Illingworth & Gregory Limited
Annual report and financial statements
for the period ended 31 December 2018

Registered Number 01273527



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Directors and other information

Directors

JM Illingworth

RA Cawkwell (appointed 2 November 2017) SJ Davison (appointed 2 November 2017) PE Sewell (appointed 2 November 2017)

Secretary

DA Leedham

Company number

01273527

Registered office

Geneva Way Leads Road

Hull HU7 0DG

Auditor

RSM UK Audit LLP Chartered Accountants Two Humber Quays Wellington Street West

Hull HU1 2BN

Bankers

National Westminster Bank plc

8 Market Place Huddersfield HD1 2AL

Directors report period ended 31 December 2018

The directors present their report and the financial statements of the company for the period ended 31 December 2018.

Directors

The directors who served the company during the period were as follows:

JM Illingworth

RA Cawkwell (appointed 2 November 2017)

SJ Davison (appointed 2 November 2017)

PE Sewell (appointed 2 November 2017)

Director indemnities

Qualifying third party indemnity provisions as defined by Section 234 of the Companies Act were in place throughout the year.

Directors' responsibilities statement

The directors are responsible for preparing 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 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 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 judgments and accounting estimates that are reasonable and prudent; 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.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware;
 and
- they have taken all 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 auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 19 September 2019 and signed on behalf of the board

PE Sewell Director

Independent auditor's report to the members of Illingworth & Gregory Limited

Opinion

We have audited the financial statements of Illingworth & Gregory Limited (the 'company') for the period ended 31 December 2018 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice:
- 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that
 may cast significant doubt about the company's ability to continue to adopt the going concern basis of
 accounting for a period of at least twelve months from the date when the financial statements are
 authorised for issue.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 auditor's report to the members of Illingworth & Gregory Limited (continued)

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 directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has 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 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; 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 directors' report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Independent auditor's report to the members of Illingworth & Gregory Limited (continued)

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.

RICHARD LEWIS (Senior Statutory Auditor)

70/9/2019

For and on behalf of RSM UK Audit LLP, Statutory Auditor

RSM UK Ardit CCF

Chartered Accountants

Two Humber Quays

Wellington Street West

Hull

HU1 2BN

Date

Statement of comprehensive income period ended 31 December 2018

	Note	For the period 1 October 2017 to 31 December 2018 £	For the year ended 30 September 2017 £
Turnover		9,089,130	8,218,206
Cost of sales		(7,787,002)	(6,588,365)
Gross profit		1,302,128	1,629,841
Administrative expenses		(747,394)	(328,297)
Operating profit		554,734	1,301,544
Other interest receivable		925	2,181
Profit before taxation	5	555,659	1,303,725
Tax on profit		(99,091)	(254,915)
Profit for the financial period/year		456,568	1,048,810
Net (decrease) in fair value of investments		-	(4)
Total comprehensive income for the period/year		456,568	1,048,806

All the activities of the company are from continuing operations.

Statement of financial position period ended 31 December 2018

		31 December 2018	30 September 2017
	Notes	£	£
Fixed assets			
Tangible assets	6	44,909	127,928
Investments	7	182	182
		45,091	128,110
Current assets			
Stocks		10,000	75,216
Debtors	8	1,204,599	1,845,065
Cash at bank and in hand		293,825	2,291,606
	 	1,508,424	4,211,887
Creditors: amounts falling due within one year	9	(1,241,531)	(1,936,330)
Net current assets		266,893	2,275,557
Total assets less current liabilities		311,984	2,403,667
Provision for liabilities		(6,091)	(9,223)
Net assets		305,893	2,394,444
Capital and reserves			
Called up share capital	10	9,000	9,000
Share premium account	11	1,091	1,091
Fair value reserve	11	1	1
Profit and loss account	11	295,801	2,384,352
		305,893	2,394,444

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

These financial statements were approved by the board of directors and authorised for issue on 19 September 2019, and are signed on behalf of the board by:

PE Sewell

Director

Company registration number: 01273527

The notes on pages 6 to 17 form part of these financial statements.

Statement of changes in equity period ended 31 December 2018

	Called up share capital	Share premium account	Fair value reserves	Profit and loss account	Total
	£	£	£	£	£
At 1 October 2016	9,000	1,091	5	1,403,542	1,413,638
Profit for the year	-	-	-	1,048,810	1,048,810
Other comprehensive income for the year				,	
Net decrease in fair value of investments	-	-	(4)	-	(4)
Total comprehensive income for the year	-	•	(4)	1,048,810	1,048,806
Dividend paid and payable	-	-	-	(68,000)	(68,000)
Total transactions with owners	•	-	-	(68,000)	(68,000)
At 30 September 2017 and 1 October 2017	9,000	1,091	1	2,384,352	2,394,444
Profit for the period	-	-	-	456,568	456,568
Other comprehensive income for the period	-	-	-	-	-
Total comprehensive income for the period	-	-	-	456,568	456,568
Dividends paid and payable	-	-	-	(2,545,119)	(2,545,119)
Total transactions with owners	-	-	-	(2,545,119)	(2,545,119)
At 31 December 2018	9,000	1,091	1	295,801	305,893

Notes to the financial statements period ended 31 December 2018

1. Accounting Policies

General information

Illingworth & Gregory Limited ('the company') operates as building contractors.

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Geneva Way, Leads Road, Hull, HU7 0DG.

The financial statements have been prepared for the 15 month period to 31 December 2018 while the comparatives are for the 12 months to 30 September 2017.

Basis of accounting

The financial statements have been prepared in accordance with the provisions of FRS 102, Section 1A, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Accounting policies

The financial statements have been prepared on the historical cost basis and in accordance with the requirements of the Companies Act 2006 as applicable to companies entitled to the small companies exemption.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

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

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively. Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Notes to the financial statements (continued) period ended 31 December 2018

1. Accounting policies (continued)

Tangible assets

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Plant and machinery - 10% reducing balance Fittings fixtures and equipment - 25% reducing balance Motor vehicles - 25% reducing balance

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stocks to their present location and condition.

Notes to the financial statements (continued) Period ended 31 December 2018

Accounting policies (continued)

Construction contracts

Where the outcome of construction contracts can be reliably estimated, contract revenue and contract costs are recognised by reference to the stage of completion of the contract activity as at the year end.

Where the outcome of construction contracts cannot be estimated reliably, revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable, and contract costs are recognised as an expense in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is expenses immediately, with a corresponding provision for an onerous contract being recognised.

Where the collectability of an amount already recognised as contract revenue is no longer probable, the uncollectible amount is expensed rather than recognised as an adjustment to the amount of contract revenue.

The entity uses the percentage of completion method to determine the amounts to be recognised in the period. The stage of completion is measured by reference to surveys of work performed. Costs are then recognised to the same stage of completion as a percentage of total expected costs.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event; it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised in finance costs in profit or loss in the period it arises.

Financial instruments

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

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

Notes to the financial statements (continued) period ended 31 December 2018

Accounting policies (continued)

Financial instruments (continued)

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets or either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised in finance costs in profit or loss in the period in which it arises.

2. Auditors remuneration

	For the period 1 October 2017 to 31 December 2018 £	For the year ended 30 September 2017 £
During the period the company obtained the following services from the auditors and its associates		
Fees payable for the audit of the financial statements	10,000	15,475

Notes to the financial statements (continued) period ended 31 December 2018

3. Staff costs

The average number of persons employed by the company during the period 1 October 2017 to 31 December 2018 amounted to 23 (year ended 30 September 2017: 23).

4. Directors remuneration

The directors aggregate remuneration in respect of qualifying services was:

	For the period 1 October 2017 to 31 December 2018 £	For the year ended 30 September 2017
Remuneration	99,575	21,749
Company contributions to pension schemes in respect of qualifying services	-	6,300
	99,575	28,049

The number of directors who accrued benefits under company pension plans was as follows:

	For the period 1 October 2017	For the year ended 30
	to 31	September
	December 2018 £	2017 £
Defined contributions plans	-	1

5. Profit before taxation

Profit before taxation is stated after charging/(crediting):

	For the period 1 October 2017 to 31 December 2018 £	For the year ended 30 September 2017 £
Depreciation of tangible assets	15,585	17,016
Profit on disposal of freehold properties & vehicle assets	(175,040)	-

Notes to the financial statements (continued) period ended 31 December 2018

6. Tangible assets

	Freehold & leasehold properties	Plant & machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	<u>£</u>	3	£	£	£
Cost					
At 1 October 2017	109,851	32,186	24,492	144,894	311,423
Additions	-	-	11,526	-	11,526
Disposals	(109,851)	-	-	(8,750)	(118,601)
At 31 December 2018		32,186	36,018	136,144	204,348
Depreciation					
At 1 October 2017	31,350	22,617	19,187	110,341	183,495
Charge for the year	183	1,172	4,153	10,077	15,585
Disposals	(31,533)	-	-	(8,108)	(39,641)
At 31 December 2018	-	23,789	23,340	112,310	159,439
Carrying amount					
At 31 December 2018	•	8,397	12,678	23,834	44,909
At 30 September 2017	78,501	9,569	5,305	34,553	127,928

7. Investments

	Other investments other than loans	Total
	£	£
Cost or valuation		
At 31 October 2017 and 31 December 2018	182	182
Impairment		
At 31 October 2017 and 31 December 2018	<u>-</u>	
Carrying amount		
At 31 December 2018	182	182
At 30 September 2017	182	182

Notes to the financial statements (continued) period ended 31 December 2018

8. Debtors

	31 December 2018	30 September 2017
	£	£
Trade debtors	731,867	-
Amounts owed from group undertakings and undertakings in which the company has a participating interest	326,461	-
Amounts recoverable on contracts	134,836	-
Other debtors	133	1,845,065
Prepayments	11,302	-
	1,204,599	1,845,065

Included within debtors is £412,689 (30 September 2017: £63,209) in relation to retentions on construction contracts which are payable after one year.

9. Creditors: amounts falling due within one year

	31 December 2018	30 September 2017
	£	£
Trade creditors	977,985	1,434,263
Amounts owed to group undertakings and undertakings in which the company has a participating interest	50,605	17,934
Corporation tax	102,223	259,249
Social security and other taxes	69,168	180,616
Other creditors	10,945	44,268
Accruals	30,605	-
	1,241,531	1,936,330

The company is part of a group banking facility which is secured by way of a debenture and cross guarantee over all assets of the company.

10. Called up share capital Issued, called up and fully paid

	31 December 2018		30 September 2017	
		£		£
Ordinary shares, shares of £1 each	9,000	9,000	9,000	9,000

Notes to the financial statements (continued) period ended 31 December 2018

11. Reserves

Share premium account:

This reserve records the amount above the nominal value received for shares sold, less transaction costs

Fair value reserve:

This reserve records fair value movements including movements on listed investments.

Profit and loss account:

This reserve records retained earnings and accumulated losses.

12. Operating leases

The company as lessee

The total future minimum lease payments under non-cancellable operating leases are as follows:

	31 December 2018 £	30 September 2017 £
Not later than 1 year	-	3,512

13. Related party transactions

Transactions between the company and non-wholly owned companies during the period were as follows:

, 5	31 December 2018	30 September 2017
	£	£
Sewell Group Limited – purchased amount	235,712	-
Sewell Group Limited – balance receivable	326,461	-

On the 31 October 2017 the company disposed of its freehold property to JM Illingworth for open market value (£250,000). This property is now leased back to the company at an annual rent of £30,000.

Notes to the financial statements (continued) period ended 31 December 2018

14. Ultimate parent undertaking

The company is a subsidiary of Illingworth & Gregory (Holdings) Limited, a company incorporated in England and Wales. The registered office is: Geneva Way, Leads Road, Hull, England, HU7 0DG.

On 2 November 2017 the group containing this company was acquired by Sewell Group Limited, and the ultimate parent company became Sewell Ventures Limited. Sewell Ventures is under the control of PE Sewell.

Sewell Ventures Limited is the ultimate parent company and is the smallest and largest group for which consolidated financial statements including Illingworth & Gregory Limited are prepared. Copies of the consolidated financial statements of Sewell Ventures Limited can be obtained from Geneva Way, Leads Road, Hull, HU7 0DG.