Registered number: 04087125

AXFLOW LIMITED

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

COMPANY INFORMATION

DIRECTORS

L Carlson A R Peters L O Weiner

D M Booth

COMPANY SECRETARY

D M Booth

REGISTERED NUMBER

04087125

REGISTERED OFFICE

820 Yeovil Road

Slough SL1 4JA

INDEPENDENT AUDITOR

Rawlinson & Hunter Audit LLP

Chartered Accountants & Statutory Auditor

Eighth Floor

6 New Street Square New Fetter Lane

London EC4A 3AQ

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STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

INTRODUCTION

The directors present their Annual Report, comprising the Strategic Report and Directors' Report, and the audited financial statements of Axflow Limited ("the company") for the year ended 31 December 2020.

BUSINESS REVIEW

The principal activity of the company is the supply of pumping equipment to the offshore oil, chemical, facilities management and food industries.

The company showed a decrease in sales of 2.1% year on year, which represents a strong performance against a backdrop of the Covid-19 pandemic and on-going uncertainty as to the final outcome of the Brexit process. This, together with a largely stable margin and assistance from the UK Government in relation to the furlough scheme, meant that operating profits remained stable, at £1,228,000 (2019: £1,286,000).

During the year, dividends of £1,625,000 (2019: £Nil) were declared and the company had closing net assets of £4,278,000 (2019: £4,999,000). The directors do not propose a final dividend.

STRATEGY

The economic challenges in the UK continue, however the company has continued to focus on growing and developing its business, particularly by expanding its Service and Repair coverage, following the introduction in the final quarter of 2018 of a new base in Radstock, covering SouthWest England and South Wales.

The pressure by customers to extend their terms of trading continues, although with a strong credit control policy the company has managed to resist this pressure and considers the trend to some extent has been halted.

KEY PERFORMANCE INDICATORS

Management monitors the business using the following key indicators:

	2020	2019
Profit Before Tax/Sales	6.8%	7.0%
Return on Working Capital	44.4%	47.2%
Debtor days	54 days	52 days
Number of employees at 31 December	96	99

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT

The company's activities expose it to a number of financial risks including cash flow risk, credit risk and liquidity risk. The management of these risks including the use of financial derivatives is governed by the company's policies approved by the directors. The company does not use derivative financial instruments for speculative purposes.

Cash flow risk

The company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The company will, where the directors consider it appropriate, adopt a hedging policy of purchasing 100% of all known currency requirements. The company had no currency contracts open at the year end (2019: Nil).

Credit risk

The company's credit risk is primarily attributable to its trade receivables. The company has credit insurance cover on all debts greater than the sterling equivalent of €2,500 where possible, otherwise a decision is taken by directors as to whether to make a provision. The company has no significant concentration of credit risk.

Liquidity risk

When declaring a dividend the directors ensure that there is sufficient liquidity to meet the trading needs of the business.

PRINCIPAL RISKS AND UNCERTAINTIES

In addition to the normal business risks there are additional risks associated with our particular business. As distributors there is risk that we lose the exclusive distributorship of a supplier especially if they are a significant supplier to a division of our business.

The majority of our suppliers trade in US dollars or Euros therefore we have a foreign exchange risk which we try to mitigate by our policy of buying forward all known currency requirements as noted above.

The Covid-19 pandemic that has taken hold in the UK will undoubtedly have an effect on all UK companies in a wide ranging manner, potentially affecting their operational capability, liquidity and financial position.

The directors have considered the implications, as well as those of Brexit, and have put in place business continuity plans that should allow the company to continue in operation.

However, the outcome of this pandemic is uncertain and Government policy is constantly evolving. Accordingly, we are unable to assess the full potential impact and we are keeping the matter under constant review.

This report was approved by the board and signed on its behalf.

A R Peters Director

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

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

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements of the company in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements of the company for each financial year. Under that law the directors have elected to prepare the financial statements of the company in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements of the company 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 of the company, the directors are required to:

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

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £904,000 (2019: £998,000).

During the year, dividends of £1,625,000 (2019: £Nil) were declared. The directors do not propose a final dividend.

DIRECTORS

The directors who served during the year were:

L Carlson

A R Peters

I. O Weiner

D M Booth

FUTURE DEVELOPMENTS

No change in the current activities of the company is expected in the foreseeable future.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

MATTERS COVERED IN THE STRATEGIC REPORT

The directors have chosen, in accordance with Section 414C of the Companies Act 2006, to set out information relating to the review of the business, risk management and key performance indicators, within the Strategic Report, which would otherwise be required to be contained within the Directors' Report.

DISCLOSURE OF INFORMATION TO THE AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

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

POST BALANCE SHEET EVENTS

On 14 January 2021, the company purchased The Pump Company Limited for maximum consideration payable of £336,000, depending on contingent consideration targets being met.

AUDITOR

Under section 487(2) of the Companies Act 2006, Rawlinson & Hunter Audit LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board and signed on its behalf.

A R Peters Director

Date: 10TH MAY 2021

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AXFLOW LIMITED

OPINION

We have audited the financial statements of Axflow Limited ("the company") for the year ended 31 December 2020, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' 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 United Kingdom, including the Financial Reporting Council'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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AXFLOW LIMITED (CONTINUED)

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, other than the financial statements and our Auditors' Report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

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

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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AXFLOW LIMITED (CONTINUED)

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

Our assessment of the susceptibility of the entity's financial statements to material misstatement, including how fraud might occur, is considered to be low. This conclusion was reached after the consideration of the following:

- due to the relatively simple business model within the company there are comparatively few unexpected
 fluctuations in the reported results and balances and any such unexpected items would be specifically
 enquired into by us; and
- there are a number of individuals which comprise "management" and therefore there is no single individual
 who is likely to be able to override controls to effect a fraud.

We designed our audit procedures to respond to identified audit risks, including non-compliance with laws and regulations (irregularities) that are material to the financial statements. Some of the specific procedures performed to detect irregularities, including fraud, are detailed below.

- the review of control accounts and journal entries for large, unusual or unauthorised entries;
- the analytical review of the detailed Statement of Comprehensive Income for variances that are either unexpected or considered not to be in accordance with our understanding of the business during the year;
- obtaining and reviewing for completeness a list of entities and persons considered to be related parties (as
 defined by Financial Reporting Standard 102) and reviewing the ledgers of the company for previously
 unreported related party transactions;
- the review of accounting estimates made by the directors for evidence of management blas;
- review of transactions and journals for any indication of fraud or management override; and
- assess the appropriateness and assumptions on which projections have been prepared by the directors and have based their going concern assessment on.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AXFLOW LIMITED (CONTINUED)

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' 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 Auditors' 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.

Kulwarn Nagra (Senior Statutory Auditor)

for and on behalf of

Rawlinson & Hunter Audit LLP

Chartered Accountants Statutory Auditor Eighth Floor 6 New Street Square New Fetter Lane London EC4A 3AQ

Date: 10 May 2021

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	2020 £000	2019 £000
Turnover	4	17,985	18,370
Cost of sales		(14,707)	(14,796)
Gross profit		3,278	3,574
Distribution costs		(1,105)	(1,301)
Administrative expenses		(1,298)	(1,027)
Other operating income	5	353	40
Operating profit	6	1,228	1,286
Interest receivable and similar items	9	2	8
Profit before tax	-	1,230	1,294
Tax on profit	10	(326)	(296)
Profit for the financial year	(-	904	998

There were no recognised gains and losses for 2020 or 2019 other than those included in the statement of comprehensive income.

The notes on pages 12 to 30 form part of these financial statements.

AXFLOW LIMITED REGISTERED NUMBER: 04087125

BALANCE SHEET AS AT 31 DECEMBER 2020

	Note		2020 £000		2019 £000
Fixed assets					
Intangible assets	12		146		323
Tangible assets	14		949		837
Investments	13		9	-	9
			1,104		1,169
Current assets					
Stocks	15	767		754	
Debtors: amounts falling due within one year	16	3,740		3,762	
Cash at bank and in hand	17	3,053		2,429	
		7,560	_	6,945	
Creditors: amounts falling due within one year	18	(4,194)		(2,943)	
Net current assets			3,366		4,002
Total assets less current liabilities Provisions for liabilities		S	4,470	_	5,171
Deferred tax	20	(81)		(75)	
Other provisions	21	(111)		(97)	
			(192)		(172
Net assets		-	4,278	_	4,999
Capital and reserves		-			
Called up share capital	22		100		100
Merger reserve			(302)		(337
Retained earnings			4,480		5,236
				-	4,999

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

A R Peters Director

Date: 10TH MAY 2021

The notes on pages 12 to 30 form part of these financial statements.

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

	Called up share capital	Merger reserve	Retained earnings	Total equity
	£000	£000	£000	£000
AT 1 JANUARY 2019	100	(372)	4,273	4,001
COMPREHENSIVE INCOME FOR THE YEAR				
Profit for the year	*	-	998	998
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	-	-	998	998
Release of merger reserve during the year	-	35	(35)	-
				4.000
AT 31 DECEMBER 2019	100	(337)	5,236	4,999
COMPREHENSIVE INCOME FOR THE YEAR				
Profit for the year	**		904	904
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		-	904	904
Dividends paid (Note 11)	-	-	(1,625)	(1,625)
Release of merger reserve during the year		35	(35)	•
AT 31 DECEMBER 2020	100	(302)	4,480	4,278

The notes on pages 12 to 30 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. GENERAL INFORMATION

Axflow Limited ("the company") is a private company limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is 820 Yeovil Road, Slough, SL1 4JA. The registered number of the company is 04087125.

The principal activity of the company is the supply of pumping equipment to the offshore oil, chemical, facilities management and food industries.

2. ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland ("FRS 102") and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report on pages 1 and 2.

On the basis of their assessment of the company's financial position and resources, the directors believe that the company is well placed to manage its business risks.

The Covid-19 pandemic has created significant operational and financial pressures on the company. Having considered the contingency plans in place, the support to businesses announced by the UK Government and having reviewed updated cashflow forecasts, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and hence consider the adoption of the going concern basis in preparing these financial statements is appropriate.

2.3 Exemption from preparing consolidated financial statements

The company is a wholly owned subsidiary of Meller Holdings Limited and of its ultimate parent, Axel Johnson AB. It is included in the consolidated financial statements of Axel Johnson AB which are publicly available. Therefore the company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.4 Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions. A qualifying entity is defined as a member of a group that prepares publicly available financial statements, which give a true and fair view, in which that member is consolidated. The company is a qualifying entity as its results are consolidated into the consolidated financial statements of the group, which are publicly available.

As a qualifying entity, the company has taken advantage of the following exemptions:

- from the requirement to prepare a statement of cash flows as required by paragraph 3.17(d) of FRS 102;
- from the requirement to present certain financial instrument disclosures, as required by sections 11 and 12 of FRS 102;
- from the requirement to present a reconciliation of a number of shares outstanding at the beginning and end of the period as required by paragraph 4.12(a)(iv) of FRS 102; and
- from the requirement to disclose the key management personnel compensation in total as required by paragraph 33.7 of FRS 102.

2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

ACCOUNTING POLICIES (continued) 2.

2.6 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Statement of Comprehensive Income over its useful economic life which is estimated at 10 vears.

The company has taken the transition exemption under paragraph 35.10(a) relating to business combinations on the date of transition to FRS 102 (1 January 2014) and has elected not to apply Section 19 (Business Combinations and Goodwill) to business combinations that were effected before its FRS 102 transition date.

2,7 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

- over life of lease or 5 years if lower Short-term leasehold property

Plant and machinery - 5 to 10 years - 5 years Motor vehicles - 5 to 10 years Fixtures, fittings and office

equipment Hire equipment (other fixed - 5 years

assets)

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.9 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.10 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 the effective interest method, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.12 Financial instruments

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

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, 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 in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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 Statement of Comprehensive Income.

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 best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.12 Financial instruments (continued)

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.

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

2.13 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.

2.14 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the Statement of Comprehensive Income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of Comprehensive Income in the same period as the related expenditure.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.15 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'interest payable and expenses'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating income'.

2.16 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid, Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

2.17 Operating leases: the company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.18 Pensions

Defined contribution pension plan

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the company in independently administered funds.

2.19 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.20 Provisions for liabilities

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. ACCOUNTING POLICIES (continued)

2.21 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.22 Related party transactions

As 100% of the company's voting rights are controlled within the group headed by Axel Johnson AB, the company has taken advantage of the exemption contained in paragraph 33.1A of FRS 102 and has therefore not disclosed transactions and balances with entities which form part of the group (or investees of the group qualifying as related parties).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION 3. UNCERTAINTY

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors, including expectations of future events, that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The key estimates and assumptions used by the company are discussed below:

Useful economic lives of tangible fixed assets

The annual depreciation or amortisation charge for tangible fixed assets is sensitive to changes in the estimated useful economic lives and residual values of assets. The useful economic lives and residual values are assessed annually. They are amended when necessary to reflect current estimates, based on technological advancements, future investments, economic utilisation and the physical condition of the assets. See Note 14 for the carrying amount of the tangible fixed assets and Note 2.7 for the useful economic lives for each class of asset.

Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management consider factors including the current credit rating of the debtor, the aging profile of the debtor, credit insurance and historical experience.

Inventory provision

The company holds inventory of £767,000 (2019: £754,000) and as a result it is necessary to consider the recoverability of the cost of inventory and the associated provisioning required. When calculating the inventory provision, management considers the nature and the condition of the inventory, as well as applying assumptions around future usage. See Note 15 for the net carrying amount of inventory.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

4.	TURNOVER		
	An analysis of turnover by class of business is as follows:		
		2020 £000	2019 £000
	Sales	17,949	18,307
	Commissions	36	63
		17,985	18,370
	Analysis of turnover by country of destination:		
		2020 £000	2019 £000
	United Kingdom	17,818	18,107
	Rest of the European Union	150	164
	Rest of the World	17	99
		17,985	18,370
5.	Other operating income		
		2020 £000	2019 £000
	Other operating income	166	40
	Government grants receivable	187	-
		353	40

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

The operating profit is stated after charging/(crediting):		
	2020	2019
	£000	£000
Staff costs (Note 7)	4,556	4,525
Impairment of inventory (included in "Cost of sales")	51	38
Depreciation of tangible fixed assets (Note 14)	186	118
Exchange loss / (gain)	7	(11)
Amortisation of intangible assets, including goodwill (Note 12)	177	177
Operating lease rentals	386	415
Fees payable to the company's auditor for the audit of the com annual financial statements	npany's 27	21
Fees payable to the company's auditor in respect of taxation co	ompliance 10	5
services		-
(Gain) on disposal of fixed assets		
7. EMPLOYEES		
Staff costs were as follows:		
	2020	2019
	£000	£000
Manage and coloring	3,834	3,797
Wages and salaries	478	497
Social security costs Other pension costs (Note 23)	244	231
	4,556	4,525
The average monthly number of employees, including the direct	ctors, during the year was as follo	ws:
•	2020	2019
	No.	No.
Salas, service and production	80	88
Sales, service and production Administration	80 20	88 12

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

8.	REMUNERATION OF DIRECTORS		
		2020 £000	2019 £000
	Directors' remuneration	225	295
		Number of directors	Number of
	Retirement benefits are accruing to the following number of directors: Defined contribution scheme	1	
	Two of the directors were not remunerated for their services to the company	during the year	(2019: 2).
	The aggregate of remuneration and amounts receivable under long terr highest paid director was £126,613 (2019: £171,762), and company pen (2019: £9,552).	n incentive sch sion contributio	emes of the
9.	INTEREST RECEIVABLE AND SIMILAR INCOME		
		2020	2019
		£000	£000
	Bank interest receivable and similar income	£000 2	
	Bank interest receivable and similar income		
10.	Bank interest receivable and similar income TAXATION	2	8
10.		2	2019
10.		2 2 2 2 2020	2019
10.	TAXATION	2 2 2020 £000	2019 £000
10.	TAXATION Corporation tax	2 2 2020 £000	£000 8 8 2019 £000
10.	TAXATION Corporation tax Current tax on profits for the year	2 2 2020 £000	2019 £000
€0.	TAXATION Corporation tax Current tax on profits for the year	2 2 2020 £000 286 34	2019 £000 252 15
10.	TAXATION Corporation tax Current tax on profits for the year Adjustments in respect of previous periods	2 2 2020 £000 286 34	2019 £000 252 15

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

10. TAXATION (continued)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is higher than (2019: higher than) the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are explained below:

	2020 £000	2019 £000
Profit on ordinary activities before tax	1,230	1,294
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 : 19%) Effects of:	234	246
Expenses not deductible for tax purposes	2	38
Difference between capital allowances and depreciation for year	(7)	(32)
Adjustments to tax charge in respect of prior periods	34	15
Other timing differences leading to an increase in taxation	63	29
Total tax charge for the year	326	296

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

A change to the main UK corporation tax rate, announced in the Budget on 11 March 2020, was substantively enacted on 17 March 2020. The rate applicable from 1 April 2020 now remains at 19 percent, rather than the previously enacted reduction to 17 percent.

11. DIVIDENDS

2 £	000	£000
Interim paid £16.25 (2019: £Nil) per £1 Ordinary share	325	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

12. INTANGIBLE ASSETS

		Goodwill £000
	Cost	
	At 1 January 2020	2,625
	At 31 December 2020	2,625
	Amortisation	
	At 1 January 2020	2,302
	Charge for the year	177
	At 31 December 2020	2,479
	Net book value	
	At 31 December 2020	146
	At 31 December 2019	323
13.	FIXED ASSET INVESTMENTS	
		Investments in
		subsidiary companies £000
	Cost	
	At 1 January 2020	9
	At 31 December 2020	9

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

13. FIXED ASSET INVESTMENTS (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Registered office	Class of shares	Holding
Thames Valley Pumps Limited	820 Yeovil Road, Slough, England, SL1 4JA	Ordinary share capital	100%
Crest Process Engineering Limited	820 Yeovil Road, Slough, England, SL1 4JA	Ordinary share capital	100%

The subsidiaries of the company were dormant during the year ended 31 December 2020.

14. TANGIBLE FIXED ASSETS

	Short-term leasehold improvements £000	Plant and machinery £000	Fixtures, fittings and office equipment £000	Hire equipment £000	Total £000
Cost			207	103	1,366
At 1 January 2020	641	325	297	103	301
Additions	256	27	18	•	
Disposals	•	(3)	-		(3)
At 31 December 2020	897	349	315	103	1,664
Depreciation					
At 1 January 2020	125	228	165	11	529
Charge for the year on owned assets	123	13	29	21	186
At 31 December 2020	248	241	194	32	715
Net book value					
At 31 December 2020	649	108	121	71	949
At 31 December 2019	516	97	132	92	837

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

15.	STOCKS		
		2020 £000	2019 £000
	Raw materials and consumables	616	540
	Work in progress (goods to be sold)	151	214

There were no material differences between purchase price and replacement cost of stock.

16. DEBTORS

2020 2019	
£000 £000	
3,141 3,399	Trade debtors
ngs 9 8	Amounts owed by group undertakings
590 355	Prepayments and accrued income
3,740 3,762	
ngs 9 590	Amounts owed by group undertakings

Amounts due from the group undertakings are unsecured, interest-free and receivable on demand.

17. CASH AND CASH EQUIVALENTS

2020	2019
£000	£000
Cash at bank and in hand 3,053	2,429

767

754

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

18. CREDITORS: AMOUNTS FAL	LING DUE WITHIN ONE YEA	R
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	2020 £000	2019 £000
Trade creditors	902	911
Amounts owed to group undertakings	1,078	248
Corporation tax	106	-
Other taxation and social security	715	486
Other creditors	240	328
Accruals	1,153	970
	4,194	2,943

Amounts owed to group undertakings are unsecured, interest-free and repayable on demand.

19. FINANCIAL INSTRUMENTS

	2020	2019
	£000	£000
Financial assets		
Financial assets measured at fair value through profit or loss	3,053	2,429

Financial assets measured at fair value through profit or loss comprise cash and cash equivalents.

20. DEFERRED TAXATION

		2020 £000
At 1 January 2020		75
Charged to profit or loss (Note 10)		6
At 31 December 2020	_	81
The provision for deferred taxation is made up as follows:		
	2020 £000	2019 £000
Accelerated capital allowances	81	75

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

21. PROVISIONS

	Guarantees and warranties £000
At 1 January 2020	97
Charged to profit or loss	14
At 31 December 2020	111

The warranty provision is for rectification work both overseas and in the UK on systems requiring additional materials and labour not included in the original contract.

22. SHARE CAPITAL

	2020 £000	2019 £000
Allotted, called up and fully paid		
100,000 (2019: 100,000) Ordinary shares of £1.00 each	100	100
•		

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

23. PENSION COMMITMENTS

The company operates a defined contribution scheme. The pension cost for the year represents contributions payable by the company to the scheme and amounted to £244,000 (2019: £231,000). At the year end there were outstanding contributions of £51,000 (2019: £36,000) payable to the scheme.

The company also participated in a defined benefit pension scheme headed by Meller Holdings Limited. This scheme is now closed to future accrual and the company has made no contributions during 2020 (2019: £Nil). The company is unable to identify its share of the scheme assets and liabilities on a consistent and reasonable basis and is not the group entity legally responsible for the plan and therefore, as permitted by section 28 of FRS 102, the scheme has been accounted for, in these financial statements, as if the scheme was a defined contribution scheme. There is no explicit liability to the company under the terms and conditions of the defined benefits pension scheme. There is no contractual agreement or stated policy for charging the cost of the defined benefit pension scheme or determining the contributions to be paid by participating employers.

The latest full actuarial valuation of the Meller Holdings Limited defined pension scheme was carried out at 1 January 2018 and was updated for section 28 of FRS 102 to 31 December 2020. Details of this scheme can be found in the financial statements of Meller Holdings Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

24. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2020 the company had future minimum lease payments under non-cancellable operating leases as follows:

2020 £000	2019 £000
360	354
1,117	950
1,437	1,672
2,914	2,976
	£000 360 1,117 1,437

The company has a number of vehicle operating leases and five (2019: six) operating lease commitments in respect of land and buildings.

25. POST BALANCE SHEET EVENTS

On 14 January 2021, the company purchased The Pump Company Limited for maximum consideration payable of £336,000, depending on contingent consideration targets being met.

26. CONTROLLING PARTY

The immediate parent undertaking is Meller Holdings Limited which is registered in England, with its registered office being 820 Yeovil Road, Slough, SL1 4JA. Meller Holdings Limited does not prepare consolidated financial statements.

Axel Johnson AB is the smallest and largest group to consolidate the company's financial statements. Group financial statements in which results of the company have been consolidated can be obtained from Sveavägen 151, 5th Floor, SE - 11346, Stockholm, Sweden. Antonia Johnson and family are the ultimate controlling party.

