REGISTERED NUMBER: 05435846 (England and Wales)

Group Strategic Report,
Report of the Directors and
Consolidated Financial Statements
for the Year Ended 31 March 2018
for
Tritech Group Limited



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Tritech Group Limited

Company Information for the Year Ended 31 March 2018

DIRECTORS: I J Walker

M Parry S Goodfellow A R White S J Goodier F D Neterwala A F Neterwala S S Docherty

SECRETARY: M Parry

REGISTERED OFFICE: Bridge Road North

Wrexham Industrial Estate

Wrexham Clwyd LL13 9PS

REGISTERED NUMBER: 05435846 (England and Wales)

SENIOR STATUTORY AUDITOR:

Adam Clarke BA FCA

AUDITORS: Mitten Clarke Audit Limited

Statutory Auditors

The Glades Festival Way Stoke on Trent Staffordshire ST1 5SQ

Group Strategic Report for the Year Ended 31 March 2018

The directors present their strategic report of the company and the group for the year ended 31 March 2018.

REVIEW OF BUSINESS Introduction

Tritech Group was founded in 1982 as a center of excellence for providing investment casting products and

services. Today, the company is owned by Uni-Deritend which is part of the Neterwala group of companies in

India. The origins of the company in investment casting still dominate activities but continuous developments,

which have included new acquisitions, new applications and process improvements, have seen the business go

from strength to strength.

The financial measures used by the Group is set out below:

The financial review provides a summary of how the Group has performed during the year and provides

additional information to that contained within the financial statements. The report also comments further on

the Group's profitability and cash flow and the key performance measures that are used to manage the ongoing performance of the Group.

Financial Overview

This financial year has continued the progress that it made in year 2016-17. Turnover has increased from £29.7

million to £33.2 million. This is an increase of 11.8% on top of the 13% increase last year.

Looking towards 2018-19 the business is growing again and has the order book to grow organically by a further

12%. Plans are in place to support this growth. This includes strengthening learning and development for the

employees via heightened HR practices, increasing expertise within New Business Development and sites re

layout with upgraded equipment.

The manufacturing site in India has now started production and product is now flowing into our UK operations.

This has been a five year project on a green field site and we can now claim to be the first aluminium Investment

Casting supplier into Aerospace within India.

A range of business improvement initiatives that were undertaken during FY17-18 are expected to show through

in performance during FY18-19. Because of this the directors are expecting a more profitable year this next coming year.

Our views on the creation of long term value for our shareholders have not changed since they were set up four

years ago. We believe long term value is achieved by sales growth, profitability, cash generation and strong

return on capital employed. These shared views drive decision making and behavior in the Group with the

financial objectives aligned to this end and focused on five key objectives:

- Increasing revenue;
- Improving operating margins;
- Maximising return on capital employed;

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Group Strategic Report for the Year Ended 31 March 2018

The five year record of financial performance metrics is set out below:

	2018	2017	2016	2015	2014
Sales turnover	£33.2m	£29.7m	£26.2m	£29.1m	£27.3m
Gross profit	£2.75m	£8.55m	£7.35m	£8.30m	£9.18m
EBITDA	£2.75m	£2.87m	£2.04m	£2.69m	£4.11m
EBITDA % of sales	8.3%	9.7%	7.8%	9.2%	15.1%
Profit/(loss) before tax	£0.70m	£1.32m	£0.03m	£0.91m	£2.64m

Financial Results

For the year ended 31 March 2018, Group revenue increased by £3.5 million and 11.8% to £33.2m (2017: £29.7).

This was very encouraging and in 2018-19 we expect similar improved sales growth in the next twelve months

and already have received orders to the tune of ninety per cent of the budget.

Gross profit of £9.55m was £370k up on last year. The gross margin percentage was 28.8% which was down on

last year's result. Operating profit also decreased from £1.4 million to £801k.

Business performance was affected by a high degree of New Part Introduction and the affect of expanding

operations into an adjacent new site at our main foundry in Wrexham together with focused support being given

to our expanding operation in India.

Cash Flow

Tight control of working capital has been maintained and better stock planning has led to a much tighter control of stocks.

Capital Expenditure

During the year the Group invested £1.85 million (2016-17: £1.87m) in capital expenditure. Capital expenditure

is subject to capital appraisal reviews with clear authority levels in place throughout the Group.

Group Strategic Report for the Year Ended 31 March 2018

PRINCIPAL RISKS AND UNCERTAINTIES Mitigating Potential Risks to the Business

Tritech is benefitting by being part of many long term and growing programs with our valued long term

customers. It is important that the business is ready to absorb the growth. The expansion plans which started in

2016 (addition of adjacent new site for the Wrexham foundry and plans in place for expansion of the Wrexham

machining facility) puts the business in a good position to deal with uplift in business. Also we have the ability to

'share' business around the 4 foundries within the Group (Includes the India operation) with customer approval.

The business has good long term visibility of customer orders (up to 18 months) and good intelligence of the

various programs of work we are engaged upon. This enables early warning of capacity and manning level

requirements, and also gives pre warning of any potential reductions to the order book so that corrective actions can be taken.

Financial risks

The objectives of the group are to manage its financial risk and to minimise the adverse effects of fluctuations in

the financial markets on its financial assets and liabilities, on reported profitability and on its cash flows. The $\frac{1}{2}$

main risks associated with the group's financial assets and liabilities are set out below:

Interest rate risks

The group finances its operations through a mixture of retained profits and external borrowings. The external borrowings are at floating interest rates.

Liquidity risk

The group aims to mitigate liquidity risk by managing cash generated by its operations. Authorisation limits are in place for all types of expenditure.

Foreign currency risk

The group's transactions are predominantly in Sterling, US Dollar and Euros. The group seeks to mitigate the

effect of its structural currency exposure by purchasing in the same functional currency as it sells. The group

does not hedge any currency exposure.

Credit risk

The group's objective is to reduce the risk of financial loss due to a customer's failure to honour its obligations.

All customers are subject to credit control procedures and each customer has an appropriate credit limit set.

Where credit risk is perceived, payment must be made by letter of credit or payment in advance of sale/distribution.

ON BEHALF OF THE BOARD:

M Parry - Director

12 September 2018

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Report of the Directors for the Year Ended 31 March 2018

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2018.

PRINCIPAL ACTIVITY

The Group's principal activities during the year continued to be the manufacture of precision investment castings.

DIVIDENDS

Interim dividends of £403,420 were paid during the year.

The directors recommend that no final dividends be paid.

The total distribution of dividends for the year ended 31st March 2018 will be £403,420.

RESEARCH AND DEVELOPMENT

During the year the company undertook research and development activities.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2017 to the date of this report.

I J Walker

M Parry

S Goodfellow

A R White

S J Goodier

F D Neterwala

A F Neterwala

S S Docherty

Other changes in directors holding office are as follows:

R Ramkumar - resigned 30 June 2017

GOING CONCERN

After making enquiries the directors have a reasonable expectation that the group has adequate resources to

continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going

concern basis in preparing the financial statements. Further details regarding the adoption of the going concern

basis can be found in note 2, accounting policies.

DISABLED EMPLOYEES

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the

applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that

their employment with the Company continues and that appropriate training is arranged. It is the policy of the

Company that the training, career development and promotion of disabled persons should, as far as possible, be

identical to that of other employees.

EMPLOYEE CONSULTATION

The Group places considerable value on the involvement of its employees and has continued to keep them

informed on matters affecting them as employees and on the various factors affecting the performance of the

Group. This is achieved through formal and informal meetings. Employee representatives

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are consulted regularly on a wide range of matters affecting their current and future interests.

DISCLOSURE IN THE STRATEGIC REPORT

The review of business and the principal risks and uncertainties applicable to the group are included in the Strategic Report.

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Report of the Directors for the Year Ended 31 March 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 the group and of the profit or loss of the group 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 and the group's transactions and disclose with reasonable accuracy at any time the financial

position of the company and the group 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 the group and

hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the

Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he

ought to have taken as a director in order to make himself aware of any relevant audit information and to

establish that the group's auditors are aware of that information.

AUDITORS

Mitten Clarke Audit Limited, has indicated its willingness to continue in office and will be proposed for

re-appointment in accordance with section 485 Companies Act 2006.

ON BEHALF OF THE BOARD:

M Parry - Director

12 September 2018

Report of the Independent Auditors to the **Members of Tritech Group** Limited

Opinion

We have audited the financial statements of Tritech Group Limited (the 'parent company') and its subsidiaries

(the 'group') for the year ended 31 March 2018 which comprise the Consolidated Income Statement, Consolidated

Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of

Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the

Consolidated Cash Flow Statement, Notes to the Financial Statements, 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 group's and of the parent company affairs as

at 31 March 2018 and

of the group's 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 group 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to

report to you where:

the directors' use of the going concern basis of accounting in the preparation of the financial statements is not

appropriate; or

the directors have not disclosed in the financial statements any identified material uncertainties that may

cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for

a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information in the

Group Strategic Report and the Report of the Directors, but does not include the financial statements and our

Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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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, 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 Group Strategic Report and the Report of the Directors for the financial year for
- which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in
- accordance with applicable

legal requirements. Page 7

Report of the Independent Auditors to the Members of Tritech Group Limited

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment

obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report

or the Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to

report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns
- adequate for our audit
 - have not been received from branches not visited by us; or
- the parent company 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 Statement of Directors' Responsibilities set out on page six, 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 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 group's and the parent

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 group or the parent

company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 a Report of the Auditors 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.

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 Report of the Auditors.

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 a Report of the Auditors 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

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Adam Clarke BA FCA (Senior Statutory Auditor) for and on behalf of Mitten Clarke Audit Limited Statutory Auditors
The Glades
Festival Way
Stoke on Trent
Staffordshire
ST1 5SQ

12 September 2018

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$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ \text{05435846)} \end{array}$

Consolidated Income Statement for the Year Ended 31 March 2018

	Notes	2018 £	2017 £
TURNOVER	3	33,162,635	29,725,311
Cost of sales GROSS PROFIT		2 <u>4,727,485</u> 8,435,150	2 <u>1,212,072</u> 8,513,239
Administrative expenses		7,347,067 1,088,083	6,949,350 1,563,889
Other operating income OPERATING PROFIT	5	96,000 1,184,083	235,169 1,799,058
Interest receivable and simile	ar income	2,302 1,186,385	7,823 1,806,881
Interest payable and similar expenses PROFIT BEFORE TAXATI	6 ON	533,452 652,933	497,493 1,309,388
Tax on profit PROFIT FOR THE FINANC Profit attributable to:	7 CIAL YEAR	157,260 495,673	222,495 1,086,893
Owners of the parent Non-controlling interests		345,639 150,034 495,673	996,937 89,956 1,086,893

The notes form part of these financial statements $\label{eq:page 9} \textbf{Page 9}$

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Consolidated Other Comprehensive Income for the Year Ended 31 March 2018

	Notes	2018 £	2017 £
PROFIT FOR THE YEAR		495,673	1,086,893
OTHER COMPREHENSIVE INC TOTAL COMPREHENSIVE	COME	_	-
INCOME FOR THE YEAR		495,673	1,086,893
Total comprehensive income attri Owners of the parent Non-controlling interests	butable to:	345,639 150,034 495,673	871,182 215,711 1,086,893

The notes form part of these financial statements $\label{eq:page-10} \textbf{Page 10}$

Consolidated Balance Sheet 31 March 2018

		20	018	20)17
	Notes	£	£	£	£
FIXED ASSETS Intangible assets Tangible assets Investments	10 11 12		761,722 7,657,387 - 8,419,109		860,093 6,924,192 - 7,784,285
CUDDENT ACCETS					
CURRENT ASSETS Stocks	13	9,470,053		9,195,913	
Debtors	14	9,847,470		10,016,307	
Cash at bank		687,607		675,314	
CREDITORS		20,005,130		19,887,534	
Amounts falling due within one	15	16,781,112		16,880,220	
year	13	10,761,112	0.004.040	10,000,220	0.00=044
NET CURRENT ASSETS TOTAL ASSETS LESS CURRE	TAPE I IA	BII ITIES	3,224,018 11,643,127		3,007,314 10,791,599
IOIAL ASSETS LESS CORRE	CINI LLA	MILITIES	11,043,147		10,791,399
CREDITORS Amounts falling due after more					
than one year	16		(2,691,167))	(1,937,214)
PROVISIONS FOR LIABILITII NET ASSETS	E S 20		(631,900) 8,320,060)	(626,578) 8,227,807

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Consolidated Balance Sheet continued 31 March 2018

	2018		2017		
	Notes	£	£	£	£
CAPITAL AND RESERVES					
Called up share capital	21	5,	,764,076	5,7	64,076
Retained earnings - unrealised	22	1,	,058,455	1,1	.62,982
Other reserves	22		124,000	1	24,000
Retained earnings	22	_1,	,007,784	_ 9	061,038
SHAREHOLDERS' FUNDS		7,	,954,315	8,0	012,096
NON-CONTROLLING				_	
INTERESTS	23		365,745		215,711
TOTAL EQUITY		8,	,320,060	8,2	227,807

The financial statements were approved by the Board of Directors on 12 September 2018 and were signed on its behalf by:

I J Walker - Director

M Parry - Director

The notes form part of these financial statements $\label{eq:page 12} \textbf{Page 12}$

Company Balance Sheet 31 March 2018

		2018		2017	
EWIED ACCRES	Notes	£	£	£	£
FIXED ASSETS Intangible assets Tangible assets Investments	10 11 12		1 <u>1,025,528</u> 11,025,528		1 <u>1,025,528</u> 11,025,528
CURRENT ASSETS Debtors	14	213,945		228,884	
CREDITORS Amounts falling due within one year NET CURRENT LIABILITIES TOTAL ASSETS LESS CURRE	15 NT LIA	1,005,000 BILITIES	<u>(791,055)</u> 10,234,473	1,019,412	<u>(790,528)</u> 10,235,000
CREDITORS Amounts falling due after more than one year NET ASSETS	16		500,000 <u>9,734,473</u>		500,000 <u>9,735,000</u>
CAPITAL AND RESERVES Called up share capital Other reserves Retained earnings SHAREHOLDERS' FUNDS	21 22 22		5,764,076 124,000 3,846,397 9,734,473		5,764,076 124,000 3,846,924 9,735,000
Company's profit for the financia	al year		402,893		500,000

The financial statements were approved by the Board of Directors on 12 September 2018 and were signed on its behalf by:

M Parry - Director

I J Walker - Director

The notes form part of these financial statements $\label{eq:page 13} \textbf{Page 13}$

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Consolidated Statement of Changes in Equity for the Year Ended 31 March 2018

		Called up share	Retained	Retained earnings
		capital £	earnings £	unrealised £
Balance at 1 April 2016		5,764,076	457,945	1,169,138
Changes in equity Dividends Total comprehensive income Balance at 31 March 2017		5,764,076	(500,000) 1,003,093 961,038	(6,156) 1,162,982
Changes in equity Dividends Total comprehensive income Balance at 31 March 2018		5,764,076	(403,420) 450,166 1,007,784	(104,527) 1,058,455
	Other		Non- controlling	Total
	reserves £	Total £	interests £	equity £
Balance at 1 April 2016	124,000	7,515,159	-	7,515,159
Changes in equity Dividends Total comprehensive income Balance at 31 March 2017	124,000	(500,000) 996,937 8,012,096	215,711 215,711	(500,000) 1,212,648 8,227,807
Changes in equity Dividends Total comprehensive income Balance at 31 March 2018	124,000	(403,420) 345,639 7,954,315	150,034 365,745	(403,420) 495,673 8,320,060

The notes form part of these financial statements $\label{eq:page 14} \textbf{Page 14}$

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ \text{05435846)} \end{array}$

Company Statement of Changes in Equity for the Year Ended 31 March 2018

	Called up share capital £	Retained earnings £	Other reserves £	Total equity £
Balance at 1 April 2016	5,764,076	3,846,924	124,000	9,735,000
Changes in equity Dividends Total comprehensive income Balance at 31 March 2017	5,764,076	(500,000) 500,000 3,846,924	- - 124,000	(500,000) 500,000 9,735,000
Changes in equity Dividends Total comprehensive income Balance at 31 March 2018	5,764,076	(403,420) 402,893 3,846,397	124,000	(403,420) 402,893 9,734,473

The notes form part of these financial statements $\label{eq:page 15} \textbf{Page 15}$

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Consolidated Cash Flow Statement for the Year Ended 31 March 2018

	otes	2018 £	2017 £
Cash flows from operating act Cash generated from operations Interest paid Interest element of finance lease	1	2,321,084 (391,125)	321,626 (355,563)
payments paid Tax paid Net cash from operating activities		(142,327) (405,364) 1,382,268	(141,930) <u>37,453</u> (138,414)
Cash flows from investing acti	vities	1,502,200	
Purchase of intangible fixed assets Purchase of tangible fixed assets Additions of subsidiary fixed assets Interest received		(1,845,902) 2,302	(787,510) (1,902,651) (88,607) 7,823
Net cash from investing activities		$\frac{2,302}{(1,843,600)}$	(2,770,945)
Cash flows from financing acti New loans in year New finance leases Capital repayments in year Equity dividends paid Net cash from financing activities	vities	808,308 1,324,078 (1,413,029) (403,420) 315,937	514,413 1,961,479 (1,338,730) (500,000) 637,162
Decrease in cash and cash equ Cash and cash equivalents at beginning of year	ivalents 2	(145,395) (5,580,345)	(2,272,197) (3,308,148)
Cash and cash equivalents at end of year	2	(5,725,740)	(5,580,345)

The notes form part of these financial statements $\label{eq:page 16} \textbf{Page 16}$

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 March 2018

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2018	2017
	£	£
Profit before taxation	652,933	1,309,388
Depreciation charges	1,211,078	995,752
Finance costs	533,452	497,493
Finance income	(2,302)	(7,823)
	2,395,161	2,794,810
Increase in stocks	(274,140)	(302,379)
Decrease/(increase) in trade and other debtors	319,849	(2,006,353)
Decrease in trade and other creditors	(119,786)	(164,452)
Cash generated from operations	2,321,084	321,626

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2018

	31.3.18	1.4.17
	£	£
Cash and cash equivalents	687,607	675,314
Bank overdrafts	(6,413,347)	(6,255,659)
	(5,725,740)	(5,580,345)
Year ended 31 March 2017		
	31.3.17	1.4.16
	£	£
Cash and cash equivalents	675,314	1,142,307
Bank overdrafts	(6,255,659)	(4,450,455)
	(5,580,345)	(3,308,148)

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The notes form part of these financial statements $\label{eq:page 17} \textbf{Page 17}$

Notes to the Consolidated Financial Statements for the Year Ended 31 March 2018

1. STATUTORY INFORMATION

Tritech Group Limited is a private company, limited by shares , registered in England and Wales. The $\,$

company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Related party exemption

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.

Transactions between group entities which have been eliminated on consolidation are not disclosed within

the financial statements.

Significant judgements and estimates

In the application of the group's accounting policies, the directors are required to make judgements,

estimates and assumptions about the carrying amounts of assets and liabilities that are not readily

apparent from other sources. The estimates and associated assumptions are based on historical

experience and other factors that are considered to be relevant. Actual results may differ from these

estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting

estimates are recognised in the period in which the estimate is revised if the revision affects only that

period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Group's accounting policies

In the opinion of the directors', there are no critical judgements, apart from those involving estimations

(dealt with separately below), that they have made in applying group's accounting policies and that have

had a significant effect on the amounts recognised in the financial statements.

Key sources of estimation uncertainty

The directors consider that the key estimates and assumptions used in preparing the financial statements are as follows:

- The estimation of the cost of individual stock items from their selling price;
- The estimate of the provision necessary for slow moving stocks
- The economic useful life of tangible fixed assets.

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Turnover

Turnover comprises the value of sales (excluding value added tax and trade discounts) of goods sold and

services rendered in the normal course of business.

Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of

the fair value of consideration given over the fair value of identifiable assets and liabilities acquired, is

capitalised and written off on a straight line basis over its economic useful life, which is 10 years.

Provision is made for any impairment 18

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

2. ACCOUNTING POLICIES - continued

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured

at cost less any accumulated amortisation and any accumulated impairment losses.

Tangible fixed assets

Depreciation is provided in equal annual instalments in order to write off the cost, less estimated residual

value, of each tangible fixed asset over it's useful life.

Improvements to leasehold - 10 & 25 years

premises

Plant and machinery

Motor vehicles

Computer equipment

- 10 & 23 years

3 - 10 years

4 years

3 - 5 years

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in

circumstances indicate the carrying value may not be recoverable.

Stocks

Stocks include items purchased and exclude items sold, subject to reservation of title.

Stocks are stated at the lower of cost or net realisable value as follows:

Raw materials - Cost on a first in, first out basis

Cost of direct materials and labour

plus

Work in progress and finished

goods

attributable overheads based on a

normal

level of activity

Cost includes expenditure incurred in bringing stocks to their present location and condition.

Net realisable value is based on estimated selling price less further costs expected to be incurred to

completion and disposal. Provision is made for obsolete, slow moving or defective items where appropriate.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income

Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been

enacted or substantively enacted by the balance sheet date.

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

2. ACCOUNTING POLICIES - continued Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the

balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different

from those in which they are recognised in financial statements. Deferred tax is measured using tax rates

and laws that have been enacted or substantively enacted by the year end and that are expected to apply

to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable

that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Research and development

Research and development expenditure is written off as incurred, except that development expenditure

incurred on an individual project is carried forward when it's future recoverability can be reasonably

regarded as assured. Any expenditure carried forward is amortised in line with the expected future sales

from the related project.

Foreign currencies

The group's functional and presentation currency is in pounds sterling (£). Transactions in foreign

currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities

denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet

date. All differences are taken to the profit and loss account.

Hire purchase and leasing commitments

Assets held under finance leases, which are leases where substantially all the risks and rewards of

ownership of the asset have passed to the Company, and hire purchase contracts are capitalised in the

balance sheet and depreciated over their useful lives. The capital elements of future obligations under

leases and hire purchase contracts are included as liabilities in the balance sheet.

The interest elements of the rental obligations are charged in the profit and loss account over the periods

of the leases and hire purchase contracts and represent a constant proportion of the balance of capital

repayments outstanding.

Rentals under operating leases are charged in the profit and loss account on a straight line basis over the life of the lease.

Pension costs

The company operates a money purchase (defined contribution) pension scheme. Contributions payable

to this scheme are charged in the profit and loss account in the period to which they relate. These

contributions are invested separately from the company's assets.

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

2. ACCOUNTING POLICIES - continued

Financial instruments

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

Financial liabilities and equity instruments are classified according to the substance of the contractual

arrangements entered into. An equity instrument is any contract that evidences a residual interest in the

assets of the group after deducting all of its liabilities.

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs),

except for those financial assets classified as at fair value through profit or loss, which are initially

measured at fair value (which is normally the transaction price excluding transaction costs), unless the

arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction,

the financial asset or financial liability is measured at the present value of the future payments

discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when

there exists a legally enforceable right to set off the recognised amounts and the company intends either

to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the conditions for basic financial instruments set out by the FRC in

'Amendments to FRS102: Basic Financial Instruments and Hedge Accounting' are subsequently measured at

amortised cost using the effective interest method.

Debt instruments that are classified as payable or receivable within one year on initial recognition and ${\bf r}$

which meet these conditions are measured at the undiscounted amount of the cash or other consideration

expected to be paid or received, net of impairment.

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from

the financial asset expire or are settled, (b) the group transfers to another party substantially all of the $\frac{1}{2}$

risks and rewards of ownership of the financial asset, or (c) the group, despite having retained some, but

not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) Investments and Equity instruments

Investments in non-puttable ordinary shares or preference shares (where the shares are publicly traded or

their fair value can be reliably measured) are measured at fair value through the

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Downloaded from Datalog http://www.datalog.co.uk

profit and loss account.

Where fair value cannot be measured reliably, investments are measured at cost less impairment.

In the group balance sheet, investment in subsidiaries are measured at $\cos t$ less impairment.

Equity instruments issued by the group are recorded at the fair value of cash or other resources received

or receivable net of direct issue costage 21

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the group.

An analysis of turnover by geographical market is given below:

		2018	2017
	UK Rest of Europe Rest of the World	5,691,154	£ 23,111,306 2,586,122 4,027,883 29,725,311
4.	EMPLOYEES AND DIRECTORS		
		2018 £	2017 £
	Wages and salaries Social security costs Other pension costs	_	10,884,182 1,038,316
	o sales persons o sous		12,198,855
	The average number of employees during the year was as f	follows:	
	- 1.00 a. o. agoaor or oprojecto aur.ing oo jear i. ao ao 1	2018	2017
	Production	346	313
	Office and management	$\frac{100}{446}$	$\frac{101}{414}$
	The average number of employees by undertakings to consolidated during the year was $446 \ (2017 - 413)$.	chat were p	roportionately
		2018	2017
	Directors' remuneration	£ 680,802	£ 655,062
	Directors' pension contributions to money purchase schemes	55,936	56,695
	The number of directors to whom retirement benefits were	accruing was	s as follows:
	Money purchase schemes	5	5
	Information regarding the highest paid director is as follow	vs: 2018 £	2017
	Emoluments etc Pension contributions to money purchase schemes	178,024 11,153	£ 173,827 <u>15,131</u>

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

5. **OPERATING PROFIT**

The operating profit is stated after charging:

		2018 £	2017 £
	Hire of plant and machinery	37,036	48,981
	Other operating leases	629,782	645,816
	Depreciation - owned assets	491,928	457,988
	Depreciation - assets on finance leases Goodwill amortisation	620,779 98,371	439,394 98,371
	Auditors' remuneration	15,280	96,371 15,280
	Auditors' remuneration for non audit work	31,284	17,703
	Addition formation for non-dual work	51,201	17,700
6.	INTEREST PAYABLE AND SIMILAR EXPENSES		
••		2018	2017
		£	£
	Bank loan interest	391,125	355,563
	Hire purchase	142,327	<u>141,930</u>
		<u>533,452</u>	<u>497,493</u>
7.	TAXATION		
	Analysis of the tax charge The tax charge on the profit for the year was as follows:		
	The tax charge on the profit for the year was as follows:	2018	2017
		2010 £	2017 £
	Current tax:		_
	UK corporation tax	151,938	227,353
	Over provision of prior year		
	tax		(3,343)
	Total current tax	151,938	224,010
	Deferred tax	5,322	(1.515)
	Tax on profit	$\frac{3,322}{157,260}$	222,495
	1 di 1 p 1 d 1 d	10.1200	

Notes to the Consolidated Financial Statements continued for the Year Ended 31 March 2018

7. **TAXATION - continued**

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2018	2017
Profit before tax	£ 652,933	£ 1,309,388
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2017 - 20%)	124,057	261,878
Effects of: Expenses not deductible for tax purposes Utilisation of tax losses Adjustments to tax charge in respect of previous periods Change in rate of taxation on deferred tax balance Research and development expenses Deferred tax on timing differences not previously provided Depreciation of assets not qualifying for capital	2,684 30,452 514 (20,330)	1,333 (115) (3,343) (33,041) - 15,941 1,429
Amortisation of goodwill Losses claimed under group relief Rounding differences	1,340	18,265 (39,683) (169)
Total tax charge	157,260	222,495

8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

9. **DIVIDENDS**

	2018 f	2017
Ordinary shares of £1 each	402.420	E00 000
Interim	<u>403,420</u>	500,000

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

10. INTANGIBLE FIXED ASSETS

COST	Goodwill £
At 1 April 2017	
and 31 March 2018	<u>4,263,744</u>
AMORTISATION	2 402 651
At 1 April 2017 Amortisation for year	3,403,651 98,371
At 31 March 2018	$\frac{36,871}{3,502,022}$
NET BOOK VALUE	
At 31 March 2018	761,722
At 31 March 2017	860,093
Company	Goodwill £
COST	
At 1 April 2017	2 200 200
and 31 March 2018 AMORTISATION	<u>3,280,000</u>
AMORTISATION At 1 April 2017	
and 31 March 2018	3,280,000
NET BOOK VALUE	
At 31 March 2018	<u>-</u>
At 31 March 2017	<u> </u>

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ 05435846) \end{array}$

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

11. TANGIBLE FIXED ASSETS

Group

•	Improvements	6	Fixtures
	to	Plant and	and
	property	machinery	fittings
	£	£	£
COST			
At 1 April 2017		8,829,853	2,691
Additions		1,783,685	-
At 31 March 2018	818,492 1	0,613,538	2,691
DEPRECIATION			
At 1 April 2017		2,506,104	2,691
Charge for year		1,010,965	-
At 31 March 2018	374,850	3,517,069	2,691
NET BOOK VALUE	440.040	-	
At 31 March 2018		7,096,469	
At 31 March 2017	497,579	6,323,749	
	Motor	Computer	
	vehicles	equipment	
	£	£	£
COST	445 000	505.040.4	0.004.005
At 1 April 2017	117,329	595,948 1	
Additions	117.000	59,571	1,845,902
At 31 March 2018	117,329	655,519 1	2,207,569
DEPRECIATION	00.007	E00.00 <i>C</i>	0.405.455
At 1 April 2017	90,387	520,026	3,437,475
Charge for year	12,253	32,906	1,112,707
At 31 March 2018	102,640	552,932	4,550,182
NET BOOK VALUE	14.000	100 507	7 (57 207
At 31 March 2018	14,689	102,587	7,657,387
At 31 March 2017	26,942	75,922	6,924,192

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

11. TANGIBLE FIXED ASSETS - continued

Group

Fixed assets, included in the above, which are held under finance leases are as follows:

	Improvemen	nts			
	to	Plant and	Motor	Compute	
	property	machinery	vehicles	equipmen	
COST	£	£	£	£	£
At 1 April 2017	166,439	5,014,500	31,081	82,243	5,294,263
Additions	-	1,146,518	-	36,741	1,183,259
Transfer to	-	285,000	(8,495)	-	276,505
ownership At 31 March 2018	166,439	6,446,018	22,586	118,984	6,754,027
	100,439	0,440,010	22,300	110,904	0,/34,02/
DEPRECIATION	2.004	4 4 6 0 6 0 4	44000	40.404	4 00 4 0 = 0
At 1 April 2017	6,324	1,163,604	14,300	40,124	1,224,352
Charge for year	16,644	581,157	6,178	16,800	620,779
Transfer to ownership	-	92,500	(8,495)	-	84,005
At 31 March 2018	22,968	1,837,261	11,983	56,924	1,929,136
NET BOOK VALUE					
At 31 March 2018	143,471	4,608,757	10,603	62,060	4,824,891
At 31 March 2017	160,115	3,850,896	16,781	42,119	4,069,911

12. FIXED ASSET INVESTMENTS

Company

	Shares in group undertakings £
COST	
At 1 April 2017	
and 31 March 2018	1 <u>1,025,528</u>
NET BOOK VALUE	
At 31 March 2018	1 <u>1,025,528</u>
At 31 March 2017	1 <u>1,025,528</u>

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

Tritech Precision Products Limited

Registered office: England and Wales

Nature of business: Precision investment castings manufacturer

Class of shares: holding Ordinary £1 100.00

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

12. FIXED ASSET INVESTMENTS - continued

Tritech Precision Products (Barnstaple) Limited

Registered office: England and Wales

Nature of business: Aluminium casting manufacturer

Class of shares: holding Ordinary £1 100.00

BRP Composites Limited

Registered office: England and Wales

Nature of business: Plastic and metal products manufacturer

Class of shares: holding Ordinary £1 75.00

13. **STOCKS**

G 1	Group	
2018	2017	
£	£	
1,281,072	1,088,780	
5,829,872	6,154,481	
2,359,109	1,952,652	
9,470,053	9,195,913	
	2018 f 1,281,072 5,829,872 2,359,109	

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Group Comp		pany
	2018	2017	2018	Ž017	
	£	£	£	£	
Trade debtors	9,036,713	9,450,657	-	-	
Amounts owed by group undertakings	154,871	36,943	213,945	228,884	
Tax	261,459	110,447	-	-	
Prepayments and accrued income	10,228	-	-	=	
Prepayments	384,199	418,260	-	-	
	9,847,470	10,016,307	213,945	228,884	

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2018	2017	2018	Ž017
	£	£	£	£
Working capital finance (see note 17)	6,585,581	6,255,659	-	-
Finance leases (see note 18)	1,008,845	1,215,675	-	-
Trade creditors	3,657,345	3,375,356	-	-
Amounts owed to group undertakings	4,076,654	4,506,925	1,005,000	1,005,000
Tax	115,935	218,349	-	-
Social security and other taxes	285,592	275,927	-	-
VAT	342,213	539,953	-	-
Other creditors	45,020	76,899	-	14,412
Accrued expenses	663,927	415,477	-	-
-	16,781,112	16,880,220	1,005,000	1,019,412

Working capital finance includes an invoice discount facility and advances against stock.

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Bank loans (see note 17)	636,074	-	=	-
Finance leases (see note 18)	1,555,093	1,437,214	-	-
Other creditors	500,000	500,000	500,000	500,000
	2,691,167	1,937,214	500,000	500,000

17. **LOANS**

An analysis of the maturity of loans is given below:

	Group	
	2018	2017
	£'000	£'000
Amounts falling due within one year or on demand:		
Working capital finance	_6,413_	6,019
	6,413	6,256

$\begin{array}{c} \text{Tritech Group Limited (Registered number:} \\ \text{05435846)} \end{array}$

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

18. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

or out	Finar 2018	nce leases 2017
	£	£
Gross obligations repayable: Within one year Between one and five years	1,135,393 1,726,263 2,861,656	1,522,620
Finance charges repayable: Within one year Between one and five years	126,548 <u>171,170</u> <u>297,718</u>	100,645 85,406 186,051
Net obligations repayable: Within one year Between one and five years	1,008,845 1,555,093 2,563,938	
Group		
Within one year Between one and five years In more than five years		2,422,846

Notes to the Consolidated Financial Statements continued for the Year Ended 31 March 2018

19. **SECURED DEBTS**

The following secured debts are included within creditors:

	Group	
	2018	2017
	£	£
Finance leases	2,563,938	2,652,889
Working capital finance	6,413,347	6,019,163
	8,977,285	8,672,052

The working capital finance is secured by fixed and floating charges on the company's and the company's subsidiaries assets.

The company has guaranteed deferred consideration payable by its immediate holding company, Neterson Holdings Limited amounting to £0.65m.

Obligations under finance leases and hire purchase contracts are secured by the assets to which they relate.

The company's subsidiary undertakings have jointly and severally guaranteed bank ultimate UK parent company, Neterson Holdings Limited, amounting to £4,988,000.

20. **PROVISIONS FOR LIABILITIES**

	2018 £	oup 2017 £
Deferred tax Accelerated capital allowances Other timing differences	640,454 (8,554) 631,900	635,601 (9,023) 626,578
Group		Deferred tax f.
Balance at 1 April 2017 Accelerated capital allowances Other timing differences Balance at 31 March 2018		626,578 4,853 469 631,900
CALLED UP SHARE CAPITAL		

21.

Allotted, iss	sued and fully paid:			
Number:	Class:	Nominal	2018	2017
		value:	£	£
5,764,076	Ordinary	£1	5,764,076	5,764,076

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 March 2018

22. **RESERVES**

Grou	n
OI UU	ν

OI oup	Retained earnings £	Retained earnings - unrealised £	Other reserves	Totals £
At 1 April 2017 Profit for the year Dividends Transfer At 31 March 2018	961,038 345,639 (403,420) 104,527 1,007,784	1,162,982 (104,527) 1,058,455	124,000	2,248,020 345,639 (403,420) - 2,190,239
Company		Retained earnings £	Other reserves £	Totals £
At 1 April 2017 Profit for the year Dividends At 31 March 2018		3,846,924 402,893 (403,420) 3,846,397	124,000 124,000	3,970,924 402,893 (403,420) 3,970,397

23. NON-CONTROLLING INTERESTS

	2018	2017
	£	£
Balance b/f	215,711	-
Share of pre-acquisition reserves	-	125,755
Share of profit on ordinary activities after taxation	150,034	89,956
	365,745	215,711

24. ULTIMATE PARENT COMPANY

The company's immediate parent company and UK parent company is Neterson Holdings Limited (formerly named Uni-Tritech Limited).

25. RELATED PARTY DISCLOSURES

No compensation was paid to key management personnel during the year. However during the year ended 31 March 2017 a total of key management personnel compensation of £ 773,029 was

paid.

26. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is F.D.Neterwala due to his controlling interest in the company's ultimate holding company, Chemical & Ferro Alloys Private Limited.

