

Registered number: 04616778

Express Engineering (Holdings) Limited

Annual report

30 September 2019

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COMPANIES HOUSE

Express Engineering (Holdings) Limited

Company information

Directors	W Germaney (appointed 1 April 2019) G D Taylor (appointed 23 November 2018) G Thirlwell (appointed 1 April 2019) C S Thompson (appointed 23 November 2018) M J M Bevan (resigned 31 March 2019) E J Lewis (resigned 23 November 2018) J A Patterson (resigned 31 March 2019)
Registered number	04616778
Registered office	Kingsway North Team Valley Trading Estate Gateshead Tyne and Wear NE11 0EG
Independent auditors	UNW LLP Chartered accountants St. James' Boulevard Newcastle upon Tyne Tyne and Wear NE1 4JE
Bankers	Lloyds Bank 102 Grey Street Newcastle upon Tyne NE1 6AG
Solicitors	Ward Hadaway LLP Sandgate House 102 Quayside Newcastle upon Tyne NE1 3DX

Express Engineering (Holdings) Limited

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Express Engineering (Holdings) Limited

Strategic report

For the year ended 30 September 2019

Principal activities and business review

The company's principal activity during the year was a non-trading intermediary holding company.

Future developments

The company will be a dormant intermediary holding company in the coming year and beyond.

Principal risks and uncertainties

Financial instrument risks

The group has established a risk and financial management framework whose primary objectives are to protect the group from events that hinder the achievement of the group's performance objectives. The objectives aim to limit undue counterparty exposure and monitor the management of risk, ensuring sufficient working capital exists.

Price risk

The group does not deem the exposure to price changes in their operating activity costs to be significant enough to consider any hedging activity.

Credit risk

The company has no external debtors; however, the group undertakes assessments of its customers in order to ensure that credit is not extended where there is a likelihood of debt.

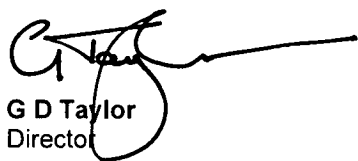
Interest rate risk

The group has access to a floating rate interest bearing working capital facility. The company also has access to a floating rate interest earning deposit bank account. The company's interest income and expense can therefore be affected by movements in interest rates.

Liquidity risk

The group aims to mitigate liquidity risk by managing cash generated by its operations.

This report was approved by the board on 31 January 2020 and signed on its behalf by:



G D Taylor
Director

Express Engineering (Holdings) Limited

Directors' report For the year ended 30 September 2019

The directors present their report and the financial statements for the year ended 30 September 2019.

Results and dividends

The profit for the year, after taxation, amounted to £nil (2018 - £nil).

The directors do not recommend the payment of a final dividend (2018 - £nil).

Directors

The directors who served during the year were:

W Germaney (appointed 1 April 2019)
G D Taylor (appointed 23 November 2018)
G Thirlwell (appointed 1 April 2019)
C S Thompson (appointed 23 November 2018)
M J M Bevan (resigned 31 March 2019)
E J Lewis (resigned 23 November 2018)
J A Patterson (resigned 31 March 2019)

Disclosure of information to auditors

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

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

Post balance sheet events

There have been no significant events affecting the company since the year end.

Auditors

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

This report was approved by the board on 31 January 2020 and signed on its behalf by:

G D Taylor
Director

Express Engineering (Holdings) Limited

Directors' responsibilities statement For the year ended 30 September 2019

The directors are responsible for preparing the strategic report, the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



Independent auditors' report to the members of Express Engineering (Holdings) Limited

Opinion

We have audited the financial statements of Express Engineering (Holdings) Limited (the 'company') for the year ended 30 September 2019, which comprise the profit and loss account, the balance sheet, the statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ('United Kingdom Generally Accepted Accounting Practice').

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2019 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ('ISAs (UK)') and applicable law. Our responsibilities under those standards are further described in the 'Auditors' responsibilities for the audit of the financial statements' section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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 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 auditors' report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our



Independent auditors' report to the members of Express Engineering (Holdings) Limited (continued)

knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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

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

Responsibilities of directors

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

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



Independent auditors' report to the members of Express Engineering (Holdings) Limited (continued)

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

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

Use of our report

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

A handwritten signature in black ink, appearing to read 'Andrew Wilson', written over a horizontal line.

Andrew Wilson BA FCA (Senior Statutory Auditor)
For and behalf of UNW LLP, Statutory Auditor
Chartered accountants
Newcastle Upon Tyne

31 January 2020

Express Engineering (Holdings) Limited

Profit and loss account

For the year ended 30 September 2019

The company has not traded during the year or the preceding financial year. During these periods, the company received no other comprehensive income and incurred no expenditure and therefore made neither profit or loss.

The notes on pages 10 to 13 form part of these financial statements.

Express Engineering (Holdings) Limited

Balance sheet As at 30 September 2019

	Note	2019 £	2018 £
Fixed assets			
Investments	6	108,959	108,959
		<u>108,959</u>	<u>108,959</u>
Current assets			
Debtors	7	63,211	63,207
Cash at bank and in hand		-	4
		<u>63,211</u>	<u>63,211</u>
Total assets less current liabilities		<u>172,170</u>	<u>172,170</u>
Net assets		<u>172,170</u>	<u>172,170</u>
Capital and reserves			
Called up share capital	8	114,310	114,310
Share premium account	9	23,152	23,152
Capital redemption reserve	9	49,127	49,127
Profit and loss account	9	(14,419)	(14,419)
Total equity		<u>172,170</u>	<u>172,170</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 31 January 2020.



G D Taylor
Director

Company registered number: 04616778

The notes on pages 10 to 13 form part of these financial statements.

Express Engineering (Holdings) Limited

Statement of changes in equity For the year ended 30 September 2019

	Called up share capital £	Share premium account £	Capital redemption reserve £	Profit and loss account £	Total equity £
At 1 October 2017	114,310	23,152	49,127	(14,419)	172,170
At 1 October 2018	114,310	23,152	49,127	(14,419)	172,170
At 30 September 2019	114,310	23,152	49,127	(14,419)	172,170

The notes on pages 10 to 13 form part of these financial statements.

Express Engineering (Holdings) Limited

Notes to the financial statements For the year ended 30 September 2019

1. General information

Express Engineering (Holdings) Limited ('the company') is a private company limited by shares, incorporated and domiciled in the United Kingdom. The address of the registered office is given in the company information page of these financial statements.

Statement of compliance

The financial statements have been prepared in accordance with the 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.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

The financial statements are presented in pounds sterling, which is the functional currency of the Company and rounded to the nearest £.

2.2 Reduced disclosures

FRS 102 allows a qualifying entity certain disclosure exemptions. The company meets the definition of a qualifying entity and has taken advantage of the exemptions relating to certain financial instruments disclosures and the preparation of a cash flow statement. The consolidated financial statements of Express Engineering (Group) Limited include the equivalent financial instruments disclosures and a consolidated cash flow statement.

2.3 Going concern

The directors have considered the company's availability of financing and are satisfied that the company can continue to pay its liabilities as they fall due for a period of at least 12 months from the date of approval of these financial statements. For this reason, the directors continue to adopt the going concern basis of preparation for these financial statements.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

The carrying values of fixed asset investments in subsidiaries are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

2.5 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.

Express Engineering (Holdings) Limited

Notes to the financial statements For the year ended 30 September 2019

2. Accounting policies (continued)

2.6 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.

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

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

There are no key judgements in these financial statements.

4. Auditor's remuneration

Fees payable to the company's auditor in respect of:

Audit of the company's financial statements	<u>1,000</u>	<u>1,000</u>
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Audit fees are borne by the parent company, Express Engineering (Group) Limited.

5. Employees

The company had no employees, other than the directors, who received no remuneration from the company in 2019 or 2018. The average monthly number of employees, including the directors, during the year was as follows:

	2019 No.	2018 No.
Directors	<u>4</u>	<u>3</u>

Express Engineering (Holdings) Limited

Notes to the financial statements For the year ended 30 September 2019

6. Investments

	Investments in subsidiary companies £
Cost	
At 1 October 2018	108,959
At 30 September 2019	108,959

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Registered office	Principal activity	Class of shares	Holding
Express Engineering (Gateshead) Limited	United Kingdom	Engineering	Ordinary	100%
Express Engineering (Aerospace) Limited	United Kingdom	Non-trading	Ordinary	100%
Express Engineering (Industrial Products) Limited	United Kingdom	Non-trading	Ordinary	100%

7. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	62,292	62,288
Corporation tax recoverable	919	919
	<u>63,211</u>	<u>63,207</u>

8. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
1,143,095 (2018 - 1,143,095) Ordinary shares of £0.10 each	<u>114,310</u>	<u>114,310</u>

All share capital carries the same voting rights and entitlement to dividend.

Express Engineering (Holdings) Limited

Notes to the financial statements For the year ended 30 September 2019

9. Reserves

Share premium account

The share premium account represents the premium paid in excess of par value on the issue of shares.

Capital redemption reserve

The capital redemption reserve represents the par value of shares repurchased by the company.

Profit and loss account

The profit and loss account represents cumulative comprehensive income less any dividends paid.

10. Contingent liabilities

Shawbrook Bank Limited provides an invoice finance facility to Express Engineering (Gateshead) Limited that is secured at the balance sheet date by fixed and floating charges over the assets of the group and its subsidiary undertakings.

11. Related party transactions

As the company is a wholly owned subsidiary of Express Engineering (Group) Limited, the company has taken advantage of the exemption contained in FRS 102 from disclosure of related party transactions with and between wholly-owned subsidiaries and has therefore not disclosed transactions or balances with wholly-owned subsidiaries which form part of the group.

12. Controlling party

The company is a wholly owned subsidiary undertaking of Express Engineering (Group) Limited, a company registered in England, which is recognised as the ultimate parent undertaking. The only group company to consolidate these financial statements is Express Engineering (Group) Limited. Copies of Express Engineering (Group) Limited consolidated financial statements can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The directors do not consider there to be a controlling party of Express Engineering (Group) Limited.