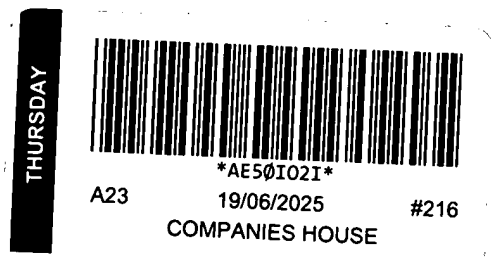


Benlowe Group Limited

Annual Report and Financial Statements

For the Year Ended 30 September 2024



Benlowe Group Limited

Company Information

Directors M J Harris (resigned 28 June 2024)
N R James
J Sidebottom (appointed 26 June 2024)

Company secretary N R James

Registered number 03779009

Registered office Park Road
Ratby
Leicester
Leicestershire
LE6 0JL

Independent auditors Dains Audit Limited
2 Chamberlain Square
Paradise Circus
Birmingham
B3 3AX

Solicitors DLA Piper UK LLP
Victoria Square House
Victoria Square
Birmingham
B2 4DL

Benlowe Group Limited

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Benlowe Group Limited

Strategic Report For the Year Ended 30 September 2024

Business review

An Operating loss of £320,802 (2023: profit of £332,388) before restructuring costs of £32,216 (2023: £11,000) was achieved in the year.

The year was affected by a negative trend in UK housing market with interest rate rises for mortgages heavily reducing demand across this and other sectors. A three month period of reduced hours working helped reduce costs during the winter. There has been a general reduction in the cost base during the year to September 2024 and ongoing during the current year which has provided a much lower break even level.

Trading for October to February was difficult for all in this industry. However the business achieved a small profit cumulative to latest reported month of February. Whilst there are undoubtedly some more challenges and thin orders during the spring there are stronger loadings and enquiries for the summer.

Specifically the business is overloaded with jobs for production in July, so much that some is having to be brought forward into the end of June and further work appears to be spilling over into August. Mid and late Summer trading would be expected to be satisfactory on that basis. There are perfectly good prospects of other large orders further out.

At the Group level, we have been able to secure positive Bank support in maintaining a further year of modest loan repayments of £65,000 in the year to December 2025.

It is confirmed that all required Paye and VAT payments are up to date as are all Bank and HP loans.

The workforce are thanked for their continued flexibility.

Principal risks and uncertainties

The Company's principal financial instruments comprise cash, hire purchase, and intercompany borrowings. The main purpose of these financial instruments is to finance the Company's operations. The Company has various other financial instruments such as trade debtors and trade creditors, which arise directly from its operations. The Company does not enter into derivative transactions.

It is, and has been throughout the period under review, the Company's policy that no trading in financial instruments shall be undertaken. The main risks arising from the Company's financial instruments are liquidity risk, and credit risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

Liquidity risk

The Company is exposed to liquidity risk in the event of sustained recessionary periods or short-term shock to the industry, for example Covid-19. The Company has managed this risk by using Government initiatives such as the Job Retention Scheme and conserving cash by reducing discretionary spend. Cash forecasts are updated regularly and are reviewed by the Board of Directors to ensure sufficient liquidity is maintained. The Board also monitors annual cash budgets and updated forecasts against actual cash position on a monthly basis.

Benlowe Group Limited

**Strategic Report (continued)
For the Year Ended 30 September 2024**

Credit risk

The Company seeks to trade with recognised creditworthy third parties. It is the Company's policy that all significant customers who wish to trade on credit terms are subject to credit vetting procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant and seeks to maintain adequate provision for disputes and doubtful debts in today's difficult market conditions. The Company where possible will obtain credit insurance for its debts.

Financial key performance indicators

The Directors consider EBITDA before exceptional costs to be the key performance indicators of the Company.

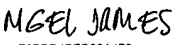
The EBITDA for the period was a loss of £209,682 (2023: profit of £470,501).

The Company's non-financial KPI's are the turnover by employee (excluding Directors) and debtor days. The turnover by employee in the accounting period £71k (2023: £90k). Debtor days were 56 (2023: 43)

Future developments

Market conditions short term appear steady but serving housebuilding is always prone to fluctuation further out.

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

DocuSigned by:

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N R James

Director

Date: 13-Jun-25 | 10:56 AM BST

Benlowe Group Limited

Directors' Report For the Year Ended 30 September 2024

The Directors present their report and the financial statements for the year ended 30 September 2024.

Principal activity

The principal activities of the Company are the manufacture and marketing of window boards, wooden window frames, doors, door sets, and associated products.

Directors

The Directors who served during the year were:

M J Harris (resigned 28 June 2024)

N R James

J Sidebottom (appointed 26 June 2024)

Results and dividends

The loss for the year, after taxation, amounted to £298,114 (2023 - profit £224,056).

The Directors do not recommend the payment of a dividend on the ordinary shares (2023: £NIL)

Matters covered in the Strategic Report

Details of the principal risks and uncertainties and future developments are contained in the strategic report.

Going concern

The Company has recorded a loss for the year, market conditions remain very tough and competitive and the Directors consider that the outlook presents significant challenges and uncertainties in terms of the timing of sales, volumes and pricing. The Company preserves cash and controls the cost base wherever possible in order to allow the Company to continue to meet its debts as they fall due, however market circumstances continue to create uncertainties over future trading results and cash flow.

The Company is a guarantor to the debt facilities of its immediate parent company. The ability of the Company to operate as a going concern relies on it being able to meet its debts as they fall due and being able to operate within the financial covenants attached to the debt to which the Company is a guarantor. The parent company has renegotiated with its banker's revisions to the financial covenants and capital repayment terms associated with the bank loans, through to 31 March 2026. As a consequence of this, the loan repayment terms and banking covenants now agreed are believed by the Board to be achievable.

The Directors have prepared more detailed profit and cash forecasts incorporating the revised agreed bank loan repayment profile and making certain assumptions concerning the renewal of the bank facilities in March 2026, possible changes in trading performance and the timing of likely future orders for the Company's products which demonstrates that the Group continues to be able to meet its liabilities as they fall due for a period of at least twelve months from the date of approval of these financial statements. With the above taken into account, the Directors consider that it is appropriate to continue to adopt the going concern basis in preparing the financial statements.

Benlowe Group Limited

Directors' Report (continued) For the Year Ended 30 September 2024

Directors' responsibilities statement

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

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

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

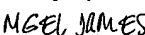
Post balance sheet events

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

Auditors

The auditors, Dains Audit Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

DocuSigned by:

F38BD48F802A473

N R James

Director

Date: 13-Jun-25 | 10:56 AM BST

Benlowe Group Limited

Independent Auditors' Report to the Members of Benlowe Group Limited

Opinion

We have audited the financial statements of Benlowe Group Limited (the 'Company') for the year ended 30 September 2024, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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.

Benlowe Group Limited

Independent Auditors' Report to the Members of Benlowe Group Limited (continued)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The Directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Benlowe Group Limited

Independent Auditors' Report to the Members of Benlowe Group Limited (continued)

Auditors' responsibilities for the audit of the financial statements

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

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:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the senior statutory auditor ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the company through discussions with Directors and other management, and from our commercial knowledge and experience of the sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Company, including the financial reporting legislation, Companies Act 2006, taxation legislation, anti-bribery, employment, and environmental and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in Note 3 were indicative of potential bias;
- investigated the rationale behind significant or unusual transactions;

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims;
- reviewing correspondence with HMRC, relevant regulators and the Company's legal advisors;

Benlowe Group Limited

Independent Auditors' Report to the Members of Benlowe Group Limited (continued)

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 Auditors' Report.

Use of our report

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

Signed by:

3AFB9835CB90459...
Mark Hargate FCA (Senior Statutory Auditor)

for and on behalf of

Dains Audit Limited

Statutory Auditor
Chartered Accountants

Birmingham

Date: 13-Jun-25 | 1:12 PM BST

Benlowe Group Limited

**Statement of Comprehensive Income
For the Year Ended 30 September 2024**

	Note	2024 £	2023 £
Turnover	4	5,007,469	7,658,206
Cost of sales		(3,922,864)	(5,831,511)
Gross profit		1,084,605	1,826,695
Distribution costs		(218,474)	(264,964)
Administrative expenses		(1,186,933)	(1,229,343)
Operating (loss)/profit before restructuring costs	5	(320,802)	332,388
Restructuring costs		(32,216)	(11,000)
Operating (loss)/profit	5	(353,018)	321,388
Interest payable and similar expenses	9	(21,466)	(30,962)
(Loss)/profit before tax		(374,484)	290,426
Tax on (loss)/profit	10	76,370	(66,370)
(Loss)/profit for the financial year		(298,114)	224,056

There were no recognised gains and losses for 2024 or 2023 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2024 (2023:£NIL).

The notes on pages 12 to 29 form part of these financial statements.

Benlowe Group Limited
Registered number:03779009

Balance Sheet
As at 30 September 2024

	Note	2024 £	2023 £
Fixed assets			
Intangible assets	11	-	-
Tangible assets	12	365,228	498,637
Investments	13	442,838	442,838
		<u>808,066</u>	<u>941,475</u>
Current assets			
Stocks	14	360,164	358,634
Debtors: amounts falling due within one year	15	2,638,467	2,716,874
Cash at bank and in hand	16	1,263,981	1,877,506
		<u>4,262,612</u>	<u>4,953,014</u>
Creditors: amounts falling due within one year	17	(1,523,934)	(1,930,193)
		<u>2,738,678</u>	<u>3,022,821</u>
Net current assets			
		<u>3,546,744</u>	<u>3,964,296</u>
Total assets less current liabilities			
Creditors: amounts falling due after more than one year	18	(43,929)	(121,367)
Provisions for liabilities			
Deferred tax	21	(34,000)	(76,000)
		<u>3,468,815</u>	<u>3,766,929</u>
Net assets			
Capital and reserves			
Called up share capital	22	347,826	347,826
Share premium account	23	410,839	410,839
Profit and loss account	23	2,710,150	3,008,264
		<u>3,468,815</u>	<u>3,766,929</u>

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

DocuSigned by:

 N R James

N R James

Director

Date: 13-Jun-25 | 10:56 AM BST

The notes on pages 12 to 29 form part of these financial statements.

Benlowe Group Limited

**Statement of Changes in Equity
For the Year Ended 30 September 2024**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 October 2022	347,826	410,839	2,784,208	3,542,873
Comprehensive income for the year				
Profit for the year	-	-	224,056	224,056
At 1 October 2023	347,826	410,839	3,008,264	3,766,929
Comprehensive income for the year				
Loss for the year	-	-	(298,114)	(298,114)
At 30 September 2024	347,826	410,839	2,710,150	3,468,815

The notes on pages 12 to 29 form part of these financial statements.

Benlowe Group Limited

Notes to the Financial Statements For the Year Ended 30 September 2024

1. General information

Benlowe Group Limited is a Company incorporated in England and Wales under the Companies Act. The Company is a private company limited by shares. The address of the Company's registered office is shown on the Company Information page. The principal activities of the Company and the nature of its operations are set out in the Directors' report.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

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

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Benlowe Group Holdings Limited as at 30 September 2024 and these financial statements may be obtained from Park Road, Ratby, Leicester, Leicestershire, LE6 0JL.

Benlowe Group Limited

Notes to the Financial Statements For the Year Ended 30 September 2024

2. Accounting policies (continued)

2.3 Going concern

The Company has recorded a loss for the period, market conditions remain very tough and competitive and the Directors consider that the outlook presents significant challenges and uncertainties in terms of the timing of sales, volumes and pricing. The Company preserves cash and controls the cost base wherever possible in order to allow the Company to continue to meet its debts as they fall due, however market circumstances continue to create uncertainties over future trading results and cash flow.

The Company is a guarantor to the debt facilities of its immediate parent company. The ability of the Company to operate as a going concern relies on it being able to meet its debts as they fall due and being able to operate within the financial covenants attached to the debt to which the Company is a guarantor. The parent company has renegotiated with its banker's revisions to the financial covenants and capital repayment terms associated with the bank loans, through to 31 March 2026. As a consequence of this, the loan repayment terms and banking covenants now agreed are believed by the Board to be achievable.

The Directors have prepared more detailed profit and cash forecasts incorporating the revised agreed bank loan repayment profile and making certain assumptions concerning the renewal of the bank facilities in March 2026, possible changes in trading performance and the timing of likely future orders for the Company's products which demonstrates that the Group continues to be able to meet its liabilities as they fall due for a period of at least twelve months from the date of approval of these financial statements. With the above taken into account, the Directors consider that it is appropriate to continue to adopt the going concern basis in preparing the financial statements.

2.4 Revenue

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

Sale of goods

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

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

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

2. Accounting policies (continued)

2.5 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the Statement of Comprehensive Income over its useful economic life.

2.6 Tangible fixed assets

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

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

Depreciation is provided on the following basis:

Plant and machinery	- 5% - 20% straight line
Motor vehicles	- 25% straight line

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

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

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.8 Stocks

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

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Benlowe Group Limited

Notes to the Financial Statements For the Year Ended 30 September 2024

2. Accounting policies (continued)

2.9 Debtors

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

2.10 Cash and cash equivalents

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

2.11 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.12 Creditors

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

2.13 Holiday pay accrual

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

2.14 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

2. Accounting policies (continued)

2.15 Operating leases: the Company as lessee

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

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

2.16 Pensions

Defined contribution pension plan

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

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

2.17 Provisions for liabilities

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

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

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

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

2. Accounting policies (continued)

2.18 Current and deferred taxation

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

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

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

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

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

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

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

In the application of the Company's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates.

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

Critical judgements in applying the companies accounting policies

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the Directors have made in the process of applying the Company's accounting policies and that the most significant effect on the amounts recognised in the financial statements.

Stock provision

The Directors assess the requirement for a stock provision based on the ageing of the stock, the quantity held compared to expected future usage and their knowledge of the likelihood of materials being used to fulfil future orders.

Trade debtors

The total carrying value of trade debtors are net of impairment losses on trade debtors. A different assessment of the recoverability of the balance, with reference to either the ability or willingness of the customer to pay, may result in different values being determined.

4. Turnover

The whole of the turnover is attributable to the principal activity of the Company.

All turnover arose within the United Kingdom.

5. Operating (loss)/profit

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

	2024	2023
	£	£
Depreciation of tangible assets	143,336	149,113
Operating lease rentals - land and buildings	160,000	160,000
Operating lease rentals - other	48,938	32,516
Defined contribution pension cost	154,754	224,538
	406,028	566,167

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

6. Auditors' remuneration

During the year, the Company obtained the following services from the Company's auditors:

	2024	2023
	£	£
Fees payable to the Company's auditors for the audit of the Company's financial statements	18,375	16,750

7. Employees

Staff costs, including Directors' remuneration, were as follows:

	2024	2023
	£	£
Wages and salaries	2,128,387	2,532,946
Social security costs	206,199	234,252
Cost of defined contribution scheme	154,754	224,538
	2,489,340	2,991,736

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

	2024	2023
	No.	No.
Production staff	43	60
Sales and administration	30	27
	73	87

Benlowe Group Limited

Notes to the Financial Statements
For the Year Ended 30 September 2024

8. Directors' remuneration

	2024	2023
	£	£
Directors' emoluments	212,178	221,386
Company contributions to defined contribution pension schemes	30,720	44,671
	<u>242,898</u>	<u>266,057</u>

During the year retirement benefits were accruing to 3 Directors (2023 - 2) in respect of defined contribution pension schemes.

The highest paid Director received remuneration of £108,260 (2023 - £114,904).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £17,467 (2023 - £19,360).

9. Interest payable and similar expenses

	2024	2023
	£	£
Bank interest payable	17,870	27,105
Finance leases and hire purchase contracts	3,596	3,857
	<u>21,466</u>	<u>30,962</u>

10. Taxation

	2024	2023
	£	£
Current tax on (loss)/profit for the year	-	34,370
Adjustments in respect of previous periods	<u>(34,370)</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	<u>(44,000)</u>	32,000
Adjustments in respect of previous periods	<u>2,000</u>	<u>-</u>
Tax on (loss)/profit	<u>(76,370)</u>	<u>66,370</u>

Benlowe Group Limited**Notes to the Financial Statements
For the Year Ended 30 September 2024****10. Taxation (continued)****Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2023 - higher than) the standard rate of corporation tax in the UK of 25% (2023 - 22.01%). The differences are explained below:

	2024 £	2023 £
(Loss)/profit on ordinary activities before tax	(374,484)	290,426
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2023 - 22.01%)	(93,621)	63,923
Effects of:		
Expenses not deductible for tax purposes	105	269
Capital allowances for year in excess of depreciation	597	(211)
Remeasurement of deferred tax for changes in tax rates	-	4,025
Deferred tax not recognised	1,039	(1,636)
Adjustments to tax charge in respect of prior periods	(32,370)	-
Losses carried back	36,942	-
Group relief	10,938	-
Total tax charge for the year	(76,370)	66,370

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

11. Intangible assets

	Goodwill
	£
Cost	
At 1 October 2023	2,957,200
At 30 September 2024	<u>2,957,200</u>
Amortisation	
At 1 October 2023	2,957,200
At 30 September 2024	<u>2,957,200</u>
Net book value	
At 30 September 2024 and 30 September 2023	<u><u>-</u></u>

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

12. Tangible fixed assets

	Plant and machinery £
Cost or valuation	
At 1 October 2023	5,038,362
Additions	9,927
	<hr/>
At 30 September 2024	5,048,289
	<hr/>
Depreciation	
At 1 October 2023	4,539,725
Charge for the year on owned assets	119,698
Charge for the year on financed assets	23,638
	<hr/>
At 30 September 2024	4,683,061
	<hr/>
Net book value	
At 30 September 2024	365,228
	<hr/> <hr/>
At 30 September 2023	498,637
	<hr/> <hr/>

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

	2024	2023
	£	£
Plant and machinery	<u>16,774</u>	<u>127,928</u>

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

13. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 October 2023	4,610,004
At 30 September 2024	<u>4,610,004</u>
Impairment	
At 1 October 2023	4,167,166
At 30 September 2024	<u>4,167,166</u>
Net book value	
At 30 September 2024 and 30 September 2023	<u><u>442,838</u></u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
T.L. Bennett (Holdings) Limited	Park Road, Ratby, Leicestershire, LE6 0JL	Ordinary	100%
Thomas Lowe Joinery Limited	Park Road, Ratby, Leicestershire, LE6 0JL	Ordinary	100%
Bennett Windows Limited	Park Road, Ratby, Leicestershire, LE6 0JL	Ordinary	100%

14. Stocks

	2024 £	2023 £
Raw materials and consumables	199,910	213,462
Work in progress (goods to be sold)	160,254	145,172
	<u><u>360,164</u></u>	<u><u>358,634</u></u>

Benlowe Group Limited

Notes to the Financial Statements
For the Year Ended 30 September 2024

15. Debtors

	2024	2023
	£	£
Trade debtors	800,928	911,741
Amounts owed by group undertakings	1,751,852	1,724,356
Other debtors	5,379	-
Prepayments and accrued income	80,308	80,777
	<u>2,638,467</u>	<u>2,716,874</u>

16. Cash and cash equivalents

	2024	2023
	£	£
Cash at bank and in hand	<u>1,263,981</u>	<u>1,877,506</u>

17. Creditors: Amounts falling due within one year

	2024	2023
	£	£
Bank loans	70,176	62,114
Trade creditors	721,267	800,064
Amounts owed to group undertakings	445,838	445,838
Corporation tax	2,434	42,804
Other taxation and social security	153,955	245,324
Obligations under finance lease and hire purchase contracts	7,182	47,071
Other creditors	64,533	165,819
Accruals and deferred income	58,549	121,159
	<u>1,523,934</u>	<u>1,930,193</u>

Bank loans comprises of a Coronavirus Business Interruption Loan Scheme (CBILS). Interest is charged at 12.7% per annum.

Obligations under finance leases and hire purchase contracts are secured on the assets to which they relate.

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

18. Creditors: Amounts falling due after more than one year

	2024	2023
	£	£
Bank loans	38,664	108,920
Net obligations under finance leases and hire purchase contracts	5,265	12,447
	<u>43,929</u>	<u>121,367</u>

Bank loans comprises of a Coronavirus Business Interruption Loan Scheme (CBILS). Interest is charged at 12.7% per annum.

Obligations under finance leases and hire purchase contracts are secured on the assets to which they relate.

19. Loans

Analysis of the maturity of loans is given below:

	2024	2023
	£	£
Amounts falling due within one year		
Bank loans	70,176	62,114
	<u>70,176</u>	<u>62,114</u>
Amounts falling due 1-2 years		
Bank loans	38,664	70,256
	<u>38,664</u>	<u>70,256</u>
Amounts falling due 2-5 years		
Bank loans	-	38,664
	<u>-</u>	<u>38,664</u>
	<u>108,840</u>	<u>171,034</u>

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

20. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	2024	2023
	£	£
Within one year	7,182	47,071
Between 1-5 years	5,265	12,447
	<u>12,447</u>	<u>59,518</u>

21. Deferred taxation

	2024
	£
At beginning of year	(76,000)
Charged to profit or loss	42,000
At end of year	<u><u>(34,000)</u></u>

The provision for deferred taxation is made up as follows:

	2024	2023
	£	£
Accelerated capital allowances	(65,000)	(92,000)
Tax losses carried forward	19,000	-
Short term timing differences	12,000	16,000
	<u>(34,000)</u>	<u>(76,000)</u>

Benlowe Group Limited**Notes to the Financial Statements
For the Year Ended 30 September 2024****22. Share capital**

	2024	2023
	£	£
Allotted, called up and fully paid		
200,000 (2023 - 200,000) Ordinary shares of £1.00 each	200,000	200,000
147,826 (2023 - 147,826) 'A' Ordinary shares of £1.00 each	147,826	147,826
	347,826	347,826

The ordinary and 'A' ordinary shares carry equal voting rights in the majority of situations. However, the 'A' ordinary shares have priority as to both nominal value and premium paid in the event of winding up the Company. Any proposed dividend to the ordinary shareholders is subject to agreement of 75% of 'A' ordinary shareholders.

23. Reserves**Share premium account**

The share premium reserve represents the premium arising on the issue of share equity, net of issue expenses.

Profit and loss account

The profit and loss reserve represents the cumulative profits or losses, net of paid dividends and other adjustments.

24. Contingent liabilities

The assets of the business are provided as security for the banking of the parent undertaking, Benlowe Group Holdings Limited. At 30 September 2024, the liabilities covered by these security totalled £706,576 (2023: £756,576).

25. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund.

The pension cost charge represents contributions payable by the Company to the fund and amounted to £155,559 (2023: £224,538). At the year end, the amount of contributions outstanding was £40,562 (2023: £44,473).

Benlowe Group Limited

**Notes to the Financial Statements
For the Year Ended 30 September 2024**

26. Commitments under operating leases

At 30 September 2024 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2024	2023
	£	£
Not later than 1 year	199,398	197,923
Later than 1 year and not later than 5 years	57,072	58,420
	256,470	256,343

27. Controlling Party

At 30 September 2024, the immediate parent undertaking is Benlowe Group Holdings Limited, a company incorporated and registered in England and Wales. Copies of the financial statements for Benlowe Group Holdings Limited can be obtained from its registered office, Benlowe Group Holdings Limited, Park Road, Ratby, Leicester, Leicestershire, LE6 0JL.

The parent undertaking of the largest and smallest group to consolidate their financial statements is Benlowe Group Holdings Limited.

At 30 September 2024, the Directors considered there to be no ultimate controlling party.