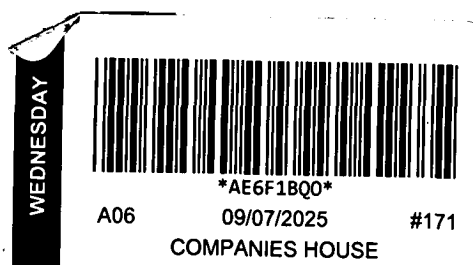


Doncasters Limited
Annual report and financial statements
for the year ended 31 December 2024
Registered Number: 00321992



Annual report and financial statements for the year ended 31 December 2024

	Page
Strategic report for the year ended 31 December 2024	1
Directors' report for the year ended 31 December 2024	4
Independent auditor's report to the members of Doncasters Limited	7
Profit and loss account for the year ended 31 December 2024	10
Statement of comprehensive income for the year ended 31 December 2024	11
Balance sheet as at 31 December 2024	12
Statement of changes in equity for the year ended 31 December 2024	13
Notes to the financial statements for the year ended 31 December 2024	14

Strategic report for the year ended 31 December 2024

The directors present the Strategic report of Doncasters Limited (the "Company") for the year ended 31 December 2024.

Review of the business

The principal activity of the Company during the year was that of an investment holding company and the operation of a corporate head office function. The Company is expected to continue to act as an investment holding company and corporate head office. The Company is a private company limited by shares and is incorporated and domiciled in England. The Company operates within the Doncasters group of companies (Alloy Topco Limited and its subsidiaries, the "Group").

The results for the Company show a profit before taxation of £17.8 million compared to loss before taxation of £5.9 million in 2023.

Excluding non-underlying items, the operating loss has increased from £4.4 million in 2023 to £14.2 million in 2024. Of this £5.4 million relates to foreign exchange losses arising on the retranslation of external and inter-company loans denominated in United States Dollars and Euros (2023: £2.5 million gain).

Non-underlying costs within the business comprise mainly of IT development project costs and fees incurred on restructuring and refinancing (note 2). They also include impairments and reversals of impairment on inter-company loans and investments in subsidiaries.

During the year ended 31 December 2024 a group-wide intercompany loan simplification project was undertaken. As part of this process the Company subscribed for 1 additional \$1.00 ordinary share and share premium of \$239.2 million, in Doncasters US Holdings Inc, its 95% owned subsidiary. The subscription price was settled by way of a deed of offset with the existing intercompany loan balances held with Doncasters US Holdings Inc, such that all amounts were fully settled.

The Company received a dividend of £21.5 million from Doncasters Blaenavon Limited, its wholly owned subsidiary. Part of the dividend receivable was settled by off-set against an existing inter-company loan and part was settled by the transfer to the Company of an intercompany loan receivable owed by another group company to Doncasters Blaenavon Limited.

The Company also issued an additional 400,000,000 25p ordinary shares and share premium of £108.9 million which were fully subscribed by the immediate parent company, Dundee Holdco 4 Limited. The subscription price was settled by way of a deed of off-set against the intercompany loan balances held with Dundee Holdco 4 Limited, which together with some reassignment of loan balances with other group companies, ensured that all amounts were fully settled.

Additionally, the Company issued €153.4 million of Euro denominated preference shares accounted for as debt. These were fully subscribed by the immediate parent company, Dundee Holdco 4 Limited, in exchange for loan receivable balances with German owned group companies.

The Company also reduced its share premium by £120.0 million by way of a share premium reduction to create additional distributable reserves, from which it declared a dividend of £22.2 million to its immediate parent company, Dundee Holdco 4 Limited.

As a result of clearing the intercompany receivables the directors deemed that a reversal of prior year impairments was required in respect of the Company's intercompany balances with Dundee Holdco 3 Limited (£33,345,000) and a partial reversal was required in respect of the intercompany receivable with Nelson Soudage de Goujons SAS (£197,000), due to a movement in exchange rates. At 31 December 2024 additional provisions were also recognised against loans to fellow group company Trucast de Mexico SA de CV of £2,496,000 (2023: £84,000). The directors consider these loans are not fully recoverable.

The net book amount of the investments in the balance sheet at 31 December 2024 is £722.0 million (2023: £564.2 million). The carrying value of the investment in Doncasters Blaenavon Limited was considered by the directors, who deemed that an impairment of £26.3 million was required due to a decline in the value of the underlying assets, following the intercompany loan simplification process. The directors are of the opinion that the carrying value of the remaining investments is supported by the underlying assets and trading of the subsidiary undertakings.

The Company has net assets of £134.6 million at 31 December 2024 (2023: net liabilities £69.6 million). The primary movements in the balance sheet compared to the prior year are in respect of amounts due to (and from) group undertakings and investments in subsidiaries predominantly due to the intercompany loan simplification project.

The rationalisation of the entities within the Group, with a view to reduce the number of intercompany balances within the Group, whilst also minimising specific foreign currency exposures, remains an ongoing project at 31 December 2024. As a result of this continuing review, a number of loans with other group undertakings will continue to be restructured in 2025.

The Group asset backed lending facility ("ABL") sits in Doncasters Limited and the Company is therefore responsible for daily cash management and administration of funding around the Group, leading to fluctuation in intercompany balances.

Strategic report for the year ended 31 December 2024 (continued)

Outlook

The Company's activities are not expected to change significantly in 2025 and beyond. However, as is evident in the 'Review of the business' section above, the Company's result for each year is subject to impairments in its investments in subsidiary undertakings and non-underlying costs within the business.

Operating as a holding company, the Company will support the ultimate parent company and its subsidiary undertakings. The Company is a participant in the group banking arrangement under which all surplus cash balances are held as collateral for bank facilities advanced to group members. In addition, the Company has issued an unlimited guarantee to the banks to support these group facilities.

Key performance indicators

The key performance indicators of the business are integrated with the those of the Alloy Parent Limited Group of companies. The directors of Alloy Parent Limited manage the Group's operations on a divisional basis. Further discussion of the performance of the Group, which includes the Company, is provided within the Report of the directors of the Alloy Parent Limited annual report for the year ended 31 December 2024.

Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group, which include those of the Company, are discussed within the Report of the directors of the Alloy Parent Limited annual report for the year ended 31 December 2024, which does not form part of this report.

Section 172(1) statement Companies Act 2006

Throughout the year ended 31 December 2024, the directors have complied with the requirements of Section 172 of the Companies Act 2006 in promoting the long-term success of the Company for the benefit of all stakeholders. The following disclosure describes how the directors have had regard to the matters set out in section 172(1)(a) to (f) and forms the directors' statement required under section 414CZA of the Companies Act 2006.

Engagement with stakeholders

The directors consider employees, Pension Scheme Trustees, governments and regulators, customers, suppliers, communities both near the Group's manufacturing locations and further afield, and term loan creditors and investors to be the core stakeholder groups. The following activities have been undertaken during the year as part of ongoing activities of engaging with stakeholders:

Employees

The Company is driven to maintain an environment that enables everyone to be safe and is committed to ensuring a health and safety culture exists which prevents injury or harm. As such, the Company believes that a good health and safety culture is integral to conducting business in a manner that creates a healthy and safe environment for all employees, contractors and any other party affected by the activities.

People are recognised as the key to the Company's success and as a result, the Company believes that employee development is of vital importance and has invested in inclusive and tailored training and development to create a talented and agile workforce, from apprenticeship programmes, bitesize training and leadership development simulations.

The Company recognises the need to ensure effective communication with employees and has a range of communication channels. An employee app has been developed and launched since the period-end, which provides blogs and news stories. There is an employee engagement forum and periodic employee engagement surveys are undertaken.

Strategic report for the year ended 31 December 2024 (continued)

Section 172(1) statement Companies Act 2006 (continued)

Government and Regulators

The Company recognises the importance of both governments and regulators as key stakeholders. In addition to being part of the Group's indirect customer base, the Group interacts with government and regulatory bodies such as tax authorities and relevant regulatory bodies such as the Department for Business, Energy and Industrial Strategy Committee ("BEIS").

Communities

The Company recognises that communities near its corporate office location can be impacted by its work and takes its responsibilities towards health and safety and environmental ("HSE") seriously. The Company strives to reduce its environmental footprint by optimising the use of natural resources to minimise waste. Initiatives have been identified to reduce energy consumption, and to minimise waste to landfill.

The materials and consumables used in the Group's facilities are regularly reviewed, with hazardous components replaced.

Key board decisions

The Board of the ultimate parent company, Alloy Topco Limited, meets regularly to review the performance of the Group and Company and decisions are taken to underpin its long-term success. In 2024 the Board's priorities were to put the Group funding on a secure footing, which it did by extending its agreement with the PIK holders out to 6 March 2028, securing a \$500m loan with an additional \$50m draw down facility and extending its asset-based lending working capital facility. The Board also focussed on driving up gross margin, improving the cash position of the Group, quickening the audit cycle, and talent management. 2024 saw the Board meeting the graduates of its inaugural "first time leaders programme". In addition, the Board held its first investors days at Deritend, UK and Groton, USA. These events were well attended and enabled the investors to see first-hand some of the infrastructure improvements made during 2023/4.

All matters reserved for decision by the directors under the Group's governance arrangements are presented at Board meetings. The directors are briefed on any potential impacts and risks for customers, investors and other stakeholders including suppliers, employees, the community and environment and how they are to be managed. The directors take these factors into account before making a final decision which together they believe is in the best long-term interests of the Group and Company and its stakeholders.

Each year in December, the Board via its Audit and Risk Committee reviews the Group's Code of Conduct and supporting policies to ensure that they are fit for purpose. All new global compliance policies are shared with and approved by the Audit and Risk Committee. The Board continues to monitor the concerns of its employees, and third parties received via "Speak Up" its third party managed reporting line.

On behalf of the Board



D Egan
Director
3 July 2025

Directors' report for the year ended 31 December 2024

The Company's registered number is 00321992.

The directors submit their report together with the audited financial statements for the year ended 31 December 2024.

Directors

The directors who have served during the year and up to the date of signing this report, unless otherwise stated, are as follows:

M Quinn
D Egan (appointed 4 July 2024)
H Barrett-Hague (resigned 8 March 2024)

The Company maintains directors' and officers' liability insurance which gives appropriate cover for legal action brought against its directors. The Company has also provided an indemnity for its directors, which is a qualifying third-party indemnity provision for the purpose of section 234 ((2) – (6)) of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

Dividends

Dividends of £22.2 million were paid in the year ended 31 December 2024 to the immediate parent company Dundee Holdco 4 Limited (2023: £nil).

Political donations

The Company made no political donations nor incurred any political expenditure during the year.

Going concern

Details are included in the principal accounting policies on pages 14 to 19.

Future developments

The strategic report on pages 1 to 3 provides an indication of the future developments of the Company.

Health and safety and the environment

The Company has a continuing commitment to health and safety issues. A positive stance towards environmental issues is maintained and the Company is committed to compliance with all applicable laws and regulations.

Employees

The Company firmly believes in recognising the contribution to its success of well-motivated and dedicated employees and to involving them fully in the Company's fortunes. Employees are informed of the performance of the Company on an ongoing basis. This information includes matters relating to the Company's performance, its prospects and future outlook of the business. Employees are encouraged to contribute ideas for improvement of the Company in all communication forums.

The Company gives equal consideration to applications for employment from disabled people having regard to their particular aptitudes and abilities. It is company policy wherever practicable to continue to employ, train and promote the career development of existing employees who become disabled.

Employee participation and involvement in matters which affect their interests continue to be developed.

Research and development

The Company has not performed any research and development activities in the year (2023: None).

Engagement with stakeholders

Details of engagement with stakeholders is included in the Strategic report on pages 1 to 3.

Overseas branch

An overseas branch of Doncasters Limited is incorporated in the Republic of Ireland with the Company number 909738.

Directors' report for the year ended 31 December 2024 (continued)

Financial risk management

The most significant treasury exposures faced by the Company are managing currency positions, which is achieved by using the treasury function within the Group. Clear parameters have been established including levels of authority on the *type and use of financial instruments to manage these exposures*. Transactions are only undertaken if they relate to the underlying exposures and regular reports are provided to the directors detailing the use and extent of these financial instruments.

The Company faces currency exposure on trading transactions undertaken in foreign currencies made on behalf of its subsidiaries. These exposures are hedged by utilising a central treasury function for Group companies within the United Kingdom, which takes out forward foreign exchange contracts on behalf of the Company. These contracts have a maturity of up to two years forward and are against anticipated and known sales and purchases. Cash is managed by placing it on short-term investments with the Company's banking institutions.

Further discussion of these risks and uncertainties, in the context of the Group as a whole is provided within the Report of the directors of the Alloy Parent Limited annual report for the period ended 31 December 2024.

Independent auditors

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*, 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 the 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and prevent and detect fraud and other irregularities.

Directors' report for the year ended 31 December 2024 (continued)

Directors' confirmations

In the case of each director in office at the date the Directors' report is approved:

- so far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that ought to have been taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

On behalf of the Board



D Egan
Director

3 July 2025

Registered Office:
1 Park Row
Leeds
LS1 5AB

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DONCASTERS LIMITED

Opinion

We have audited the financial statements of Doncasters Limited ("the Company") for the year ended 31 December 2024 which comprise the Profit and loss account, Balance sheet, Statement of changes in equity, and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors and inspection of policy documentation as to the Company's policies and procedures to prevent and detect fraud, as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.
- Reading Board Minutes
- Considering remuneration incentive schemes and performance targets for management and directors.

Using analytical procedures to identify any unusual or unexpected relationships

We communicated identified fraud risks throughout the audit team and remained alert to any indicators of fraud throughout the audit.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DONCASTERS LIMITED (continued)

As required by auditing standards and taking into account possible pressures to meet profit targets, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted to unusual accounts and those posted to seldom used accounts.
- Assessing whether the judgements made in making accounting estimates are indicative of potential bias

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, employment law, environmental law and certain aspects of company legislation recognising the nature of the group's activities and its legal form.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DONCASTERS LIMITED (continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Huw Brown (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

3 July 2025

Profit and loss account for the year ended 31 December 2024

	Note	2024	2023
		£'000	£'000
Net operating expenses before non-underlying items	2	(14,169)	(4,412)
Non-underlying items	3	(498)	3,844
Net operating expense		(14,667)	(568)
Operating loss	4	(14,667)	(568)
Interest receivable and similar income	6	59,306	22,260
Interest payable and similar expenses	7	(26,864)	(27,561)
Profit/(loss) before taxation		17,775	(5,869)
Tax on profit/(loss)	8	(96)	348
Profit/(loss) for the financial year		17,679	(5,521)

Statement of comprehensive income for the year ended 31 December 2024

	Note	2024	2023
		£'000	£'000
Profit/(loss) for the financial year		17,679	(5,521)
Other comprehensive income/(expense)			
Remeasurement of net defined benefit asset		(52)	(187)
Tax on pension scheme surplus repayments		-	(525)
Movement on deferred taxation relating to net defined benefit asset	8	13	261
Other comprehensive expense		(39)	(451)
Total comprehensive income/(expense) for the year		17,640	(5,972)

Balance sheet as at 31 December 2024

	Note	2024 £'000	2023 £'000
Fixed assets			
Intangible assets	9	1,162	1,645
Tangible assets	10	45	39
Investments	11	721,949	564,158
Post-employment benefits	12	606	824
		723,762	566,666
Current assets			
Debtors: amounts falling due within one year	13	453,464	433,418
Debtors: amounts falling due after more than one year	13	-	13
Cash at bank and in hand		5,771	11,975
		459,235	445,406
Creditors: amounts falling due within one year	14	(888,955)	(1,025,330)
Net current liabilities		(429,720)	(579,924)
Total assets less current liabilities		294,042	(13,258)
Creditors: amounts falling due after more than one year	15	(159,376)	(56,394)
Provisions	17	(17)	-
Net assets/(liabilities)		134,649	(69,652)
Capital and reserves			
Called up share capital		104,936	4,936
Share premium account		9,551	20,693
Profit and loss account		20,162	(95,281)
Total shareholders' funds/(deficit)		134,649	(69,652)

The financial statements on pages 10 to 41 were approved by the board of directors on 3 July 2025 and were signed on its behalf by:



D Egan
Director

Statement of changes in equity for the year ended 31 December 2024

	Called up share capital	Share premium account	Profit and loss account	Total shareholders' (deficit)/funds
	£'000	£'000	£'000	£'000
Balance at 1 January 2023	4,936	20,693	(89,309)	(63,680)
Loss for the year			(5,521)	(5,521)
Other comprehensive expense			(451)	(451)
Total comprehensive expense	-	-	(5,972)	(5,972)
Balance at 31 December 2023	4,936	20,693	(95,281)	(69,652)
Profit for the year			17,679	17,679
Other comprehensive expense			(39)	(39)
Total comprehensive income	-	-	17,640	17,640
Transactions with owners in their capacity as owners				
Issue of ordinary share capital	100,000	108,858	-	208,858
Share premium reduction	-	(120,000)	120,000	-
Dividends paid	-	-	(22,197)	(22,197)
Total transactions with owners of the Company, recognised directly in equity	100,000	(11,142)	97,803	186,661
Balance at 31 December 2024	104,936	9,551	20,162	134,649

An additional 400,000,000 ordinary shares of 25 pence each were issued in the year ended 31 December 2024.

Share capital at the end of the year is comprised of 104,935,783 (2023: 19,743,133) ordinary shares of £0.25 each which are all allotted, called up and fully paid. There is a single class of ordinary shares.

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies

Basis of preparation of the financial statements

Doncasters Limited (the "Company") is a private company limited by shares and is incorporated and domiciled in England. The registered number is 00321992 and the address of its registered office is 1 Park Row, Leeds, LS1 5AB.

The financial statements have been prepared on a going concern basis under the historical cost convention, apart from financial derivatives which are presented as fair value. The Board has reviewed the accounting policies adopted in the financial statements and consider them to be the most appropriate for the Company.

The financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The principal accounting policies are set out below and have been applied consistently to all periods presented.

The financial statements contain information about Doncasters Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under section 401 of the Companies Act 2006 and FRS 102 paragraph 9.3 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of Alloy Parent Limited (a company incorporated in Jersey), for the year ended 31 December 2024.

The consolidated financial statements of Alloy Parent Limited are prepared in accordance with International Financial Reporting Standards as adopted by the UK and are available to the public and may be obtained from 1 Park Row, Leeds, LS1 5AB.

As permitted under FRS102, the Company has taken advantage of some of the disclosure exemptions available under that standard. The key exemptions taken are as follows:

- categories of financial instruments;
- key management personnel disclosure;
- items of income, expenses, gains or losses relating to financial instruments;
- exposure to and managements of financial risks;
- the requirement to present a statement of cash flows and related notes; and
- related party disclosures relating to transactions entered into between two or more wholly owned members of the group.

Going concern

Notwithstanding that the Company had net current liabilities of £429,700 at 31 December 2024 (31 December 2023: net current liabilities £579,900), the directors have prepared the financial statements on a going concern basis which they consider to be appropriate for the following reasons.

The Company is obligor to the senior debt facilities of Alloy Topco Limited and its subsidiaries (together "the Group") and is party to a Group treasury arrangement therefore the directors consider that the going concern assessment of the Company is dependent on the going concern assessment of the Group.

The Group directors have adopted the going concern basis in preparing the Alloy Topco Limited consolidated financial statements after assessing the principal risks faced by the Alloy Topco Limited Group and having considered the impact of a severe but plausible downside scenario.

The Group had committed debt facilities of £407.4 million as at 31 December 2024, (31 December 2023: £278.1 million), comprising term debt of £374.9 million (31 December 2023: £259.2 million) and £32.3 million of other facilities (31 December 2023: £18.9 million). In addition, the Group also had £579.5 million of Payment in Kind ("PIK") debt as at 31 December 2024 (31 December 2023: £509.5 million). The expiry of the PIK debt was extended on 31 January 2024 from March 2025 to March 2028 and has no substantial repayments until that date. The PIK debt is subject to a nominal rate of cash interest and a PIK interest rate that rolls up with the principal debt amount calculated quarterly. The ownership of the PIK debt is stapled to the ownership of the Alloy Topco Limited Group.

The SFA debt was refinanced on 23 April 2024 with a new enlarged \$500 million facility repayable in April 2030. This new term loan facility is denominated in US Dollars and is subject to annual interest at SOFR plus a margin. Alloy Parent Limited acts as guarantor to the facility. The increase in the size of the facility was in part used to fund a partial PIK repayment of £41.7 million and fees associated with the refinancing. Excess proceeds were used to reduce the drawings against the ABL facility and to increase cash on the balance sheet resulting in increased liquidity. The new

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies (continued)

Going concern (continued)

facility is subject to a quarterly covenant test under which the Group's net debt cannot exceed a certain multiple of the adjusted measure of EBITDA (both of which are as defined in the agreement), with the first test date at 31 December 2024 on a retrospective basis. On 25 April 2025 an additional facility of \$50 million was drawn on the same terms as the new enlarged \$500 million facility which increased the level of liquidity available to the Group.

Committed debt facilities also include:

- £16.6 million of facilities in India (31 December 2023: £13.5 million) and £4.3 million (31 December 2023: £6.0 million) of facilities in China. These facilities have varying expiry dates falling due within the going concern forecast period. These facilities have been successfully renewed in prior periods as required by the Group.
- a £90 million asset-backed lending ("ABL") facility which expires in July 2027. This facility is subject to annual interest at a combination of SOFR, SONIA or EURIBOR plus a margin.

At the end of December 2024, the Group had £31.7 million drawn against the ABL facility (31 December 2023: £56.8 million) and held £20.0 million (31 December 2023: £27.1 million) of further cash, giving an adjusted total net debt position of £427.1 million (31 December 2023: £326.6 million). This resulted in £78.3 million of available cash and facilities headroom as at 31 December 2024 (31 December 2023: £60.3 million).

The directors have prepared cash flow forecasts out to December 2026, considered headroom against the covenant in the enlarged debt facility explained above, and the expected liquidity of the Group in a base case and a severe but plausible downside scenario. The directors have considered the potential impact of a number of scenarios on sales, profits and cash flows against the available headroom under existing facilities. The directors have also considered their ability to effect operational cost reductions, pass on cost increases to customers and amend the timings of cash flows in respect of capital expenditure.

The base case scenario is based on the Board approved budgets for 2025 and 2026, inclusive of detailed cash flow forecasts. Sales forecasts were estimated based on third-party data including from original equipment manufacturers, with knowledge of, and discussions with, customers. Adjustments were then made to these budgets to reflect actual trading for the Q1 2025, the latest view on base interest rates and the additional \$50m facility drawn noted above.

In assessing a severe but plausible downside scenario, the directors considered the impact of a number of different scenarios based on the principal risks to the Group's business. The directors determined a severe but plausible downside scenario would include a combination of:

- a 10% reduction in sales volume as a result of changes in customer demand;
- a 25% increase in metal costs above current levels (with a lag between paying higher prices and recovery from customers in line with agreements in place);
- a 10% movement in the value of USD compared to the other key currencies that the Group is exposed to;
- a cash outflow relating to the provision for uncertain tax positions (as these are anticipated to fall outside the forecast period in the base case);
- an increase of 1 percentage points, above current market expectations, across all index rates applicable under the Group's variable interest-bearing debt;
- the loss of a key manufacturing location within the Group net of expected insurance proceeds; and
- The expected impact of the recently announced US tariffs.

In the event of such a downside scenario the directors have also considered the impact of remedial actions available to them which are within their control. While the directors consider the above scenario to be unlikely, it is plausible, however, even in this scenario, the Group would have sufficient liquidity to meet its liabilities as they fall due and would not be in breach of the covenant in the term loan facility.

Therefore, on the basis of the cash flow forecasts prepared by the Group, which the directors have reviewed, covering the period to 31 December 2026, the directors consider that the Group will have sufficient funds to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Alloy Topco Limited has indicated its intention to continue to make available such funds as are needed by the company, and that it does not intend to seek repayment of the amounts currently due to the group, during the going concern assessment period. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies (continued)

Foreign currency

The Company's functional and presentational currency is the pound sterling.

Transactions in foreign currency are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate of exchange ruling on the balance sheet date. All exchange differences are included in the profit and loss account.

Non-underlying items

Items which are significant by virtue of their size or nature and which are considered non-recurring are classified as non-underlying items. Such items are highlighted separately in the Profit and loss account.

Taxation

Current tax is the expected tax payable for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred taxes are provided in full at expected tax rates on differences arising from the recognition of income and expenditure in different periods for tax purposes from those for accounting purposes. Deferred tax assets are recognised to the extent that they are regarded as recoverable. Deferred tax assets and liabilities recognised have not been discounted.

Investments

Investments in subsidiary undertakings are stated at cost, less any provision for impairment.

Intangible assets

Software

Computer software is stated at cost less accumulated amortisation and accumulated impairment losses. Software is amortised over its estimated useful life, of between three and five years, on a straight-line basis.

Tangible assets

Tangible assets are held at cost or valuation less accumulated depreciation. Depreciation is calculated so as to write off the cost less the estimated residual value of other tangible fixed assets on a straight line basis over their useful lives, as follows:

Plant and equipment 3-25 years

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period. The effect of any change is accounted for prospectively.

Subsequent costs, including major inspections, are included in the assets' carrying amount or recognised as a separate asset, as appropriate, only when it is probable that economic benefits associated with the item will flow to the company and the cost can be measured reliably.

The carrying amount of any replaced component is derecognised. Major components are treated as a separate asset where they have significantly different patterns of consumption of economic benefits and are depreciated separately over its useful life.

Repairs, maintenance and minor inspection costs are expensed as incurred.

Assets in the course of construction are stated at cost. These assets are not depreciated until it is available for use.

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss and included in net operating expenses.

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies (continued)

Impairment of fixed assets

Impairment of fixed assets is considered in accordance with Section 27 of FRS 102. Intangible assets, tangible assets and investments in subsidiary undertakings are assessed for any indications of impairment annually. If any indication of impairment is identified, an impairment test is performed to assess the recoverable amount.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets. These are referred to as cash generating units ("CGU"s).

If the recoverable amount of an asset or cash generating unit ("CGU") is estimated to be below the carrying value, the carrying value is reduced to the recoverable amount and the impairment loss is recognised as an expense. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to reduce the carrying amounts of other assets in the CGU on a pro rata basis. The recoverable amount is the higher of the asset's value in use or fair value less costs to dispose, if this is readily available. The value in use is the present value of future cash flows using a pre-tax discount rate which reflects the time value of money.

Employee benefits

Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

Defined contribution pension plans

The cost of providing benefits through defined contribution pensions is charged to the Profit and loss account in the period in respect of which contributions become payable.

Defined benefit pension plans

For defined benefit plans, the cost of providing the benefits is determined based on actuarial valuations that are carried out annually at the Company's balance sheet date by independent qualified actuaries. Plan assets (if any) are measured at their fair values at the balance sheet date. Benefit obligations are measured using the projected unit credit method.

The operating and financing costs of defined benefit plans are recognised separately in the profit and loss account. The costs recognised in the profit and loss account comprise the net total of the current service cost, plan administration expenses, the past service cost, the net interest on the net defined benefit liability/asset and the effect of curtailments and settlements. The current service cost represents the increase in the present value of the plan liabilities expected to arise from employee service in the current period. Past service costs resulting from enhanced benefits are recognised immediately in the profit and loss account. The net interest on the net defined benefit liability/asset is calculated by multiplying the net defined benefit liability/asset by the discount rate, both as determined at the start of the annual reporting period, taking account of any changes in the net defined benefit liability/asset during the period as a result of contribution and benefit payments.

The discount rate used is determined by reference to market yields on high quality corporate bonds, where available, or government bonds at the balance sheet date. Gains and losses on curtailments or settlements are recognised in the profit and loss in the period in which the curtailment or settlement occurs.

Actuarial gains and losses, which represent differences between the expected and actual returns on the plan assets and the effect of changes in actuarial assumptions, are recognised in the statement of comprehensive income in the period in which they occur.

The defined benefit liability or asset recognised in the balance sheet comprises the net total for each plan of the present value of the benefit obligation at the balance sheet date, minus the fair value of the plan assets, if any, at the balance sheet date. Where a plan is in surplus, the asset recognised is limited to the present value of any amounts that the Company expects to recover by way of refunds or a reduction in future contributions.

Interest income

Interest income is recognised using the effective interest method.

Borrowing costs

All borrowing costs are recognised as an expense in profit or loss in the period in which they are incurred. Interest payable is recognised using the effective interest method.

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies (continued)

Financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets

Financial derivatives are measured at fair value through profit and loss. All other financial assets are measured at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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. Financial assets are derecognised when: (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities

Financial derivatives are measured at fair value through profit and loss. All other financial liabilities, including trade and other payables, bank loans and loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

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

Classification of financial instruments issued by the Company

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Critical accounting judgements and estimation uncertainty

The directors do not consider there to be any critical accounting judgements. The following is a summary of all critical accounting estimates the directors have considered in preparing the financial statements.

Impairment of investments

Investments are stated at cost, less any provision for impairment. Investments are tested for impairment when the directors conclude that there is an indication that the investment may be impaired. If there is an indication of impairment, the directors compare the value of the investments to the net assets of the subsidiary that the investment is held in. If these net assets are not sufficient then a comparison to the recoverable amount of the underlying business value (based on a value in use calculation using a discounted cash flow) is performed to assess whether this is sufficient to support the level of the asset. In cases where the full amount of the asset is not supported by this forecasted amount then a provision is recorded for the value of the asset that is not supportable.

An impairment loss recognised in a prior period is reversed if, in the opinion of the directors, there is an indication that the reasons for the impairment loss have ceased to apply or have decreased.

Notes to the financial statements for the year ended 31 December 2024

1 Accounting policies (continued)

Recoverability of amounts owed by group undertakings

The recoverability of amounts owed by group undertakings is assessed by comparing the value of the debtor to the net assets of the Company which owes the debt. If these net assets are not considered to be sufficient, the directors consider other indicators of the debtor's ability to repay the debt, including consideration of the financial position of the Alloy Topco Limited Group and any commitment from Alloy Topco Limited to provide financial support to the companies within the Group. Then, if considered necessary the directors perform a comparison of the net assets of the debtor, to the recoverable amount of the underlying business value based on a value in use calculation, using a discounted cash flow,

to assess whether this is sufficient to support the level of the asset. In cases where the full amount of the asset is not supported by this forecasted amount then a provision is recorded for the value of the asset that is not supportable.

Provisions are reversed on the earlier of the settlement of the outstanding receivable or when a triggering event occurs that requires a further impairment review to be performed.

Retirement benefits

Pension accounting requires certain assumptions to be made in order to value the obligations and to determine the charges to be made to the profit and loss. These figures are particularly sensitive to assumptions for discount rates, mortality and inflation rates.

The pension scheme was bought out in 2023. As a result, there are no estimates in calculating the balance sheet amount at 31 December 2024 (see note 12).

2 Net operating expenses before non-underlying items

	2024	2023
	£'000	£'000
Administrative expenses	14,170	4,412

Notes to the financial statements for the year ended 31 December 2024

3 Non-underlying items

	2024	2023
	£'000	£'000
Professional fees incurred on restructuring activity	588	1,205
Professional fees incurred on acquisition activity	381	-
Professional fees incurred on refinancing	1,418	1,722
Claims, settlements, litigation costs and product write-downs	-	426
IT development project	2,863	5,687
Other	-	127
Impairment of investments	26,294	-
Reversal of impairment of investments	-	(13,011)
Impairment of inter-company loans	2,496	-
Reversal of impairment of inter-company loans	(33,542)	-
	498	(3,844)

Professional fees incurred on restructuring activity are legal and professional fees incurred in relation to the financial restructuring of the Group.

Professional fees incurred on refinancing relate to the refinancing of Group's senior debt facility in April 2024.

IT costs are in respect of the implementation of the Group's upgraded ERP system (a SaaS contract). The costs are distinct from the underlying software and have been expensed as incurred.

At 31 December 2024, after consideration of the carrying value of investments, the directors deemed that an impairment was required in the investment in the wholly owned subsidiary Doncasters Blaenavon Limited, as the underlying value of its assets supported the revised carrying value.

In addition, after consideration of the carrying value of intercompany balances, the directors deemed that a reversal of prior year impairments was required in respect of the Company's intercompany balances with Dundee Holdco 3 Limited (£33,345,000) and a partial reversal was required in respect of Nelson Soudage de Goujons SAS (£197,000), as the underlying value of their assets supported the revised carrying value. At 31 December 2024 additional provisions were also recognised against loans to fellow group company Trucast de Mexico SA de CV of £2,496,000 (2023: £84,000), The directors consider these loans are not fully recoverable.

At 31 December 2023, after consideration of the carrying value of investments, the directors deemed that a reversal of prior year impairments was required in respect of the subsidiary Doncasters US Holdings 2018 Inc., as the underlying value of the subsidiary's assets supported the revised carrying value (see Note 11).

Notes to the financial statements for the year ended 31 December 2024

4 Operating loss

Operating loss is stated after charging /(crediting):

	2024	2023
	£'000	£'000
Depreciation of tangible fixed assets	8	30
Profit/loss on disposal of tangible fixed assets	5	-
Profit/loss on disposal of intangible fixed assets	3	-
Amortisation of intangible assets	480	113
Loss on write-off of intercompany loan	-	22
Loss on disposal of investment	44	
Fees payable to the Company's auditors for the audit of the Company's financial statements	113	114
Foreign exchange losses/(gains)	5,353	(2,515)

The Company settled £1,545,000 (2023: £2,060,000) of the Alloy Parent Limited Group audit fee on behalf of the other entities in the Group with the amount disclosed above being the fee in the relation to the Company itself.

In addition to the audit fees disclosed above, the Company incurred costs of £nil (2023: £24,500) from the Company's auditors in respect of the audit of the pension scheme.

Notes to the financial statements for the year ended 31 December 2024

5 Employees and directors

	2024	2023
	£'000	£'000
Wages and salaries	9,356	6,688
Social security costs	870	694
Other pension costs	357	267
	10,583	7,649

Monthly average number of employees by activity (including directors):

	2024	2023
By activity	Number	Number
Administration	78	68

Directors

The directors did not receive any remuneration specifically in respect of their services to the Company as they did not provide any qualifying services during the year ended 31 December 2024 (2023: £Nil).

No defined benefit contributions were paid in either of the years ended 31 December 2024 or 2023.

Notes to the financial statements for the year ended 31 December 2024

6 Interest receivable and similar income

	2024	2023
	£'000	£'000
Inter-company interest	20,155	21,914
Other interest receivable	-	240
Net pension scheme interest	38	106
Intercompany dividends receivable	39,113	-
	59,306	22,260

Intercompany dividends receivable of £39.1 million (2023: £nil) arose as a result of a intercompany loan simplification project.

7 Interest payable and similar expenses

	2024	2023
	£'000	£'000
Inter-company interest	23,692	22,445
Bank loans and overdraft	2,894	4,893
Amortisation of debt issue costs	278	223
	26,864	27,561

Notes to the financial statements for the year ended 31 December 2024

8 Tax on profit/(loss)

	2024	2023
	£'000	£'000
Current taxation		
Overseas taxation	53	28
Total current taxation	53	28
Deferred taxation		
Origination and reversal of temporary differences	19	(348)
Adjustments in respect of prior periods	24	(28)
Total deferred taxation	43	(376)
Total tax charge/(credit)	96	(348)

Notes to the financial statements for the year ended 31 December 2024

8 Tax on profit/(loss) (continued)

Tax reconciliation:

The tax assessed for the year is lower (2023: higher) than the standard rate of corporation tax in the UK of 25.0% (2023: 23.5%).

	2024	2023
	£'000	£'000
Profit/(loss) before taxation	17,775	(5,869)
Profit/(loss) before taxation multiplied by the standard rate of corporate tax in the UK of 25.0% (2023: 23.5%)	4,444	(1,379)
Transfer pricing adjustments	(10,163)	(11,881)
Adjustments in respect of prior periods	24	(28)
Expenses not deductible for tax purposes	583	1,689
Capital allowances and other timing differences	-	(341)
Non deductible exchange losses	935	-
Surplus interest not deductible for tax purposes	5,701	3,897
Overseas taxation	53	28
Impairment of investments	6,574	-
Non taxable income	(17,539)	(3,058)
Group relief surrendered for no consideration	9,484	10,725
Total tax charge/(credit)	96	(348)

Notes to the financial statements for the year ended 31 December 2024

8 Tax on profit/(loss) (continued)

Deferred income tax (liabilities)/assets comprise the following:

	2024	2023
	£'000	£'000
Property, plant and equipment	85	130
Pension asset	(151)	(206)
Other timing differences	49	89
Total	(17)	13

The movement in the deferred tax (liability)/asset was as follows:

	2024	2023
	£'000	£'000
Provision at beginning of the year	13	(624)
Amount (charged)/credited to the profit and loss account	(43)	376
Amount credited to the statement of comprehensive income	13	261
Provision at end of the year (notes 17 and 13)	(17)	13

Notes to the financial statements for the year ended 31 December 2024

8 Tax on profit/(loss) (continued)

The unrecognised deferred tax asset was £3,133,000 at 31 December 2024 (2023: £2,111,000) comprised as follows:

	2024	2023
	£'000	£'000
Losses	3,076	1,875
Rolled over gains	-	(34)
Research and development tax credits	57	270
Deferred tax asset unrecognised	3,133	2,111

The deferred tax asset has not been recognised and the director does not consider the availability of suitable future taxable profits against which the asset can be recovered to be sufficiently certain.

In March 2021 the UK Government announced a rise in the rate of the UK corporate tax rate to 25%, effective from 1 April 2023. The UK Parliament substantively enacted the change on 24 May 2021.

Notes to the financial statements for the year ended 31 December 2024

9 Intangible assets

	Software
	£'000
<hr/>	
Cost	
At 1 January 2024	3,730
Disposals	(3)
At 31 December 2024	3,727
<hr/>	
Accumulated amortisation	
At 1 January 2024	2,085
Charge for the year	480
At 31 December 2024	2,565
<hr/>	
Net book amount	
At 31 December 2024	1,162
<hr/>	
At 31 December 2023	1,645
<hr/>	

Notes to the financial statements for the year ended 31 December 2024

10 Tangible assets

	Plant and equipment
	£'000
Cost	
At 1 January 2024	509
Additions	21
Disposals	(218)
At 31 December 2024	312
Accumulated depreciation	
At 1 January 2024	470
Charge for the year	8
Disposals	(211)
At 31 December 2024	267
Net book amount	
At 31 December 2024	45
At 31 December 2023	39

The depreciation charge is classified as administrative expenses.

Notes to the financial statements for the year ended 31 December 2024

11 Investments

	2024	2023
	Shares	Shares
	£'000	£'000
Cost		
At 1 January	768,086	748,915
Addition(s)	184,129	19,171
Disposals	(44)	-
At 31 December	952,171	768,086
Provision for impairment		
At 1 January	203,928	216,939
Charge for the year (note 2)	26,294	-
Reversal of prior year impairments (note 2)	-	(13,011)
At 31 December	230,222	203,928
Net book amount		
At 31 December	721,949	564,158

Details of the Company's subsidiaries are shown in note 21.

The addition in the year ended 31 December 2024 arose as part of an intercompany loan simplification project, increasing the investment in Doncasters US Holdings 2018 Inc. The disposal arose from the dissolution of Avistud SRL.

The additions in the year ended 31 December 2023 arose as a result of a financial restructuring within the Doncasters Group, impacting the investment in the subsidiary Ivostud GmbH. The addition in the investment value of Ivostud GmbH (£18,647,000) arose from a series of Group transactions enacted as part of a German cash management project and the contribution of capital to enable Ivostud GmbH to grow their business. The other addition, in Unipol Holdings Limited, arose from the final settlement of the contingent consideration following the conclusion of the acquisition accounting.

Notes to the financial statements for the year ended 31 December 2024

11 Investments (continued)

The Company tests the carrying value of investments if there are indications of impairment. The impairment review was performed on the investment in Doncasters Blaenavon Limited, Doncasters US Holdings 2018 Inc and Deritend International Limited since these investments had shown indications of impairment or they had been impaired/reversed an impairment in the year ended 31 December 2023.

In considering the carrying value of investments in trading subsidiary undertakings, the directors assessed the value in use of the entity in question. To do this, a business valuation model was utilised, which had been prepared for the impairment review for the Alloy Parent Limited Group financial statements for the year ended 31 December 2024. Alloy Parent Limited is an intermediate holding company of the Company and prepares consolidated financial statements, being the smallest entity into which the results of Doncasters Limited are consolidated. Given that the consolidated financial statements of Alloy Parent Limited includes all of the trading entities that are trading subsidiaries of Doncasters Limited, that business valuation model is broadly aligned to the impairment review performed over Doncasters Limited's investments.

The impairment review compared the carrying value of net assets against the value in use using a discounted cash flow valuation.

The valuation considered a number of assumptions:

- The measure of net assets excluded assets expected to be sold, excess cash above a required level and borrowings to approximate to a debt-free value. Net assets that arise on consolidation were allocated to cash generating units ("CGUs") where these specifically related to that CGU. These CGUs are broadly consistent with the standalone trading subsidiaries of the Company, except for the Mobility CGU which is a combination of four trading subsidiaries.
- The discounted cash flows used in the value in use calculation were based on operating cash flow forecast in the latest budgets and forecasts at the balance sheet date for 2025 to 2027. These budgets and forecasts incorporated order book levels, sales coverage under long-term agreements and views on long-term trends from publicly available information. Forecast cash flows were also adjusted to remove the impact of any planned asset sales, the removal of any expansionary capital expenditure and associated future cash flow benefit, the inclusion of an allocation of attributable Group costs and inclusion of forecast tax cash flows.
- The long-term growth rates, of between 1.75% and 3.25%, were applied to terminal year operating cash flow (being 2027 in the model) and are based on long-term inflation estimates for the relevant jurisdictions.
- Forecast cash flows were discounted using a post-tax market participant rate for each CGU which were between 9.3% and 13.0% along with the equivalent pre-tax discount rate of between 11.7% and 18.2%.

For investments in entities that are non-trading, the carrying value of the investment was compared to the underlying net assets of the subsidiary. Where the carrying value of the investments were not supported by the value of the underlying assets or forecast future cashflows an impairment was recognised.

At 31 December 2024, after consideration of the carrying value of investments, the directors deemed that an impairment of £26,294,000 was required in the subsidiary Doncasters Blaenavon Limited, as the underlying value of their assets, following the intercompany loan simplification, no longer supported the carrying value. All other investments reviewed were supported by the value of the underlying assets.

At 31 December 2023, after consideration of the carrying value of investments, the directors deemed that a reversal of prior year impairments of £13,011,000 was required in the subsidiary Doncasters US Holdings 2018 Inc. as the underlying value of their assets supported the revised carrying value. All other investments reviewed were supported by the value of the underlying assets.

Impairments in investments and subsequent reversals are recognised through the profit and loss account as non-underlying items (note 2).

Notes to the financial statements for the year ended 31 December 2024

12 Post-employment benefits

In the United Kingdom, most employees are covered by either defined benefit or defined contribution pension plans. The defined contribution plan complies with the UK Government's auto enrolment legislation and applies to the vast majority of employees. There has been minimal 'opt out' by employees. Since 1993, all new entrants join defined contribution plans with all contributions being invested with a financial institution.

There were two defined benefit pension plans in the United Kingdom. These were the Triplex Lloyd Final Salary Plan ("Triplex Plan") and the Doncasters Pension and Life Cover Plan ("Doncasters Plan"). Both schemes were closed to future accrual from 30 September 2016. Both plans were contributory and entitle a retired employee to receive an annual pension payment based on their final salary and service with the company. Prior to 4 November 2019, the Triplex and Doncasters sections of the UK plan were separate pension plans. These plans were merged during 2019 into a single trust.

The full liabilities of the Triplex section, except for any additional liabilities arising as a result of Guaranteed Minimum Pension ("GMP") equalisation were insured through a buy-in policy held under the Trustees' name in August 2018. All of these insured liabilities, together with those relating to GMP equalisation, were fully bought-out in March 2021. At 31 December 2021 there were no remaining assets or liabilities associated with the Triplex section of the UK Plan.

In January 2016 part of the Doncasters section was insured through a buy-in policy in the Trustees' name, with around £11.5 million of its IAS19 pensioner liabilities covered by insurance policies held in the Trustees' name. This was fully bought out with the insurer on 28 June 2022. The IAS19 value of assets and liabilities were settled at this date and there was no income statement impact as the assets and liabilities settled were equal. In July 2021, the remaining liabilities of the Doncasters section were bought-in through a policy in the Trustees' name, leaving no residual liabilities left uninsured. This was fully bought out with the insurer on 13 December 2022. The IAS19 value of assets and liabilities were settled at 13 December 2022 with no impact to the income statement. There was a closing surplus at 31 December 2022 of £3.0 million, with no remaining defined benefit obligation.

As a result of the buy-out the Group received a refund of surplus from the scheme on 29 September 2023, which reduced the surplus held by £1.5 million. There have also been payments of equalised benefits for historic scheme transfers pre-2018 by the UK Plan administrators XPS Pensions Group made in both the year ended 31 December 2023 and 2024. The remaining final expected payment due from the plan at 31 December 2024 in respect of these is approximately £3,000.

At 31 December 2024, the only assets of the UK Plan are those held as cash, which are stated at market value.

Notes to the financial statements for the year ended 31 December 2024

12 Post-employment benefits (continued)

Actuarial assumptions

The major assumptions used in valuing the funds were:

	2024	2023
Discount rate	n/a	n/a
Inflation	n/a	n/a
Future salary increases	n/a	n/a
Future pension increases	n/a	n/a
Deferred pension increases	n/a	n/a

Assumptions regarding future mortality rates are based on published statistics and mortality tables. The current life expectancies underlying the values of the liabilities in the defined benefit plans are as follows:

The life expectancy in years of a pensioner retiring at age 65 at the balance sheet date is as follows:

	2024	2023
Males	n/a	n/a
Females	n/a	n/a

The life expectancy in years of a pensioner retiring at age 65, 20 years after the balance sheet date is as follows:

	2024	2023
Males	n/a	n/a
Females	n/a	n/a

Notes to the financial statements for the year ended 31 December 2024

12 Post-employment benefits (continued)

Balance sheet

	2024	2023
	£'000	£'000
Cash and other	609	934
Total fair value of assets	609	934
Defined benefit obligation	(3)	(110)
Pension asset recognised in the balance sheet	606	824

Movement in the fair value of plan assets:

	2024	2023
	£'000	£'000
At beginning of the year	934	2,992
Interest income on assets	42	114
Administration expense	(204)	(356)
Actuarial losses	(97)	(195)
Benefits paid	(66)	(1,621)
At end of the year	609	934

Notes to the financial statements for the year ended 31 December 2024

12 Post-employment benefits (continued)

Movement in the present value of the defined benefit obligation:

	2024	2023
	£'000	£'000
At beginning of the year	(110)	-
Interest expense on liabilities	(4)	(8)
Actuarial gain experience	45	8
Past service cost	-	(231)
Benefits paid	66	121
At end of the year	(3)	(110)

Profit and loss

The amounts recognised in the profit and loss are as follows:

	2024	2023
	£'000	£'000
Net interest	38	106
Administrative expenses	(204)	(356)
Past service cost	-	(231)
Total	(166)	(481)

The surplus in the scheme is repayable to the Company on the winding up of the scheme, after all liabilities and pension obligations have been settled.

Notes to the financial statements for the year ended 31 December 2024

13 Debtors

	2024	2024	2023	2023
	£'000	£'000	£'000	£'000
Amounts falling due within one year				
Trade debtors		36		287
Amounts owed by group undertakings	453,323		469,656	
Provision for impairment	(7,972)		(39,018)	
		445,351		430,638
Other debtors		6,505		1,964
Prepayments and accrued income		887		319
Corporation tax		685		210
Total amounts falling due within one year		453,464		433,418
Amounts falling due after more than one year				
Deferred tax asset (note 8)		-		13
		453,464		433,431

Amounts owed by group undertakings are valued at amortised cost using the effective interest method. They are unsecured and have no fixed term of repayment.

\$5,200,000 (2023: \$5,200,000) bears interest at 7.5% (2023: 7.5%)

The remaining balance is interest-free.

At 31 December 2023 £161,920,000 bore interest at 14.0%, this balance was settled as part of the group intercompany simplification at 31 October 2024.

Amounts owed by group undertakings are stated after provisions against loans to fellow group companies Trucast de Mexico SA de CV of £2,637,000 (2023: £141,000), Nelson Soudage de Goujons SAS of £2,861,000 (2023: £3,058,000) and Chard Precision Castings Limited of £2,474,000 (2023: £2,474,000). In each case the directors consider the loans to not be fully recoverable at the balance sheet date.

At 31 December the amount owed by Dundee Holdco 3 Limited was stated after a provision of £33,344,000. As a result of an intercompany loan simplification project, which was undertaken in the year ended 31 December 2024, the underlying loan was settled and accordingly the impairment was reversed (see note 2).

All other debtors except prepayments are financial assets that are debt instruments measured at amortised cost.

Trade debtors are stated after provisions for impairment of £nil (2023: £nil).

Other debtors primarily relate to £5,585,000 (2023: £1,811,000) of fixed overseas deposits within Unipol India.

Notes to the financial statements for the year ended 31 December 2024

14 Creditors: amounts falling due within one year

	2024	2023
	£'000	£'000
Trade creditors	662	941
Amounts owed to group undertakings	882,956	1,018,581
Taxation and social security	348	316
Accruals and deferred income	4,989	5,492
	888,955	1,025,330

Amounts owed to group undertakings are unsecured and have no fixed term of repayment. They are valued at amortised cost using the effective interest method.

€21,500,000 (2023: €21,500,000) bears interest at 11.4% (2023: 11.4%). \$129,335,000 (2023: \$nil) bears interest at US base rate plus 6.5%, which was 10.87% at 31 December 2024. At 31 December 2023 a further balance of £161,920,000 bore interest at 14.0%, this was settled as part of the group intercompany simplification at 31 October 2024.

The remainder is non-interest bearing.

All other creditors except deferred income are financial liabilities that are debt instruments measured at amortised cost.

15 Creditors: amounts falling due after more than one year

	2024	2023
	£'000	£'000
Bank borrowings	31,475	56,394
Preference Shares	127,901	-
	159,376	56,394

The preference shares, issued on 19 December 2024, accrue a fixed cumulative preferential dividend at an annual rate of 7.8%. The preference shares were recorded at fair value at inception, which was considered to be equal to their book value.

Notes to the financial statements for the year ended 31 December 2024

16 Borrowings

	2024	2023
	£'000	£'000
Bank borrowings	31,475	56,394
Current portion	-	-
Non-current portion	31,475	56,394
	31,475	56,394

The maturity of non-current borrowings is as follows:	2024	2023
	£'000	£'000
Between one and two years	-	56,757
Between two and three years	31,591	-
Debt issue costs	(116)	(363)
	31,475	56,394

The bank borrowings are a multi-currency revolving asset backed lending ("ABL") facility.

The asset backed lending facility bears interest at SONIA/SOFR (with a credit adjustment spread)/EURIBOR (with a floor of zero) plus 3.0%, being 3.0% at 31 December 2024, (31 December 2023: 2.75%). Following the refinance of the term loan on 23 April 2024 this is now repayable in one instalment in July 2027.

Notes to the financial statements for the year ended 31 December 2024

17 Provisions

	2024	2023
	£'000	£'000
Deferred tax liability (note 8)	17	-

18 Post balance sheet events

On 25 April 2025, the Alloy Parent Limited Group drew an additional \$50 million on the same terms as the existing term loan facility, which increased the level of liquidity available to the Group. The Company is obligor in this facility and is party to this treasury arrangement of the Group.

19 Guarantees

The Company is a participant in the Alloy Parent Limited Group banking arrangement under which all surplus cash balances are held as collateral for bank facilities advanced to Group members. In addition, the Company has issued an unlimited guarantee to the banks to support these Group facilities.

20 Parent company and ultimate controlling party

The immediate parent company is Dundee Holdco 4 Limited, a company registered in England and Wales.

The ultimate parent undertaking is Alloy Topco Limited, a company incorporated in Jersey. The registered office of Alloy Topco Limited is 7 Esplanade, St Helier, JE1 0BD, Jersey. Alloy Topco Limited is owned by a number of shareholders and no single fund or shareholding fund has the ability to exercise control over the Group.

The results of Doncasters Limited are consolidated into the financial statements of Alloy Parent Limited, being the smallest entity into which these results are consolidated. The consolidated financial statements of Alloy Parent Limited may be obtained from 1 Park Row, Leeds, LS1 5AB.

The results of Alloy Parent Limited are ultimately consolidated into the financial statements of Alloy Topco Limited, being the largest entity into which these results are consolidated. The consolidated financial statements of Alloy Topco Limited may be obtained from 1 Park Row, Leeds, LS1 5AB.

Notes to the financial statements for the year ended 31 December 2024

21 Subsidiary undertakings

The subsidiary undertakings are:

Subsidiary name	Function	Country of incorporation	Registered office address
Ivostud (Tianjin) International Trading Company Limited (D)	Trading company	China	18# Guomao Road, Free Zone, Tianjin
Ivostud GmbH (D)	Trading company	Germany	Schuetzenstrasse 6-8, D-58339 Breckerfeld
Ivostud LLC	Trading company	United States	1209 Orange Street, Wilmington, DE 19801
Ivostud Mexico SA de CV (D)	Trading company	Mexico	Calle Oso 127, interior 104, Colonia de Valle Sur, Delegacion Benito Juarez, Ciudad de Mexico.
Ivostud SAS (D)	Trading company	France	8 Rue de l'Angoumois, ZI du Chamin Vert, 95100 Argenteuil
Certified Alloy Products Inc	Trading company	United States	2710 Gateway Oaks Drive Suite 150N, Sacramento, CA
Deritend International Limited (D)	Trading company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters Inc	Trading company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Doncasters US Fabrications Inc	Dormant company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Erie Bolt Corporation	Dormant company	United States	2595 Interstate Drive, Suite 103, Harrisburg, PA
Ross & Catherall Limited (D)	Trading company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Southern Tool LLC	Trading company	United States	150 South Perry Street, Montgomery, AL
Trucast (Europe) Limited	Trading company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Trucast (North America) LLC	Dormant company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Trucast de Mexico SA de CV	Dormant company	Mexico	Bldv. Interamericana No. 302, Parque Finsa, 66600 Ciudad Apodaca
Trucast Limited (D)	Trading company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Trucast LLC	Trading company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Doncasters Blaenavon Limited (D)	Holding company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters UK Finance Limited	Holding company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters US 2 LLC	Holding company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Doncasters US Holdings 2018 Inc (D)	Holding company	USA	1209 Orange Street, Wilmington, DE 19801
Triplex Lloyd Limited	Holding company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters US LLC	Financing company	United States	c/o 251 Little Falls Drive, Wilmington, DE 19808
Cranford 1040 Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Cranford 1041 Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Daniel Doncaster & Sons Limited (D)	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Deritend Lloyd Pension Trustees Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters 1516 Limited**	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters International Limited**	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters LLC*	Dormant company	United States	835 Poquonnock Road PO BOX 1146, Groton, Connecticut 06340-1146
Doncasters Precision Castings – Deritend Limited*	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters Structures Limited* (D)	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Doncasters UK Holdings Limited (D)	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Dynamic Casting Company SA de CV	Dormant company	Mexico	Bldv. Interamericana No. 302, Parque Finsa, 66600 Ciudad Apodaca
E. D. H. Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Sterling International Technology Limited*	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Triplex Lloyd Building Products Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Triplex Lloyd Corporate Services Limited**	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB

Notes to the financial statements for the year ended 31 December 2024

21 Subsidiary undertakings (continued)

Subsidiary name	Function	Country of incorporation	Registered office address
Triplex Lloyd Nominees Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Triplex Lloyd Pensions Management Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Unipol Group Holdings Limited	Holding company	British Virgin Islands	3rd floor Yamraj Building, Market Square, P.O Box 3175, Road Town, Tortola
Unipol Holdings Limited (D)	Holding company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Polycast International Limited	Holding company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Jiangyin Uni-pol Co Limited	Trading company	China	Industrial Zone East, Xinqiao Town, Jiangyin
Polycast Limited	Dormant company	United Kingdom	1 Park Row, Leeds, LS1 5AB
Jiangyin Uni-pol Vacuum Casting India Pvt Limited	Trading company	India	G No 55/56/3, Pimple Jagtap Tal, Shirur, Pune, Maharashtra - 412208
UPM Casting S.A. de C.V.	Trading company	Mexico	Calle Jatñil no. 2, Parque Industrial Cucupah, Mexicali, Baja California, Mexico, C.P. 21385
Obras y Desarrollos Inteligentes SAPI de CV	Trading company	Mexico	Calle Jatñil no. 2, Parque Industrial Cucupah, Mexicali, Baja California, Mexico, C.P. 21385
Doncasters Precision Castings India Private Limited (D)	Holding Company	India	Gat No. 51/52, Pimple Jagtap, Chakan Shikrapur Road, Burunjwadi, Pune, Shirur, Maharashtra, 412208
Doncasters Structural Castings de Mexico S de RL de CV***	Dormant company	Mexico	Avenida Jatñil No 2, Parque Industrial Cucupah, Mexicali, Baja California, Mexico, C.P. 21385

All are wholly owned indirect subsidiaries except as indicated (D), which are wholly owned direct subsidiaries. All are incorporated in the United Kingdom unless otherwise indicated.

* Subsequent to the year end this subsidiary has been dissolved.

** Subsequent to the year end these companies have applied to be struck off and dissolved.

*** This subsidiary has been incorporated during the year ended 31 December 2025