

WELIN LAMBIE LIMITED
REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST DECEMBER 2022



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FOR THE YEAR ENDED 31ST DECEMBER 2022**

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WELIN LAMBIE LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31ST DECEMBER 2022

DIRECTORS: T K F Leung
J A McFadyen
B W Dunscombe
J D Barefield

REGISTERED OFFICE: Britannia House
Old Bush Street
Brierley Hill
West Midlands
DY5 1UB

REGISTERED NUMBER: 02367406 (England and Wales)

AUDITORS: Worton Rock Limited
Chartered Accountants and Statutory Auditor
Churchfield House
36 Vicar Street
Dudley
West Midlands
DY2 8RG

BANKERS: National Westminster Bank Plc
Merry Hill Centre
Brierley Hill
West Midlands
DY1 1LW

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST DECEMBER 2022**

The directors present their report with the financial statements of the company for the year ended 31st December 2022.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of marine engineers.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st January 2022 to the date of this report.

T K F Leung
J A McFadyen

Other changes in directors holding office are as follows:

M Higginson - resigned 7th September 2022
S Sherwood - resigned 25th March 2022
B W Dunscombe - appointed 7th September 2022

J D Barefield was appointed as a director after 31st December 2022 but prior to the date of this report.

R D Starr ceased to be a director after 31st December 2022 but prior to the date of this report.

DISCLOSURE IN THE STRATEGIC REPORT

Information with respect to the business review, performance and principal risks are disclosed within the strategic review as opposed to the directors report in accordance with S414C(11).

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.


AUDITORS

The auditors, Worton Rock Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST DECEMBER 2022**

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to be 'B W Dunscombe', written over a faint, illegible stamp or watermark.

B W Dunscombe - Director

18th September 2023

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF WELIN LAMBIE LIMITED

Opinion

We have audited the financial statements of Welin Lambie Limited (the 'company') for the year ended 31st December 2022 which comprise the Income Statement, Other 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, 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 31st December 2022 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the 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 in the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF WELIN LAMBIE 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 Report of the Directors.

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, 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 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.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors 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 specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud are detailed below:

- : enquiry of management as to any knowledge of actual, suspected or alleged fraud
- : enquiry of management as to any actual or potential litigation
- : enquiry of management of any instances of non-compliance with laws and regulations
- : performing audit work over the risk of management override of controls
- : evaluating significant transactions outside the normal course of trade

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 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 Report of the Auditors.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
WELIN LAMBIE 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 a Report of the Auditors 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.



David Burrows - Senior Statutory Auditor
for and on behalf of Worton Rock Limited
Chartered Accountants and Statutory Auditor
Churchfield House
36 Vicar Street
Dudley
West Midlands
DY2 8RG

18th September 2023

WELIN LAMBIE LIMITED (REGISTERED NUMBER: 02367406)**INCOME STATEMENT
FOR THE YEAR ENDED 31ST DECEMBER 2022**

	Notes	Year Ended 31/12/22 £	Period 1/12/21 to 31/12/21 £
TURNOVER		7,724,134	7,485,672
Cost of sales		2,746,956	3,179,133
GROSS PROFIT		4,977,178	4,306,539
Administrative expenses		2,483,209	1,824,686
		2,493,969	2,481,853
Other operating income		-	500
OPERATING PROFIT		2,493,969	2,482,353
Exceptional item	5	-	2,500,000
		2,493,969	(17,647)
Interest receivable and similar income		5,018	5,307
PROFIT/(LOSS) BEFORE TAXATION		2,498,987	(12,340)
Tax on profit/(loss)		471,391	478,560
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		<u>2,027,596</u>	<u>(490,900)</u>

The notes form part of these financial statements

**OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST DECEMBER 2022**

	Notes	Year Ended 31/12/22 £	Period 1/12/21 to 31/12/21 £
PROFIT/(LOSS) FOR THE YEAR		2,027,596	(490,900)
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u><u>2,027,596</u></u>	<u><u>(490,900)</u></u>

**BALANCE SHEET
31ST DECEMBER 2022**

	Notes	2022 £	£	2021 £	£
FIXED ASSETS					
Tangible assets	6		1,012,250		910,064
Investments	7		<u>1</u>		<u>1</u>
			1,012,251		910,065
CURRENT ASSETS					
Stocks		110,375		-	
Debtors	8	3,523,345		1,586,369	
Cash at bank and in hand		<u>1,816,861</u>		<u>1,056,643</u>	
		5,450,581		2,643,012	
CREDITORS					
Amounts falling due within one year	9	<u>1,418,309</u>		<u>568,728</u>	
NET CURRENT ASSETS			<u>4,032,272</u>		<u>2,074,284</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			5,044,523		2,984,349
PROVISIONS FOR LIABILITIES			<u>32,578</u>		<u>-</u>
NET ASSETS			<u><u>5,011,945</u></u>		<u><u>2,984,349</u></u>
CAPITAL AND RESERVES					
Called up share capital	10		21,133		21,133
Capital redemption reserve			28,866		28,866
Retained earnings			<u>4,961,946</u>		<u>2,934,350</u>
SHAREHOLDERS' FUNDS			<u><u>5,011,945</u></u>		<u><u>2,984,349</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 18th September 2023 and were signed on its behalf by:



B W Dunscombe - Director

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST DECEMBER 2022

	Called up share capital £	Retained earnings £	Capital redemption reserve £	Total equity £
Balance at 1st December 2021	21,133	5,425,250	28,866	5,475,249
Changes in equity				
Dividends	-	(2,000,000)	-	(2,000,000)
Total comprehensive income	-	(490,900)	-	(490,900)
Balance at 31st December 2021	<u>21,133</u>	<u>2,934,350</u>	<u>28,866</u>	<u>2,984,349</u>
Changes in equity				
Total comprehensive income	-	2,027,596	-	2,027,596
Balance at 31st December 2022	<u><u>21,133</u></u>	<u><u>4,961,946</u></u>	<u><u>28,866</u></u>	<u><u>5,011,945</u></u>

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST DECEMBER 2022

1. **STATUTORY INFORMATION**

Welin Lambie Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered address is given in the company information on page 1 of the financial statements.

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

2. **STATEMENT OF COMPLIANCE**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006.

3. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

The financial statements have been prepared on a going concern basis, under historical cost convention.

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year and have been consistently applied within the same accounts.

Preparation of consolidated financial statements

The financial statements contain information about Welin Lambie Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Significant judgements and estimates

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 relevant. Actual results may differ from these estimates.

Critical accounting judgements and key sources of estimation uncertainty

The following are the critical judgement and key sources of estimation uncertainty that the directors have made in the process of applying the company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Trade debtors and payments on account in relation to long term contracts:

The directors determine the costs to complete contracts at the year end. These costs are included in calculating the work certified at the year end and in turn affects the turnover, assets and liabilities reported in the financial statements.

The costs to complete include both material purchases and labour costs. The estimated costs to complete are based on the directors assessment of the contracts stage of completion and other information available at the year end. All of these estimates are based on historical experience.

Estimation of property, plant and equipment of useful life:

The useful lives of the company's assets are determined by the directors at the time the asset is acquired.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST DECEMBER 2022

3. ACCOUNTING POLICIES - continued

Turnover

Turnover includes:

(a) Sale of goods/parts

Turnover from sales of parts and spares is recognised when significant risks and rewards of ownership of the goods have transferred to the buyer, the amount of turnover can be measured reliably, it is probable that the economic benefits associated with the transactions will flow to the company and the costs incurred in respect of the transaction can be measured reliably. This is usually on dispatch of the goods.

(b) Rendering of services

Turnover is recognised on completion of the service.

(c) Long Term Contracts

Turnover also includes revenue in relation to long term contracts calculated by reference to the stage of completion. This is measured by the proportion that contract costs incurred to date bear to the estimated total contract costs. Where a contracts costs will exceed turnover, the expected loss is recognised as an expense immediately.

All the above elements of turnover are exclusive of value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Land and buildings	- Straight line over 50 years
Plant and machinery etc	- 33% on reducing balance and 20% on reducing balance

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Impairment

Assets not measured at fair value are reviewed for any indication that the asset may be impaired at each balance sheet date. If such indication exists, the recoverable amount of the asset, or the asset's cash generating unit, is estimated and compared to the carrying amount. Where the carrying amount exceeds its recoverable amount, an impairment loss is recognised in profit or loss unless the asset is carried at a revalued amount where the impairment loss is a revaluation decrease.

Stocks

Stocks are stated at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stock.

Long term work in progress is assessed on a contract by contract basis and, where the outcome of the contract can be determined with a reasonable degree of accuracy, the relevant turnover and related costs are accounted for in the profit and loss account as contract activity progresses.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST DECEMBER 2022

3. **ACCOUNTING POLICIES - continued**

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Research and development

Expenditure on research is written off against profits in the year in which it is incurred.

Share capital

Ordinary shares are classified as equity. Dividends and other distributions to the company's shareholders are recognised as a liability in the financial statements in the period in which dividends and other distributions are approved by the company's shareholders. These amounts are recognised in the statement of changes in equity.

Foreign currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

Debtors and creditors receivable/payable within one year

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the profit and loss account in administrative expenses.

Cash and cash equivalents

All monies included, including funds held at call at banks and cash floats held by employees.

Investment and subsidiary companies

The investment in subsidiary companies is shown at cost less impairment. The subsidiary company has remained dormant throughout the period under review.

4. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 36 (2021 - 38).

5. **EXCEPTIONAL ITEMS**

The exceptional item of £2,500,000 in 2021 relates to the write off of group balances that are no longer recoverable.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST DECEMBER 2022

6. TANGIBLE FIXED ASSETS

	Land and buildings £	Plant and machinery etc £	Totals £
COST			
At 1st January 2022	1,680,758	1,233,475	2,914,233
Additions	-	243,971	243,971
Disposals	-	(49,994)	(49,994)
At 31st December 2022	<u>1,680,758</u>	<u>1,427,452</u>	<u>3,108,210</u>
DEPRECIATION			
At 1st January 2022	908,892	1,095,277	2,004,169
Charge for year	19,297	112,353	131,650
Eliminated on disposal	-	(39,859)	(39,859)
At 31st December 2022	<u>928,189</u>	<u>1,167,771</u>	<u>2,095,960</u>
NET BOOK VALUE			
At 31st December 2022	<u>752,569</u>	<u>259,681</u>	<u>1,012,250</u>
At 31st December 2021	<u>771,866</u>	<u>138,198</u>	<u>910,064</u>

7. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1st January 2022 and 31st December 2022	<u>1</u>
NET BOOK VALUE	
At 31st December 2022	<u>1</u>
At 31st December 2021	<u>1</u>

8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Trade debtors	1,112,910	300,836
Other debtors	2,410,435	1,285,533
	<u>3,523,345</u>	<u>1,586,369</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Trade creditors	433,447	353,183
Amounts owed to group undertakings	704,920	-
Taxation and social security	148,218	39,196
Other creditors	131,724	176,349
	<u>1,418,309</u>	<u>568,728</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST DECEMBER 2022

10. CALLED UP SHARE CAPITAL

Allotted and issued:			2022	2021
Number:	Class:	Nominal value:	£	£
21,133	Ordinary shares	£1	<u>21,133</u>	<u>21,133</u>

11. CAPITAL COMMITMENTS

	2022	2021
	£	£
Contracted but not provided for in the financial statements	<u>19,582</u>	<u>-</u>

12. OTHER FINANCIAL COMMITMENTS

The company has future operating lease commitments of £1,344,550 (2021: £1,360,897). This includes £1,344,000 (2021: £1,360,000) in relation to land and buildings expiring in 2106.

13. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

14. ULTIMATE CONTROLLING PARTY

The immediate parent company is Thorn Acquisitionco Limited. The registered office is the same as that given on the company information page.

The ultimate parent undertaking and controlling party is Accel Holdco L.P.

The consolidated financial statements are available from:

Fairbanks Morse, LLC
655 3rd Street, Suite 301
Beloit, WI 53511