfaction survey, annual on-to-one personal development talks and employee representation on important committees, e.g. Health & Safety Committee
- The directors are in regular communication with customers, suppliers and other interested parties, the company is well represented in relevant trade associations and trade bodies
- The directors consider the community and the environment when conducting business, examples being maximum allowable CO2 emissions on company vehicles and gradual conversion to hybrid/electric fleet
- The company has a strong code of ethics and anti-bribery policies in place, from time to time the company has a legal audit performed by external lawyers to ensure we meet the requirements of competition law
- The directors operate a fair and arms length approach when dealing with all members of the company, for example an anonymous whistle blower facility is available to all employees via the companies intranet, it is managed by Group legal department.

**LINDAB LIMITED**  
**STRATEGIC REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**Principal Risks and Uncertainties**

***Competitive Risks***

Lindab Limited operates in competitive markets but the directors are confident that since the turnover of the company is spread over multiple product lines, geographical regions, and a loyal, mature customer base there is a minimal risk to the business.

***Legislative Risks***

In a number of the areas in which the company operates there are elevated levels of legislation. Examples of such legislation would include Health & Safety and Environmental legislation. The company has processes in place that ensure compliance with such legislation.

***Financial Risks***

The business is currently in a strong financial position and can meet debts as they become due. The current economic difficulties are challenging but the directors are confident that because of the strong balance sheet and actions taken the business can withstand these pressures. The directors are aware of potential for bad debts but through a combination of credit insurance, strongly enforced credit control procedures and a widespread customer base we believe the company is well placed to minimise impact of bad debt.

***Exposure to Price, Liquidity and Cash Flow Risks***

Lindab Limited is dependent on the supply of steel and therefore, the price of steel has a direct impact on the company's cost of goods sold. These price pressures are a well-known global market issue, not unique to Lindab Limited, and the company expects to be able to pass on any increases.

The spread of different product lines and varied customer base reduces the potential adverse impact of any risks related to cash flow and liquidity. The directors believe that the company has sufficient funds available to withstand difficulties which may arise in the next 12 months.

***Brexit Risk***

Lindab Limited have considered the potential effect of various Brexit scenarios upon the business and consider the potential negative effects of Brexit to be minimal. Purchases by Lindab Limited from the EU countries accounts for about 20% of total purchases. Currently all products we import from EU countries are tariff free. We also import smaller volumes from outside the EU and pay import duty for those goods in the range of 3% - 5%.

***Covid-19 Risk***

In response to the COVID-19 pandemic and global market volatility, Lindab has activated robust business continuity plans to minimise disruptions to the business and adapt to evolving market conditions. Our top priority is the health and safety of our staff, customers, and the communities in which we operate. We have taken appropriate precautions in this regard while continuing to deliver products and services to meet our customers' needs. To that end, we are following the advice of health authorities in the UK. We have implemented social distancing, team separation, and extensive work from home initiatives, as well as eliminated all non-essential travel.

We remain well-positioned to serve customers with the social distancing rules applied. All of our branch operations currently remain open. As conditions evolve, we will adjust our plans in line with our business continuity protocols, with employee, customer and community health and safety as our highest priority. We recognise, however, that the effects of the COVID-19 pandemic and government or customer actions to respond could ultimately be materially disruptive for Lindab.

Lindab is in a strong financial position whilst also being an important player in the construction industry. This together with the company's diverse customer base and the support of the Lindab Group means the company is in a strong position overcome the difficulties COVID-19 may have on the company and the sector.

**LINDAB LIMITED**  
**STRATEGIC REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

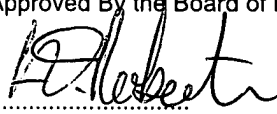
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***Climate Risk / Sustainability***

Lindab Limited strive to be an environmentally friendly company and attention is paid to minimise impact on the environment through low carbon initiatives and recycling of waste.

The directors consider that the wider impact of climate change is not a direct risk to the company's profitability, in fact as providers of energy efficient solutions to the ventilation industry there is the potential for growth opportunities in a marketplace where climate impact is becoming a crucial factor in the customer product selection process.

Approved By the Board of Directors and signed on its behalf.



**I T Robertson**  
**Director**

01/08/23

**LINDAB LIMITED**  
**DIRECTORS' REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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The directors present their annual report and audited financial statements for the year ended 31 December 2022.

**Principal activities**

The principal activities of the company are set out in the Strategic Report.

**Directors**

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

I T Robertson

O H G Ranstam

J P E Arkestad (resigned 11<sup>th</sup> April 2023)

S J L Ynner (appointed 11<sup>th</sup> April 2023).

**Results and dividends**

The results for the year are set out on page 10.

The directors propose a dividend of £3,100,000 based on 2022 results.

The directors paid a dividend of £2,500,000 in the year relating to 2021 results.

**Qualifying third party indemnity provisions**

The company has made qualifying third-party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

**Financial risk management objectives**

Potential risks affecting the performance and financial position of the company are set out in the Strategic Report.

**Going concern**

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Strategic Report.

The directors have, at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

**Disabled persons**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment within the company continues and that the appropriate training is arranged. It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

**Employee involvement**

The company places considerable value on the involvement of its employees and has continued its previous practice of keeping them informed on matters affecting them as employees and on the various economic factors affecting the performance of the company by way of monthly newsletters. Employees have annual personnel development talks and are actively encouraged to partake in company's activities, e.g. Health & Safety Committee etc.



# LINDAB LIMITED

## DIRECTORS' REPORT (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### Events After The End of The Reporting Period

There have been no adjusting or non-adjusting events after the reporting end date that require disclosure.

#### Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgements and accounting estimates that are reasonable and prudent.
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

#### Auditors

Each of the directors in office at the date of approval of this annual report confirms that:

- as far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all the steps that he / she ought to have taken as a director to make himself / herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

A resolution to reappoint Ellacotts Audit Services Ltd will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors and signed on its behalf.



I T Robertson  
Director

01/08/23

**LINDAB LIMITED**  
**INDEPENDENT AUDITOR'S REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**Opinion**

We have audited the financial statements of Lindab Limited (the 'company') for the year ended 31 December 2022 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 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 company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including 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 opinion.

**Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the 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.

We have nothing to report in this regard.

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

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

- the information given in the strategic report and directors' report for the financial year for which the financial statements are prepared are consistent with the financial statements; and
- the strategic report and directors' report have been prepared in accordance with applicable legal requirements.

**LINDAB LIMITED**  
**INDEPENDENT AUDITOR'S REPORT (CONTINUED)**  
**TO THE MEMBERS OF LINDAB LIMITED**

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

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

**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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. The risk is increased the more the compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission and misrepresentation.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also perform the following procedures:

- Enquiry of management, those charged with governance and the entity's solicitors (or in-house legal team) around actual and potential litigation and claims.
- Enquiry of entity staff in tax and compliance functions to identify any instances of non-compliance with laws and regulations.
- Reviewing minutes of meetings of those charged with governance.
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.
- Auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

**LINDAB LIMITED**  
**INDEPENDENT AUDITOR'S REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**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.

*David Stevens*

**David Stevens BA FCA**  
**Senior Statutory Auditor**  
**For and on behalf of Ellacotts Audit Services Limited**

**Chartered Accountants**  
**Statutory Auditor**

Countrywide House  
23 West Bar  
Banbury  
Oxfordshire  
OX16 9SA

Date: ..... *1 September 2023* .....

**LINDAB LIMITED**  
**INCOME STATEMENT**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

	Notes	2022 £000	2021 £000
Revenue	3	65,883	59,472
Cost of sales		(45,089)	(39,794)
<b>Gross profit</b>		20,794	19,678
Distribution costs		(523)	(425)
Administrative expenses		(16,775)	(14,453)
<b>Operating profit</b>	4	3,496	4,800
Investment income	7	465	345
Finance costs (net)	8	(75)	(14)
<b>Profit before taxation</b>		3,886	5,131
Tax on profit	9	(745)	(958)
<b>Profit for the financial year attributable to the equity shareholders of the Company.</b>		<u>3,141</u>	<u>4,173</u>

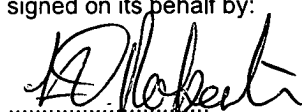
The income statement has been prepared on the basis that all operations are continuing operations.

The company has no items of comprehensive income in the current year or the prior year other than the profits reported in the year. Accordingly, no statement of comprehensive income is presented.

**LINDAB LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2022**

	Notes	2022 £000	2021 £000
<b>Fixed assets</b>			
Investments	12	6,282	3,100
Goodwill	13	3,820	4,756
Property, plant, and equipment	14	3,378	3,060
		<u>13,480</u>	<u>10,916</u>
<b>Current assets</b>			
Inventories	15	7,755	7,506
Trade and other receivables	16	16,342	15,435
Cash at bank and in hand	17	218	102
		<u>24,315</u>	<u>23,043</u>
<b>Creditors: amount falling due within one year</b>	18	<u>(14,627)</u>	<u>(11,401)</u>
<b>Net current assets</b>		<u>9,688</u>	<u>11,642</u>
<b>Total assets less current liabilities</b>		<u>23,168</u>	<u>22,558</u>
<b>Provisions for liabilities</b>	20	<u>(252)</u>	<u>(283)</u>
<b>Net assets</b>		<u>22,916</u>	<u>22,275</u>
<b>Equity</b>			
Called up share capital	23	16,525	16,525
Capital Contribution Reserve		209	209
Retained Earnings		6,182	5,541
<b>Shareholder funds</b>		<u>22,916</u>	<u>22,275</u>

The financial statements were approved by the board of directors and authorised for issue on ..... and are signed on its behalf by:



I T Robertson

Director

01/08/23

Company Registration No. 01641399

**LINDAB LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

	Notes	Called up share capital £000	Capital Contribution £000	Retained earnings £000	Total £000
<b>Balance at 1 January 2021</b>		16,525	209	3,390	20,124
<b>Year ended 31 December 2021:</b>					
Profit and total comprehensive income for the year		-	-	4,173	4,173
Dividend paid in year	11	-	-	(2,022)	(2,022)
<b>Balance at 31 December 2021</b>		16,525	209	5,541	22,275
<b>Year ended 31 December 2022:</b>					
Profit and total comprehensive income for the year		-	-	3,141	3,141
Dividend Paid in Year	11	-	-	(2,500)	(2,500)
<b>Balance at 31 December 2022</b>		16,525	209	6,182	22,916

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**1 Accounting policies**

**Company information**

Lindab Limited is a private company, limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is domiciled and registered in England and Wales. The registered office is Units 9-10 Carousel Way, Riverside Business Park, Northampton, Northamptonshire, NN3 9HG.

Lindab Limited is a wholly owned subsidiary of Lindab International AB and therefore the company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated financial statements. The financial statements present information about the company as an individual entity and not about its group. The results of Lindab Limited are included in the consolidated financial statements of this group which are available to the public and may be obtained from Lindab International AB, Järnväsgatan 41, Greve Bastad, Sweden 269-82.

**1.1 Accounting convention**

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £000.

The financial statements have been prepared on the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The principal accounting policies adopted are set out below.

Lindab Limited meets the definition of a qualifying entity under FRS102 and has therefore taken advantage of disclosure exemptions available to it in respect of its own financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management.

**1.2 Going concern**

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

**1.3 Revenue**

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT, and other sales related taxes. Interest income originating from bank accounts or late debtor payments is reported as investment income on an accrual's basis (see note 7).



# LINDAB LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies (continued)

##### 1.4 Intangible fixed assets - goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised, and written off on a straight-line basis over its useful economic life, which is 20 years. Provision is made for any impairment.

The directors are satisfied that the profits generated since the introduction of the goodwill fully supports the useful economic life of 20 years as stated and any impairments tests will be satisfied.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are assessed for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is subsequently reversed if, and only if, the reasons for the impairment loss have ceased to apply.

##### 1.5 Property, plant and equipment

Property, plant, and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised to write off the cost or valuation of assets less their residual values on a straight-line basis over their useful lives on the following bases:

Land and buildings Freehold	- 25 years
Leasehold improvements	- 10 years or the term of the lease whichever is the shorter
Plant, machinery, fixtures, and equipment	- 5 to 10 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset and is recognised in the income statement.

##### 1.6 Impairment of non-current assets

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible 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 to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**1 Accounting policies (continued)**

**1.6 Impairment of non-current assets (continued)**

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) 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 (or cash-generating unit) prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried in at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

**1.7 Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost 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, using the FIFO method of calculation.

Net realisable value is the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

**1.8 Cash and cash equivalents**

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

**1.9 Financial assets**

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all its financial instruments.

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets are classified into specified categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Basic financial assets, which include trade and other receivables 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. Other financial assets classified as fair value through profit or loss are measured at fair value.

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**1 Accounting policies (continued)**

**1.9 Financial assets (continued)**

***Loans and receivables***

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

***Impairment of financial assets***

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, because of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. The impairment loss is recognised in profit or loss.

***De-recognition of financial assets***

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and all the risks and rewards of ownership to another entity.

**1.10 Financial liabilities**

Basic financial liabilities are initially measured at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Other financial liabilities classified as fair value through profit or loss are measured at fair value.

***Other financial liabilities***

Other financial liabilities are initially measured at fair value, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the net carrying amount on initial recognition.

***De-recognition of financial liabilities***

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

**1.11 Taxation**

The tax expense represents the sum of the tax currently payable and deferred tax.

***Current tax***

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**1 Accounting policies (continued)**

**1.11 Taxation (continued)**

***Deferred tax***

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled, or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

**1.12 Provisions**

Provisions are recognised when the company has a legal or constructive present obligation because of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, considering the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value the unwinding of the discount is recognised as a finance cost in profit or loss in the year it arises.

**1.13 Employee benefits**

The costs of short-term employee benefits are recognised as a liability and an expense unless those costs are required to be recognised as part of the cost of stock or non-current assets.

**1.14 Retirement benefits**

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

**1.15 Leases**

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight-line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

**1.16 Foreign exchange**

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the income statement for the year.

**LINDAB LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**2 Critical accounting estimates and judgements**

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

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

There are no key accounting estimates or judgements that would lead to a material movement in the following 12 months.

**3 Revenue**

Turnover is attributable to the manufacture and distribution of steel ducting and associated fittings and other steel metal products within the UK.

An analysis of the company's revenue is as follows:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
<b>Turnover</b>		
Sale of goods	<u>65,883</u>	<u>59,472</u>

**4 Operating profit**

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Operating profit for the year is stated after charging/(crediting):		
Government COVID-19 / CJRS Support Income	-	(22)
Exchange (gains)/losses	224	(85)
Fees payable to the company's auditors for the audit of the company's financial statements	21	20
Depreciation of owned property, plant, and equipment	456	347
Amortisation of intangible assets	936	936
Cost of inventories recognised as an expense	37,142	33,233
Operating lease charges	<u>3,455</u>	<u>3,269</u>

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**5 Employees**

The average monthly number of persons (including directors) employed by the company during the year was:

	<b>2022</b>	<b>2021</b>
	<b>Number</b>	<b>Number</b>
Production staff	47	47
Warehouse staff	123	114
Administrative staff	155	153
	<u>325</u>	<u>314</u>

Their aggregate remuneration comprised:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Wages and salaries	9,909	9,005
Social security costs	1,007	864
Pension costs	419	385
	<u>11,335</u>	<u>10,254</u>

**6 Directors' remuneration**

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Remuneration for qualifying services	162	127
Company pension contributions to defined contribution schemes	20	19
	<u>182</u>	<u>146</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2021 – 1).

Remuneration disclosed above include the following amounts paid to the highest paid director:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Remuneration for qualifying services	162	127
Company pension contributions to defined contribution schemes	20	19
	<u>182</u>	<u>146</u>

**LINDAB LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2022**

<b>7</b>	<b>Investment income</b>	<b>2022</b>	<b>2021</b>
		<b>£000</b>	<b>£000</b>
	<b>Interest income</b>		
	Other interest income	4	1
	Dividend from Subsidiary	461	344
		<u>          </u>	<u>          </u>
	Total income	465	345
		<u>          </u>	<u>          </u>
<b>8</b>	<b>Finance costs</b>	<b>2022</b>	<b>2021</b>
		<b>£000</b>	<b>£000</b>
	Interest payable to group undertakings	68	14
	Interest payable to non-group	7	-
		<u>          </u>	<u>          </u>
<b>9</b>	<b>Taxation</b>	<b>2022</b>	<b>2021</b>
		<b>£000</b>	<b>£000</b>
	<b>Current tax</b>		
	UK corporation tax on profits for the current year	745	958
	Adjustments in respect of prior years	-	-
		<u>          </u>	<u>          </u>
	Total current tax	745	958
		<u>          </u>	<u>          </u>
	<b>Deferred tax</b>		
	Origination and reversal of timing differences	-	-
		<u>          </u>	<u>          </u>
	Total deferred tax	-	-
		<u>          </u>	<u>          </u>
	Total tax charge	745	958
		<u>          </u>	<u>          </u>

**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**9 Taxation (continued)**

The charge for the year can be reconciled to the profit per the income statement as follows:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Profit before taxation	3,886	5,131
Expected tax charge based on a corporation tax rate of 19% (2021 – 19%)	738	975
Tax effect of expenses that are not deductible in determining taxable profit	6	(15)
Adjustments in respect of prior years	-	-
Capital allowances in excess of depreciation	-	-
Other short-term timing differences	(1)	(2)
Tax expense for the year	745	958

**10 Deferred taxation**

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	<b>Assets</b>	<b>Assets</b>
	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
<b>Balances:</b>		
Accelerated capital allowances	-	-
Other timing differences	3	3
	3	3

Deferred tax asset reduced due to utilisation of previous year timing differences and current year additions off set against annual investment allowance.

**11 Dividends**

The directors authorised a dividend payment during the year of £2,500,000 (2021 - £2,022,524).



**LINDAB LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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**12 Investments**

Lindab Limited holds 100% of the ordinary shares in the following two wholly owned subsidiaries on 31 December 2022.

Both companies are incorporated in England and Wales being, Ductmann Limited, registration number 02887867 and Disys Technologies Limited, registration number 04226796

	<b>Investment £000</b>
<b>Cost</b>	
At 1 January 2022	4,905
Investments in year	3,182
	<u>8,087</u>
<b>Impairment</b>	
At 1 January 2022	1,805
Impairment charge	-
	<u>1,805</u>
<b>Carrying amount</b>	
At 31 December 2022	<u>6,282</u>
At 31 December 2021	<u>3,100</u>

**13 Goodwill**

	<b>Goodwill £000</b>
<b>Cost</b>	
At 1 January 2022 and 31 December 2022	18,709
<b>Amortisation and impairment</b>	
At 1 January 2022	13,953
Amortisation charged for the year	936
	<u>14,889</u>
<b>Carrying amount</b>	
At 31 December 2022	<u>3,820</u>
At 31 December 2021	<u>4,756</u>

# LINDAB LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 14 Property, plant, and equipment

	Land and buildings Freehold	Leasehold improvements	Plant, machinery, fixtures, and equipment	Total
	£000	£000	£000	£000
At 1 January 2022	53	3,270	7,738	11,061
Additions	-	304	470	774
Disposals	-	-	-	-
At 31 December 2022	<u>53</u>	<u>3,574</u>	<u>8,208</u>	<u>11,835</u>
<b>Depreciation and</b>				
At 1 January 2022	48	1,722	6,231	8,001
Depreciation charged in the	2	213	241	456
Depreciation on Disposals	-	-	-	-
At 31 December 2022	<u>50</u>	<u>1,935</u>	<u>6,472</u>	<u>8,457</u>
At 31 December 2022	<u>3</u>	<u>1,639</u>	<u>1,736</u>	<u>3,378</u>
At 31 December 2021	<u>5</u>	<u>1,548</u>	<u>1,507</u>	<u>3,060</u>

#### 15 Inventories

	2022 £000	2021 £000
Raw materials and consumables	875	1,124
Finished goods and goods for resale	6,880	6,382
	<u>7,755</u>	<u>7,506</u>

There is no material difference between the carrying value of stock and their replacement cost.

# LINDAB LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**FOR THE YEAR ENDED 31 DECEMBER 2022**

**16 Trade and other receivables**

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
<b>Amounts falling due within one year:</b>		
Trade receivables	14,860	13,980
Amount due from parent undertaking*	411	534
Other receivables	13	15
Prepayments	1,055	903
	<u>16,339</u>	<u>15,432</u>
Deferred tax asset	3	3
	<u>16,342</u>	<u>15,435</u>

\*Amounts due from parent undertaking result from trading, these are repayable on demand, non-interest bearing and unsecured.

**17 Cash at bank and in hand**

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Cash	218	102
	<u>218</u>	<u>102</u>

**18 Current liabilities**

	<b>Notes</b>	<b>2022</b>	<b>2021</b>
		<b>£000</b>	<b>£000</b>
Borrowings	19	4,291	2,307
Corporation tax payable		308	300
Other taxation and social security		319	271
Trade payables		6,951	6,635
Amount due to parent undertaking*		1,084	-
Other payables		191	181
Accruals and deferred income		1,483	1,707
		<u>14,627</u>	<u>11,401</u>

\*Amounts due to parent undertaking result from trading, these are repayable on demand, non-interest bearing and unsecured.

# LINDAB LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 19 Borrowings

	2022 £000	2021 £000
Loans from parent undertaking	4,291	2,307
Payable within one year	4,291	2,307

This borrowing relates to Lindab Group cash pool arrangement and given the nature of profits generated by Lindab Limited the directors are confident this borrowing will not be recalled for the foreseeable future. The borrowing is interest bearing.

#### 20 Provisions for liabilities

	2022 £000	2021 £000
Restructuring provision	252	283

Movements on provisions:

	Dilapidation provision £000
At 1 January 2022	283
Provisions Introduced	-
Utilisation of provision	(31)
At 31 December 2022	252

Provisions relate to dilapidation or significant repair cost on leased properties.

# LINDAB LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 21 Retirement benefit schemes

#### Defined contribution schemes

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit and loss in respect of defined contribution schemes was £419,000 (2021 - £385,000).

### 22 Operating lease commitments

At the reporting end date, the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2022	2021
	£000	£000
Within one year	3,015	3,003
Between one and five years	6,338	7,927
In over five years	4,657	5,619
	<u>14,010</u>	<u>16,549</u>

### 23 Called up share capital

	2022	2021
	£000	£000
Ordinary share capital		
Issued and fully paid		
16,525,000 of £1 each	<u>16,525</u>	<u>16,525</u>

### 24 Related party transactions

As a wholly owned subsidiary of Lindab International AB, the company meets the exemption requirements of FRS102, to disclose transactions with other owned members of the Group headed by Lindab International AB. There were no related party transactions other than those already disclosed in these financial statements.

### 25 Controlling party

The company's immediate parent undertaking is Lindab AB, a company incorporated in Sweden.

The ultimate parent undertaking and controlling party is Lindab International AB, a company incorporated in Sweden.

The largest and smallest group in which the results of the company are consolidated is Lindab International AB, a company incorporated in Sweden. The consolidated financial statements of this group are available to the public and may be obtained from Lindab International AB's registered address, Järnväsgatan 41, Grevie Bastad, Sweden 269-82. Lindab AB and Lindab International AB share the same registered office.