

Freudenberg Sealing Technologies Limited

Report and Financial Statements

For the year ended 31 December 2023

Registered No. 10346611

FRIDAY



AD1U69IJ

A04

26/04/2024

#270

COMPANIES HOUSE

Directors

M.R. Lawson
P.R. C. Johnson

Independent Auditors

Rodl & Partner Limited
170 Edmund Street
Birmingham
B3 2HR

Bankers

Barclays Bank PLC
PO Box 190
2nd Floor
1 Park Row
Leeds
Yorkshire
LS1 5WU

Solicitors

Knights PLC
34 Pocklington Walk
Leicester
Leicestershire
LE1 6BU

Registered Office

C/o Knights PLC
34 Pocklington Walk
Leicester
Leicestershire
LE1 6BU

Strategic report

Review of the business

2023 performance

2023 was a successful year despite challenging market conditions such as global supply chain issues coupled with inflationary cost rises. Turnover was £73,227,303 which was 0.4% higher than 2022, driven by stronger volumes in the automotive industry and selling price rises as the business passed on inflationary cost rises to customers. The Company recorded a profit after tax of £2,979,805 compared to a profit after tax of £4,100,856 in 2022. The difference in profit was mainly driven by the increased selling prices, offset by inflationary cost rises, FX losses and a one-time larger profit on disposal of assets in 2022.

Company position at 31 December 2023

Net assets at 31 December 2023 was £39,394,079, an increase of £2,072,305 (5.6%) compared to 31 December 2022. A major impact came the balance on the Freudenberg pension fund, which changed from a deficit of £512,000 at 31 December 2022 to a deficit of £1,746,000 at 31 December 2023, a deficit increase of £1,234,000. Excluding the change in pensions, net assets from normal operating business increased by £3,306,305 which reflects the strong performance of the business in 2023.

Key performance indicators

- Profitability = net profit after tax margin 4.1%
- Growth = turnover increased by 0.4% largely due selling price increases.

Principal risks and uncertainties

The principal risks faced by the business are:

- Development and management of the pension scheme deficit.
- Material price rises on components (steel, rubber, and oil prices).
- Energy price rises
- Tariff rises on wages and salaries.
- Threat from competitors in low-cost countries gaining market share.
- Global economic uncertainties.
- Exchange rate fluctuations.
- Volume fluctuations due to unstable economic conditions.

These risks can impact the company each month with sales volumes fluctuations, material price changes, FX gains and losses and tariffs and duties. Robust measures were in place to minimise the impact of the above risks during the year with constant monitoring and resulting actions, such as selling price increases and supplier sourcing strategies.

Strategic report

Section 172(1) Statement

Section 172 of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the Company for the benefit of its members, having regard of its stakeholders. In doing this, s172 requires a director to have regard, among other matters, to the following:

- likely consequences of any decisions in the long term.
- interests of the company's employees.
- need to foster the Company's business relationships with suppliers, customers and others.
- impact of the Company's operations on the community and environment.
- desirability of the Company maintaining a reputation for high standards of business conduct.
- need to act responsibly and fairly.

Corporate Citizenship within Freudenberg extends beyond the value chain. One of the Company's goals is to be a good corporate citizen and good neighbour in all countries, states, and communities we call home. Responsibility is an integral component of the Freudenberg spirit and is reflected in both the Company's quest for greater sustainability and in aid projects.

The Company's s172 statement intends to set out how our Board of Directors, both individually and collectively, has had regard to the above factors when undertaking their duties during 2023.

In discharging their s172 duties, the Directors have regard to the factors set out previously, although sometimes some factors may be more relevant than others. Appropriate regard was also given to other factors considered relevant to the decision being made. It is acknowledged that every decision made by directors will not necessarily result in a positive outcome for all our stakeholders. However, by considering key stakeholder groups and aligning our activities with our strategic plan, as well as the Company's culture and values, we aim to act fairly, transparently and in the best interests of the Company over the long term.

As is the case when making decisions and choices, and in setting policies and strategies, the Company's directors also consider associated risks when discharging their duties. The Company ensures that open lines of communication are maintained with stakeholder groups and consideration is given on ways how engagement and relationships with stakeholders can be improved.

The company identifies its key stakeholders as Freudenberg SE, our employees, customers, suppliers, and communities. We consider the environment to be strongly associated to communities and they are often considered together. The Company considers principal decisions to be those decisions taken by the Directors and those decisions which may have a potential material impact on the Company's strategy, a stakeholder group, or the long-term value creation of the Company.

The Company's reputation is paramount to the success of the Company's business, as we rely on the satisfaction of our customers. The Company recognises that its culture plays an important role underpinning its sustainable long-term success. The Company has a comprehensive set of policies and procedures in place to ensure high standards of professional conduct.

Details of our key stakeholders and how we have interacted with them during 2023 are shown below:

Strategic report

Key stakeholder - Freudenberg SE

- Why a key stakeholder? – As part of the Freudenberg SE Group, our strong relationships across the group are imperative to ensure that we support the group in achieving its objectives. 10% of total sales are made to group companies and specific products are purchased from group companies. Treasury services are also provided by the group.
- How we interact – We have regular communication across all the divisions of the group. Regular update calls are held for the different divisions and results submitted to group monthly. Each quarter we meet with the German Board of Directors for a business review.
- Examples of interactions and principal decisions – all strategic and principal decisions are discussed with our group. Throughout 2023, this includes strategic plans, pricing targets and actions, safety measures and investment in new equipment.

Key stakeholder – Employees

- Why a key stakeholder? – As a family company, we are devoted to our employees' well-being and personal development. We reject all forms of discrimination and harassment and show understanding and respect in our dealings with each other. We promote a multi-cultural environment where employees work together in worldwide teams to enrich our culture and capability. This is set by our Code of Conduct which guides the way we interact with each other, and which all employees undertake to follow.
- How we interact – Our senior leaders communicate with our employees throughout the year to provide business updates, encourage a feedback dialogue, and to invite new ideas.
- Examples of our employee interactions:
 - Our global Guiding Principles and Engagement survey captured feedback and comments from a record number of employees to provide a blueprint for engaging with our teams over the next three years.
 - Our employee recognition schemes continue to celebrate the excellent contributions made by our teams, and we have continued to recognise and reward significant achievements in addition to marking long service.
 - Under the auspices of our parent company, established employee network groups; Women@fst, Pride@fst, and Newbies@fst to recognise and nurture our diverse talent.
 - Created gender neutral job adverts and instituted a policy of mandatory female candidates for recruitment shortlisting to remove barriers to entry, especially in supervisory and engineering functions where representation is traditionally lower.
 - A series of health and safety culture workshops which has generated immediate actions for 2024 based entirely on employee input.
 - We continue to issue a quarterly newsletter and provided ad-hoc updates from all business functions via communication screens on in shop-floor areas, and frequently updated notice boards.
 - All employees with I.T. access can receive regular updates from across the wider organisation through the Freudenberg Portal. In 2023 this has been expanded to shop-floor workers thanks to the introduction of the People Portal and the implementation of shared accounts and I.T. terminals on shopfloors.
 - We provide a wide range of training and development throughout the year and the apprenticeship levy continues to provide skills beyond simple training to our growing cohort of apprentices from GCSE to degree level.
 - Delivered a robust talent process to ensure that positive and developmental feedback is delivered and acknowledged at all levels of the organisation.
 - Employee celebration events through the summer and at Christmas including an anniversary celebration.

Strategic report

- Better Health at Work Award – achieved Maintaining Excellence standard which recognises the company's continued efforts to ensure the good health and wellbeing of employees and their families in both physical and mental health areas.
- Access to occupational health services including osteopathy, physiotherapy, and acupuncture.
- Range of mental health support services including counselling, mental health awareness for managers, and a cohort of newly trained mental health first aiders.
- Healthcare Cash plan – supporting employees with costs for a range of treatments which may not be available to them otherwise; including private surgery choices, rebates for optician and dental treatments.

Key stakeholder – Customers

- Why a key stakeholder? – Our customers always come first for us, in everything we do – particularly in these uncertain economic times with challenging market conditions. Our customers trust us and appreciate our products and services. We thank all our customers and partners for this and especially for the excellent cooperation. Now more than ever, our goal is to recognise the demands of tomorrow's customer today, understand their needs, work closely with them – and most important – actively reach out to them.
- How we interact – The sales and customer service teams in Germany contact the customers on commercial topics, while the UK team contact customers on new innovations, product designs and engineering issues where we can help the customer by giving them a new innovative sealing solution. This was carried by site visits from our R&D team plus we do some online and have started virtual trade fairs.
- Examples of interactions and principal decisions – The virtual trade fairs have resulted in the design and order of new products, for example the Trek Cycle.

Key stakeholder – Suppliers

- Why a key stakeholder? – Our suppliers support us, and we rely on their products and services to run our business successfully.
- How we interact – The purchasing and quality departments hold regular reviews with suppliers to discuss commercial topics and potential improvements to the supply chain.
- Examples of interactions and principal decisions – during the cost-of-living crisis we continued to promptly pay our suppliers to ensure no liquidity issues, especially important for our smaller local suppliers.

Key stakeholder – Communities

- Why a key stakeholder? – We support our local community and pride ourselves in being responsible corporate citizens in our area.
- How we interact – We run various events and initiatives to interact with local communities.
- Examples of interactions – In 2023, we have supported the following events:
 - New York Primary School
 - Continued support in the development of a STEM hub
 - Delivery of STEM workshops
 - Hosting activities during the annual STEM fair
 - North Tyneside Learning Trust
 - Careers outreach for multiple local high schools
 - Mock interviews
 - Career planning discussions

Strategic report

- Apprenticeship workshops
- Professional development workshops for future engineers
- Newcastle United Foundation
 - Mock interviews
 - Career discussions
- Northumbria University
 - Hosted a two-day hackathon for data science students to work with real business data and present to senior leaders
 - Supported the delivery of a consultancy project for MA students in Human Resources
- Recruitment opportunities opened up to graduates at five universities local to our North Tyneside factory
- Supporting work experience placements from a variety of local schools
- Save the Children - Christmas Jumper Day appeal
- Cash for Kids - Christmas present appeal
- Macmillan Cancer Support - coffee mornings across the country
- Litter picking teams in our immediate area and beaches local to our North Shields location
- Food donations and volunteering at local food banks

The strategic report was approved by order of the Directors and signed on behalf of the board by:



M.R. Lawson

Director

24 April 2024

Directors' report

The directors present their report and the audited financial statements as at and for the year ended 31 December 2023. The Strategic Report, as detailed on page 2, covers the areas of Review of the Business, risks, and key performance indicators.

Principal activities

The company is principally engaged in the manufacture and distribution of fluid sealing products and shock absorber components.

Results and dividends

The profit for the year after tax amounted to £2,979,805 (2022 profit: £4,100,856). The directors do not recommend a distribution of profits.

Future prospects and going concern

The directors have assessed the principal risks and uncertainties, including the ongoing cost of living crisis and economic instability. Forecasts modelling the current risks on the business have been prepared and stress tested. These forecasts conclude that Freudenberg Sealing Technologies Limited has sufficient cash and liquidity to fund the company's operations for a period of at least 12 months from the issuance date of these financial statements.

Having taken all the above into account, the Company's statutory financial statements for the year 2023 have been prepared on a going concern basis, which the directors believe to be appropriate.

Future developments

The directors aim to maintain the management policies which have resulted in the business's growth in recent years. The impact of the COVID crisis in 2020 had led to a reduction in sales of 17%, however, the sales in 2021, 2022 and 2023 recovered back to normal levels and the expectation for 2024 and beyond is a continuation of the strong sales.

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

P. R. C. Johnson

L. Neuwinger-Heimes (resigned 31 December 2023)

M. R. Lawson (appointed 31 December 2023)

Financial risk management policy

The company's principal financial instruments comprise cash and cash equivalents. Other financial assets and liabilities, such as trade debtors, trade creditors and group balances, arise directly from the company's operating activities.

The main risks associated with the company's financial assets and liabilities are set out below.

Given that the majority of the risks below derive from transactions with other Freudenberg group companies, the company does not undertake any hedging activity locally. Significant financial risks from a Freudenberg group perspective are addressed on a case-by-case basis at group level:

Interest rate risk

The company invests surplus cash in, and borrows cash from, a floating rate interest yielding/paying intercompany cash pool. Therefore, financial assets, liabilities, interest income and interest charges and cash flows can be affected by movements in interest rates.

Price risk

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

Directors' report

Credit risk

The company's policies are aimed at minimising such losses and require that deferred terms are granted only to customers who demonstrate an appropriate payment history and satisfy creditworthiness procedures. Individual exposures are monitored with customers subject to credit limits to ensure that the company's exposure to bad debts is not significant. Goods may be sold on a cash-with-order basis to mitigate credit risk.

Liquidity risk

The company aims to mitigate liquidity risk by managing cash generated by its operations. Capital expenditure is approved at group level. Flexibility is maintained by retaining surplus cash in readily accessible bank financial statements and group cash pools.

Foreign currency risk

The company's principal transactions in foreign currency are with Freudenberg group companies and arise directly from the group's operating activities. As a result, the company's cash flows arising from these transactions can be affected by movements in the Euro, US Dollar, and Japanese Yen exchange rates. No hedging activity is undertaken locally to mitigate this risk.

Research and development

Research and development are concentrated on the development of enhanced performing shock absorber and steering components.

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the candidate's particular aptitudes and abilities are consistent with adequately meeting the requirements of the job. Opportunities are available to disabled employees for training, career development and promotion. Where existing employees become disabled, it is the group's policy to provide continuing employment wherever practicable in the same or an alternative position and to provide appropriate training to achieve this aim.

Employee involvement

The company operates a framework for employee information and consultation which complies with the requirements of the Information and Consultation of Employees Regulations 2004. The company places considerable value in the involvement of its employees and continues to keep them informed on matters affecting the performance of the company. This is achieved through formal and informal meetings and a group magazine. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests.

Environmental

Freudenberg Sealing Technologies Limited has a responsibility to comply with the highest ethical and legal standards while protecting the environment and benefiting society as a whole.

Directors' report

Statement of Carbon Emissions

Statement of carbon emissions compliant with UK legislation set out in the Streamlined Energy and Carbon Reporting (SECR), 21 January 2021 covering energy use and associated greenhouse gas emissions relating to gas, electricity and transport, intensity ratios and energy efficiency actions.

	This reporting period (Jan 2023 – Dec 2023)	Prior reporting period (Jan 2022 – Dec 2022)
Total electricity use	5,813,007 kWh	6,150,635 kWh
Total gas use	2,365,572 kWh	2,252,515 kWh
Total transport fuel	31,940 kWh	124,183 kWh
Total energy from other fuels	0 kWh	0 kWh
Total energy use (all sources)	8,210,519 kWh	8,527,332 kWh
Total carbon emissions (electricity)	1,204 tCO ₂ e	1,792 tCO ₂ e
Total carbon emissions (gas)	433 tCO ₂ e	483 tCO ₂ e
Total carbon emissions (transport fuel)	10 tCO ₂ e	39 tCO ₂ e
Total carbon emissions (WTT)	364 tCO ₂ e	n/a
Total carbon emissions (T&D)	104 tCO ₂ e	n/a
Total carbon emissions (other sources)	0 tCO ₂ e	1 tCO ₂ e
Total carbon emissions	2,115 tCO ₂ e	2,315 tCO ₂ e
Total estate size	157,768 sq ft	157,768 sq ft
Carbon Intensity ratio	13.41 kgCO ₂ e per sq ft	14.7 kgCO ₂ e per sq ft

Note: In the previous reporting year (Jan 2022 – Dec 2022), well-to-tank and transmission and distribution emissions were included in their associated sources. Meanwhile in the current reporting year (Jan 2023 – Dec 2023) these emissions have been reported separately.

Directors' report

The carbon footprint during this period was 2,115 tCO₂e.

Emission Breakdown by Scope (tCO₂e)

Jan 2023 - Dec 2023	
Scope 1	443
Scope 2	1,204
Scope 3	468

Carbon Intensity Measure

Total estate size of is: 157.8 thousand sq ft.

The carbon intensity is 13.4 tCO₂e per 1000 sq ft.

Carbon And Energy Efficiency Actions

The company is committed to responsible carbon management and will practise energy efficiency throughout the organisation, wherever it's cost effective. The company recognises that climate change is one of the most serious environmental challenges currently threatening the global community and understands they have a role to play in reducing greenhouse gas emissions.

The company has implemented the policies below for the purpose of increasing the businesses energy efficiency in the relevant financial year.

- Implemented a Continuous Improvement Suggestion scheme for employees to make sustainable suggestions.
- Carried out Sustainability Awareness training for all hourly paid employees.
- Continued annual air leak surveys and repairs.
- Enhanced shutdown procedure for non-production hours.
- Purchased 5 additional energy efficient presses.
- Implemented sustainability training.

Methodology used in the calculation of disclosures.

ESOS methodology (as specified in Complying with the Energy Savings Opportunity Scheme version 6, published by the Environment Agency, 21.01.21) used in conjunction with Government GHG reporting conversion factors.

For carbon only related matters, the SECR methodology as specified in "Environmental reporting guidelines: including Streamlined Energy and Carbon Reporting and greenhouse gas reporting" was used in conjunction with Government GHG reporting conversion factors.

https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/850130/Env-reporting-guidance_inc_SECR_31March.pdf

Intensity ratios calculated using square footage, Kg CO₂e per square foot of total site area. The calculations have been approved by a PAS51215 compliant body. There was no data estimation.

Directors' report

Post balance sheet events

Nothing to report.

Disclosure of information to auditor

In the case of the persons who are directors of the company at the date when this report is approved;

- So far as each of the directors is aware, there is no relevant audit information of which the company's auditors are unaware, and
- Each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

In accordance with section 487(2) of the companies Act 2006, Rödl & Partner Limited were re-appointed as auditors of the Company.

By order of the directors



P. MacDougall

Secretary

24 April 2024

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 Accounting Standards and applicable law including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice). 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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 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.

By order of the directors



P MacDougall

Secretary

24 April 2024

Independent auditors' report

to the members of Freudenberg Sealing Technologies Limited

Opinion

We have audited the financial statements of Freudenberg Sealing Technologies Limited (the 'company') for the year ended 31 December 2023, which comprise the Income Statement, Statement of Comprehensive Income, Balance Sheet, 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework'.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2023 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 directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Independent auditors' report

to the members of Freudenberg Sealing Technologies Limited

Opinion on other matter 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Director's Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Director's Report.

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

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

Responsibilities of the director

As explained more fully in the Statement of Director's Responsibilities [set out on page 12], the director is 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 director determines 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 director is 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 director either intends 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.

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:

- Enquiry of management, those charged with governance around actual and potential litigation and claims;
- Enquiry of entity staff to identify any instances of non-compliance with laws and regulations;

Independent auditors' report

to the members of Freudenberg Sealing Technologies Limited

- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Independent auditors' report

to the members of Freudenberg Sealing Technologies Limited

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.

Imran Farooq (Senior Statutory Auditor)

For and on behalf of Rödl & Partner Limited, Statutory Auditor

170 Edmund Street, Birmingham, B3 2HB

April 2024

Income statement

for the year ended 31 December 2023

	Note	2023 £	2022 £
Turnover	2	73,227,303	72,915,327
Cost of sales		(56,165,061)	(55,189,071)
Gross profit		17,062,242	17,726,256
Administrative expenses		(13,982,009)	(13,020,173)
Operating profit	3	3,080,233	4,706,083
Profit on disposal of tangible fixed assets		33,217	1,293,283
Finance cost and similar expenses	5	(31,119)	(165,075)
Profit before taxation		3,082,331	5,834,291
Tax on profit	7	(102,525)	(1,733,435)
Profit for the financial year		2,979,805	4,100,856

The operating profit for the current year arises from continued operations.

Statement of comprehensive income

for the year ended 31 December 2023

	<i>Note</i>	2023 £	2022 £
Profit for the financial year		<u>2,979,805</u>	<u>4,100,856</u>
Other comprehensive (loss)/gain:			
Items that cannot be reclassified to profit or loss:			
Remeasurement (loss)/gain on defined benefit pension plan	18	(1,210,000)	(8,136,000)
Deferred tax on:			
Remeasurement (loss)/gain for the year	7	302,500	2,034,000
Items that can be reclassified to profit or loss:			
Deferred tax arising on pooling of interests		-	-
Other comprehensive (loss)/gain for the year		<u>(907,500)</u>	<u>(6,102,000)</u>
Total comprehensive income/(loss) for the year		<u>2,072,305</u>	<u>(2,001,144)</u>

Balance sheet

at 31 December 2023

	Notes	2023 £	2022 £
Fixed assets			
Intangible assets	8	13,207,959	13,923,134
Tangible assets	9	12,103,603	13,416,986
Investments	10	2	2
		<u>25,311,564</u>	<u>27,340,122</u>
Current assets			
Stocks	11	11,176,635	12,404,935
Debtors	12	18,252,746	15,428,392
Cash at bank and in hand		60,616	238,525
		<u>29,489,997</u>	<u>28,071,852</u>
Creditors: amounts falling due within one year	13	<u>(10,569,794)</u>	<u>(14,055,315)</u>
Net current assets		<u>18,920,203</u>	<u>14,016,537</u>
Total assets less current liabilities		<u>44,231,767</u>	<u>41,356,659</u>
Creditors: amounts falling due after more than one year	13	(1,101,288)	(1,362,315)
Provisions for liabilities and charges	13, 14	(1,990,400)	(2,160,570)
Pension deficit	18	(1,746,000)	(512,000)
Net assets		<u>39,394,079</u>	<u>37,321,774</u>
Capital and reserves			
Called up share capital	15	27,223	27,223
Share premium account	16	27,195,777	27,195,777
Profit and loss account	16	12,171,079	10,098,774
Total shareholders' funds		<u>39,394,079</u>	<u>37,321,774</u>

The financial statements have been approved and authorised by the Board of Directors on 24 April 2024 and signed on its behalf by



M R Lawson

Director

Statement of changes in equity

for the year ended 31 December 2023

	<i>Share capital</i>	<i>Profit and loss</i>	<i>Total</i>
	£	£	£
As 1 January 2022	<u>27,223,000</u>	<u>12,099,918</u>	<u>39,322,918</u>
Profit for the financial year	-	4,100,856	4,100,856
Other comprehensive loss for the year	-	(6,102,000)	(6,102,000)
Total comprehensive loss for the year	<u>-</u>	<u>(2,001,144)</u>	<u>(2,001,144)</u>
At 31 December 2022	<u>27,223,000</u>	<u>10,098,774</u>	<u>37,321,774</u>
At 1 January 2023	<u>27,223,000</u>	<u>10,098,774</u>	<u>37,321,774</u>
Profit for the financial year	-	2,979,805	2,979,805
Other comprehensive loss for the year	-	(907,500)	(907,500)
Total comprehensive profit for the year	<u>-</u>	<u>2,072,305</u>	<u>2,072,305</u>
At 31 December 2023	<u>27,223,000</u>	<u>12,171,079</u>	<u>39,394,079</u>

Notes to the financial statements

at 31 December 2023

1. Accounting policies

Statement of Compliance

Freudenberg Sealing Technologies Limited is a private limited liability company, limited by shares, incorporated and domiciled in the United Kingdom. The Registered Office is c/o Knights PLC, 34 Pocklington Walk, Leicester, LE1 6BU.

The financial statements of Freudenberg Sealing Technologies Limited (the "company") for the year ended 31 December 2023 were authorised for issue by the directors and the balance sheet was signed on the directors' behalf by M R Lawson.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards. The Company's financial statements are presented in GBP Sterling. These financial statements are separate financial statements of the company.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare consolidated financial statements as it is a wholly owned subsidiary of Freudenberg SE, a German limited partnership. The results of Freudenberg Sealing Technologies Limited are included in the consolidated financial statements of Freudenberg SE, copies of which are available from Freudenberg SE, Hohnerweg 2-4, Weinheim, Germany, 69469.

Going Concern

The directors have assessed the principal risks and uncertainties, including the ongoing cost of living crisis and economic instability. Forecasts modelling the current risks on the business have been prepared and stress tested. These forecasts conclude that Freudenberg Sealing Technologies Limited has sufficient cash and liquidity to fund the company's operations for a period of at least 12 months from the issuance date of these financial statements.

Having taken all the above into account, the Company's statutory financial statements for the year 2023 have been prepared on a going concern basis, which the directors believe to be appropriate.

Notes to the financial statements

at 31 December 2023

1. Accounting policies (continued)

Basis of preparation

The financial statements have been prepared on a going concern basis under historical cost convention. Accounting policies have been applied consistently, other than where new policies have been adopted.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2023. The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7, *Financial Instruments: Disclosures*;
- the requirements of paragraphs 91 to 99 of IFRS 13, *Fair Value Measurement*;
- the requirement in paragraph 38 of IAS 1, *Presentation of Financial Statements*, to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16, *Property, Plant and Equipment*; and
 - paragraph 118(e) of IAS 38 – *Intangible Assets*.
- the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 40A to 40D and 111 and 134 to 136 of IAS 1;
- the requirements of IAS 7, *Statement of Cash Flows*;
- the requirements of paragraphs 30 and 31 of IAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*;
- the requirements of paragraphs 17 and 18A of IAS 24, *Related Party Disclosures*;
- the requirements in IAS 24 to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, *Impairments of Assets*;
- the requirements of the second sentence of paragraph 110 and paragraphs 113 (a), 114, 115, 119 (a) to (c), 120 to 127 and 129 of IFRS 15, *Revenue from Contracts with Customers*, as applicable.
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 as well as the requirements of paragraph 58 of IFRS 16, as applicable.

Changes in accounting policies

No changes in accounting policies occurred in comparison to the prior year.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the

Notes to the financial statements

at 31 December 2023

1. Accounting policies (continued)

amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The following judgements and estimates have had the most significant effect on amounts recognised in the financial statements:

- Pension benefits

The costs of the defined benefit pension plan are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and the long term nature of the plan, such estimates are subject to significant uncertainty. Further details are given in Note 18.

- Goodwill and PPA impairment

The composition of cash-generating unit and the determination of recoverable amount for the performance of impairment tests is connected with assessments made by management concerning future developments and experience gained in the past. The cash flows predicted on the basis of these assessments may be affected by factors including volatility of capital markets, exchange rate fluctuations and expected economic developments.

The weighted average cost of capital (WACC) used for discounting take into account market risk and the capital structure of the companies comparable to the applicable cash generating units. Changes in these factors may have significant impact on the existence or amount of impairment. Further details are given in Note 8.

Other significant accounting policies

Fixed assets and depreciation

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Cost comprises the aggregate amount paid and the fair value of any other consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended. Borrowing costs directly attributable to assets under construction and which meet the recognition criteria in IAS 23, *Borrowing Costs*, are capitalised as part of the cost of that asset.

Depreciation is provided on all property, plant and equipment and right of use assets, other than land, on a straight-line basis over its expected useful life as follows:

Freehold property	-	over 20 years
Leaschold property	-	over the life of the lease
Plant and machinery	-	5-15 years
Fixtures and fittings	-	5-15 years
Motor vehicles	-	6 years
Right of use assets	-	over the life of the lease

The carrying values of property, plant and equipment are reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable, and are written down immediately to their recoverable amount. Useful lives and residual values are reviewed annually and, where adjustments are required, these are made prospectively.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the derecognition of the asset is included in the income statement in the year of derecognition.

Notes to the financial statements

at 31 December 2023

1. Accounting policies (continued)

Intangible fixed assets

Licences are capitalised as intangible fixed assets at cost and are amortised over the life of the licence.

Knowhow and customer lists acquired in a business combination are amortised on a systematic basis over useful lives of up to 15 years. The amortisation charge is recognised within cost of sales in the income statement. Intangible assets with finite useful lives are reviewed for impairment if events or changes in circumstances indicate that carrying value may not be recoverable and are written down immediately to their recoverable amount.

Goodwill acquired in a business combination has been recognised. The acquisition costs of the individual consolidated companies are set off against the pro-rata share in the fair value of the equity of the companies concerned as of the date of acquisition according to the acquisition method. Identifiable acquired assets and liabilities are also included in the statement of financial position at their fair values as of the acquisition date. Any remaining differences are shown as goodwill. An impairment test is carried out on goodwill at least once per year. For impairment test, the goodwill acquired is allocated to the cash-generating units expected to benefit from the business combination. An impairment loss is recognised if the carrying amount of the cash-generating unit, including goodwill, is higher than its recoverable amount. The recoverable amount is the value-in-use of the cash-generating unit.

The value in use of the cash generating units is determined using discounted cash flow method on the basis of budgeted profit and loss and cash flows for period of 5 years. The discount rates used for the determination of the value in use are based on the WACC determined separately for each cash-generating unit.

Investments

Investments in a subsidiary is held at historical cost less any provision for impairment.

Foreign currencies

The company's financial statements are presented in GBP (£) sterling, which is also the Company's functional currency.

Transactions in foreign currencies are initially recorded in the Company's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the income statement.

Provisions for liabilities

A provision is recognised when the Company has a legal or constructive obligation as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation. If the effect is material, expected future cash flows are discounted using a current rate that reflects, where appropriate, the risks specific to the liability.

Where the company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when recovery is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. Where discounting is used, the increase in the provision due to unwinding the discount is recognised as a finance cost.

Leases

Leases are recognised as right-of-use assets along with their corresponding liabilities at the date at which the leased assets are available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is recognised in the income statement over the lease term. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In such cases where the ownership of the underlying asset is transferred to the lessee by the end of the lease term or where the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the right-of-use asset shall always be depreciated over the useful life of the underlying asset.

Notes to the financial statements

at 31 December 2023

f. Accounting policies (continued)

Right-of-use assets are initially measured at cost comprising, where applicable, the amount of the initial measurement of the lease liability, any lease payments made at or before the commencement date, any initial direct costs and any restoration costs, less any lease incentives received.

Lease liabilities include, where applicable, the net present value of fixed payments including in-substance fixed payments and service components, variable lease payments that depend on an index or a rate, amounts expected to be payable by the lessee under residual value guarantees, the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, payments of penalties for terminating the leases, if the lease term reflects the lessee exercising an option to terminate the lease, less lease incentives receivable from the lessor.

Short-term and low value assets' leases

IFRS 16 contains two recognition exemptions for assets that need not be capitalised. The Company applies these exemptions only to those assets which would not be classified as land and building, passenger cars, forklift trucks and IT infrastructure.

Short-term leases are leases that, at the commencement date, have a lease term of 12 months or less. Low-value assets are items that do not meet the Company's capitalisation thresholds and are considered to be insignificant for the statement of financial position for the Company as a whole quantitatively. Payments for short term leases and leases of low-value assets are recognised on a straight-line basis in the income statement.

Variable lease payments

Some leases contain variable payments that are linked to the usage or performance of the leases. Such payments are recognised in the income statement and do not have an impact on the calculation of right-of-use asset and lease liability.

Trade and other debtors

Trade debtors, which generally have 30 to 90 day terms, are recognised and carried at the lower of their original invoiced value and recoverable amount. Where the time value of money is material, receivables are carried at amortised cost. Provision for impairment is made through profit or loss when there is objective evidence that the Company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

The company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade debtors. To measure the expected credit losses, trade debtors are grouped based on shared credit risk characteristics and the days past due.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost includes all costs incurred in bringing each product to its present location and condition, as follows:

Raw materials and consumables and merchandise goods - purchase cost on a first-in, first-out basis

Work in progress and finished goods - cost of direct materials and labour plus attributable overheads based on a normal level of activity, excluding borrowing costs.

Net realisable value is based on estimated selling price less any further costs expected to be incurred to completion and disposal.

Notes to the financial statements

at 31 December 2023

1. Accounting policies (continued)

Revenue recognition

Under IFRS 15, revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange of those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. The timing of revenue recognition for the Company's main revenue stream follows:

Sale of goods

Revenue from the sale of goods is recognised at the point in time when control of the goods is transferred to the customer, usually on dispatch of the goods. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to customer (if any).

Cash at bank and in hand

Cash and short-term deposits in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity of three months or less.

Research and development expenditure

Research and development costs are expensed as incurred.

Taxation

Income taxes

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date. Deferred income tax assets and liabilities are offset, only if a legally enforceable right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the company to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise, income tax is recognised in the income statement.

Post-retirement benefits

The company contributes to a defined benefit pension plan which requires contributions to be made to a separately administered fund. Contributions to defined contribution schemes are recognised in the income statement in the year in which they become payable. From 1 April 2012, following closure of future accrual of the group wide defined benefit pension scheme, the company now contributes to a group wide defined contribution pension scheme.

Notes to the financial statements

at 31 December 2023

1. Accounting policies (continued)

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method, which attributes entitlement to benefits to the current year (to determine current service cost) and to the current and prior years (to determine the present value of defined benefit obligation) and is based on actuarial advice. Past service costs are recognised in profit or loss. When a settlement (eliminating all obligations for benefits already accrued) or a curtailment (reducing future obligations as a result of a material reduction in the scheme membership or a reduction in future entitlement) occurs, the obligation and related plan assets are remeasured using current actuarial assumptions and the resultant gain or loss recognised in the income statement during the year in which the settlement or curtailment occurs.

Net finance cost is calculated by applying the discount rate to the net defined benefit liability or asset, both as determined at the start of the annual reporting year, taking account of any changes in the net defined benefit liability during the year as a result of contribution and benefit payments. The net finance cost is recognised in profit or loss as other finance revenue or cost.

Remeasurements, comprising actuarial gains and losses, the effect of the asset ceiling and the return on the net assets (excluding amounts included in net interest), are recognised immediately in other comprehensive income in the year in which they occur.

The defined benefit pension asset or liability in the balance sheet comprises the total of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information and in the case of quoted securities is the published bid price. The value of a net pension benefit asset is restricted to the present value of any amount the Company expects to recover by way of refunds from the plan or reductions in the future contributions.

2. Turnover

All turnover and operating profit is derived from the continuing principal activity, being the manufacture and distribution of fluid sealing products and shock absorber components. Turnover is analysed by geographical market as follows:

	Year ended 31 December 2023	Year ended 31 December 2022
	£	£
European Community	31,071,524	28,579,306
Rest of Europe	27,298,537	29,933,872
North America	11,512,023	11,286,302
Latin America	390,723	451,699
Japan and the Far East	2,288,787	2,478,420
Australia, Oceania	475,409	88,704
Africa	190,300	97,024
	<u>73,227,303</u>	<u>72,915,327</u>

Notes to the financial statements

at 31 December 2023

3. Operating profit

This is stated after charging/(crediting):

	Year ended 31 December 2023	Year ended 31 December 2022
	£	£
Depreciation charge on tangible fixed assets – owned and leased	2,669,335	2,219,136
Amortisation charge on intangible fixed assets	715,175	715,175
Research and development expenditure	2,897,630	2,593,478
Auditors' remuneration – audit of these financial statements	29,800	29,800
Exchange loss/(gain)	229,295	(528,590)
Increase in dilapidation provision (Note 13(c))	96,000	96,000
Cost of stocks recognised as expense (included in cost of sales)	43,645,000	45,875,885
Including – write-down of stocks net realisable value	44,289	322,895
(Gain)/loss on disposal of fixed assets	(33,217)	(1,293,283)

4a. Staff costs

	Year ended 31 December 2023	Year ended 31 December 2022
	£	£
Wages and salaries	15,544,531	14,524,760
Social security costs	1,693,079	1,638,060
Other pension costs	1,152,887	1,109,210
	<u>18,390,497</u>	<u>17,272,030</u>

The monthly average number of persons employed by the company, analysed by category, during the year was:

	2023 No.	2022 No.
Sales and distribution	74	74
Administration	46	44
Production	221	211
	<u>341</u>	<u>329</u>

Notes to the financial statements

at 31 December 2023

4b. Directors' remuneration

	<i>Year ended 31 December 2023</i>	<i>Year ended 31 December 2022</i>
	£	£
Directors' emoluments	425,754	460,848
Company contributions paid to defined contribution pension schemes	-	-
	<u>425,754</u>	<u>460,848</u>

The above also represents the remuneration in respect of the highest paid director.

Certain directors are remunerated for their services to the European Group, as a whole, of which the Company is a member. No charge is made to the Company for the remuneration of the directors who serve the European Group. The proportion of services relating to the Company is immaterial.

5. Interest payable and similar expenses

	<i>Year ended 31 December 2023</i>	<i>Year ended 31 December 2022</i>
	£	£
Interest expense – lease liabilities IFRS 16	88,479	49,271
Interest income - group undertakings	(28,207)	115,804
Interest income	(29,153)	-
	<u>31,119</u>	<u>165,075</u>

6. Other finance income and expenses

	<i>Year ended 31 December 2023</i>	<i>Year ended 31 December 2022</i>
	£	£
Interest cost on pension scheme liabilities	(1,943,000)	(1,306,000)
Interest income on pension scheme assets	1,919,000	1,448,000
Net finance (expense)/income (Note 18)	<u>(24,000)</u>	<u>142,000</u>

Notes to the financial statements

at 31 December 2023

7. Tax on profit

a) Tax charge in income statement

	Year ended 31 December 2023 £	Year ended 31 December 2022 £
<i>Current income tax</i>		
UK Corporation tax charge	807,344	1,175,982
Adjustment in respect of prior years	(741,148)	(282,558)
Total Current Tax	66,196	893,424
<i>Deferred tax</i>		
Origination and reversal of timing differences	(162,754)	650,540
Adjustment in respect of prior years	199,083	189,471
Total Deferred Tax	36,329	840,011
Tax on profit (note 7(c))	102,525	1,733,435

b) Tax related to items charged or credited to other comprehensive income

	Year ended 31 December 2023 £	Year ended 31 December 2022 £
<i>Deferred tax</i>		
Remeasurement gains/losses on defined benefit pension plan on:		
Remeasurement (gains)/losses for the year	(302,500)	(2,034,000)
Total deferred tax (credit)/charge to other comprehensive income	(302,500)	(2,034,000)

c) Factors affecting current tax charge

The tax assessed on the profit/(loss) for the year is different to the standard rate of corporation tax in the UK of 23.52% (2022: 19%). The differences are reconciled below:

Notes to the financial statements

at 31 December 2023

7. Tax on (loss)/profit (continued)

	<i>Year ended</i> <i>31 December</i> <i>2023</i> £	<i>Year ended</i> <i>31 December</i> <i>2022</i> £
Profit before taxation	3,082,331	5,834,291
Profit multiplied by standard rate of corporation tax in the UK of 23.52% (2022: 19%)	724,981	1,108,515
Adjustments in respect of prior years	(542,065)	(93,087)
Non-deductible expenses	-	(25,650)
Non-taxable income	(70,759)	-
Rate differences	(9,632)	743,657
Total tax charge to the income statement	102,525	1,733,435

d) Factors that may affect future tax charges:

On 3 March 2021, the Chancellor of the Exchequer announced that the main rate of corporation tax in the United Kingdom will rise to 25% with effect from 1 April 2023 for companies earning annual taxable profits in excess of £250,000. These changes have been enacted at the balance sheet date and an adjustment has been made to deferred taxation balances which are recognised at 25%.

Notes to the financial statements

at 31 December 2023

8: Intangible assets

	<i>Knowhow</i>	<i>Goodwill</i>	<i>Customer lists</i>	<i>Total</i>
	£	£	£	£
Cost:				
At 31 December 2022	2,163,013	10,022,566	4,684,701	16,870,280
Additions	-	-	-	-
Disposals	-	-	-	-
At 31 December 2023	2,163,013	10,022,566	4,684,701	16,870,280
Accumulated amortisation:				
At 31 December 2021	659,469	-	2,287,676	2,947,145
Charge for the year	(158,267)	-	556,908	715,175
On disposals	-	-	-	-
At 31 December 2022	817,737	-	2,844,584	3,662,321
Net book value:				
At 31 December 2022	1,503,544	10,022,566	2,397,024	13,923,134
Net book value:				
At 31 December 2023	1,345,276	10,022,566	1,840,117	13,207,959

Goodwill is split between the acquisition of Auto Supplier Limited £1,257,703 and Metflex Precision Mouldings Limited £8,764,863.

Goodwill was subjected to an impairment test in the financial year 2023. Management treated each business from the hive-ups as separate cash generating units (Metflex and Auto Suppliers businesses). The management's approach to determining the values assigned to each key assumption reflect past experience and are consistent with external sources of information. The key assumptions used for determining the value in use of the cash generating units include a long-term growth rate of 1.0%, sales growth rate of 3%, post-tax WACC of 7% and net working capital as percentage of sales. Cash flows from 5 years were considered. On this basis, no impairment was recognised by the Company for the cash generating units.

There is no reasonably possible change in the assumptions outlined above which would give rise to an impairment within the cash generating units.

Notes to the financial statements

at 31 December 2023

9. Tangible assets

	<i>Land and buildings</i>	<i>Right of use Land and buildings</i>	<i>Right of use Forklift trucks</i>	<i>Right of use Passenger cars</i>	<i>Plant and machinery</i>	<i>Fixtures, fittings and motor vehicles</i>	<i>Assets in course of construction</i>	<i>Total</i>
	£	£	£	£	£	£	£	£
Cost:								
At 1 January 2023	4,458,569	3,772,922	193,174	715,826	17,465,182	189,045	1,186,617	27,981,335
Additions	-	236,384	-	413,684	132,139	111,000	638,239	1,531,446
Disposals	-	-	(17,286)	(447,654)	(1,344,618)	(61,105)	-	(1,870,663)
Transfers	-	-	-	-	367,373	56,617	(423,990)	-
At 31 December 2023	4,458,569	4,009,306	175,888	681,856	16,620,076	295,557	1,400,866	27,642,118
Accumulated depreciation:								
At 1 January 2023	2,210,704	1,998,184	22,815	459,944	9,734,545	138,158	-	14,564,350
Charge for the year	349,366	638,885	65,575	246,603	1,331,799	37,107	-	2,669,335
On disposals	-	-	(17,286)	(447,654)	(1,169,125)	(61,105)	-	(1,695,170)
Transfers	-	-	-	-	-	-	-	-
At 31 December 2023	2,560,070	2,637,069	71,104	258,893	9,897,219	114,160	-	15,538,515
Net book value:								
At 31 December 2022	2,247,865	1,774,738	170,359	255,882	7,730,637	50,887	1,186,617	13,416,986
Net book value:								
At 31 December 2023	1,898,499	1,372,237	104,784	422,963	6,722,857	181,397	1,400,866	12,103,603

Land and buildings comprise freehold land of £222,000, freehold property of £1,423,575 and leasehold improvements of £252,924.

Notes to the financial statements

at 31 December 2023

10. Investments

	2023	2022
	£	£
Cost:		
At 1 January	2	2
Additions	-	-
Impairments	-	-
At 31 December	<u>2</u>	<u>2</u>

Details of the investments in which the Company holds 20% or more of the nominal value of the class of share capital at 31 December 2023, are as follows, the entities are companies in the UK:

<i>Subsidiary undertakings</i>	<i>Holding</i>	<i>Proportion of voting rights and shares held</i>	<i>Nature of Business</i>
The Freudenberg Technical Products Pension Trust Company Limited c/o P Macdougall Freudenberg Sealing Technologies Limited Unit A, Merlin Way New York Industrial Estate North Shields Tyne & Wear NE27 0QG	Ordinary shares	100%	Pension scheme trustee

11. Stocks

	2023	2022
	£	£
Raw materials and consumables	1,702,725	2,020,609
Work in progress	444,998	790,624
Finished goods and goods for resale	9,028,912	9,593,702
	<u>11,176,635</u>	<u>12,404,935</u>

12. Debtors

	2023	2022
	£	£
Trade debtors	11,861,766	13,397,127
Amounts owed by group undertakings:		
Parent and fellow subsidiary undertakings	5,875,652	1,463,506
Prepayments and accrued income	515,328	567,759
	<u>18,252,746</u>	<u>15,428,392</u>

Trade debtors are non-interest bearing and are normally settled on 60-day terms unless there are other arrangements. Amounts owed by parent and fellow subsidiary undertakings are non-interest bearing and are normally settled on 30-day terms.

Notes to the financial statements

at 31 December 2023

13(a). Creditors: amounts falling due within one year

	2023	2022
	£	£
Trade creditors	1,624,039	2,870,291
Amounts owed to group undertakings:		
Parent and fellow subsidiary undertakings	3,293,722	5,262,071
Other taxation and social security costs	856,084	1,111,219
Lease liabilities	847,013	868,460
Accruals and deferred income	3,739,593	3,539,728
Corporation tax payable	209,343	403,546
	<u>10,569,794</u>	<u>14,055,315</u>

Trade creditors are non-interest bearing and are normally settled on 60-day terms. Amounts owed to parent and fellow subsidiary undertakings are non-interest bearing and are normally settled on 30-day terms.

13(b) Creditors: amounts falling due after more than one year

	2023	2022
	£	£
Lease liabilities	<u>1,101,288</u>	<u>1,362,315</u>
	<u>1,101,288</u>	<u>1,362,315</u>

13(c). Provisions for liabilities and charges

	<i>Dilapidations</i>	<i>Restructuring</i>	<i>Total</i>
	£	£	£
At 31 December 2022	1,096,000	-	1,096,000
Utilised	-	-	-
Charged in the year	96,000	-	96,000
At 31 December 2023	<u>1,192,000</u>	<u>-</u>	<u>1,192,000</u>

The dilapidation provision represents the estimated costs to be incurred on three current leased properties to re-instate to original conditions. The liability is expected to be settled after the end of the lease terms in one year and five years.

Notes to the financial statements

at 31 December 2023

14. Deferred tax

	£
At 1 January 2023	1,064,570
Charged to the profit and loss account (Note 7 (a))	36,330
Charged to other comprehensive income (Note 7(b))	<u>(302,500)</u>
At 31 December 2023	<u>798,400</u>

	2023	2022
	£	£
Difference between accumulated depreciation and amortisation and capital allowances	891,314	600,799
Temporary differences	(452,763)	(383,771)
Intangible fixed assets	796,349	975,142
Defined benefit pension plan	(436,500)	(128,000)
	<u>798,400</u>	<u>1,064,570</u>

15. Called up share capital

<i>Allotted, called up and fully paid</i>	<i>No.</i>	<i>£</i>
Ordinary shares of £1 each	<u>27,223</u>	<u>27,223</u>

16. Reserves

Share premium account

The share premium account relates to the amount above nominal value received for shares issued:

Profit and loss account

This reserve represents the cumulative comprehensive income recognised in the company, less any dividends paid.

Notes to the financial statements

at 31 December 2023

17. Commitments

Leases – company as lessee

The carrying amount of the right-of-use assets recognised and the movements during the year are shown in note 9.

Set out below are the carrying amounts of lease liabilities and the movements during the year:

	2023	2022
	£	£
As at 1 January	2,230,775	2,903,246
Additions	827,026	329,931
Accretion of interest	(88,479)	(49,271)
Payments	(1,021,021)	(953,131)
As at 31 December	1,948,301	2,230,775
Current	847,013	868,460
Non-Current	1,101,288	1,362,315

The following are the amounts recognised in the income statement:

	2023	2022
	£	£
Depreciation expenses of right-of-use assets	951,064	906,701
Interest expense on lease liabilities	88,479	49,271
Expense relating to low-value leases (included in cost of sales)	13,709	13,912
Total amount recognised in the income statement	1,053,252	969,884

Capital Commitments

Future contractually committed capital spend as at 31 December 2023 totalled £39,577.

18. Pension and other post-retirement benefits

The Company sponsors the Freudenberg Pension Scheme, a funded defined benefit pension scheme in the UK. The Scheme is administered within a trust which is legally separate from the Company. Trustees are appointed by both the Company and the Scheme's membership and act in the interest of the Scheme and all relevant stakeholders, including the members and the Company. The Trustees are also responsible for the investment of the Scheme's assets.

The Scheme closed to future benefit accrual on 31 March 2012. On closure, the link to pensionable salary for active members ceased and all current active members became deferred members of the Scheme. The Scheme provides pensions and lump sums to members on retirement and to their dependants on death.

Since the closure of the Scheme to future accrual on 31 March 2012, no employee contributions have been paid. The Company meets the ongoing funding costs of the Scheme, as determined by regular actuarial valuations. The Trustees are required to use prudent assumptions to value the liabilities and costs of the Scheme whereas the accounting assumptions must be best estimates.

The scheme poses a number of risks to the Company, for example longevity risk, investment risk, interest rate risk, inflation risk. The Trustees are aware of these risks and use various techniques to control them. The Trustees have a number of internal control policies including a risk register, which are in place to manage and monitor the various risks they face.

Notes to the financial statements

at 31 December 2023

18. Pension and other post-retirement benefits (continued)

The scheme is subject to regular actuarial valuations, which are usually carried out every three years. The next actuarial valuation is due to be carried out with an effective date of 5 April 2026. These actuarial valuations are carried out in accordance with the requirements of the Pensions Act 2004 and so include deliberate margins for prudence. This contrasts with these accounting disclosures, which are determined using best estimate assumptions.

A formal actuarial valuation was carried out as at 5 April 2023. The results of that valuation have been projected to 31 December 2023 by a qualified independent actuary. The figures in the following disclosure were measured using the Projected Unit Method.

The assets and liabilities of the scheme at 31 December are:

	<i>Percentage of plan assets 2023 %</i>	<i>Fair value at 31 December 2023 £</i>	<i>Percentage of plan assets 2022 %</i>	<i>Fair value at 31 December 2022 £</i>
Quoted Equities	18.8%	7,670,000	1.0%	415,000
Quoted Bonds	77.8%	31,779,000	89.4%	36,258,000
Unquoted Others	3.4%	1,376,000	9.6%	3,894,000
Total market value of assets		40,825,000		40,567,000
Present value of scheme liabilities		(42,571,000)		(41,079,000)
Deficit in the scheme		(1,746,000)		(512,000)

'Other' above, is largely cash on hand.

The pension scheme has not invested in any of the company's own financial instruments nor in properties or other assets used by the company.

There is one contributor to the pension scheme, Freudenberg Sealing Technologies Limited. The share of the deficit attributable to Freudenberg Sealing Technologies Limited and included on the company's balance sheet is £1,746,000.

The deficit at 31 December 2023 has been recognised as the company would be entitled to a refund if the scheme was in surplus when all benefits had been paid.

The amount recognised in comprehensive income are:

	2023 £	2022 £
Net interest expense/(income) (Note 6)	24,000	(142,000)
	<u>24,000</u>	<u>(142,000)</u>
<i>Remeasurements of the net liability:</i>		
Return on scheme assets	(482,000)	(35,868,000)
Gain arising from change in financial assumptions	(1,260,000)	30,385,000
Gain arising from changes in demographic assumptions	656,000	2,381,000
Experience loss	(124,000)	(5,034,000)
(Charge)/credit recorded in other comprehensive income	(1,210,000)	(8,136,000)
Freudenberg Sealing Technologies Limited share	<u>(1,210,000)</u>	<u>(8,136,000)</u>

Notes to the financial statements

at 31 December 2023

18. Pension and other post-retirement benefits (continued)

The major assumptions and calculation dates for these valuations were:

	2023	2022
	%	%
Rate of increases in salaries	n/a	n/a
Rate of increase in pensions in payment	3.00	3.10
Discount rate	4.55	4.80
Inflation assumption - RPI	3.05	3.20
Inflation assumption - CPI	2.50	2.60
Increases for pensions in payment:		
Pension in excess of GMP - RPI to a max of 5%	3.00	3.10
Pension in excess of GMP - RPI to a max of 5% and min of 3%	3.55	3.65
Pension in excess of GMP - Fixed 5%	5.00	5.00
GMP accrued after 5 April 1988	2.15	2.20
Proportion of employees opting for early retirement	Nil	Nil
Proportion of employees commuting pension for cash	25%	25%

The mortality assumptions are based on standard mortality tables which allow for future mortality improvements. The assumptions are that for a member currently aged 65 will live for a further 20.9 years if they are male and for a further 23.1 years if they are female. For a member who retires in 2043 at age 65, the assumptions are that they will live on average for a further 22.8 years after retirement if they are a male and a further 24.6 years if they are female. The overall scheme duration has been assumed at 15 years.

In agreeing the discount rate used in the calculation of the present value of the pension scheme liabilities, the directors acknowledge the high degree of judgement involved, and the sensitivity of the calculations to a change in assumptions. The impact of a 0.5% change in the discount rate has an estimated impact on the defined benefit obligation of £3,400,000. If the inflation assumption was 0.5% higher, the scheme liabilities would increase by £2,100,000. If life expectancies were to increase by 1 year, the scheme liabilities would increase by £1,100,000. The directors also acknowledge their responsibilities for ensuring that actuarial assumptions are suitably updated to reflect changing economic conditions, and they confirm that the 31 December 2023 assumptions have been carefully reviewed with the actuary.

Changes in the present value of the defined benefit obligations are analysed as follows:

	2023	2022
	£	£
As at 1 January	41,079,000	69,943,000
Interest cost	1,943,000	1,306,000
Benefits paid	(1,179,000)	(2,438,000)
Actuarial (gain)/loss arising from changes in financial assumptions	1,260,000	(30,385,000)
Actuarial (gain)/loss from change in demographic assumptions	(656,000)	(2,381,000)
Other experience items	124,000	5,034,000
Past service costs	-	-
As at 31 December	42,571,000	41,079,000

Notes to the financial statements

at 31 December 2023

18. Pension and other post-retirement benefits (continued)

Changes in the fair value of plan assets are analysed as follows:

	2023	2022
	£	£
As at 1 January	40,567,000	77,425,000
Interest income	1,919,000	1,448,000
Total contributions		
Benefits paid	(1,179,000)	(2,438,000)
Return on assets	(482,000)	(35,868,000)
Liabilities extinguished on settlements		
As at 31 December	40,825,000	40,567,000

The actual return on assets in the year was £1,437,000. Employer contributions of £140,000 are expected for the year ending 31 December 2024.

The company also contributes to a defined contribution pension scheme. Contributions in the year totalled £1,128,887. There were no contributions outstanding at the balance sheet date.

19. Related party transactions

Related parties of the Company with whom there were transactions during the year include subsidiary companies and other related parties of Freudenberg & Co Kommanditgesellschaft, the ultimate parent undertaking of Freudenberg Sealing Technologies Limited. The aggregate values of transactions with related parties during the year were as follows:

	2023	2022
	£	£
Sales	7,448,393	7,180,546
Purchases	30,775,845	30,295,826
Balances as at 31 December with related parties were as follows:		
Amounts included in debtors:		
- Group undertakings	5,875,652	1,463,506
Amounts included in creditors due in less than one year:		
- Group undertakings	3,293,722	5,262,071

Transactions included in the above with the ultimate parent company were £nil.

20. Ultimate parent undertaking and controlling party

In the opinion of the directors, Freudenberg & Co Kommanditgesellschaft of Hohnerweg 2-4, 69469 Weinheim, Germany is the ultimate parent undertaking and the Board of partners of Freudenberg & Co Kommanditgesellschaft is the ultimate controlling party. Copies of its financial statements, which is the largest group in which the company's results are consolidated, are available from that address. The smallest group in which the company's results are consolidated at Freudenberg SE.

Notes to the financial statements

at 31 December 2023

21: Financial instruments

	2023	2022
	£	£
<i>Financial assets measured at amortised cost:</i>		
Trade and other debtors	11,861,766	13,397,127
Amounts due from group undertakings	5,875,652	1,463,506
Cash	60,616	238,525
<i>Financial liabilities measured at amortised cost:</i>		
Trade and other creditors	1,624,039	2,870,291
Amounts due to group undertakings	3,293,722	5,262,071
Accruals and accrued income	1,723,743	1,524,187