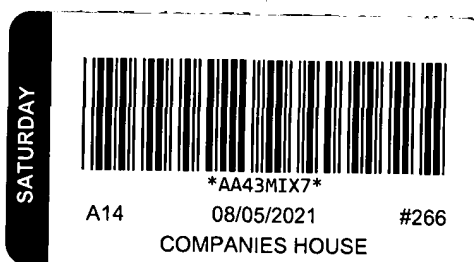


Company Registration No. 03294339 (England and Wales)

BENDER UK LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020



BENDER UK LIMITED

COMPANY INFORMATION

Directors	Mr G Brunton Mr Helmut Muhm Ms Monika Schuster	(Appointed 1 March 2020) (Appointed 1 March 2020)
Secretary	Ms Monika Schuster	(Appointed 1 March 2020)
Company number	03294339	
Registered office	125 Ramsden Square Barrow in Furness Cumbria LA14 1XA	
Auditor	JL Winder & Co 125 Ramsden Square Barrow-in-Furness Cumbria LA14 1XA	
Business address	Low Mill Business Park Morecambe Road Ulverston Cumbria LA12 9EE	

BENDER UK LIMITED

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BENDER UK LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2020

The directors present the strategic report for the year ended 31 December 2020.

Fair review of the business

The company continues to be an electrical safety specialist servicing the healthcare, rail and oil and gas sectors mainly in the UK.

Principal risks and uncertainties

The directors are constantly mindful of the various risks and opportunities which could impact on Bender UK. We consider the main risks facing the company are associated with the volatile external environment.

In 2020 the world wrestled with the COVID19 pandemic and the continued uncertainty around the on-going impact of this virus is ever present. COVID19 presents a risk for our own employees and we are very proud of the way they have changed how they work to enable the organisation to continue to operate during these difficult times. COVID19 also presented a risk in the supply chain as the virus swept across the world. Bender UK has fantastically strong relationships with suppliers and we worked in partnership to ensure the delivery lead times were well managed. The organisation is now planning for a post COVID world.

2020 also saw the end of the transition period for the exit of the UK from Europe. This presents a short term risk with regard logistics and delays in the supply chain and Bender UK were well prepared with increased stock levels towards the end of the year. The on-going risks around the management of cross border supply chains is being carefully monitored as are the remaining risks associated with changes in legislation as a result of BREXIT.

The current operating markets appear to be strong with recent government announcements suggesting continued investment in healthcare and infrastructure projects. New and existing competition in these markets remains a constant threat however with ongoing product development, investment by the Bender Group in emerging markets, and the development of key partnerships, the outlook remains very positive.

Development and performance


Turnover has increased during the year from £16,396,824 to £25,376,288 and there has been an increase in profit before tax from £1,693,271 to £4,287,559 although there was a slight decrease in the margin. After deducting tax of £822,117 (2019-£320,258) and a dividend of £3,150,000 (2019-£ 901,818) an amount of £315,442 (2019-£471,195) has been taken to reserves.

Key performance indicators

The key financial performance indicators are those that communicate the financial performance and strength of the company those being turnover and gross profit.

The turnover has increased in the year as described above resulting in the gross profit increasing from £5,771,468 to £8,714,179 however the gross profit margin has decreased from 35.2% to 34.34%.

On behalf of the board


.....
Mr G Brunton
Director
.....15/04/2021

BENDER UK LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2020

The directors present their annual report and financial statements for the year ended 31 December 2020.

Principal activities

The principal activity of the company continued to be that of selling electrical safety equipment,

Directors

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

Mr G Brunton	
Mr Helmut Muhm	(Appointed 1 March 2020)
Mr Steven Mason	(Resigned 1 March 2020)
Ms Monika Schuster	(Appointed 1 March 2020)
Ms Sabine Bender-Suhr	(Resigned 1 March 2020)

Results and dividends

The results for the year are set out on page 7.

Ordinary dividends were paid amounting to £3,150,000. The directors do not recommend payment of a final dividend.

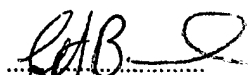
Auditor


The auditor, JL Winder & Co, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board


.....
Mr G Brunton
Director
15/04/2021


.....
Ms M Schuster
Company Secretary
15/04/2021

BENDER UK LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2020

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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and 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;
- 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.

BENDER UK LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBER OF BENDER UK LIMITED

Opinion

We have audited the financial statements of Bender UK Limited (the 'company') for the year ended 31 December 2020 which comprise the profit and loss account, the statement of comprehensive income, the balance sheet, the statement of changes in equity, the statement of cash flows 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 FRS 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 2020 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 the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

BENDER UK LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF BENDER UK LIMITED

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 and the directors' report.

We have nothing to report in respect of the following matters where 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

BENDER UK LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF BENDER UK LIMITED

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including but not limited to the Companies Act 2006, taxation legislation, data protection and anti-bribery
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

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

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

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

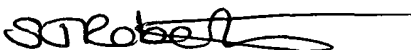
- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 2 were indicative of potential bias;
- investigated the rationale behind significant or unusual transactions;

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

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims;
- reviewing correspondence with HMRC;

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.

This report is made solely to the company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.



Sarah Roberts BSc FCA (Senior Statutory Auditor)
For and on behalf of JL Winder & Co

30/04/2021

Chartered Accountants
Statutory Auditor

125 Ramsden Square
Barrow-in-Furness
Cumbria
LA14 1XA

BENDER UK LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	2020 £	2019 £
Turnover	3	25,376,288	16,396,824
Cost of sales		(16,662,109)	(10,625,356)
Gross profit		8,714,179	5,771,468
Distribution costs		(1,479,408)	(1,550,368)
Administrative expenses		(2,987,215)	(2,569,616)
Other operating income		40,000	40,000
Operating profit	4	4,287,556	1,691,484
Interest receivable and similar income	6	3	1,787
Profit before taxation		4,287,559	1,693,271
Tax on profit	7	(822,117)	(320,258)
Profit for the financial year		3,465,442	1,373,013

BENDER UK LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2020

	2020 £	2019 £
Profit for the year	3,465,442	1,373,013
Other comprehensive income	-	-
Total comprehensive income for the year	<u>3,465,442</u>	<u>1,373,013</u>

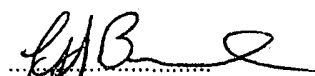
BENDER UK LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2020

	Notes	2020		2019	
		£	£	£	£
Fixed assets					
Goodwill	9		1		1
Tangible assets	10		2,706,773		2,738,803
Investment properties	11		600,000		600,000
			<u>3,306,774</u>		<u>3,338,804</u>
Current assets					
Stocks	12	1,451,167		780,580	
Debtors	13	6,218,402		5,069,396	
Cash at bank and in hand		<u>2,166,191</u>		<u>999,674</u>	
		9,835,760		6,849,650	
Creditors: amounts falling due within one year	14	<u>(4,551,113)</u>		<u>(1,921,565)</u>	
Net current assets			<u>5,284,647</u>		<u>4,928,085</u>
Total assets less current liabilities			<u>8,591,421</u>		<u>8,266,889</u>
Provisions for liabilities					
Deferred tax liability	15	<u>79,534</u>		<u>70,444</u>	
			<u>(79,534)</u>		<u>(70,444)</u>
Net assets			<u>8,511,887</u>		<u>8,196,445</u>
Capital and reserves					
Called up share capital	17		1		1
Profit and loss reserves			<u>8,511,886</u>		<u>8,196,444</u>
Total equity			<u>8,511,887</u>		<u>8,196,445</u>

The financial statements were approved by the board of directors and authorised for issue on 15/04/2021 and are signed on its behalf by:


Mr G Brunton
Director

Company Registration No. 03294339

BENDER UK LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	Share capital £	Profit and loss reserves £	Total £
Balance at 1 January 2019		1	7,725,249	7,725,250
Year ended 31 December 2019:				
Profit and total comprehensive income for the year		-	1,373,013	1,373,013
Dividends	8	-	(901,818)	(901,818)
Balance at 31 December 2019		1	8,196,444	8,196,445
Year ended 31 December 2020:				
Profit and total comprehensive income for the year		-	3,465,442	3,465,442
Dividends	8	-	(3,150,000)	(3,150,000)
Balance at 31 December 2020		1	8,511,886	8,511,887

BENDER UK LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	2020		2019	
		£	£	£	£
Cash flows from operating activities					
Cash generated from operations	21	4,952,597		601,195	
Income taxes paid		(505,000)		(242,972)	
Net cash inflow from operating activities		4,447,597		358,223	
Investing activities					
Purchase of tangible fixed assets		(131,083)		(64,044)	
Interest received		3		1,787	
Net cash used in investing activities		(131,080)		(62,257)	
Financing activities					
Dividends paid		(3,150,000)		(901,818)	
Net cash used in financing activities		(3,150,000)		(901,818)	
Net increase/(decrease) in cash and cash equivalents		1,166,517		(605,852)	
Cash and cash equivalents at beginning of year		999,674		1,605,526	
Cash and cash equivalents at end of year		2,166,191		999,674	

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

Company Information

Bender UK Limited is a private company limited by shares incorporated in England and Wales. The registered office is 125 Ramsden Square, Barrow in Furness, Cumbria, LA14 1XA.

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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

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

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

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

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

1.4 Intangible fixed assets - goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 5 years.

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Buildings Freehold	Straight line over 50 years
Fixtures, fittings & equipment	15%-33.3% straight line
Motor vehicles	20% straight line

Freehold land is not depreciated.

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 credited or charged to profit or loss.

1.6 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is measured using the fair value model and stated at its fair value as the reporting end date. The surplus or deficit on revaluation is recognised in the profit and loss account.

1.7 Impairment of fixed assets

At each reporting period 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 in order to determine the extent of the impairment loss (if any).

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) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.8 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.9 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.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.10 Financial instruments

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 of its financial instruments.

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

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

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.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Trade debtors, 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 period. 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, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

Derecognition of financial assets

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

Classification of financial liabilities

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.

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.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

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.

Derecognition of financial liabilities

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

1.11 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.12 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.13 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 profit and loss account 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.

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.

1.14 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 fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.15 Retirement benefits

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

1.16 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss 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 leases asset are consumed.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.17 Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at a standard rate of exchange throughout the year. All differences are taken to profit and loss account.

2 Judgements and key sources of estimation uncertainty

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 period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgement (apart from those involving estimates) has had the most significant effect on amounts recognised in the financial statements.

Provision for doubtful debts

The company establishes a provision for receivables that are not estimated to be recoverable. When assessing recoverability the directors consider factors such as the ageing of receivables, past experience of recoverability, and the credit profile of individual or groups of customers. The level of provision required is reviewed on an ongoing basis and has been disclosed in note 16.

3 Turnover and other revenue

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

	2020	2019
	£	£
Turnover		
Sales of goods	19,879,011	10,462,474
Carriage charges	170,132	70,805
On site services	5,327,145	4,792,629
	<u>25,376,288</u>	<u>16,396,824</u>

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

3 Turnover and other revenue (Continued)

Turnover analysed by geographical market

	2020	2019
	£	£
UK	24,071,898	15,325,907
Europe	1,304,390	1,070,917
	<u>25,376,288</u>	<u>16,396,824</u>

4 Operating profit

	2020	2019
	£	£
Operating profit for the year is stated after charging/(crediting):		
Exchange differences apart from those arising on financial instruments measured at fair value through profit or loss	(121,818)	(205,353)
Fees payable to the company's auditor for the audit of the company's financial statements	12,500	11,750
Depreciation of owned tangible fixed assets	160,615	129,264
Loss on disposal of tangible fixed assets	2,498	-
Operating lease charges	147,252	111,655
	<u> </u>	<u> </u>

5 Employees

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

	2020	2019
	Number	Number
Management and administration	8	8
Salespersons	10	9
Engineers and estimators	24	24
Service	14	13
Marketing	3	3
	<u>59</u>	<u>57</u>

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

5 Employees

(Continued)

Their aggregate remuneration comprised:

	2020 £	2019 £
Wages and salaries	2,660,230	2,271,195
Social security costs	298,009	257,436
Pension costs	201,640	103,113
	<u>3,159,879</u>	<u>2,631,744</u>

6 Interest receivable and similar income

	2020 £	2019 £
Interest income		
Interest on bank deposits	3	274
Other interest income	-	1,513
	<u>3</u>	<u>1,787</u>

Investment income includes the following:

Interest on financial assets not measured at fair value through profit or loss	<u>3</u>	<u>274</u>
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7 Taxation

	2020 £	2019 £
Current tax		
UK corporation tax on profits for the current period	813,027	324,146
Adjustments in respect of prior periods	-	(8,430)
	<u>813,027</u>	<u>315,716</u>
Deferred tax		
Origination and reversal of timing differences	<u>9,090</u>	<u>4,542</u>
	<u>822,117</u>	<u>320,258</u>

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2020 £	2019 £
Profit before taxation	4,287,559	1,693,271
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%)	814,636	321,721
Tax effect of expenses that are not deductible in determining taxable profit	920	405
Adjustments in respect of prior years	-	(8,429)
Amortisation on assets not qualifying for tax allowances	6,561	6,561
Taxation charge for the year	822,117	320,258
8 Dividends		
	2020 £	2019 £
Interim paid	3,150,000	901,818
9 Intangible fixed assets		
		Goodwill £
Cost		
At 1 January 2020 and 31 December 2020		26,786
Amortisation and impairment		
At 1 January 2020 and 31 December 2020		26,785
Carrying amount		
At 31 December 2020		1
At 31 December 2019		1

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

10 Tangible fixed assets

	Buildings Freehold	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 January 2020	2,585,752	708,263	61,167	3,355,182
Additions	-	131,083	-	131,083
Disposals	-	(8,851)	-	(8,851)
At 31 December 2020	2,585,752	830,495	61,167	3,477,414
Depreciation and impairment				
At 1 January 2020	140,512	414,703	61,164	616,379
Depreciation charged in the year	44,265	116,350	-	160,615
Eliminated in respect of disposals	-	(6,353)	-	(6,353)
At 31 December 2020	184,777	524,700	61,164	770,641
Carrying amount				
At 31 December 2020	2,400,975	305,795	3	2,706,773
At 31 December 2019	2,445,240	293,560	3	2,738,803

11 Investment property

	2020 £
Fair value	
At 1 January 2020 and 31 December 2020	600,000

Investment property comprises of buildings at Low Mill Ulverston. The fair value of the investment property has been arrived at on the basis of a valuation carried out by Corrie and Co estate agents in March 2021, who are not connected with the company. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

12 Stocks

	2020 £	2019 £
Work in progress	174,552	102,230
Finished goods and goods for resale	1,276,615	678,350
	1,451,167	780,580

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

13 Debtors

	2020	2019
Amounts falling due within one year:	£	£
Trade debtors	5,996,809	5,005,512
Other debtors	1,100	1,100
Prepayments and accrued income	220,493	62,784
	<u>6,218,402</u>	<u>5,069,396</u>

14 Creditors: amounts falling due within one year

	2020	2019
	£	£
Trade creditors	2,236,033	1,051,232
Corporation tax	452,230	144,203
Other taxation and social security	1,507,450	596,081
Other creditors	23,221	14,154
Accruals and deferred income	332,179	115,895
	<u>4,551,113</u>	<u>1,921,565</u>

15 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:

	Liabilities 2020	Liabilities 2019
Balances:	£	£
Accelerated capital allowances	<u>79,534</u>	<u>70,444</u>
		2020
		£
Movements in the year:		
Liability at 1 January 2020		70,444
Charge to profit or loss		9,090
Liability at 31 December 2020		<u>79,534</u>

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

16 Retirement benefit schemes

	2020	2019
	£	£
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	201,640	103,113

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.

17 Share capital

	2020	2019
	£	£
Ordinary share capital issued and fully paid		
1 Ordinary of £1 each	1	1

18 Operating lease commitments

Lessee

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:

	2020	2019
	£	£
Within one year	110,176	68,200
Between two and five years	128,069	53,890

19 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	2020	2019
	£	£
Aggregate compensation	187,720	142,016

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

19 Related party transactions

(Continued)

Transactions with related parties

During the year the company entered into the following transactions with related parties:

	Sales		Purchases	
	2020	2019	2020	2019
	£	£	£	£
Bender GmbH & Co.KG	-	5,193	1,746,225	1,789,897
Bender Solutions GmbH & Co.KG	600	2,307	3,192,821	2,016,498
Horlepp GmbH	-	-	-	50,318
Bender Inc	-	-	775	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	Reimbursements paid		Services provided	
	2020	2019	2020	2019
	£	£	£	£
Bender GmbH & Co.KG	15,457	40,671	-	-
Horlepp GmbH	-	-	291,033	256,096
Bender Inc	2,429	2,409	-	-
Bender Benelux	-	-	1,973	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

The following amounts were outstanding at the reporting end date:

	2020	2019
	£	£
Amounts due to related parties		
Bender GmbH & Co.KG	424,478	215,648
Bender Solutions GmbH & Co.KG	850,111	195,873
Horlepp GmbH	57,192	39,663
Bender Benelux	-	15,696
	<u> </u>	<u> </u>

The following amounts were outstanding at the reporting end date:

	2019
	£
Amounts due from related parties	
Bender GmbH & Co.KG	18,124
	<u> </u>

Other information

Bender GmbH & Co. KG, Bender Solutions GmbH & Co.KG, Bender Benelux and Bender Inc. are under the same ultimate control as Bender UK Limited and supplies goods on commercial terms. Horlepp GmbH, the parent company of Bender UK Limited charged management charges and supplied equipment during the year.

BENDER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

20 Ultimate controlling party

The company is controlled by Horlepp GmbH a company incorporated in Germany, by virtue of its 100% holding of the ordinary shares of the company.

The company's immediate parent undertaking is Horlepp GmbH. The company's ultimate controlling party is Bender Industries KG which is a German private limited partnership.

21 Cash generated from operations

	2020	2019
	£	£
Profit for the year after tax	3,465,442	1,373,013
Adjustments for:		
Taxation charged	822,117	320,258
Investment income	(3)	(1,787)
Loss on disposal of tangible fixed assets	2,498	-
Depreciation and impairment of tangible fixed assets	160,615	129,264
Movements in working capital:		
Increase in stocks	(670,587)	(197,680)
Increase in debtors	(1,149,006)	(1,378,231)
Increase in creditors	2,321,521	356,358
Cash generated from operations	<u>4,952,597</u>	<u>601,195</u>

22 Analysis of changes in net funds

	1 January 2020	Cash flows	31 December 2020
	£	£	£
Cash at bank and in hand	<u>999,674</u>	<u>1,166,517</u>	<u>2,166,191</u>