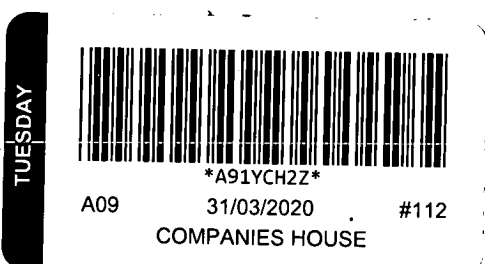


Salerno Holdings Limited

Annual report and consolidated financial statements

for the year ended 30 June 2019

Registered number: 09590377



Salerno Holdings Limited

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Salerno Holdings Limited

Directors and advisers for the year ended 30 June 2019

Directors

J J Mangan
B M Croghan
M Ponsonby
D J Ponsonby

Company secretary

J J Mangan

Registered office

6100 Knights Court
Solihull Parkway
Birmingham Business Park
Solihull
West Midlands
B37 7WY

Independent auditor

Mazars LLP
45 Church Street
Birmingham
B3 2RT

Bankers

Barclays Bank Plc
Barclays Business Centre
38 Hagley Road
Edgbaston
Birmingham
West Midlands
B16 8NY

Registered number
09590377

Salerno Holdings Limited

Strategic report for the year ended 30 June 2019

The Directors present their strategic report for the year ended 30 June 2019.

BUSINESS REVIEW

The Group continued its principal activities throughout the current year. Trading conditions within the logistics sector continue to be challenging but the Group continues to attract new clients and develop and achieve growth from existing clients. Taking into consideration the continuing growth of turnover and the challenging gross margins, the directors are satisfied with the profits achieved in the year.

FINANCIAL PERFORMANCE DURING THE PERIOD

As reported in the Group's statement of comprehensive income, there was a 18.1% increase in turnover. In spite of this gross profit decreased by £337k. Annualised EBIT, excluding gains on revaluation of investment properties, increased from £264k to £396k.

Management use a range of performance measures to monitor and manage the business. The financial key performance indicators are set out below.

	2019	2018
Gross profit margin	4.2%	6.1%
Earnings before interest and tax ('EBIT') excluding gains on revaluation of investment properties	1.1%	0.9%
Current ratio (Current assets/Current liabilities)	1.16	1.11
	£000	£000
Net cash (outflow)/inflow before financing activities	(100)	470

DEVELOPMENT AND FINANCIAL PERFORMANCE DURING THE YEAR

In addition to our core 4th Party Logistics business, the Group has continued to expand its heavy goods fleet with 148 heavy goods vehicles and related trailers servicing our customers on routes in the UK. The fleet will continue to grow in the new financial year. The intention is to continue to develop both the core business and own vehicle work in the new financial year. More effective planning and utilisation of own fleet vehicles will be a key consideration in improving gross profit levels.

FINANCIAL POSITION AT THE REPORTING DATE

The balance sheet shows that the Group's net assets at the year-end increased from £2.743m at the prior year end to £3.149m. A net cash outflow [before repayment of borrowings] of £100k occurred versus the £470k inflow achieved by the Group in the previous year.

Salerno Holdings Limited

Strategic report (Continued) for the year ended 30 June 2019

PRINCIPAL RISKS AND UNCERTAINTIES FACING THE BUSINESS

The principal risks and uncertainties facing the Group are as follows:

To progress the 4th Party Logistics business, the Group has developed strong working relationships with its key suppliers as part of the Corporate Alliance. These relationships are closely monitored and we are constantly striving to add good quality transport companies to meet the new and ongoing needs of our customers. Securing and retaining the services of good quality and reliable drivers underpins the development and consolidation of our own-fleet business.

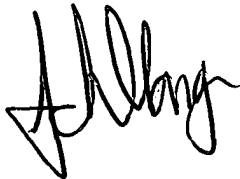
Our personnel are key to the success of this organisation. Loss of key personnel is a risk faced by most businesses and we manage this risk by ensuring we train, reward and communicate with our people as effectively as possible.

The Group operates in very competitive markets, which always poses a risk to the on-going success of the business. It is therefore important to ensure we maintain our competitive edge through offering the best quality and most proactive transport solutions possible.

The Directors consider there will be no significant impact from Brexit. The uncertainty of COVID-19 has resulted in a huge increase in our activity due to us being heavily involved in the supply chain of the Grocery Industry. Our people where possible are working from home and the detailed planning has meant there are no threats to the Group.

APPROVAL

This report was approved by the board on 30 March 2020 and signed on its behalf by:



J J Mangan
Director

Salerno Holdings Limited

Directors report for the year ended 30 June 2019

The Directors present their report and financial statements for the year ended 30 June 2019.

PRINCIPAL ACTIVITIES

The Company operates as a holding company of two subsidiary undertakings whose principal activities are that of haulage contractors and property investment.

FUTURE DEVELOPMENTS

The outlook for 2020 is one of further growth. The Group will continue to grow its turnover through both sub-contracted work and through its own fleet but also focus on the need to significantly drive up gross profit margins.

DIVIDENDS

The directors paid interim dividends in the year of £Nil (2018 – £20,000). No dividends were proposed at the year end (2018 – Nil).

DIRECTORS

The directors set out below have held office during the whole of the period from 1 July 2018 to the date of this report unless otherwise stated.

J J Mangan
B M Croghan
M Ponsonby
D J Ponsonby

DIRECTORS' INDEMNITY

The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for directors and officers of the Company in respect of liabilities they may incur in the discharge of their duties or in the exercise of their powers, including any liabilities relating to the defence of any proceedings brought against them which relate to anything done or omitted, or alleged to have done or omitted, by them as officers or employees of the Company.

Appropriate directors' and officers' liability insurance cover is in place in respect of all the Company's directors.

Salerno Holdings Limited

Directors' Report

for the year ending 30 June 2019 (continued)

RESPONSIBILITIES OF DIRECTORS

The directors are responsible for preparing the Strategic Report, Directors' Report and 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 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 unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- * select suitable accounting policies and then apply them consistently;
- * make judgments 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; and
- * prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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.

EMPLOYEE INVOLVEMENT

The Group has well established structures and procedures for consultation and negotiation with its employees. Importance is placed on this aspect of the business and all managers have responsibility towards this end.

DISABLED PERSONS

The Group has an established policy of encouraging the employment of disabled persons whenever this is practicable.

Salerno Holdings Limited

Directors' Report

for the year ending 30 June 2019 (continued)

FINANCIAL INSTRUMENTS

The Group uses financial instruments. Their existence exposes the Group to a number of financial risks which are described in more detail below.

Currency risk

The Group is exposed to foreign exchange risk. Transaction exposures, including those associated with forecast transactions, are assessed and hedging is considered where the risks facing the Group are outside acceptable limits.

Foreign exchange differences on retranslation of these assets and liabilities are taken to the profit and loss account.

Credit risk

The principal credit risk arises from trade debtors.

In order to manage credit risk the directors set limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed on a regular basis in conjunction with debt ageing and collection history.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

In the case of each of the persons who are directors of the company at the date when this report was approved:

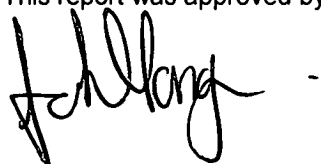
- * so far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware; and
- * each of the directors has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information (as defined) and to establish that the Company's auditor is aware of that information.

AUDITORS

Mazars LLP will continue in office in accordance with CA 2006 s487(2).

APPROVAL

This report was approved by the board on 30 March 2020 and signed on its behalf by:



J J Mangan
Director

Salerno Holdings Limited

Independent auditor's report to the members of Salerno Holdings Limited

Opinion

We have audited the consolidated financial statements of Salerno Holdings Limited (the parent company) and its subsidiaries (the Group) for the year ended 30 June 2019 which comprise the consolidated statement of comprehensive income, the consolidated statement of financial position, the parent Company statement of financial position, the Group and parent Company statement of changes in equity, the consolidated statement of cash flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102, the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and parent Company's affairs as at 30 June 2019 and of and of the group's profit for the year then ended;
- the group financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The impact of uncertainties due to both the COVID-19 coronavirus and the United Kingdom exiting the European Union on our audit

The Directors' view on the impacts of the COVID-19 coronavirus and Brexit are disclosed on page 3.

The full impact following the recent emergence of the global coronavirus is still unknown. It is therefore not currently possible to evaluate all the potential implications to the group and company's trade, customers, suppliers and the wider economy.

The United Kingdom withdrew from the European Union on 31 January 2020 and entered into an Implementation Period which is scheduled to end on 31 December 2020. However the terms of the future trade and other relationships with the European Union are not yet clear, and it is therefore not currently possible to evaluate all the potential implications to the group and company's trade, customers, suppliers and the wider economy.

We considered the impacts of COVID-19 coronavirus and Brexit on the group and company as part of our audit procedures, applying a standard firm wide approach in response to the uncertainty associated with the group and company's future prospects and performance.

However, no audit should be expected to predict the unknowable factors or all possible implications for the company and this is particularly the case in relation to both COVID-19 coronavirus and Brexit.

Salerno Holdings Limited

Independent auditor's report to the members of Salerno Holdings Limited

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 or parent company'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 included in the annual report, other than the financial statements and our auditor's 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.

Opinions 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 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 Strategic Report and 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 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 specific by law are not made; or
- we have not received all the information and explanations we require for our audit.

Salerno Holdings Limited

Independent auditor's report to the members of Salerno Holdings Limited

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 group's and 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 company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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 auditor's report.

Use of the audit report

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

Ian Holder (Senior Statutory Auditor)
For and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
45 Church Street,
Birmingham B3 2RT

30 March 2020

Salerno Holdings Limited

Consolidated statement of comprehensive income for the year ended 30 June 2019

	Notes	2019 £	2018 £
Turnover	5	35,564,454	30,126,887
Cost of sales		(34,067,849)	(28,293,053)
Gross profit		1,496,605	1,833,834
Administrative expenses		(1,383,566)	(1,824,043)
Gains on revaluation of investment properties		121,349	-
Other operating income		282,587	254,308
Operating profit	6	516,975	264,099
Interest receivable and similar income		4,054	651
Interest payable and similar charges	7	(56,926)	(38,924)
Profit on ordinary activities before taxation		464,103	225,826
Tax on profit on ordinary activities	9	(57,472)	(134,119)
Profit on ordinary activities after taxation		406,631	91,707
Profit for the year and total comprehensive income for the year attributable to:			
Equity holders		354,762	88,541
Non-controlling interest		51,869	3,166
		406,631	91,707

All of the activities of the company are classed as continuing.

There was no other comprehensive income for 2019 (2018: £Nil).

The notes on pages 16 to 30 form part of these financial statements.

Salerno Holdings Limited

Consolidated statement of financial position as at 30 June 2019

	Notes	2019 £	2018 £
Fixed assets			
Tangible assets	10	521,139	545,081
Investment property	12	2,287,562	2,166,213
		2,808,701	2,711,294
Current assets			
Debtors	13	6,541,910	6,606,642
Cash at bank and in hand		688,604	945,519
		7,230,514	7,552,161
Creditors: amounts falling due within one year	14	(6,259,562)	(6,784,469)
Net current assets		970,952	767,692
Total assets less current liabilities		3,779,653	3,478,986
Creditors: amounts falling due after more than one year	15	(609,218)	(726,390)
Provisions for liabilities and charges	17	(20,975)	(9,767)
Net assets		3,149,460	2,742,829
Capital and reserves			
Called up share capital	18	1,000	1,000
Investment property revaluation reserve		44,026	44,026
Profit and loss account		2,743,145	2,388,383
Total equity attributable to equity shareholders		2,788,171	2,433,409
Non-controlling interests	19	361,289	309,420
Total equity		3,149,460	2,742,829

The financial statements set out on pages 10 to 30 were approved by the board of directors on 30 March 2020 and were signed on its behalf by:


J. J. Mangan
Director

Company registered number: 09590377

Salerno Holdings Limited

Company statement of financial position as at 30 June 2019

	Notes	2019 £	2018 £
Fixed assets			
Investments	11	2,029,110	1,674,348
Current assets			
Debtors	13	1,000	1,000
Net assets		2,030,110	1,675,348
Capital and reserves			
Called up share capital	18	1,000	1,000
Investment revaluation reserve		2,029,110	1,674,348
Total equity		2,030,110	1,675,348

The parent Company has taken advantage of section 408 of the Companies Act 2006 and has not included its own income statement in these financial statements. The parent Company's profit for the year was £Nil (20187: £20,000).

The financial statements set out on pages 10 to 30 were approved by the board of directors on 30 March 2020 and were signed on its behalf by:



J J Mangan
Director

Company registered number: 09590377

Salerno Holdings Limited

Statement of changes in equity for the year ended 30 June 2019

GROUP	Share capital £	Investment property revaluation reserve £	Profit & loss account £	Total attributable to equity shareholders £
At 1 July 2017	1,000	44,026	2,319,842	2,364,868
Comprehensive income for the year				
Profit for the year	-	-	88,541	88,541
Dividend paid	-	-	(20,000)	(20,000)
At 1 July 2018	1,000	44,026	2,388,383	2,433,409
Comprehensive income for the year				
Profit for the year			354,762	354,762
At 30 June 2019	1,000	44,026	2,743,145	2,788,171

	Total attributable to equity shareholders £	Non- controlling interests £	Total equity £
At 1 July 2017	2,364,868	306,254	2,671,122
Comprehensive income for the year			
Profit for the year	88,541	3,166	91,707
Dividend paid	(20,000)	-	(20,000)
At 1 July 2018	2,433,409	309,420	2,742,829
Comprehensive income for the year			
Profit for the year	354,762	51,869	406,631
At 30 June 2019	2,788,171	361,289	3,149,460

Salerno Holdings Limited

Statement of changes in equity for the year ended 30 June 2019

COMPANY	Share capital £	Investment revaluation reserve £	Profit & loss account £	Total attributable to equity shareholders £
At 1 July 2017	1,000	1,605,808	-	1,606,808
Comprehensive income for the year				
Profit for the year	-	-	20,000	20,000
Dividend paid	-	-	(20,000)	(20,000)
Other comprehensive income for the year				
Investment revaluation	-	68,540	-	68,540
At 1 July 2018	1,000	1,674,348	-	1,675,348
Comprehensive income for the year				
Profit for the year	-	-	-	-
Other comprehensive income for the year				
Investment revaluation	-	354,762	-	354,762
At 30 June 2019	1,000	2,029,110	-	2,030,110

Salerno Holdings Limited

Consolidated statement of cash flows for the year ended 30 June 2019

	2019		2018	
	£	£	£	£
CASH FLOW FROM OPERATING ACTIVITIES				
Profit for the financial year		406,631		91,707
Adjustments for:				
Depreciation of tangible assets	55,744		60,513	
Fair value movements in investment properties	-		-	
Interest paid	56,926		38,924	
Interest received	(4,054)		(651)	
Taxation	57,472		134,119	
Increase in trade and other receivables	85,627		(1,137,383)	
Increase in trade payables	(615,846)		1,689,970	
		(364,131)		785,492
Cash from operations		42,500		877,199
Income taxes paid		(114,397)		(350,452)
Net cash from operating activities		(71,897)		526,747
Cash flows from investing activities				
Purchases of tangible fixed assets	(31,802)		(57,440)	
Interest received	4,054		651	
Net cash from investing activities		(27,748)		(56,789)
Cash flows from financing activities				
Capital repayment of borrowings	(113,700)		(120,200)	
Interest paid	(43,570)		(38,924)	
Dividends paid	-		(20,000)	
Net cash from financing activities		(157,270)		(179,124)
Net increase in cash and cash equivalents		(256,915)		290,834
Cash and cash equivalents at beginning of year		945,519		654,685
Cash and cash equivalents at the end of year		688,604		945,519

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

1. General information

Salerno Holdings Limited is a private company limited by shares, incorporated in England and Wales. Its registered office is 6100 Knights Court, Solihull Parkway, Birmingham Business Park, Solihull, West Midlands, B37 7WY. The principal activity is that of a holding company for two subsidiaries whose principal activities are that of haulage contractors and property investment. The company operates within the UK and sells primarily to the UK.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

2. Statement of compliance

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

3. Principal accounting policies

Basis of accounting

These financial statements are prepared on a going concern basis, under the historical cost convention, with the exception of certain financial assets and liabilities and investment properties being measured at fair value through profit or loss. The particular accounting policies are described below and have been applied consistently throughout the year and the previous period.

The consolidated financial statements incorporate those of Salerno Holdings Limited and all of its subsidiary undertakings.

As noted above, the combination with Sorrento Holdings Limited has been accounted for using merger accounting principles as applicable to group re-organisations. In the opinion of the directors, the substance of the transaction is that of a group re-organisation.

All intra-group transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The consolidated financial statements incorporate the financial statements of the Company and all Group undertakings. These are adjusted, where appropriate, to conform to Group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and amortised. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively. The parent Company has taken advantage of section 408 of the Companies Act 2006 and has not included its own income statement in these financial statements.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

3. Principal accounting policies (Continued)

Basis of accounting

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

Going concern

The financial statements have been prepared on a going concern basis. The Company's and Group's business activities, together with the factors likely to affect its future developments, performance and position are set out in the Strategic Report. The Company's and Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Company and Group should be able to manage business risk successfully. After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors therefore continue to adopt the going concern basis in preparing the financial statements.

Turnover

Turnover represents the amount derived from the sale of logistics services falling within the group's principal activity, excluding value added tax. Revenue is recognised when the service is provided.

Tangible fixed assets and depreciation

Tangible fixed assets are shown in the balance sheet at cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its current working condition. Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets on a straight line basis over their expected useful lives or, if held under a finance lease, over the lease term, whichever is shorter. The rates generally applicable are:

Freehold property	-	2% on cost
Plant and machinery	-	25% on cost
Fixtures and fittings	-	15% on reducing balance
Computer equipment	-	50% in the year of acquisition and then 20% straight line thereafter

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.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

3: Principal accounting policies (Continued)

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.

Foreign currency

Transactions in foreign currencies are translated at the exchange rate ruling at the date of transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account.

Leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

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.

Financial instruments

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

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 financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow 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.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

3. Principal accounting policies (Continued)

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, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position 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.

Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Interest income

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

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.

Taxation

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 reporting 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 Statement of Financial Position 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 reporting date.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

3. Principal accounting policies (Continued)

Employer financed retirement benefit scheme

The Company has established an employer financed retirement benefit scheme for the benefit of its officers, employees and their wider families, the Corporate Solutions (Logistics) Limited Employer Financed Retirement Benefit Scheme ("The Scheme").

In accordance with UITF abstract 32 "Employee Benefit Trusts and other intermediate payment arrangements" the Company does not include the assets and liabilities of The Scheme on its balance sheet to the extent that it considers that it will not retain any economic benefit from the assets of The Scheme and will not have control of the rights or other access to those present economic benefits.

4. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements in conformity with generally accepted accounting principles requires the directors to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results in the future could differ from those estimates. In this regards, the Directors believe that there are no critical accounting policies where judgements or estimations are necessarily applied in the financial statements.

5. Turnover

The turnover is attributed to the principal activity of the group.

An analysis of turnover by geographical market is given below:

	2019	2108
	£	£
United Kingdom	35,131,512	29,923,049
Europe	432,942	203,838
Total	35,564,454	30,126,887

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

6. Operating profit

The operating profit is stated after charging:	2019	2018
	£	£
Depreciation on tangible fixed assets:		
- owned by the group	55,744	60,513
Audit fee – parent company and consolidation	2,750	2,500
Audit fee - subsidiaries	14,250	12,750
Auditors' remuneration – other services :		
- Services relating to taxation	6,200	6,075
Operating lease rentals:		
- Plant and machinery	4,461,118	3,502,916

7. Interest payable and similar charges

	2019	2018
	£	£
Bank loan and overdraft interest	43,570	38,924
Other	13,356	-
	56,926	38,924

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

8. Directors and employees

The Directors were remunerated by an outsource company, Corporate Solutions Personnel Limited. Similarly, the staff were remunerated by Corporate Solutions Personnel Limited. Total staff costs incurred and recharged to the Group in the year are disclosed below:

	2019	2018
	£	£
Wages and salaries	2,732,952	2,140,941
Social security costs	327,854	259,255
Other pension costs	36,949	21,674
	3,097,755	2,421,870

The average monthly number of employees of the group during the year was:

	2019	2018
	Number	Number
Directors	5	5
Administration	57	44
Drivers	17	7
	79	56

Total remuneration, including benefits in kind, in respect of directors was as follows:

	2019	2018
	£	£
Aggregate emoluments	978,860	899,847

During the year, no directors participated in money purchase pension schemes.

The amounts set out above include remuneration in respect of the highest paid director as follows:

	2019	2018
	£	£
Aggregate emoluments	270,513	220,052

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

9. Tax charge on profit on ordinary activities

a) The tax charge is based on the profit for the year and represents:

	2019 £	2018 £
UK corporation tax		
Current tax charge on profit for the year	79,579	80,822
Adjustments in respect of prior years	(33,315)	51,649
Total current tax	46,264	132,471
Deferred tax		
Origination and reversal of timing differences	11,208	1,646
Adjustments in respect of prior periods	-	2
Total deferred tax (note 17)	11,208	1,648
Tax charge on profit on ordinary activities	57,472	134,119

b) Factors affecting tax charge for the year:

The amount of the tax charge for the year is lower (2018: higher) than the standard rate of corporation tax in the UK of 19% (2018: 19%). The differences are explained below.

	2019 £	2018 £
Profit before taxation	464,103	225,826
Taxation at 19.00% (2018: 19.00%)	88,180	42,907
Effect of:		
Expenses not deductible for tax purposes	1,046	927
Movement in short term timing differences	(1,561)	2,993
Adjustments in respect of prior years	(33,315)	51,649
Current tax charge for the year	57,472	134,119

(c) Factors affecting future tax charge

There are no significant factors affecting future tax charge.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

10. Tangible assets

	Freehold property	Plant and machinery	Fixtures and fittings	Total
Group	£	£	£	£
Cost and valuation				
At 1 July 2018	640,500	736,981	2,809	1,380,290
Additions	-	26,202	5,600	31,802
At 30 June 2019	640,500	763,183	8,409	1,412,092
Accumulated depreciation				
At 1 July 2018	143,052	690,026	2,131	835,209
Charge for the year	14,184	40,200	1,360	55,744
At 30 June 2019	157,236	730,226	3,491	890,953
Net book value				
At 30 June 2019	483,264	32,957	4,918	521,139
At 30 June 2018	497,448	46,955	678	545,081

The freehold property is subject to a fixed charge (see note 16).

There were no fixed assets in the company balance sheet of Salerno Holdings Limited at 30 June 2018.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

11. Investments

Company	Unlisted investments
Carrying value	£
At 1 July 2018	1,674,348
Revaluations	354,762
At 30 June 2019	2,029,110

If fixed asset investments had not been revalued they would have been included at a historical cost of £8,903 (2018: £8,903).

The company's investments at the balance sheet date in the share capital of companies include the following:

Name of undertaking	Country of incorporation	Nature of business	Description of shares held	Proportion of nominal value of issued shares held by:	
				Group %	Company %
Corporate Solutions (Logistics) Limited	England	Haulage contractors	'A' Ordinary Shares	100	100
Sorrento Holdings Limited	England	Property rental	'A' Ordinary Shares	100	100

Included within the aggregate share capital and reserves of Corporate Solutions (Logistics) Limited are ordinary "B" shares with a nominal value of £43,000. These shares do not carry any voting rights and represent 20% of the subsidiary company's ordinary share capital. The company does not have any interest in these shares.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

12. Investment Property

Group

	Group		Company	
Cost and net book value	2019	2018	2019	2018
	£	£	£	£
At 1 July 2018	2,166,213	2,166,213	-	-
Revaluations	121,349	-	-	-
At 30 June 2019	2,287,562	2,166,213	-	-

Investment properties were revalued on an open market basis by Burley Browne Ltd, an independent Chartered Surveyor, as at 30 June 2019.

The investment properties are subject to a fixed charge (see note 13). The investment properties are subject to a fixed charge (see note 16).

13. Debtors

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Due within one year:				
Trade debtors	5,489,319	5,328,577	-	-
Prepayments and accrued income	1,052,591	1,208,065	1,000	1,000
Other debtors	-	70,000	-	-
	6,541,910	6,606,642	1,000	1,000

The overdrawn director's loan account in other debtors was repaid in the year.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

14. Creditors: amounts falling due within one year

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Bank loans and overdrafts (see note 16)	124,621	121,149	-	-
Trade creditors	4,952,920	4,787,706	-	-
Corporation tax	30,142	245,815	-	-
Other taxation and social security	724,228	543,559	-	-
Accruals and deferred income	427,651	1,086,240	-	-
	6,259,562	6,784,469	-	-

15. Creditors: amounts falling due after more than one year

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Bank loans (see note 16)	609,218	726,390	-	-

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

16. Bank loans and overdrafts

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Bank loans:				
Due within one year	124,621	121,149	-	-
Between one and two years	609,218	632,413	-	-
Between two and five years	-	93,977	-	-
	733,839	847,539	-	-

Flexible bank loans of £733,839 (2018: £847,539) are secured by fixed charges over the investment properties and bear interest at rates between 2.0% and 2.5% above base rate.

17. Provisions for liabilities and charges

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Deferred tax liability				
At 1 July	9,767	8,119	-	-
Profit and loss charge	11,208	1,648	-	-
At 30 June	20,975	9,767	-	-

Deferred tax is analysed as follows:

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Accelerated capital allowances	1,131	2,283	-	-
Other timing differences	19,844	7,484	-	-
At 30 June	20,975	9,767	-	-

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

18. Called up share capital

	2019	2018
	£	£
Allotted and fully paid		
1,000 Ordinary shares of £1 each	1,000	1,000

19. Non-controlling interest

The non-controlling interest is calculated as follows:

	2019	2018
	£	£
At 1 July 2018	309,420	306,254
Profit for the financial year	51,869	3,166
At 30 June 2019	361,289	309,420

20. Commitments under leasing arrangements

Group

Operating leases

As at 30 June 2019, the group had future minimum lease payments under non-cancellable operating leases as follows:

	Other	
	2019	2018
	£	£
Operating leases which expire:		
Within one year	3,428,576	2,415,619
Within 2 to 5 years	3,877,482	2,918,589
Over 5 years	752,122	-
	8,058,180	5,334,208

Company

At 30 June 2019, the Company had no annual non-cancellable commitments under operating leases.

Salerno Holdings Limited

Notes to the financial statements for the year ended 30 June 2019

21. Dividends

	2019	2018
	£	£
Paid on ordinary share capital	-	20,000

22. Related party transactions

Transactions with directors:

Included within Other debtors in the prior year was an overdrawn director's loan account of £70,000. This loan was repaid in the year. There were no other transactions with the Directors in the year (2018: £Nil).

23. Controlling parties

The Group and Company and wholly owned and controlled by the directors with no one ultimate controlling party.