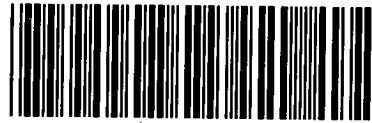


Company registration number 02137393 (England and Wales)

MODE LIGHTING LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2023

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MODE LIGHTING LIMITED

COMPANY INFORMATION

Directors	Mr A P Morris Mr G A Brown Mr B D Gilbert Mr A C Hayllar Mr J R King Mr C Hastings	(Appointed 19 December 2023)
Secretary	Mr R S Gambles	
Company number	02137393	
Registered office	The Maltings 63 High Street Ware Hertfordshire United Kingdom SG12 9AD	
Auditor	Henton & Co LLP Stag House Old London Road Hertford Hertfordshire SG13 7LA	

MODE LIGHTING LIMITED

CONTENTS

	Page
Strategic report	1 - 2
Directors' report	3 - 4
Independent auditor's report	5 - 7
Statement of comprehensive income	8
Balance sheet	9
Statement of changes in equity	10
Notes to the financial statements	11 - 20

MODE LIGHTING LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

The Directors present the strategic report for the year ended 30 September 2023.

Review of the business

Mode Lighting Limited is part of a privately owned group of companies specialising in the electronics industry. The Company has built its reputation in design innovation and quality engineering on a stable foundation of continuing re-investment in the latest technologies.

With over 45 years' experience in the lighting industry, Mode Lighting is well placed to provide support in the implementation of lighting controls, contract assembly, LED drivers and other components. Our purpose is to supply lighting control equipment to our customers throughout the UK, Europe and the wider world, to ensure they achieve reliable solutions to their needs.

The key financial performance indicators during the year were as follows:

	2023	2022	Change
Turnover	£6,820,811	£6,282,962	9%
Gross profit	£3,944,219	£3,585,388	10%
Profit before tax	£710,922	£626,743	13%

Turnover has grown in the period as a result of a growth in the markets that the Company serves. We believe in building long term partnerships with our suppliers to ensure we can supply and develop the right products for our customers. We believe that motivating, retaining, and providing career opportunities for our valued staff is key to a successful business. The Company is aware of its carbon footprint and environmental responsibilities and takes these into account to ensure they are a primary business consideration.

New innovative products are continuing to be developed by the Research and Development Department. The issue of energy saving and 'green' technology is increasing in importance and Mode Lighting will continue to develop new product lines as well as enhancing current ranges. The lighting sector remains highly competitive and our customers' continually look for additional benefits in technology that can save energy, add value and reduce running costs. From standard products to bespoke designs, we work with designers, engineers, architects and end clients to ensure the maximum benefits when using our products.

MODE LIGHTING LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2023

Principal risks and uncertainties

Business Risk

The Directors consider that the Company's principal business risks are only normal trading risks such as losing major customers and an increase in the numbers of competitors, none of which are judged to be imminent or of a material nature. The Company continues to develop its products through research & development in order to minimise the business risk.

Liquidity Risk

The Company manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the Company has sufficient liquid resources to meet the operating needs of the business.

Credit Risk

The Company places its cash with creditworthy institutions and performs ongoing credit evaluations of its debtors' financial position. New customers who wish to enter into contracts with the Company are subject to credit verification procedures and relevant guarantees and undertakings are sought where appropriate. Trade debtors are reviewed on a regular basis and provision is made for doubtful debts when necessary.

The carrying amount of cash and debtors represent the maximum credit risk that the Company is exposed to.

Foreign Currency Risk


The Company's principal foreign currency exposures arise from trading with overseas companies and the Company has limited its exposure by invoicing its overseas customers in sterling wherever possible although some exposure may still remain with regards to foreign currency costs. The Company policy permits but does not demand that these exposures be hedged in order to fix the cost in sterling.

Treasury Operations and Financial Instruments

A financial instrument is a contract that gives rise to a financial asset in one entity and a financial liability (or equity instrument) in another entity. The Company's principal financial instruments include bank overdrafts and loans, used to raise finance for the Company's operations, and various other financial assets and liabilities such as trade debtors and trade creditors arising directly from operations.

Financial instruments are not entered into for speculative purposes.

By order of the Board


.....
Mr R S Gambles
Secretary

Date: 29th May 2024
.....

MODE LIGHTING LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

The Directors present their annual report and financial statements for the year ended 30 September 2023.

Principal activities

The principal activity of the Company continued to be that of contract electronic assembly, distributors of electronic apparatus and distributors of lighting controlled equipment and apparatus.

Results and dividends

The results for the year are set out on page 8.

Interim dividends were paid amounting to £160,000. The Directors do not recommend payment of a final dividend.

Directors

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

Mr A P Morris

Mr G A Brown

Mr B D Gilbert

Mr A C Hayllar

Mr J R King

Mr C Hastings

(Appointed 19 December 2023)

Auditor

In accordance with the Company's articles, a resolution proposing that Henton & Co LLP be reappointed as auditor of the Company will be put at a General Meeting.

Statement of Directors' responsibilities

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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;
- 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.

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.

MODE LIGHTING LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2023

Medium-sized companies exemption

This report has been prepared in accordance with the provisions applicable to companies entitled to the medium-sized companies exemption.

By order of the Board

R. Gambles

Mr R S Gambles
Secretary

Date: *29th May 2024*

MODE LIGHTING LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MODE LIGHTING LIMITED

Opinion

We have audited the financial statements of Mode Lighting Limited (the 'Company') for the year ended 30 September 2023 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2023 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 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.

MODE LIGHTING LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF MODE LIGHTING 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 or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement, the Directors' responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors' determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors' either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

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.

MODE LIGHTING LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MODE LIGHTING LIMITED

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, and non-compliance with laws and regulations, our procedures included the following: enquiring of management concerning the Company's policies with regards identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance; enquiring of management concerning the Company's policies detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud; enquiring of management concerning the Company's policies in relation to the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations; discussing among the engagement team where fraud might occur in the financial statements and any potential indicators of fraud; and obtaining an understanding of the legal and regulatory framework that the Company operates in and focusing on those laws and regulations that had a direct effect on the financial statements or that had a fundamental effect on the operations of the Company. The key laws and regulations we considered in this context included the UK Companies Act 2006, Financial Reporting Standard 102, applicable tax legislation and health and safety laws.

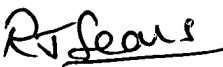
Audit procedures undertaken in response to the potential risks relating to irregularities (which include fraud and non-compliance with laws and regulations) comprised of: enquiries of management and those charged with governance concerning compliance with such laws and regulations and any actual or potential litigation or claims; inspection of relevant legal correspondence; testing the appropriateness of journal entries; and the performance of analytical review to identify unexpected movements in account balances which may be indicative of fraud.

No instances of material non-compliance were identified. However, the likelihood of detecting irregularities, including fraud, is limited by the inherent difficulty in detecting irregularities, the effectiveness of the entity's controls, and the nature, timing and extent of the audit procedures performed. Irregularities that result from fraud might be inherently more difficult to detect than irregularities that result from error. As explained above, there is an unavoidable risk that material misstatements may not be detected, even though the audit has been planned and performed in accordance with ISAs (UK). We are not responsible for preventing non compliance and cannot be expected to detect non-compliance with all laws and regulations.

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.

Use of our report

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



Ralph Sears
Senior Statutory Auditor
For and on behalf of Henton & Co LLP

Chartered Accountants
Statutory Auditor

Date: 30th MAY 2024

Stag House
Old London Road
Hertford
Hertfordshire
SG13 7LA

MODE LIGHTING LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2023

		2023	2022
	Notes	£	£
Turnover	3	6,820,811	6,282,962
Cost of sales		(2,876,592)	(2,697,574)
Gross profit		3,944,219	3,585,388
Administrative expenses		(3,507,439)	(3,143,764)
Other operating income		253,084	184,998
Operating profit	4	689,864	626,622
Interest receivable and similar income	7	21,058	121
Profit before taxation		710,922	626,743
Tax on profit	8	(70,155)	(39,040)
Profit for the financial year		640,767	587,703

The profit and loss account has been prepared on the basis that all operations are continuing operations.

MODE LIGHTING LIMITED

BALANCE SHEET

AS AT 30 SEPTEMBER 2023

		2023		2022	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	10		174,819		187,149
Current assets					
Stocks	12	2,056,698		1,997,732	
Debtors	13	2,612,279		3,187,334	
Cash at bank and in hand		3,491,493		2,517,473	
		<u>8,160,470</u>		<u>7,702,539</u>	
Creditors: amounts falling due within one year	14	<u>(1,437,645)</u>		<u>(1,470,129)</u>	
Net current assets			<u>6,722,825</u>		<u>6,232,410</u>
Total assets less current liabilities			<u>6,897,644</u>		<u>6,419,559</u>
Provisions for liabilities					
Deferred tax liability	15	<u>36,372</u>		<u>39,054</u>	
			<u>(36,372)</u>		<u>(39,054)</u>
Net assets			<u><u>6,861,272</u></u>		<u><u>6,380,505</u></u>
Capital and reserves					
Called up share capital	16		1,000		1,000
Profit and loss reserves			<u>6,860,272</u>		<u>6,379,505</u>
Total equity			<u><u>6,861,272</u></u>		<u><u>6,380,505</u></u>

These financial statements have been prepared in accordance with the provisions relating to medium-sized companies.

The financial statements were approved by the Board of Directors and authorised for issue on 29th May 2024 and are signed on its behalf by:



Mr A P Morris
Director

Company registration number 02137393 (England and Wales)

MODE LIGHTING LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	Share capital £	Profit and loss reserves £	Total £
Balance at 1 October 2021		1,000	5,951,802	5,952,802
Year ended 30 September 2022:				
Profit and total comprehensive income		-	587,703	587,703
Dividends	9	-	(160,000)	(160,000)
Balance at 30 September 2022		<u>1,000</u>	<u>6,379,505</u>	<u>6,380,505</u>
Year ended 30 September 2023:				
Profit and total comprehensive income		-	640,767	640,767
Dividends	9	-	(160,000)	(160,000)
Balance at 30 September 2023		<u>1,000</u>	<u>6,860,272</u>	<u>6,861,272</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

1 Accounting policies

Company information

Mode Lighting Limited is a private Company limited by shares incorporated in England and Wales. The registered office is The Maltings, 63 High Street, Ware, Hertfordshire, United Kingdom, SG12 9AD.

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.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of paragraph 33.7.

The Company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

The financial statements of the Company are consolidated in the financial statements of Tappenden & Co Limited. These consolidated financial statements are available from its registered office, The Maltings, 63 High Street, Ware, Hertfordshire SG12 9AD.

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 measured at the fair value of the consideration received or receivable for goods supplied or services rendered, net of returns, discounts and valued added tax.

The Company recognises revenue when the significant risks and rewards of ownership have been transferred to the buyer; the Company retains no continuing involvement or control over the goods and the amount of revenue can be measured reliably.

1.4 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.

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:

Plant and equipment	12.5% on cost
Fixtures and fittings	12.5% on cost
Computers	25% on cost

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

1 Accounting policies

(Continued)

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.

1.5 Stocks

Stocks are valued at the lower of cost and estimated selling price less costs to complete and sell, after making due allowance for obsolete and slow moving items.

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

1.6 Cash and cash equivalents

Cash and cash equivalents are represented by cash in hand and other short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk to changes in value.

1.7 Financial instruments

The Company only enters into basic financial instruments that result in the recognition of financial assets and liabilities like trade debtors, trade creditors and other debtors and creditors, loans from banks and other third parties and loans to related parties.

Debt instruments like loans and other accounts receivable and payable are initially measured at present value of the future payments and subsequently at amortised cost using the effective interest method; Debt instruments that are payable or receivable within one year, typically trade creditors or trade debtors are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an outright short-term loan not at market rate, the financial asset or liability is measured, initially and subsequently, at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the income statement.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and the best estimate, which is an approximation, of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is an 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.

1.8 Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively. Current or deferred taxation assets and liabilities are not discounted.

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2023

1 Accounting policies

(Continued)

Current tax

Current tax is the amount of corporation tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

The Directors periodically evaluate the position taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. They establish provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in the periods different from those in which they are recognised in the financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing differences.

1.9 Retirement benefits

The Company operates a defined contribution pension scheme for auto enrolment purposes. The assets of the scheme are held separately from those of the Company. The annual contributions payable are charged to the profit and loss account in the period to which they relate.

1.10 Leases

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Rentals applicable to operating leases where substantially all of the benefits of ownership remain with the lessor are charged to profit and loss account on a straight line basis over the term of the lease.

1.11 Foreign exchange

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

1.12 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using effective interest method, less any impairment.

1.13 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

1 Accounting policies

(Continued)

1.14 Research and development

Expenditure on pure and applied research is charged to the profit and loss account in the year in which it is incurred.

The Company is developing its next generation Network Processor Unit (NPU). This will use a powerful compute module containing three separate processor cores. Two will run embedded Linux and the other will handle the real time processing. This is a significant increase in processing power compared to the current generation and will handle the planned new features for the next five years plus. This will include secure Cloud based services for remote operation, configuration, diagnostics and data capture.

Other R&D projects completed this year are the eDIN+ Cloud Access Module (CAM), Pixel Controller, additional ROMA wireless modules and further enhancements to the Emergency Lighting Test system.

2 Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The nature of estimation means that actual outcomes could differ from those estimates.

Critical judgements

The following judgements have had the most significant effect on amounts recognised in the financial statements.

The annual depreciation charge is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually.

The Directors make estimates of the recoverable value of trade and other debtors. When assessing the impairment of trade and other debtors, the factors considered include the current credit rating of the debtor, the ageing profile of debtors and historical experience.

The Company considers the recoverability of the cost of its stock holdings and the associated provisioning required. When calculating the stock impairment provision management considers the nature and condition of the stock as well as applying assumptions around future saleability.

3 Turnover and other revenue

	2023	2022
	£	£
Turnover analysed by class of business		
Product and distribution sales	6,726,437	5,945,573
Group overhead sales	25,847	312,555
Group product sales	68,527	24,834
	<u>6,820,811</u>	<u>6,282,962</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

3	Turnover and other revenue	(Continued)	
		2023	2022
		£	£
	Turnover analysed by geographical market		
	United Kingdom	6,475,162	5,933,678
	Europe	257,235	272,739
	Asia	66,818	56,566
	North America	20,821	19,979
	Africa	449	-
	Oceania	326	-
		<u>6,820,811</u>	<u>6,282,962</u>
		2023	2022
		£	£
	Other revenue		
	Interest income	<u>21,058</u>	<u>121</u>
4	Operating profit	2023	2022
		£	£
	Operating profit for the year is stated after charging/(crediting):		
	Exchange gains	(2,837)	(8,282)
	Research and development costs	364,296	340,635
	Fees payable to the Company's auditor for the audit of the Company's financial statements	15,850	15,250
	Depreciation of owned tangible fixed assets	45,611	43,471
	Profit on disposal of tangible fixed assets	-	(2,500)
	Operating lease charges	<u>426,000</u>	<u>426,000</u>
5	Employees		
	The average monthly number of persons (including Directors) employed by the Company during the year was:		
		2023	2022
		Number	Number
	Directors	5	5
	Production	30	30
	Administrative	38	33
	Total	<u>73</u>	<u>68</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

5 Employees (Continued)

Their aggregate remuneration comprised:

	2023 £	2022 £
Wages and salaries	2,686,299	2,442,544
Social security costs	270,151	259,074
Pension costs	50,071	43,955
	<u>3,006,521</u>	<u>2,745,573</u>

6 Directors' remuneration

	2023 £	2022 £
Remuneration for qualifying services	482,364	477,235
Company pension contributions to defined contribution schemes	6,604	6,504
	<u>488,968</u>	<u>483,739</u>

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

	2023 £	2022 £
Remuneration for qualifying services	<u>154,149</u>	<u>140,653</u>

7 Interest receivable and similar income

	2023 £	2022 £
Interest income		
Interest on bank deposits	21,058	-
Other interest income	-	121
Total income	<u>21,058</u>	<u>121</u>

	2023 £	2022 £
Investment income includes the following:		
Interest on financial assets not measured at fair value through profit or loss	<u>21,058</u>	<u>-</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

8 Taxation	2023 £	2022 £
Current tax		
UK corporation tax on profits for the current period	72,837	-
Adjustments in respect of prior periods	-	(14)
	<u>72,837</u>	<u>(14)</u>
Total current tax	<u>72,837</u>	<u>(14)</u>
Deferred tax		
Origination and reversal of timing differences	(2,682)	29,681
Changes in tax rates	-	9,373
	<u>(2,682)</u>	<u>39,054</u>
Total deferred tax	<u>(2,682)</u>	<u>39,054</u>
Total tax charge	<u>70,155</u>	<u>39,040</u>

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:

	2023 £	2022 £
Profit before taxation	<u>710,922</u>	<u>626,743</u>
Expected tax charge based on the standard rate of corporation tax in the UK of 25.00% (2022: 19.00%)	177,731	119,081
Tax effect of expenses that are not deductible in determining taxable profit	1,094	593
Adjustments in respect of prior years	-	(14)
Effect of change in corporation tax rate	(9,901)	-
Group relief	-	(16,543)
Permanent capital allowances in excess of depreciation	2,106	(18,519)
Enhanced relief available on R&D expenditure	(98,193)	(84,137)
Fixed asset profit on disposal	-	(475)
Change in tax rate effect on previously recognised deferred tax	-	9,373
Movement on deferred tax	(2,682)	29,681
	<u>70,155</u>	<u>39,040</u>
Taxation charge for the year	<u>70,155</u>	<u>39,040</u>

9 Dividends	2023 £	2022 £
Interim paid	<u>160,000</u>	<u>160,000</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

10 Tangible fixed assets	Plant and equipment £	Fixtures and fittings £	Computers £	Total £
Cost				
At 1 October 2022	884,083	148,953	403,874	1,436,910
Additions	11,847	468	20,966	33,281
At 30 September 2023	<u>895,930</u>	<u>149,421</u>	<u>424,840</u>	<u>1,470,191</u>
Depreciation and impairment				
At 1 October 2022	711,193	144,054	394,514	1,249,761
Depreciation charged in the year	35,139	1,340	9,132	45,611
At 30 September 2023	<u>746,332</u>	<u>145,394</u>	<u>403,646</u>	<u>1,295,372</u>
Carrying amount				
At 30 September 2023	<u>149,598</u>	<u>4,027</u>	<u>21,194</u>	<u>174,819</u>
At 30 September 2022	<u>172,890</u>	<u>4,899</u>	<u>9,360</u>	<u>187,149</u>
11 Financial instruments			2023	2022
			£	£
Carrying amount of financial assets				
Instruments measured at fair value through profit or loss			3,491,493	2,517,473
			<u>3,491,493</u>	<u>2,517,473</u>
12 Stocks			2023	2022
			£	£
Raw materials and consumables			1,262,380	1,212,270
Work in progress			62,738	204,806
Finished goods and goods for resale			731,580	580,656
			<u>2,056,698</u>	<u>1,997,732</u>
			<u>2,056,698</u>	<u>1,997,732</u>
13 Debtors			2023	2022
			£	£
Amounts falling due within one year:				
Trade debtors			779,332	981,964
Amounts owed by group undertakings			1,680,530	2,081,767
Prepayments and accrued income			152,417	123,603
			<u>2,612,279</u>	<u>3,187,334</u>
			<u>2,612,279</u>	<u>3,187,334</u>

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

14 Creditors: amounts falling due within one year

	2023 £	2022 £
Trade creditors	565,322	806,807
Amounts owed to group undertakings	8,967	30,123
Corporation tax	72,837	-
Other taxation and social security	366,950	291,135
Accruals and deferred income	423,569	342,064
	<u>1,437,645</u>	<u>1,470,129</u>

15 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the Company and movements thereon:

	Liabilities 2023 £	Liabilities 2022 £
Balances:		
Accelerated capital allowances	<u>36,372</u>	<u>39,054</u>
Movements in the year:		2023 £
Liability at 1 October 2022		39,054
Credit to profit or loss		(2,682)
Liability at 30 September 2023		<u>36,372</u>

16 Share capital

	2023 Number	2022 Number	2023 £	2022 £
Ordinary share capital Issued and fully paid				
Ordinary of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

17 Financial commitments, guarantees and contingent liabilities

The Company is party to a cross-guarantee and debenture dated 28th May 2019 between fellow group undertakings, Daleba Electronics Limited, Tappenden & Co Limited and Fringe Electronics Limited.

MODE LIGHTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2023

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:

	2023	2022
	£	£
Within one year	406,000	406,000
Between two and five years	1,624,000	1,624,000
In over five years	5,028,833	5,434,833
	<u>7,058,833</u>	<u>7,464,833</u>

Lessor

At the reporting end date the Company had contracted with tenants for the following minimum lease payments:

	2023	2022
	£	£
Within one year	188,000	188,000
Between two and five years	213,000	401,000
	<u>401,000</u>	<u>589,000</u>

19 Parent and Ultimate Parent Company

Tappenden & Co Limited has been the parent and ultimate parent Company during the current and previous year.