

Company No: 04968444 (England and Wales)

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SANDERSON GROUP LIMITED
Annual Report and Unaudited Financial Statements
For the financial year ended 31 December 2021



SANDERSON GROUP LIMITED

**Annual Report and Unaudited Financial Statements
For the financial year ended 31 December 2021**

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SANDERSON GROUP LIMITED

COMPANY INFORMATION

For the financial year ended 31 December 2021

DIRECTORS

N Marrison

H M Stein

REGISTERED OFFICE

Lincoln House

Ground Floor Suite

Wellington Crescent

Fradley Park

Lichfield

WS13 8RZ

United Kingdom

COMPANY NUMBER

04968444 (England and Wales)

SANDERSON GROUP LIMITED
STRATEGIC REPORT
For the financial year ended 31 December 2021

The directors present their Strategic Report for the financial year ended 31 December 2021.

REVIEW OF THE BUSINESS

The principal activity of Sanderson Group Limited ("the Company") is that of an intermediate holding company within the Gaytor Parent Limited group of companies ('the Group').

As the entity does not trade externally to the Group, the directors do not utilise key performance indicators to monitor and assess the performance of the business.

A fuller description of the activities, strategy and business review of the wider Group is provided in the consolidated financial statements prepared by Gator Intermediate Holdco (UK) Limited. These consolidated financial statements also provide a full description of all the risks that the wider Group is subject to.


STRATEGY

The Company will remain as an intermediate holding company for the foreseeable future. The directors are satisfied that the outlook for the Group remains positive as discussed in the financial statements of Gator Intermediate Holdco (UK) Limited.

PRINCIPAL RISKS AND UNCERTAINTIES

As the entity is an intermediate holding company, its principal risk relates to the carrying value of its investments. As noted above, the main risks affecting the performance of these investments are included in the financial statements of Gator Intermediate Holdco (UK) Limited, which are publicly available. These principal risks and uncertainties and financial risk management objectives and policies of the Company are managed as part of Group wide policies. Sanderson Group Limited does not use derivative financial instruments for speculative purposes.

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

DocuSigned by:

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N Marrison
Director

Lincoln House
Ground Floor Suite
Wellington Crescent
Fradley Park
Lichfield
WS13 8RZ
United Kingdom

Date: 28 September 2022 | 13:31:18 BST

SANDERSON GROUP LIMITED
DIRECTORS' REPORT
For the financial year ended 31 December 2021

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

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial year is that of head office activities.

GOING CONCERN

After reviewing the company's and group's forecast and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The impact of the COVID-19 situation continues to be assessed by the business, with management still expecting that there will be no significant impact on the results or going concern.

REVIEW OF THE BUSINESS

For details regarding the review of the business, future developments and financial risk management objectives and policies, see the Strategic Report which forms part of this report by cross-reference.

No dividend was paid for the current financial year (2020: £Nil).

DIRECTORS

The directors, who served during the financial year and to the date of this report except as noted, were as follows:

N Marrison

K J McAdams (Resigned 09 June 2022)

H M Stein

DIRECTORS' INDEMNITIES

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the financial year and remain in force at the date of this report.

DIRECTORS' AND SECRETARY'S INTERESTS IN SHARES AND DEBENTURES

The directors and secretary of the Company who held office at 31 December 2021 had no beneficial interest in the shares of the Company at 31 December 2021 or at 01 January 2021.

SANDERSON GROUP LIMITED
DIRECTORS' REPORT (continued)
For the financial year ended 31 December 2021

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

DocuSigned by:
Nicola Marrison
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N Marrison
Director

Lincoln House
Ground Floor Suite
Wellington Crescent
Fradley Park
Lichfield
WS13 8RZ
United Kingdom

Date: 28 September 2022 | 13:31:18 BST

SANDERSON GROUP LIMITED
DIRECTORS' RESPONSIBILITIES STATEMENT
For the financial year ended 31 December 2021

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 financial period.

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

- Select suitable accounting policies and then apply them consistently;
- Make judgements and accounting estimates that are reasonable and prudent;
- 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. The directors 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.

SANDERSON GROUP LIMITED
PROFIT AND LOSS ACCOUNT
For the financial year ended 31 December 2021

	Note	2021 £'000	2020 £'000
Administrative expenses		(849)	(1,905)
Exceptional items	5	(128)	(1,537)
Operating loss		(977)	(3,442)
Income from shares in a Group undertaking		-	5,250
(Loss)/profit before interest and taxation		(977)	1,808
Finance (costs)/income (net)	3	(141)	12
(Loss)/profit before taxation	4	(1,118)	1,820
Tax on (loss)/profit	7	(84)	412
(Loss)/profit for the financial year		(1,202)	2,232

SANDERSON GROUP LIMITED

BALANCE SHEET

As at 31 December 2021

	Note	2021 £'000	2020 £'000
Fixed assets			
Tangible assets	8	12	37
Investments	9	25,679	25,679
		25,691	25,716
Current assets			
Debtors	10	15,489	9,080
Cash at bank and in hand		81	116
		15,570	9,196
Current liabilities			
Amounts falling due within one year	11	(22,191)	(14,640)
Net current liabilities		(6,621)	(5,444)
Total assets less current liabilities		19,070	20,272
Net assets		19,070	20,272
Capital and reserves			
Called-up share capital		6,434	6,434
Share premium account		11,477	11,477
Other reserves		2,394	2,394
Profit and loss account		(1,235)	(33)
Total shareholder's funds		19,070	20,272

For the financial year ending 31 December 2021 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its financial statements for the financial year in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements of Sanderson Group Limited (registered number: 04968444) were approved and authorised for issue by the Board of Directors on 28 September 2022 | 13:31:18 BST they were signed on its behalf by:

DocuSigned by:

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N Marrison
 Director

SANDERSON GROUP LIMITED
STATEMENT OF CHANGES IN EQUITY
For the financial year ended 31 December 2021

	Called-up share capital £'000	Share premium account £'000	Other reserves £'000	Profit and loss account £'000	Total £'000
At 01 January 2020	6,434	11,477	2,394	(2,265)	18,040
Profit for the financial year	-	-	-	2,232	2,232
Total comprehensive income	-	-	-	2,232	2,232
At 31 December 2020	6,434	11,477	2,394	(33)	20,272
At 01 January 2021	6,434	11,477	2,394	(33)	20,272
Loss for the financial year	-	-	-	(1,202)	(1,202)
Total comprehensive loss	-	-	-	(1,202)	(1,202)
At 31 December 2021	6,434	11,477	2,394	(1,235)	19,070

The other reserves relate to a merger reserve which was created on the acquisition of subsidiaries and represents the premium attached to the issue of shares which formed part of the consideration.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 December 2021

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the financial year and to the preceding financial year, unless otherwise stated.

General information and basis of accounting

Sanderson Group Limited (the Company) is a private company, limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.

The financial statements have been prepared under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) applicable in the UK and Republic of Ireland issued by the Financial Reporting Council.

The functional currency of Sanderson Group Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. Amounts in the financial statements have been rounded to the nearest £1,000.

Sanderson Group Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Sanderson Group Limited is consolidated in the financial statements of Gator Intermediate Holdco (UK) Limited which may be obtained from the address in note 13. Exemptions have been taken in these separate company financial statements in relation to financial instruments, related party transactions, presentation of a Cash Flow Statement and remuneration of key management personnel.

Going concern

After reviewing the company's and group's forecast and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The impact of the COVID-19 situation continues to be assessed by the business, with management still expecting that there will be no significant impact on the results or going concern.

Group accounts exemption

Group accounts exemption s400

The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the Company as an individual entity and not about its Group.

The results of Sanderson Group Limited are included in the consolidated financial statements of Gator Intermediate Holdco (UK) Limited which are available from Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are reported at the rates of exchange prevailing at that date.

Exchange differences are recognised in the Profit and Loss Account in the period in which they arise except for:

- exchange differences on transactions entered into to hedge certain foreign currency risks (see above); and
- exchange differences arising on gains or losses on non-monetary items which are recognised in the Statement of Comprehensive Income.

Employee benefits

Defined contribution schemes

For defined contribution schemes the amounts charged to the Statement of Comprehensive Income in respect of pension costs and other post-retirement benefits are the contributions payable in the financial year. Differences between contributions payable in the financial year and contributions actually paid are shown as either accruals or prepayments in the Statement of Financial Position.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the Balance Sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment is measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to the sale of the asset.

Where items recognised in the Statement of Comprehensive Income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on the Company and the Company intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Financial assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each Balance Sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the Profit and Loss Account as described below.

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Fixed asset investments

Investments are recognised initially at fair value which is normally the transaction price excluding transaction costs. Subsequently, they are measured at fair value through profit or loss if the shares are publicly traded or their fair value can otherwise be measured reliably. Other investments are measured at cost less impairment.

Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts, except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

Cash and cash equivalents

Cash and cash equivalents are basic financial assets and 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 creditors: amounts falling due within one year.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial assets and liabilities are only offset in the Balance Sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Basic financial assets

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.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, 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.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

SANDERSON GROUP LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)****For the financial year ended 31 December 2021****Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result 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 Balance Sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experiences 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 affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

The directors have not identified any areas of critical judgements, estimates or assumptions that have been made in the process of applying the Company's accounting policies and that have a significant effect on the financial statements.

3. Finance (costs)/income (net)

	2021	2020
	£'000	£'000
Interest receivable and similar income	390	12
Interest payable and similar expenses	(531)	-
	<u>(141)</u>	<u>12</u>

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Interest receivable and similar income

	2021	2020
	£'000	£'000
Bank interest	-	12
Interest from group undertakings	390	-
	<u>390</u>	<u>12</u>

Interest payable and similar expenses

	2021	2020
	£'000	£'000
Loans from group undertakings	(531)	-
	<u>(531)</u>	<u>-</u>

4. (Loss)/profit before taxation

(Loss)/profit before taxation is stated after charging/(crediting):

	2021	2020
	£'000	£'000
Depreciation of tangible fixed assets (note 8)	25	60
Foreign exchange losses	1	-

5. Exceptional items

	2021	2020
	£'000	£'000
Exceptional items	<u>128</u>	<u>1,537</u>

Exceptional items for both the year ended 31 December 2021 and 31 December 2020 relate to restructuring, consultancy, redundancy and generator costs.

6. Staff number and costs

	2021	2020
	Number	Number
The average monthly number of employees (including directors) was:		
Administration	13	15
Sales and marketing	1	1
	<u>14</u>	<u>16</u>

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2021

Their aggregate remuneration comprised:

	2021	2020
	£'000	£'000
Wages and salaries	637	876
Social security costs	55	76
Other retirement benefit costs (note 13)	47	82
	<u>739</u>	<u>1,034</u>

7. Tax on (loss)/profit

	2021	2020
	£'000	£'000
Current tax on (loss)/profit		
UK corporation tax	(208)	(631)
Adjustments in respect of prior years		
UK corporation tax	310	234
Total current tax	<u>102</u>	<u>(397)</u>
Deferred tax		
Origination and reversal of timing differences	(4)	(5)
Effect of increase in tax rate on opening liability	-	(9)
Decrease in estimate of recoverable deferred tax asset	-	(1)
Adjustments in respect of prior years	(14)	-
Total deferred tax	<u>(18)</u>	<u>(15)</u>
Total tax on (loss)/profit	<u>84</u>	<u>(412)</u>

On 17 March 2020, the Provisional Collection of Taxes Act was used to substantively enact a 19% tax rate and accordingly, the deferred tax balances were re-calculated from 17% to 19% at 31 December 2020.

The March 2021 Budget announced a further increase to the main rate of corporation tax to 25% from April 2023 as well as introducing a small profits rate of 19%. These rates were substantively enacted via the Finance Bill 2021 on 24 May 2021.

This is not expected to have a material impact on our deferred tax assets liabilities.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2021

Tax reconciliation

The tax assessed for the year is higher than (2020: lower than) the standard rate of corporation tax in the UK:

	2021	2020
	£'000	£'000
(Loss)/profit before taxation	(1,118)	1,820
Tax on (loss)/profit at standard UK corporation tax rate of 19.00% (2020: 19.00%)	(212)	346
Effects of:		
- Expenses not deductible for tax purposes	-	14
- Income not taxable in determining taxable profit	-	(996)
- Adjustments in respect of prior years	310	234
- Deferred tax adjustments re prior years	(14)	(10)
Total tax charge/(credit) for year	84	(412)

8. Tangible assets

	Computer equipment	Total
	£'000	£'000
Cost		
At 01 January 2021	494	494
At 31 December 2021	494	494
Accumulated depreciation		
At 01 January 2021	457	457
Charge for the financial year	25	25
At 31 December 2021	482	482
Net book value		
At 31 December 2021	12	12
At 31 December 2020	37	37

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2021

9. Fixed asset investments

	2021	2020
	£'000	£'000
Subsidiary undertakings	25,679	25,679
Investments in subsidiaries		
		2021
		£'000
Cost		
At 01 January 2021		30,433
At 31 December 2021		30,433
Provisions for impairment		
At 01 January 2021		4,754
At 31 December 2021		4,754
Carrying value at 31 December 2021		25,679
Carrying value at 31 December 2020		25,679

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2021

Investments in shares

Name of entity	Registered office	Nature of business	Class of shares	Ownership 31.12.2021	Ownership 31.12.2020
Sanderson Multi-Channel Solutions Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Proteus Software Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Australia Pty Limited	Suite 5, Level 1, 2 Help Street Chatswood NSW 2067, Australia	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Multi-Channel Retail Solutions Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Anisa Consolidated Holdings Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Holding Company	Ordinary	100.00%	100.00%
Anisa Group Holdings Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Holding Company	Ordinary	100.00%	100.00%
Anisa Supply Chain Solutions Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Holding Company	Ordinary	100.00%	100.00%
OBS Logistics Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Open Business Solutions Logistics Pte Limited	30 Cecil Street, 19-08 Prudential Tower Singapore 049712	Computer software and Services	Ordinary	100.00%	100.00%
In2grate Business Solutions Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Technologies Limited	Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.	Dormant	Ordinary	100.00%	100.00%

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2021

10. Debtors

	2021	2020
	£'000	£'000
Trade debtors	35	-
Amounts owed by Group undertakings (note 15)	15,226	7,980
Corporation tax	208	967
Other taxation and social security	-	51
Other debtors	-	57
Prepayments	2	25
Deferred tax asset	18	-
	<u>15,489</u>	<u>9,080</u>

Amounts owed by Group undertakings are subject to interest charges at the greater of 2.5% or LIBOR, unsecured and repayable on demand. In the prior year, the amount owed by Group undertakings were interest free.

11. Creditors: amounts falling due within one year

	2021	2020
	£'000	£'000
Trade creditors	2	62
Amounts owed to Group undertakings (note 15)	22,121	14,373
Other taxation and social security	4	14
Accruals	64	191
	<u>22,191</u>	<u>14,640</u>

Amounts owed to Group undertakings are subject to interest charges at the greater of 2.5% or LIBOR, unsecured and repayable on demand. In the prior year, the amount owed to Group undertakings were interest free.

The Company has guaranteed the bank facilities of its subsidiary companies. Bank facilities available to each subsidiary company are secured by fixed and floating charges over both the Company's and all its subsidiaries property, assets and undertakings.

12. Deferred tax

	2021	2020
	£'000	£'000
At the beginning of financial year	-	(4)
Credited to the Profit and Loss Account	18	4
At the end of financial year	<u>18</u>	<u>-</u>

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2021

The deferred taxation balance is made up as follows:

	2021	2020
	£'000	£'000
Accelerated capital allowances	18	-
Property, plant and equipment	-	-
	<u>18</u>	<u>-</u>

13. Retirement benefit obligations

Defined contribution schemes:

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £47,000 (2020: £82,000).

14. Contingencies

Contingent liabilities

The Company has guaranteed the bank facilities of its subsidiary companies. Bank facilities available to each subsidiary company are secured by fixed and floating charges over both the Company's and all its subsidiaries property, assets and undertakings.

15. Related party transactions

The Company has availed of the exemption provided in FRS 102 Section 33 Related Party Disclosures not to disclose transactions entered into with fellow group companies that are wholly owned within the group of companies of which the Company is a wholly owned member.

One director received remuneration of £133,000 (2020: £nil). The directors of the Company are also directors of fellow subsidiaries within the wider group. The directors are remunerated by other group companies and do not receive any emoluments from the Company. The directors do not believe that it is practicable to apportion this amount between their services as directors of the Company and their services as directors of fellow subsidiary companies. The directors are the only key management personnel of this Company.

16. Controlling party

The immediate parent undertaking of the Company is Apteon Limited. The ultimate parent undertaking is Gaytor Parent Limited, a company incorporated in Jersey, Channel islands. The ultimate controlling parties are TA Associates, Charlesbank and Vista Equity Partners by virtue of their equal shareholding in Gaytor Parent Limited. The largest and smallest group for which consolidated accounts are prepared is that headed by Gator Intermediate Holdco (UK) Limited with a registered office at Lincoln House, Ground Floor Suite, Wellington Crescent, Fradley Park, Lichfield, WS13 8RZ, United Kingdom.