

Company registration number 00572373 (England and Wales)

MARLA TUBE FITTINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

MARLA TUBE FITTINGS LIMITED

COMPANY INFORMATION

Directors	Mr S J Preedy Mr L C Barnes
Secretary	Mr L C Barnes
Company number	00572373
Registered office	Kinwarton Farm Road Arden Forest Industrial Estate Alcester Warwickshire B49 6EN
Auditor	Shaw Gibbs (Audit) Limited 264 Banbury Road Oxford OX2 7DY
Business address	Kinwarton Farm Road Arden Forest Industrial Estate Alcester Warwickshire B49 6EN
Bankers	Barclays Bank Plc PO Box 3333 One Snow Hill Snow Hill Queenway Birmingham B3 2WN
Solicitors	Wragge Lawrence Graham & Co 55 Colmore Row Birmingham B3 2AS

MARLA TUBE FITTINGS LIMITED

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MARLA TUBE FITTINGS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 OCTOBER 2021

The directors present the strategic report for the year ended 31 October 2021.

Fair review of the business

During the year turnover has reduced from £36.6m to £30.4m, a reduction of 17.1%. The reduction is attributable to fluctuations in the level of activity in international petrochemical projects which are predominantly driven by oil prices.

At the same time, due to general price and currency fluctuations gross margin has increased from 16.9% to 22.0%.

Overall, the company has achieved an operating profit of £186k compared to £440k in the previous year.

In the 2022 financial year, the level of turnover and profitability have continued to be impacted by Covid 19 but the company has continued to trade profitably.

The directors believe that the company's strong liquidity will enable it to take advantage of trading opportunities as the market improves and as the company continues to look for growth opportunities, both organic and by acquisition of suitable target companies. The policy of maintaining strong liquidity has also enabled the company to participate in a number of global contracts with major multinationals, which has resulted in significant export sales, which would not otherwise have been achieved. It has also enabled the company to continue its policy of continual investment in fixed assets and stock ranges.

The management of the business and the execution of the company's strategy are subject to a number of key risks. The key business risks and uncertainties affecting the company are considered to relate to the strong competition within the field, resulting in pressure on margins. Risks are reviewed by the directors and appropriate processes are put in place to monitor and mitigate them.

Given the straightforward nature of the business, the directors are of the opinion that analysis using other KPI's is not necessary for an understanding of the development, performance or position of the business. The company's activities are closely monitored by the directors with the assistance of monthly internal management accounts and supporting reports.

MARLA TUBE FITTINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

Stakeholder engagement

The directors are aware of the need to act in the best interests of the company when making strategic and operational decisions.

The likely consequences of any decision in the long term

The Directors understand the business and the evolving environment in which it operates and the strategy set by the Board is intended to strengthen the company's position as a leading supplier in its markets while keeping safety and social responsibility fundamental to its business approach.

The interests of the company's employees

The Directors recognise that employees are fundamental and core to our business and delivery of our strategic ambitions. The success of our business depends on attracting, retaining and motivating employees. From ensuring that we remain a responsible employer, from pay and benefits to our health, safety and workplace environment, the Directors factor the implications of decisions on employees and the wider workforce, where relevant and feasible.

The need to foster the company's business relationships with suppliers, customers and others

Delivering our strategy requires strong mutually beneficial relationships with suppliers and customers.

Externally, the company has strong relationships with a number of key suppliers, many of these relationships have been in place for ten years or more. Regular communications take place with these suppliers to ensure that relationships are optimised.

We communicate with our customers in many ways and channel feedback via line management. Regular meetings are held between executive directors, senior employees and managers and our major customers, again to ensure that relationships are optimised.

The impact of the company's operations on the community and the environment

We are aware of our impact on the environment which is reviewed and referred to in our carbon reporting statement the required disclosure of which is included in the accounts of the parent company MTF Holding Holding Limited.

The desirability of the company maintaining a reputation for high standards of business conduct

The Board periodically reviews and approves clear frameworks, such as its Modern Slavery Statement, to ensure that its high standards are maintained both within the businesses and the business relationships we maintain. This, complemented by the ways the Board is informed and monitors compliance with relevant governance standards help assure its decisions are taken in ways that promote high standards of business conduct.

The need to act fairly as between members of the company

After considering all relevant factors, the Directors consider which course of action best enables delivery of our strategy through the long-term, taking into consideration the impact on stakeholders. In doing so, the Directors act fairly as between the Company's members but are not required to balance the Company's interest with those of other stakeholders, and this can sometimes mean that certain stakeholder interests may not be fully aligned.

MARLA TUBE FITTINGS LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

On behalf of the board

Mr L C Barnes
Director

28 July 2022

MARLA TUBE FITTINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 OCTOBER 2021

The directors present their annual report and financial statements for the year ended 31 October 2021.

Principal activities

The principal activity of the company continued to be that of manufacturing, processing and factoring tube fittings.

Results and dividends

The results for the year are set out on page 9.

During the year dividends have been paid amounting to £nil (2020 £3,000,000).

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr S J Preedy
Mr L C Barnes

Auditor

In accordance with the company's articles, a resolution proposing that Shaw Gibbs (Audit) Limited be reappointed as auditor of the company will be put at a General Meeting.

Energy and carbon report

The required disclosure is included in the accounts of the parent company MTF Holding Limited.

Statement of directors' responsibilities

The directors are responsible for preparing the annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements 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 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.

MARLA TUBE FITTINGS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Mr L C Barnes

Director

28 July 2022

MARLA TUBE FITTINGS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MARLA TUBE FITTINGS LIMITED

Opinion

We have audited the financial statements of Marla Tube Fittings Limited (the 'company') for the year ended 31 October 2021 which comprise the profit and loss account, the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 October 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *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.

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 our 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.

MARLA TUBE FITTINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF MARLA TUBE FITTINGS LIMITED

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 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, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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.

MARLA TUBE FITTINGS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF MARLA TUBE FITTINGS LIMITED

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

1. At the planning stage of the audit we gain an understanding of the laws and regulations which apply to the company and how the management seek to comply with those laws' regulations. This helps us to plan appropriate risk assessments.
2. During the audit we focus on relevant risk areas and review the compliance with the laws and regulations by making relevant enquiries and undertaking corroboration, for example by reviewing Board Minutes and other documentation.
3. We assess the risk of material misstatement in the financial statements including as a result of fraud and undertake procedures including:
 - a. Reviewing the controls set in place by management;
 - b. Making enquiries of management as to whether they consider fraud or other irregularity may have taken place, or where such opportunity might exist;
 - c. Challenging management assumptions with regard to accounting estimates;
 - d. Identifying and testing journal entries, particularly those which appear to be unusual by size or nature.

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

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's 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 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.

Mr Stephen Howard Neal (Senior Statutory Auditor)
For and on behalf of Shaw Gibbs (Audit) Limited

28 July 2022

Chartered Certified Accountants
Statutory Auditor

264 Banbury Road
Oxford
OX2 7DY

MARLA TUBE FITTINGS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 OCTOBER 2021

	Notes	2021 £	2020 £
Turnover	3	30,353,678	36,603,003
Cost of sales		(23,684,732)	(30,413,562)
Gross profit		<u>6,668,946</u>	<u>6,189,441</u>
Administrative expenses		(6,483,391)	(5,749,617)
Operating profit	4	<u>185,555</u>	<u>439,824</u>
Interest receivable and similar income	7	5,344	48,980
Interest payable and similar expenses	8	(2,955)	(15,600)
Gain on investments	9	927,962	239,306
Profit before taxation		<u>1,115,906</u>	<u>712,510</u>
Tax on profit	10	(259,360)	(176,073)
Profit for the financial year		<u><u>856,546</u></u>	<u><u>536,437</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

MARLA TUBE FITTINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 OCTOBER 2021

	2021	2020
	£	£
Profit for the year	856,546	536,437
Other comprehensive income	-	-
Total comprehensive income for the year	<u>856,546</u>	<u>536,437</u>

MARLA TUBE FITTINGS LIMITED

BALANCE SHEET

AS AT 31 OCTOBER 2021

		2021		2020	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	12	5,012,914		5,176,887	
Investments	13	769		769	
		<u>5,013,683</u>		<u>5,177,656</u>	
Current assets					
Stocks	15	12,198,980		15,633,586	
Debtors	16	18,792,274		20,397,812	
Investments	17	6,067,984		5,160,184	
Cash at bank and in hand		9,586,746		6,899,289	
		<u>46,645,984</u>		<u>48,090,871</u>	
Creditors: amounts falling due within one year	18	<u>(2,403,083)</u>		<u>(4,890,761)</u>	
Net current assets		<u>44,242,901</u>		<u>43,200,110</u>	
Total assets less current liabilities		<u>49,256,584</u>		<u>48,377,766</u>	
Provisions for liabilities					
Deferred tax liability	19	60,326		38,054	
		<u>(60,326)</u>		<u>(38,054)</u>	
Net assets		<u>49,196,258</u>		<u>48,339,712</u>	
Capital and reserves					
Called up share capital	21	108,918		108,918	
Share premium account		288,070		288,070	
Capital redemption reserve		4,682		4,682	
Profit and loss reserves		48,794,588		47,938,042	
Total equity		<u>49,196,258</u>		<u>48,339,712</u>	

The financial statements were approved by the board of directors and authorised for issue on 28 July 2022 and are signed on its behalf by:

Mr L C Barnes
Director

Company Registration No. 00572373

MARLA TUBE FITTINGS LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 OCTOBER 2021

	Notes	Share capital £	Share premium account £	Capital redemption reserve £	Profit and loss reserves £	Total £
Balance at 1 November 2019		108,918	288,070	4,682	50,401,605	50,803,275
Year ended 31 October 2020:						
Profit and total comprehensive income for the year		-	-	-	536,437	536,437
Dividends	11	-	-	-	(3,000,000)	(3,000,000)
Balance at 31 October 2020		108,918	288,070	4,682	47,938,042	48,339,712
Year ended 31 October 2021:						
Profit and total comprehensive income for the year		-	-	-	856,546	856,546
Balance at 31 October 2021		108,918	288,070	4,682	48,794,588	49,196,258

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2021

1 Accounting policies

Company information

Marla Tube Fittings Limited is a private company limited by shares incorporated in England and Wales. The registered office is Kinwarton Farm Road, Arden Forest Industrial Estate, Alcester, Warwickshire, B49 6EN.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

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 £.

The financial statements have been prepared under the historical cost convention, modified to include current asset investments at fair value. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' – Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of MTF Holding Limited. These consolidated financial statements are available from its registered office, 4 Castlecourt 2, Castlegate Way, Dudley, West Midlands DY1 4RH.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts. Sales are recognised on dispatch.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

1 Accounting policies (Continued)

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	2% straight line
Land and buildings Leasehold	straight line over the term of the lease
Plant and machinery	15% reducing balance/25-33 1/3% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

1 Accounting policies **(Continued)**

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

1 Accounting policies

(Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

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 finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

1 Accounting policies **(Continued)**

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred taxation is provided on income and expenditure dealt with for taxation purposes in periods different from those for accounts purposes to the extent that the reduction in the tax charge cannot be expected with reasonable probability to continue for the foreseeable future. The provision is computed under the liability method and is stated at the rate of corporation tax expected to apply when the tax becomes payable.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Stock

Inventories are valued at the lower of cost and estimated selling price less costs to complete and sell. Net realisable value includes, where necessary, provisions for slow moving and obsolete stocks. Calculation of these provisions requires judgements to be made, which include forecast consumer demand, the promotional, competitive and economic environment and inventory loss trends.

Bad debt provision

A bad debt provision is set up when the likelihood of recovering the debt is diminished. The level of provision will be based on any current repayment plan entered into and which is being adhered to by the debtor, together with an estimate of the likelihood of the amounts due being fully recovered.

Useful economic lives of non-current assets

The useful economic lives of non-current assets have been derived from the judgement of the Directors, using their best estimate of write-down period.

3 Turnover and other revenue

	2021	2020
	£	£
Other revenue		
Interest income	5,344	48,980
	<u> </u>	<u> </u>

No further analysis of turnover is provided as the directors believe that this may be prejudicial to the best interests of the company.

All turnover relates to the sale of goods.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

4 Operating profit

	2021	2020
	£	£
Operating profit for the year is stated after charging/(crediting):		
Exchange losses	134,852	59,472
Fees payable to the company's auditor for the audit of the company's financial statements	50,750	50,250
Depreciation of owned tangible fixed assets	356,637	324,540
Profit on disposal of tangible fixed assets	(301)	(9,062)
Operating lease charges	222,985	215,125
	<u>222,985</u>	<u>215,125</u>

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2021	2020
	Number	Number
Sales	21	25
Administration	27	30
Works	19	23
	<u>67</u>	<u>78</u>

Their aggregate remuneration comprised:

	2021	2020
	£	£
Wages and salaries	3,103,011	3,241,234
Social security costs	324,722	343,294
Pension costs	42,610	47,516
	<u>3,470,343</u>	<u>3,632,044</u>

6 Directors' remuneration

	2021	2020
	£	£
Remuneration for qualifying services	200,269	204,597
Compensation for loss of office	-	30,000
	<u>200,269</u>	<u>234,597</u>

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

6 Directors' remuneration (Continued)

Remuneration disclosed above include the following amounts paid to the highest paid director:

	2021 £	2020 £
Remuneration for qualifying services	194,436	189,144
7 Interest receivable and similar income	2021 £	2020 £
Interest income		
Interest on bank deposits	5,344	48,980
8 Interest payable and similar expenses	2021 £	2020 £
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	2,955	15,600
9 Gain on investments	2021 £	2020 £
Fair value gains/(losses) on financial instruments		
Change in value of financial assets held at fair value through profit or loss	907,800	210,184
Other gains/(losses)		
Other gains and losses	20,162	29,122
	927,962	239,306
10 Taxation	2021 £	2020 £
Current tax		
UK corporation tax on profits for the current period	237,088	155,368
Deferred tax		
Origination and reversal of timing differences	22,272	20,705
Total tax charge	259,360	176,073

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

10 Taxation

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2021 £	2020 £
Profit before taxation	1,115,906	712,510
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2020: 19.00%)	212,022	135,377
Tax effect of expenses that are not deductible in determining taxable profit	10,713	14,343
Permanent capital allowances in excess of depreciation	(4,171)	-
Depreciation on assets not qualifying for tax allowances	26,318	26,353
Adjustment to deferred tax in respect of anticipated rate change	14,478	-
Taxation charge for the year	259,360	176,073
11 Dividends	2021 £	2020 £
Final paid	-	3,000,000

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

12 Tangible fixed assets

	Land and buildings Freehold £	Land and buildings Leasehold £	Plant and machinery £	Total £
Cost				
At 1 November 2020	6,235,397	578,631	2,630,486	9,444,514
Additions	-	2,564	189,799	192,363
Disposals	-	-	(579,442)	(579,442)
At 31 October 2021	6,235,397	581,195	2,240,843	9,057,435
Depreciation and impairment				
At 1 November 2020	1,925,650	295,348	2,046,629	4,267,627
Depreciation charged in the year	123,076	15,438	218,123	356,637
Eliminated in respect of disposals	-	-	(579,743)	(579,743)
At 31 October 2021	2,048,726	310,786	1,685,009	4,044,521
Carrying amount				
At 31 October 2021	4,186,671	270,409	555,834	5,012,914
At 31 October 2020	4,309,747	283,283	583,857	5,176,887

Freehold land and buildings includes £381,581 (2020 £381,581) in respect of land and buildings on which no depreciation is provided.

13 Fixed asset investments

	Notes	2021 £	2020 £
Investments in subsidiaries	14	769	769

14 Subsidiaries

Details of the company's subsidiaries at 31 October 2021 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
Marla (Alcester) Limited	England & Wales	Dormant	Ordinary	100.00
Pressure Fittings Limited	England & Wales	Dormant	Ordinary	100.00

15 Stocks

	2021 £	2020 £
Finished goods and goods for resale	12,198,980	15,633,586

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

16 Debtors	2021	2020
Amounts falling due within one year:	£	£
Trade debtors	5,154,212	7,799,760
Corporation tax recoverable	29,145	111,469
Amounts owed by group undertakings	12,438,070	11,956,717
Prepayments and accrued income	1,170,847	529,866
	<u>18,792,274</u>	<u>20,397,812</u>

17 Current asset investments	2021	2020
	£	£
Listed investments	4,891,229	4,059,641
Unlisted investments	887,283	911,495
Short term deposits	289,472	189,048
	<u>6,067,984</u>	<u>5,160,184</u>

18 Creditors: amounts falling due within one year	2021	2020
	£	£
Trade creditors	536,265	2,485,153
Amounts owed to group undertakings	1,263,473	1,791,321
Taxation and social security	242,037	228,416
Other creditors	45,563	45,947
Accruals and deferred income	315,745	339,924
	<u>2,403,083</u>	<u>4,890,761</u>

19 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2021	Liabilities 2020
Balances:	£	£
Accelerated capital allowances	<u>60,326</u>	<u>38,054</u>

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

19	Deferred taxation	(Continued)
		2021
	Movements in the year:	£
	Liability at 1 November 2020	38,054
	Charge to profit or loss	22,272
		<u>60,326</u>
	Liability at 31 October 2021	<u><u>60,326</u></u>

20	Retirement benefit schemes	2021	2020
	Defined contribution schemes	£	£
	Charge to profit or loss in respect of defined contribution schemes	42,610	47,516
		<u>42,610</u>	<u>47,516</u>

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

21	Share capital	2021	2020	2021	2020
	Ordinary share capital	Number	Number	£	£
	Issued and fully paid				
	Ordinary shares of £1 each	108,918	108,918	108,918	108,918
		<u>108,918</u>	<u>108,918</u>	<u>108,918</u>	<u>108,918</u>

22 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

		2021	2020
		£	£
	Within one year	222,891	222,891
	Between two and five years	85,782	308,673
		<u>308,673</u>	<u>531,564</u>
		<u><u>308,673</u></u>	<u><u>531,564</u></u>

23 Events after the reporting date

Since the balance sheet date, on 26 April 2022, the company has entered into a new lease commitment under which the total rentals payable in the next 15 years are £2,669,583.

MARLA TUBE FITTINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 OCTOBER 2021

24 Related party transactions

Transactions with related parties

During the year, the company paid consultancy and accountancy fees of £57,823 (2020 £63,552) to CKCA Limited, a firm of Chartered Accountants, a business in which L C Barnes (a director of the company) is a director.

Related party transactions with other group companies have not been disclosed as per FRS102 Section 33.1A.

No guarantees have been given or received.

25 Ultimate controlling party

The ultimate parent company is MTF Holding Limited, a company registered in England and Wales. Group financial statements are available from that company's registered office which is c/o CKCA Limited, No4 Castle Court 2, Castlegate Way, Dudley, West Midlands, DY1 4RH.

The ultimate controlling party is S J Preedy a director of the company.

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