
PMS INTERNATIONAL GROUP PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 3 DECEMBER 2022

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PMS INTERNATIONAL GROUP PLC

COMPANY INFORMATION

Directors	M J Benson T Goding D J Evans S P Beverley D C Topple D S Beverley (appointed 14 February 2022) D Beverley (appointed 14 February 2022)
Company secretary	D C Topple
Registered number	01439694
Registered office	International House Cricketers Way Basildon Essex SS13 1ST
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor The Pinnacle 160 Midsummer Boulevard Milton Keynes MK9 1FF

PMS INTERNATIONAL GROUP PLC

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PMS INTERNATIONAL GROUP PLC

STRATEGIC REPORT FOR THE PERIOD ENDED 3 DECEMBER 2022

Introduction

The Directors present their Strategic Report for the 53 week period ended 3 December 2022.

Business review

The Company had a strong performance for our 2021/2022 trading year, one of the main factors contributing to this success were a full re-opening of the hospitality sector by the end of 2021.

We therefore increased our turnover in products supplied to the amusement and leisure industry which forms an important core part of our business with both generic and bespoke product, the latter strengthening relationships with key customers in this sector.

The Company has formed a key partnership and invested into a vaping brand that reaped success during the year with a marked increase in demand for disposable vaping devices, this saw a marked increase in turnover in this category which we expect will continue for the next two to three years. We are working on further development of products to meet the changing demand within this sector and continue to grow our brand.

Principal risks and uncertainties

The primary risk to the business is the potential movement in foreign exchange rates and the potential impact of these movements on the margins and profits of the Company.

The Company reduces this risk by entering into options to forward purchase foreign currency and fix the exchange rate.

As with the majority of businesses the Company is exposed to the risk of bad debts. In order to mitigate the risk, debtor balances are monitored on an ongoing basis and provision is made for doubtful debts wherever necessary.

The Company also has in place a credit insurance policy to mitigate any bad debts that do occur.

Key performance indicators

The Board of Directors has instituted a series of KPIs, both financial and non-financial which are reviewed regularly to ensure risk and uncertainty within the business is effectively managed and minimised.

Gross profit margin for the period is 37% (2021 - 48%).

Staff numbers have increased by 23 during the period to 244. During 2022, all employees of the wider group are employed by the Company and staff costs are recharged to the group company Summit Outdoors & Leisure Plc.

Average debtor days have increased by 3 days to 51 days (2021 - 48 days).

**STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 3 DECEMBER 2022**

Economic impact of global events

UK businesses continue to face many uncertainties such as the consequences of Brexit, COVID-19, environmental sustainability and geopolitical events such as the Russian invasion of Ukraine. These uncertainties have contributed to an environment where there exists a range of issues and risks, including inflation, rising interest rates, labour shortages, disrupted supply chains and new ways of working.

The Directors have carried out an assessment of the continued impact of these uncertainties on the business, including the impact of mitigation measures, and have concluded that no adjustments are required to these financial statements and the greatest impact on the business is expected to be from the economic ripple effect on the global economy. The Directors have taken account of these potential impacts in their going concern assessment.

PMS International Group Plc continues to work with its partners to minimise any impacts of these events and maximise the realisation of any opportunities they may provide to the business.

Future developments

We continue to develop and present a wide range of everyday consumer products which meet customer demand for best value for money products across multiple categories, and making further investment into the development of our key brands.

Forecasts show that a satisfactory level of profitability can be expected over the next twelve months.

Section 172

The Board of Directors consider, individually and collectively, that they have acted in a way they consider, in good faith, to be most likely to promote the success of the group for the benefit of its members as a whole having regard to the stakeholders and matters set out in S172 of the Companies Act 2006 namely:

- (a) the likely consequences of any decision in the long term;
- (b) the interests of the Company's employees;
- (c) the need to foster the Company's business relationships with suppliers, customers and others;
- (d) the impact of the Company's operations on the community and the environment;
- (e) the desirability of the Company maintaining a reputation for high standards of business conduct; and
- (f) the need to act fairly between members of the Company.

Considering these broad range of interests is an important part of the way the Board makes decisions, however, in the balancing of those different perspectives it won't always be possible to deliver everyone's desired outcome.

The Board considers and discusses information from across the organisation to help it understand the impact of our operations, and the interests and views of our key stakeholders. It also reviews strategy, financial and operational performance, as well as information covering areas such as key risks and legal and regulatory compliance. This information is provided to the board through in-person presentations.

As a result of these activities, the board has an overview of engagement with stakeholders, and other relevant factors, which enables to Directors to comply with their legal duty under section 172 of the Companies Act 2006.

PMS INTERNATIONAL GROUP PLC

**STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 3 DECEMBER 2022**

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

M J Benson

M J Benson (May 30, 2023 13:43 GMT+1)

M J Benson
Director

Date: 30-May-2023

PMS INTERNATIONAL GROUP PLC

DIRECTORS' REPORT FOR THE PERIOD ENDED 3 DECEMBER 2022

The Directors present their report and the financial statements for the period ended 3 December 2022.

Directors

The Directors who served during the period were:

P W Beverley (deceased, resigned as Director on 26 April 2022)

M J Benson

T Goding

D J Evans

S P Beverley

D C Topple

D S Beverley (appointed 14 February 2022)

D Beverley (appointed 14 February 2022)

Directors' responsibilities statement

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

Results and dividends

The profit for the period, after taxation, amounted to £4,506k (2021 - £9,449k).

No dividends were paid or declared in respect of 2022.

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 3 DECEMBER 2022**

Environmental reporting

The Company is exempt from the requirement to disclose information regarding environmental matters as this has been included in the parent's consolidated financial statements.

Company's policy for payment of creditors

It is the Company's policy to negotiate payment terms with its suppliers in all sectors and to ensure that they know the terms on which payments will take place when the business is agreed. It is the Company's policy to abide by these terms and ensure that all procurement activities are conducted in a fair, objective and transparent manner by using best practice in the application of ethical standards.

Employee involvement

The Company continues to encourage participation of its employees in the business. Established communication and consultation procedures exist which aim to ensure that employees are informed about, and involved in, matters which are of interest and concern for them.

Details of the number of employees and related costs can be found in note 7 to the financial statements.

Disabled employees

The Company's policy is to give full and fair consideration to applications for employment made by disabled persons, having regard to their particular aptitudes and abilities.

Disabled employees receive appropriate training to promote their career development within the Company. Employees who become disabled are retained in their existing posts where possible or retrained for suitable alternative posts.

The Company is an equal opportunities employer and its policies for recruitment, training, career development and promotion of employees are based on the relevant merits and abilities of the individuals concerned. The policies allow disabled employees to compete on an equal basis. Any existing employee who becomes disabled is given the training required to ensure that, wherever possible, continuity of employment can be maintained.

Qualifying third party indemnity provisions

The Company has granted an indemnity to its Directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in Section 234 of the Companies Act 2006. Such qualifying third party indemnity provision remains in force at the date of approving the Directors' Report.

Matters covered in the Strategic Report

As permitted by Paragraph 1A Schedule 7 to the Large and Medium-sized Companies and Groups (Accounts and report) Regulations 2008 certain matters which are required to be disclosed in the Director's report have been omitted as they are included in the Strategic Report instead. These matters relate to business review, principal risks, and uncertainties and key performance indicators, future developments and Section 172 statement.

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 3 DECEMBER 2022**

Going concern

These financial statements have been prepared on a going concern basis as the Directors have not identified any material uncertainties related to events or conditions that may cast significant doubt about the ability of the Company to continue as a going concern.

The Directors are satisfied that the Company can meet its payments to creditors for a period of not less than 12 months from the approval of these financial statements.

Disclosure of information to auditor

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

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the Directors have 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 auditor is aware of that information.

ISO accreditations achieved post year-end

We are proud to announce that we have recently been awarded with four ISO certifications in recognition of our management systems.

ISO 9001:2015 Quality management. Proving our commitment to quality in everything that we do.

ISO 14001:2015 Environmental management. Proving our commitment to do our part to protect and preserve the environment for future generations.

ISO 45001:2018 Occupational health and safety. Proving our commitment to all our employees and visitors, delivering safety in everything that we do.

ISO 50001:2018 Energy Management system. Proving our commitment to energy efficiency, reducing energy consumption and our environmental impact.

Achieving ISO standards in not one, but four different categories demonstrates commitment going above and beyond for quality and detail. Our clients and employees can be confident that we hold ourselves to the highest standards and that our compliance operation is world class.

Quality is at the heart of everything we do and we continually challenge ourselves to improve our services to exceed the needs and expectations of our customers while complying with regulations and specifications.

Meeting the requirements of these four ISO standards provides us with excellent quality management systems and lays the foundations for better customer satisfaction, staff motivation and continual improvement by investing in our processes and procedures to bring a positive impact.

Post balance sheet events

There were no post balance sheet events affecting the Company at the year end.

PMS INTERNATIONAL GROUP PLC

**DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 3 DECEMBER 2022**

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

M J Benson

M J Benson (May 30, 2023 13:43 GMT+1)

M J Benson

Director

Date: 30-May-2023

PMS INTERNATIONAL GROUP PLC

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PMS INTERNATIONAL GROUP PLC

Opinion

We have audited the financial statements of PMS International Group Plc (the 'Company') for the period ended 3 December 2022 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and 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 FRS 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 3 December 2022 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

PMS INTERNATIONAL GROUP PLC

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PMS INTERNATIONAL GROUP PLC

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PMS INTERNATIONAL GROUP PLC

Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 intend either to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

Based on our understanding of the Company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: tax legislation, employment regulation, anti-money laundering regulation and trading standards.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the Company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the Company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation, pension legislation, the Companies Act 2006.

PMS INTERNATIONAL GROUP PLC

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PMS INTERNATIONAL GROUP PLC

In addition, we evaluated the Directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of override of controls, and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to the stock provision, revenue recognition (which we pinpointed to the occurrence assertion) and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

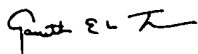
- Making enquiries of the Directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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.



Gareth Jones (Senior statutory auditor)

for and on behalf of

Mazars LLP
Chartered Accountants and Statutory Auditor
The Pinnacle
160 Midsummer Boulevard
Milton Keynes
MK9 1FF

Date: 31-May-2023

PMS INTERNATIONAL GROUP PLC

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 3 DECEMBER 2022**

	Note	2022 £000	2021 £000
Turnover	4	69,802	44,902
Cost of sales		(44,301)	(23,447)
Gross profit		<u>25,501</u>	<u>21,455</u>
Distribution costs		(4,183)	(2,721)
Administrative expenses		(15,734)	(11,727)
Operating profit	5	5,584	7,007
Income from shares in group undertakings		360	4,000
Interest payable and similar expenses	10	(463)	(240)
Profit before tax		<u>5,481</u>	<u>10,767</u>
Tax on profit	11	(975)	(1,318)
Profit for the financial period		<u><u>4,506</u></u>	<u><u>9,449</u></u>

There were no recognised gains and losses for 2022 or 2021 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2022 (2021 - £NIL).

The notes on pages 15 to 33 form part of these financial statements.

PMS INTERNATIONAL GROUP PLC
REGISTERED NUMBER: 01439694

BALANCE SHEET
AS AT 3 DECEMBER 2022

	Note	3 December 2022 £000	27 November 2021 £000
Fixed assets			
Tangible assets	12	1,147	1,334
Investments	13	54	899
		<u>1,201</u>	<u>2,233</u>
Current assets			
Stocks	14	30,904	12,984
Debtors: amounts falling due within one year	15	14,743	21,572
Cash and cash equivalents	16	437	772
		<u>46,084</u>	<u>35,328</u>
Creditors: amounts falling due within one year	17	(23,654)	(18,425)
Net current assets		<u>22,430</u>	<u>16,903</u>
Total assets less current liabilities		<u>23,631</u>	<u>19,136</u>
Provisions for liabilities			
Deferred tax	18	(117)	(128)
		<u>(117)</u>	<u>(128)</u>
Net assets		<u><u>23,514</u></u>	<u><u>19,008</u></u>
Capital and reserves			
Called up share capital	20	15,200	15,200
Profit and loss account	21	8,314	3,808
		<u>23,514</u>	<u>19,008</u>

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

M J Benson

M J Benson (May 30, 2023 13:43 GMT+1)

M J Benson

Director

Date: 30-May-2023

The notes on pages 15 to 33 form part of these financial statements.

PMS INTERNATIONAL GROUP PLC

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 3 DECEMBER 2022**

	Called up share capital	Profit and loss account	Total equity
	£000	£000	£000
At 28 November 2021	15,200	3,808	19,008
Comprehensive income for the period			
Profit for the period	-	4,506	4,506
Total comprehensive income for the period	-	4,506	4,506
At 3 December 2022	15,200	8,314	23,514

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 27 NOVEMBER 2021**

	Called up share capital	Profit and loss account	Total equity
	£000	£000	£000
At 29 November 2020	15,200	9,559	24,759
Comprehensive income for the period			
Profit for the period	-	9,449	9,449
Total comprehensive income for the period	-	9,449	9,449
Dividends: Equity capital	-	(15,200)	(15,200)
At 27 November 2021	15,200	3,808	19,008

The notes on pages 15 to 33 form part of these financial statements.

PMS INTERNATIONAL GROUP PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 3 DECEMBER 2022

1. General information

PMS International Group Plc ("the Company") is a private company limited by shares, registered and incorporated in England and Wales. The address of its registered office and principal place of business is International House, Cricketers Way, Basildon, Essex, SS13 1ST. Registered company number 01439694.

The principal activity of the Company is the import and distribution of consumer products, ranging from toys, Christmas decorations, housewares and stationery, to novelties, gardening products and electric goods.

The functional currency of the Company is Pounds Sterling (£), this being the currency of the primary economic environment in which the Company operates.

Monetary amounts in these financial statements are rounded to the nearest thousand.

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

2.2 Financial reporting standard 102 - reduced disclosure exemptions

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d); and
- the requirements of Section 11 and 12 Disclosure of Financial Instruments.

This information is included in the consolidated financial statements of PMS International Holdings PLC as at 3 December 2022 and these financial statements can be obtained from Companies House.

2.3 Going concern

These financial statements have been prepared on a going concern basis as the Directors have not identified any material uncertainties related to events or conditions that may cast significant doubt about the ability of the Company to continue as a going concern.

The Directors are satisfied that the Company can meet its payments to creditors for a period of not less than 12 months from the approval of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

2. Accounting policies (continued)

2.4 Exemption from preparing consolidated financial statements

The Company is exempt from the requirement to prepare consolidated accounts by virtue of consolidated accounts being prepared by its parent company, PMS International Holdings PLC, a company incorporated in England and Wales. These financial statements therefore present information about the Company as an individual rather than its group.

2.5 Revenue

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

Sale of goods

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

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

2.6 Tangible fixed assets

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

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

Depreciation is provided on the following basis:

Plant & equipment	- 4 to 15 years straight line or 25% reducing balance
Motor vehicles	- 25% reducing balance

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

Depreciation is charged to administrative expenses in the Statement of Comprehensive Income.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

2. Accounting policies (continued)

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.8 Stocks

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

At each Balance Sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Statement of Comprehensive Income.

2.9 Debtors

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

2.10 Cash and cash equivalents

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

2.11 Financial instruments

The Company enters into basic financial instrument 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, loans to related parties and investments in non-puttable ordinary shares. The Company also enters into other financial instrument transactions in the form of forward exchange contracts.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

2. Accounting policies (continued)

2.11 Financial instruments (continued)

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

2.12 Creditors

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

2.13 Foreign currency translation

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

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

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

2.14 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.

2.15 Investment income

Dividend income is recognised when the right to receive payment is established.

2.16 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

2. Accounting policies (continued)

2.17 Operating leases: the Company as lessee

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

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

The Company has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 30 November 2014 to continue to be charged over the period to the first market rent review rather than the term of the lease.

2.18 Leased assets: the Company as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Statement of Comprehensive Income so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2.19 Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance Sheet date.

2.20 Pensions

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

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

2.21 Interest income

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

2.22 Borrowing costs

All borrowing costs are recognised in the Statement of Comprehensive Income in the period in which they are incurred.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

2. Accounting policies (continued)

2.23 Provisions for liabilities

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

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

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

2.24 Current and deferred taxation

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

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

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

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

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

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

In applying the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. The Directors' judgements, estimates and assumptions are based on the best and most reliable evidence available at the time when the decisions are made, and are based on historical experience and other factors that are considered to be applicable. Due to inherent subjectivity involved in making such judgements, estimates and assumptions, the actual results and outcomes may differ.

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.

The critical judgements and key sources of estimation uncertainty made in applying the Company's accounting policies are:

(i) Stock provision

Stock is held at the lower of cost and net realisable value. A stock provision is estimated where there is an indication that the cost of the stock will not be recovered.

4. Turnover

Analysis of turnover by country of destination:

	2022	2021
	£000	£000
United Kingdom and Europe	65,655	43,838
Asia	1,025	374
Rest of the World	3,122	690
	<u>69,802</u>	<u>44,902</u>

5. Operating profit

The operating profit is stated after charging/(crediting):

	2022	2021
	£000	£000
Depreciation of tangible fixed assets	315	365
Exchange differences	(1,332)	(650)
Operating lease rentals	1,023	1,049
Profit on disposal of tangible fixed assets	(32)	(9)
	<u></u>	<u></u>

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

6. Auditor's remuneration

	2022 £000	2021 £000
Fees payable to the Company's auditor for the audit of the Company's financial statements	<u>41</u>	<u>39</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the consolidated accounts of the parent company.

7. Employees

Staff costs were as follows:

	2022 £000	2021 £000
Wages and salaries	10,149	8,058
Social security costs	960	787
Cost of defined benefit scheme	152	138
	<u>11,261</u>	<u>8,983</u>

The average monthly number of employees, including the Directors, during the period was as follows:

	2022 No.	2021 No.
Management	8	8
Administration	36	32
Sales	60	56
Operations	140	125
	<u>244</u>	<u>221</u>

8. Income from shares in group undertakings

	2022 £000	2021 £000
Dividend from subsidiary	<u>360</u>	<u>4,000</u>

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

9. Directors' remuneration

	2022 £000	2021 £000
Directors' emoluments	1,962	1,445
Company contributions to defined contribution pension schemes	19	17
	<u>1,981</u>	<u>1,462</u>

During the period retirement benefits were accruing to 6 Directors (2021 - 4) in respect of defined benefit pension schemes.

The highest paid Director received remuneration of £539k (2021 - £588k).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £6k (2021- £6k).

The Directors are considered to be the key management personnel.

10. Interest payable and similar expenses

	2022 £000	2021 £000
Bank interest payable	358	213
Finance leases and hire purchase contracts	1	4
Other interest payable	104	23
	<u>463</u>	<u>240</u>

PMS INTERNATIONAL GROUP PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022

11. Taxation

	2022 £000	2021 £000
Corporation tax		
Current tax on profits for the year	986	1,258
Adjustments in respect of previous periods	-	(1)
Total current tax	<u>986</u>	<u>1,257</u>
Deferred tax		
Origination and reversal of timing differences	(9)	40
Adjustments in respect of prior periods	1	-
Effect of tax rate change	(3)	21
Total deferred tax	<u>(11)</u>	<u>61</u>
Taxation on profit on ordinary activities	<u>975</u>	<u>1,318</u>

PMS INTERNATIONAL GROUP PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022

11. Taxation (continued)

Factors affecting tax charge for the period

The tax assessed for the period is lower than (2021 - lower than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £000	2021 £000
Profit on ordinary activities before tax	5,481	10,767
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	1,041	2,046
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	11	4
Fixed asset timing differences	(6)	(1)
Income not taxable	(69)	(761)
Adjustments to tax charge in respect of prior periods	-	(1)
Effect of tax rate change	-	31
Adjustments to tax charge in respect of prior periods - deferred tax	1	-
Remeasurement of deferred tax for changes in tax rates	(3)	-
Total tax charge for the period	975	1,318

Factors that may affect future tax charges

The UK Government announced in the 2021 budget that from 1 April 2023, the rate of corporation tax in the United Kingdom will increase from 19% to 25%. Companies with profits of £50,000 or less will continue to be taxed at 19%, which is a new small profits rate. Where taxable profits are between £50,000 and £250,000, the higher 25% rate will apply but with a marginal relief applying as profits increase. Deferred tax is provided for at 25% as that was the substantially enacted rate at the reporting date.

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

12. Tangible fixed assets

	Plant & equipment £000	Motor vehicles £000	Total £000
Cost or valuation			
At 28 November 2021	5,363	1,974	7,337
Additions	25	165	190
Disposals	(306)	(447)	(753)
At 3 December 2022	<u>5,082</u>	<u>1,692</u>	<u>6,774</u>
Depreciation			
At 28 November 2021	4,439	1,564	6,003
Charge for the period on owned assets	197	118	315
Disposals	(305)	(386)	(691)
At 3 December 2022	<u>4,331</u>	<u>1,296</u>	<u>5,627</u>
Net book value			
At 3 December 2022	<u>751</u>	<u>396</u>	<u>1,147</u>
At 27 November 2021	<u>924</u>	<u>410</u>	<u>1,334</u>

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2022 £000	2021 £000
Motor vehicles	<u>-</u>	<u>49</u>

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

13. Fixed asset investments

	Investments in subsidiary companies £000
Cost or valuation	
At 28 November 2021	899
Additions	3
Disposals	(848)
At 3 December 2022	<u>54</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
PMS Import & Distribution (Ireland) Limited	Block 3, Harcourt Centre, Harcourt Road, Dublin 2, Dublin, Ireland	Ordinary	100%
Summit Outdoors & Leisure PLC	International House, Cricketers Way, Basildon, Essex, SS13 1ST	Ordinary	100%
PMS Importaciones S.L.	Calle Sojuela, 19 Piso 1 B, 26008 Logrono Spain	Ordinary	100%

During the year, on 1 December 2021, PMS Importaciones S.L. was incorporated and the Company was issued 100% of the Ordinary share capital.

On 11 April 2022, there was a share reduction in Ethos International Limited. Following this, on 16 August 2022, Ethos International Limited, which was a 100% subsidiary of PMS International Group Plc, was dissolved.

On 6 September 2022, there was a share reduction in PMS Import & Distribution (Ireland) Limited. The Company was issued 100% of the Ordinary share capital when PMS Import & Distribution (Ireland) Limited was incorporated on 25 February 2021.

Group accounts are not prepared as the Company is owned by PMS International Holdings PLC which itself publishes group accounts.

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

14. Stocks

	2022 £000	2021 £000
Finished goods and goods for resale (including goods in transit)	30,904	12,984

The movement in the stock provision caused a credit in cost of sales of £1,110k (2021 - credit £174k). The provision is made against slow-moving and obsolete stock.

15. Debtors

	2022 £000	2021 £000
Trade debtors	13,829	13,327
Amounts owed by group undertakings	54	826
Other debtors	192	6,844
Prepayments and accrued income	668	575
	14,743	21,572

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

16. Cash and cash equivalents

	2022 £000	2021 £000
Cash at bank and in hand	437	772
Less: bank overdrafts	-	(1,245)
	437	(473)

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

17. Creditors: Amounts falling due within one year

	2022 £000	2021 £000
Bank loans - debt factoring	3,858	-
Bank overdrafts	-	1,245
Trade creditors	9,225	5,626
Amounts owed to group undertakings	3,867	6,119
Corporation tax	536	1,188
Other taxation and social security	1,880	1,946
Obligations under finance lease and hire purchase contracts	-	7
Other creditors	2,120	11
Accruals and deferred income	2,168	2,283
	<u>23,654</u>	<u>18,425</u>

The bank holds a fixed charge over all assets of the Company.

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

Included in other creditors is a directors loan balance of £23k (2021 - £10k).

18. Deferred taxation

	2022 £000	2021 £000
At beginning of year	(128)	(67)
Charged to profit or loss	11	(61)
At end of year	<u>(117)</u>	<u>(128)</u>

The provision for deferred taxation is made up as follows:

	2022 £000	2021 £000
Accelerated capital allowances	(118)	(130)
Short term timing difference	1	2
	<u>(117)</u>	<u>(128)</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

19. Derivative financial instruments

The Company uses forward foreign exchange contracts to manage exposure to foreign exchange risk associated with foreign denominated loans and trading. The fair value of the derivative instruments has been estimated using valuation techniques which use market and non-market inputs to estimate the expected discounted cash flows. The valuation techniques use contracted exchange rates and current forward rates as determined by the issuer of the derivative contract.

The following contracts were open at the period end, and were all due to mature within the coming 12 months:

	2022 Contract Value £000	2022 Fair Value £000	2021 Contract Value £000	2021 Fair Value £000
US Dollar Contracts	3,645	4,903	5,081	5,351

The loss on these contracts at the period end of £2,088k has been recognised in the Statement of Comprehensive Income (2021 - profit of £270k).

20. Share capital

	2022 £000	2021 £000
Allotted, called up and fully paid		
15,200,000 (2021 - 15,200,000) Ordinary shares of £1.00 each	15,200	15,200

21. Reserves

Profit & loss account

This reserve represents the cumulative profits and losses of the Company.

22. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company, in independently administered funds. The pension cost charge represents contributions payable by the Company to the funds and amounted to £152k (2021 - £138k). Contributions totaling £4k were payable from the fund at the Balance Sheet date (2021 - £24k).

PMS INTERNATIONAL GROUP PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

23. Commitments under operating leases

At 3 December 2022 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2022 £000	2021 £000
Not later than 1 year	1,012	1,003
Later than 1 year and not later than 5 years	2,020	3,005
	<u>3,032</u>	<u>4,008</u>

24. Finance lease commitments

The Company had outstanding commitments for future minimum lease payment under non-cancellable finance leases for motor vehicles as at the reporting date as follows:

	2022 £000	2021 £000
Within one year	-	7

Lease arrangements are usually entered into for the period of 48 months.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

25. Related party transactions

The Company is a wholly owned subsidiary of PMS International Holdings Plc and as such has taken advantage of the exemption permitted by Section 33 Related Party Disclosures, not to provide disclosures of transactions entered into with wholly owned members of the Group.

The following transactions with group companies outside of the PMS International Holdings Plc consolidated financial statements are not included in consolidated financial statements which are publicly available. All transactions are through trading.

Directors consider the Directors' remuneration to be the only key management personnel compensation, see note 9.

During the period, the Company traded with PMS International Far East Limited, a company registered in Hong Kong and which in the opinion of the Directors is a related company due to common directorship. Purchases amounting to £5,483k (2021 - £4,395k), which represent 12% (2021 - 19%) of total purchases made by the Company in the period were from PMS International Far East Limited. The amount owed to PMS International Far East Limited by the Company at the Balance Sheet date amounted to £1,542k (2021 - £2,531k) and is included within trade creditors.

During the period, the Company traded with PMS International (Shanghai) Limited, a company registered in Shanghai and which, in the opinion of the Directors, is a related company due to common directorship. Purchases amounting to £10,637k (2021 - £4,838k), which represent 24% (2021 - 21%) of total purchases made by the Company in the period were from PMS International (Shanghai) Limited. The amount owed to PMS International (Shanghai) Limited by the Company at the Balance Sheet date amounted to £1,480k (2021 - £604k) and is included within trade creditors.

During the period, the Company traded with PMS Shenzhen, a company registered in China and which, in the opinion of the Directors, is a related company due to common directorship. Inspection services amounting to £80k (2021 - £36k), which represent approximately <1% (2021 - <1%) of total costs in the period were from PMS Shenzhen. The amount owed to PMS Shenzhen by the Company at the Balance Sheet date amounted to £25k (2021 - £19k) and is included within trade creditors.

During the period, the Company traded with Sakakibara Limited, a company registered in the British Virgin Isles and which, in the opinion of the Directors, is a related company due to common directorship. Costs for rent amounting to £990k (2021 - £1,049k) were expensed by the company from Sakakibara Limited. The amount owed to Sakakibara Limited by the Company at the Balance Sheet date amounted to £NIL (2021 - £NIL) and is included within trade creditors.

26. Post balance sheet events

There were no post balance sheet events affecting the Company at the year end.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 3 DECEMBER 2022**

27. Controlling party

As at the prior year-end date, the ultimate controlling party was Paul Beverley, but virtue of his majority shareholding.

With effect from 26th April 2022, these shares are being handled in accordance with the terms of Paul Beverley's will and will pass to the trustees of the Paul William Beverley Family Trust Settlement.

The immediate parent company is PMS International Holdings Plc, a company registered in England and Wales. This is the head of the largest group of companies for which consolidated accounts are available and include the results of the Company. These consolidated accounts are available from Companies House.