Company registration number: 08063321

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2025

DUFFELLS INVESTMENTS LIMITED

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DUFFELLS INVESTMENTS LIMITED

COMPANY INFORMATION

Directors	N Bartholomew A Kuness J Kuness
Registered number	08063321
Registered office	Unit 3 Commerce Way 19 Commerce Park Croydon CR0 4YL
Independent auditor	Menzies LLP Chartered Accountants & Statutory Auditor 4th Floor 95 Gresham Street London EC2V 7AB

DUFFELLS INVESTMENTS LIMITED

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DUFFELLS INVESTMENTS LIMITED

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2025

The directors present the strategic report for the year ended 31 December 2025.

Introduction

The group is a long established wholesale distributor of locks, security, ironmongery, UPVC repair and other specialist locking products to the UK and Ireland. Distribution of products takes place by courier following an order being placed by phone, fax, email or internet. The group also has a trade counter where a customer can collect items in person.

Business review

Management consider that the group is relied on by their customers as it offers a very specialist but extensive range of products that are provided by a limited number of distributors within the market. The group also offers a technical support service and it is an affiliate member of the Master Locksmiths Association and GAI (Guild of Architectural Ironmongers).

Management's main objectives include seeking to expand the customer base of the group and consequently improve profitability and to perform their duties within the relevant laws and regulations. The group employed 85 staff at the end of 2025.

Turnover for the year to 31 December 2025 was £21,533,912 (2024: £20,762,288) achieving a gross profit margin of 27.5% (2024: 25.8%). Net assets at 31 December 2025 were £2,264,674 (2024: £1,756,922). The directors are satisfied with the results for the year.

Future developments

Duffells remains focused on improving our processes and providing customers with a smooth, efficient experience. We will continue to invest in IT developments that support this.

Principal risks and uncertainties

The principal risks and uncertainties that the group faces are considered by management to be as follows:

Economic uncertainty

Management acknowledges that it is important to maintain a close relationship with its key customers so that early signs of financial difficulties may be identified and provided for appropriately. Sales trends are also reviewed periodically so that early action can be taken in case of a decline in sales.

Financial risk

As customers face their own economic challenges, there is an increased risk of late payment and bad debt. The group takes steps to ensure that adequate cash f ow is available to ensure that these risks can be managed, such as the use of an invoice discounting facility.

Competition

It is considered that the market in which the group operates is very competitive. In order to manage this particular risk the company provides quality service together with an extensive stock range and maintains a strong relationship with its key customers.

Reliance on key suppliers

The group's purchasing activities could expose it to over reliance on some suppliers. This risk is managed by having a wide supplier base which is spread across several countries and continents.

Loss of key personnel

To avoid the operational difficulties that may be caused by this risk management seek to ensure that key employees are appropriately remunerated.

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2025

Other key performance indicators

Our continued strategic focus on product ranges and continued improvements to our service has resulted in turnover increasing by 3% to £21.5m in 2025 compared to £20.8m in 2024. Operating profit has also increased by 27.6% from £1.57m in 2024 to £2.0m.

We continue to invest in product ranges and our staff.

Our customer performance, as measured by the ratio of credit notes against invoices is continually reviewed by management as we continue our efforts to improve processes and staff training.

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

N Bartholomew
Director

Date: 2 July 2026

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2025

The directors present their report and the financial statements for the year ended 31 December 2025.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated 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 the Group and of the profit or loss of the Group for that period.

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

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments 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 Group 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 the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activities

The principal activity of the company continued to be that of a holding company. The group's activities continued to be that of wholesale distribution of locks, security, ironmongery, UPVC repair and other specialist locking products to the UK and Ireland.

Results and dividends

The profit for the year, after taxation, amounted to £1,457,752 *(2024: £1,233,826)*.

Interim dividends were paid in the year amounting to £950,000 (2024: £500,000). The directors do not recommend payment of a final dividend (2024: £NIL).

Going concern

In light of the current economic uncertainty, the group has reviewed and will continue to review its cost base and take sufficient steps to mitigate against any adverse impact on the group. The directors have prepared forecasts that cover a period of at least 12 months from the date of these accounts and consider the group will continue to be able to meet its liabilities as they fall due and hence remain a going concern.

The individual company, Duffells Investments Limited has a significant group creditor balance with its subsidiary entity and the directors do not consider that this will be recalled given that Duffells Investments Limited controls all voting shares in respect of M.E. Duffell Limited. As such, the directors are satisfied that Duffells Investments Limited, as an individual entity, also remains a going concern.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2025

Directors

The directors who served during the year were:

N Bartholomew
A Kuness
J Kuness

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

Matters covered in the Group strategic report

Some areas, such as future developments are not shown within this Directors' Report as they are instead included within the Strategic Report under S414c(11).

Disclosure of information to auditor

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 and the Group's auditor is 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 and the Group's auditor is aware of that information.

Auditor

The auditor, Menzies LLP, 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.

N Bartholomew
Director

Date: 2 July 2026

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUFFELLS INVESTMENTS LIMITED

Opinion

We have audited the financial statements of Duffells Investments Limited (the 'parent Company') and its subsidiary (the 'Group') for the year ended 31 December 2025, which comprise the Consolidated statement of comprehensive income, the Consolidated statement of financial position, the Company statement of financial position, the Consolidated statement of cash flows, the Consolidated statement of changes in equity, the Company 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 Group's and of the parent Company's affairs as at 31 December 2025 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group 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 Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

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

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUFFELLS INVESTMENTS LIMITED (CONTINUED)

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 Group 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 Group 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 Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group 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 by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company 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 3, 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUFFELLS INVESTMENTS LIMITED (CONTINUED)

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 Group 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:

The Group is subject to laws and regulations that directly affect the financial statements including financial reporting legislation. We determined that the following laws and regulations were most significant including:

- Companies Act 2006;
- Financial Reporting Standard 102;
- UK tax legislation; and
- UK employment legislation.

We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

We understood how the Group is complying with those legal and regulatory frameworks by making inquiries to management.

The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations. The assessment did not identify any issues in these areas.

We assessed the susceptibility of the Group financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:

- Identifying and assessing the measures management has in place to prevent and detect fraud;
- Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
- Challenging assumptions and judgements made by management in its significant accounting estimates; and
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.

As a result of the above procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas:

- The application of inappropriate judgements or estimation to manipulate the financial position in the calculation of the year end provisions; and
- Posting of unusual journals and complex transactions.

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 Auditor's report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUFFELLS INVESTMENTS 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.

Andrew Wooding FCA (Senior statutory auditor)

for and on behalf of
Menzies LLP

Chartered Accountants
Statutory Auditor

4th Floor
95 Gresham Street
London
EC2V 7AB

2 July 2026

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	2025 £	2024 £
Turnover	4	**21,533,912**	*20,762,288*
Cost of sales		**(15,569,456)**	*(15,398,209)*
Gross profit		**5,964,456**	*5,364,079*
Administrative expenses		**(3,965,371)**	*(3,794,881)*
Operating profit	5	**1,999,085**	*1,569,198*
Interest receivable and similar income	9	**13,630**	*53,827*
Interest payable and similar expenses	10	**(20,256)**	*(14,663)*
Profit before taxation		**1,992,459**	*1,608,362*
Tax on profit	11	**(534,707)**	*(374,536)*
Profit for the financial year		**1,457,752**	*1,233,826*
Total comprehensive income for the year		**1,457,752**	*1,233,826*
Profit for the year attributable to:			
Owners of the parent Company		**1,457,752**	*1,233,826*
		1,457,752	*1,233,826*
Total comprehensive income for the year attributable to:			
Owners of the parent Company		**1,457,752**	*1,233,826*
		1,457,752	*1,233,826*

The notes on pages 16 to 33 form part of these financial statements.

DUFFELLS INVESTMENTS LIMITED
REGISTERED NUMBER:08063321

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2025

	Note		2025 £		*2024* *£*
Fixed assets					
Intangible assets	13		**67,442**		*32,211*
Tangible assets	14		**293,748**		*186,073*
			361,190		*218,284*
Current assets					
Stocks	16	**3,171,527**		*2,590,161*	
Debtors: amounts falling due within one year	17	**2,021,702**		*2,597,637*	
Cash at bank and in hand	18	**182,003**		*82,417*	
		5,375,232		*5,270,215*	
Creditors: amounts falling due within one year	19	**(2,990,928)**		*(3,254,436)*	
Net current assets			**2,384,304**		*2,015,779*
Total assets less current liabilities			**2,745,494**		*2,234,063*
Creditors: amounts falling due after more than one year	20		**(35,171)**		-
Provisions for liabilities					
Deferred taxation	21	**(49,938)**		*(48,992)*	
Other provisions	22	**(395,711)**		*(428,149)*	
			(445,649)		*(477,141)*
Net assets			**2,264,674**		*1,756,922*
Capital and reserves					
Called up share capital	23		**100**		*100*
Profit and loss account	24		**2,264,574**		*1,756,822*
Equity attributable to owners of the parent Company			**2,264,674**		*1,756,922*
			2,264,674		*1,756,922*

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

N Bartholomew
Director

Date: 2 July 2026

The notes on pages 16 to 33 form part of these financial statements.

DUFFELLS INVESTMENTS LIMITED
REGISTERED NUMBER:08063321

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2025

	Note		2025 £		*2024* *£*
Fixed assets					
Investments	15		**2,583,360**		*2,583,360*
			2,583,360		*2,583,360*
Creditors: amounts falling due within one year	19	**(2,583,260)**		*(2,583,260)*	
Net current liabilities			**(2,583,260)**		*(2,583,260)*
Total assets less current liabilities			**100**		*100*
Net assets			**100**		*100*
Capital and reserves					
Called up share capital	23		**100**		*100*
Profit for the year		**950,000**		*500,000*	
Dividends		**(950,000)**		*(500,000)*	
			100		*100*

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

N Bartholomew
Director

Date: 2 July 2026

The notes on pages 16 to 33 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2024	**100**	**1,022,996**	**1,023,096**
Profit for the year	-	1,233,826	1,233,826
Dividends	-	(500,000)	(500,000)
At 1 January 2025	**100**	**1,756,822**	**1,756,922**
Profit for the year	-	1,457,752	1,457,752
Dividends	-	(950,000)	(950,000)
At 31 December 2025	**100**	**2,264,574**	**2,264,674**

The notes on pages 16 to 33 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2024	**100**	**-**	**100**
Profit for the year	**-**	**500,000**	**500,000**
Dividends	**-**	**(500,000)**	**(500,000)**
At 1 January 2025	**100**	**-**	**100**
Profit for the year	**-**	**950,000**	**950,000**
Dividends	**-**	**(950,000)**	**(950,000)**
At 31 December 2025	**100**	**-**	**100**

The notes on pages 16 to 33 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025

	2025 £	*2024* *£*
Cash flows from operating activities		
Profit for the financial year	**1,457,752**	*1,233,826*
Adjustments for:		
Amortisation of intangible assets	**73,288**	*54,849*
Depreciation of tangible assets	**87,064**	*54,105*
Interest payable	**20,256**	*14,663*
Interest receivable	**(13,630)**	*(53,827)*
Taxation charge	**534,707**	*374,536*
(Increase) in stocks	**(581,366)**	*(328,391)*
Decrease/(increase) in debtors	**575,935**	*(389,722)*
(Decrease) in creditors	**(199,617)**	*(401,721)*
(Decrease)/increase in provisions	**(32,438)**	-
Corporation tax (paid)	**(635,471)**	*(285,709)*
Net cash generated from operating activities	**1,286,480**	*272,609*
Cash flows from investing activities		
Purchase of intangible fixed assets	**(108,519)**	*(18,805)*
Purchase of tangible fixed assets	**(121,749)**	*(44,767)*
Interest received	**13,630**	*52,827*
Net cash from investing activities	**(216,638)**	*(10,745)*
Cash flows from financing activities		
Dividends paid	**(950,000)**	*(500,000)*
Interest paid	**(20,256)**	*(14,663)*
Net cash used in financing activities	**(970,256)**	*(514,663)*
Net increase/(decrease) in cash and cash equivalents	**99,586**	*(252,799)*
Cash and cash equivalents at beginning of year	**82,417**	*335,216*
Cash and cash equivalents at the end of year	**182,003**	*82,417*
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**182,003**	*82,417*
	182,003	*82,417*

The notes on pages 16 to 33 form part of these financial statements.

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2025

	At 1 January 2025 £	Cash flows £	New finance leases £	At 31 December 2025 £
Cash at bank and in hand	82,417	99,586	-	182,003
Debt due within 1 year	-	-	-	-
Finance leases	-	-	(50,345)	(50,345)
	82,417	99,586	(50,345)	131,658

The notes on pages 16 to 33 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

1. General information

Duffells Investments Limited ("the company") is a private company limited by shares and is registered, domiciled anc incorporated in England and Wales. The registered office is Unit 3, Commerce Park, 19 Commerce Way, Croydon, Surrey, CR0 4YL.

The group consists of Duffells Investments Limited and all of its subsidiaries.

The company's and the group's principal activities and nature of its operations are disclosed in the Strategic Report and 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 Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.3 Going concern

The Directors have prepared detailed financial projections which indicate the Group can continue to operate as a going concern for a period of at least 12 months from the date of signing of these financial statements. These projections cover a period of at east 12 months from the date of these accounts, and have taken the expected effects of the current economic uncertainty into consideration.

Management have considered possible negative impacts both directly to the Group as well as the potential wider economic effects of the current economy in forming these projections.

The Directors are satisfied that the Group is in a position to meet its liabilities as they fall due over the next 12 months from the date of signing of these financial statements and on this basis, the financial statements have been prepared on a going concern basis.

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.5 Revenue

Revenue represents amounts receivable for goods net of VAT and trade discounts.

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

2.6 Operating leases: the Group 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.

2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.8 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.

2. Accounting policies (continued)

2.9 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group 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 Statement of financial position. The assets of the plan are helc separately from the Group in independently administered funds.

2.10 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 reporting date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting 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 reporting date.

2.11 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Software	-	3	years straight line
Website development costs	-	3	years straight line

2. Accounting policies (continued)

2.12 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.

At each reporting date the Group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on a reducing balance basis.

Depreciation is provided on the following basis:

Short-term leasehold property	-		Over the life of the lease
Plant and machinery	-	25%	Reducing balance
Motor vehicles	-	25%	Reducing balance
Fixtures and fittings	-	25%	Reducing balance
Computer equipment	-	20%	Reducing balance

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.

2.13 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.14 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 first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting 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.

2.15 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. Accounting policies (continued)

2.16 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.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2.17 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.

2.18 Provisions for liabilities

Provisions are recognised when an event has taken place that gives rise to a legal or constructive obligation, a transfer of economic benefits is probable and a reliable estimate can be made.

Provisions are measured as the best estimate of the amount required to settle the obligation, taking into account the related risks and uncertainties.

Deferred tax liabilities are also presented within provisions but are measured in accordance with the accounting policy on taxation.

Increases in provisions are generally charged as an expense to profit or loss.

2. Accounting policies (continued)

2.19 Financial instruments

The Group has elected to apply the provisions of Section 11 "Basic Financial Instruments" of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Group's Statement of financial position when the Group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other debtors, cash and bank balances, are initially measured at their transaction price (adjusted for transaction costs except in the initial measurement of financial assets that are subsequently measured at fair value through profit and loss) and are subsequently carried at their amortised cost using the effective interest method, less any provision for impairment, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other debtors due with the operating cycle fall into this category of financial instruments.

Impairment of financial assets

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a favourable change in relation to the events surrounding the impairment loss then the impairment can be reviewed for possible reversal. The reversal will not cause the current carrying amount to exceed the original carrying amount had the impairment not been recognised. The impairment reversal is recognised in the profit or loss.

Basic financial liabilities

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

Basic financial liabilities, which include trade and other creditors, bank loans, other loans and loans due to fellow group companies are initially measured at their transaction price (adjusting for transaction costs except in the initial measurement of financial liabilities that are subsequently measured at fair value through profit and loss). When this constitutes a financing transaction, whereby the debt instrument is measured at the present value of the future payments discounted at a market rate of interest, discounting is omitted where the effect of discounting is immaterial.

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

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

2. Accounting policies (continued)

2.19 Financial instruments (continued)

Derecognition of financial instruments

Derecognition of financial assets

Financial assets are derecognised when their contractual right to future cash flow expire, or are settled, or when the Group transfers the asset and substantially all the risks and rewards of ownership to another party. If significant risks and rewards of ownership are retained after the transfer to another party, then the Group will continue to recognise the value of the portion of the risks and rewards retained.

Derecognition of financial liabilities

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

2.20 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognisec when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

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

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

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

Stock valuation

When assessing the value of stock at the period end, management use their judgement and consider both net realisable value, slow-moving provisions and obsolete or faulty stock. These estimates are calculated using historical sales and consideration is also given to the estimated levels and values of expected sales after the year end.

Dilapidations provision

Management use their judgement, and engage with third party valuers where appropriate, to consider the requirement to recognise a dilapidations provision which is appropriate to cover the expected costs at the end of the lease for each property.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

4. Turnover

An analysis of turnover by class of business is as follows:

	2025	2024
	£	£
Sale of goods	**21,533,912**	*20,762,288*
	21,533,912	*20,762,288*

Analysis of turnover by country of destination:

	2025	2024
	£	£
United Kingdom and Ireland	**21,533,912**	*20,762,288*
	21,533,912	*20,762,288*

5. Operating profit

The operating profit is stated after charging:

	2025	2024
	£	£
Exchange differences	**486**	*(1,105)*
Other operating lease rentals	**353,283**	*357,705*

6. Auditor's remuneration

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

	2025	2024
	£	£
Fees payable to the Company's auditor for the audit of the consolidated and parent Company's financial statements	**3,675**	*3,500*

7. Employees

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

	Group 2025 £	*Group 2024 £*
Wages and salaries	**3,030,064**	*2,903,766*
Social security costs	**364,701**	*287,427*
Pension costs	**135,368**	*140,835*
	3,530,133	*3,332,028*

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

	Group 2025 No.	*Group 2024 No.*	Company 2025 No.	*Company 2024 No.*
Directors	**5**	*5*	*3*	*3*
Office	**40**	*39*	-	-
Warehouse	**40**	*38*	-	-
	85	*82*	*3*	*3*

8. Directors' remuneration

	2025 £	*2024 £*
Directors' emoluments	**165,769**	*201,105*
Group contributions to defined contribution pension schemes	**86,000**	*88,976*
	251,769	*290,081*

During the year retirement benefits were accruing to 3 directors *(2024 - 3)* in respect of defined contribution pension schemes.

The highest paid director received remuneration of £75,084 *(2024 - £83,396)*.

The value of the Group's contributions paid to a cefined contribution pension scheme in respect of the highest paid director amounted to £ 32,000 *(2024 - £30,000)*.

9. Interest receivable

	2025	2024
	£	£
Bank and other interest receivable	**13,630**	*53,827*
	13,630	*53,827*

10. Interest payable and similar expenses

	2025	2024
	£	£
Interest on director loans	**20,256**	*14,663*
	20,256	*14,663*

11. Taxation

	2025	2024
	£	£
Corporation tax		
Current tax on profits for the year	**500,343**	*414,832*
Adjustments in respect of previous periods	**33,418**	*(32,769)*
	533,761	*382,063*
Total current tax	**533,761**	*382,063*
Deferred tax		
Origination and reversal of timing differences	**946**	*(9,971)*
Changes to tax rates	**-**	*2,444*
Total deferred tax	**946**	*(7,527)*
Tax on profit	**534,707**	*374,536*

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is different to the standard rate of corporation tax in the UK of 25.00% (2024: 25.00%). The differences are explained below:

	2025 £	*2024* *£*
Profit on ordinary activities before tax	**1,992,459**	*1,608,362*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25.00% (2024 - 25.00%)	**498,115**	*402,091*
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**4,614**	*2,020*
Capital allowances for year in excess of depreciation	**68**	*967*
Tax effect of income not taxable in determining taxable profit	**-**	*(338)*
Adjustments to tax charge in respect of prior periods	**33,418**	*(32,769)*
Other tax adjustments	**(1,508)**	*121*
Deferred tax adjusted to average rate	**-**	*2,444*
Total tax charge for the year	**534,707**	*374,536*

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

12. Dividends

	2025 £	*2024* *£*
Interim paid	**950,000**	*500,000*
	950,000	*500,000*

13. Intangible assets

Group

	Software	Website development costs	Total
	£	£	£
Cost			
At 1 January 2025	**255,206**	**72,406**	**327,612**
Additions	**62,966**	**45,553**	**108,519**
At 31 December 2025	**318,172**	**117,959**	**436,131**
Amortisation			
At 1 January 2025	**247,131**	**48,270**	**295,401**
Charge for the year	**33,968**	**39,320**	**73,288**
At 31 December 2025	**281,099**	**87,590**	**368,689**
Net book value			
At 31 December 2025	**37,073**	**30,369**	**67,442**
At 31 December 2024	*8,075*	*24,136*	*32,211*

14. Tangible fixed assets

Group

	Short-term leasehold property	Plant and machinery	Motor vehicles	Fixtures and fittings	Computer equipment	Total
	£	£	£	£	£	£
Cost or valuation						
At 1 January 2025	**390,116**	**341,933**	**3,871**	**122,172**	**548,264**	**1,406,356**
Additions	**75,937**	**17,338**	**72,990**	**5,184**	**23,290**	**194,739**
At 31 December 2025	**466,053**	**359,271**	**76,861**	**127,356**	**571,554**	**1,601,095**
Depreciation						
At 1 January 2025	**364,005**	**283,166**	**-**	**105,259**	**467,853**	**1,220,283**
Charge for the year	**12,546**	**18,840**	**15,372**	**5,489**	**34,817**	**87,064**
At 31 December 2025	**376,551**	**302,006**	**15,372**	**110,748**	**502,670**	**1,307,347**
Net book value						
At 31 December 2025	**89,502**	**57,265**	**61,489**	**16,608**	**68,884**	**293,748**
At 31 December 2024	*26,111*	*58,767*	*3,871*	*16,913*	*80,411*	*186,073*

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

Motor vehicles - £58,392.

15. Fixed asset investments

Company

	Investments in subsidiary companies
	£
Cost or valuation	
At 1 January 2025	**2,583,360**
At 31 December 2025	**2,583,360**

Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Registered office	Class of shares	Holding
M.E. Duffell Limited	Unit 3 Commerce Way 19 Commerce Park Croydon CR0 4YL	Ordinary	100%

16. Stocks

	Group 2025	*Group 2024*
	£	*£*
Stock in transit	**194,278**	*55,603*
Finished goods and goods for resale	**2,977,249**	*2,534,558*
	3,171,527	*2,590,161*

17. Debtors

	Group 2025 £	*Group 2024 £*
Trade debtors	**1,450,666**	*1,673,986*
Other debtors	**237,589**	*631,711*
Prepayments and accrued income	**333,447**	*291,940*
	2,021,702	*2,597,637*

18. Cash and cash equivalents

	Group 2025 £	*Group 2024 £*
Cash at bank and in hand	**182,003**	*82,417*
	182,003	*82,417*

19. Creditors: Amounts falling due within one year

	Group 2025 £	*Group 2024 £*	Company 2025 £	*Company 2024 £*
Trade creditors	**1,900,625**	*2,232,119*	**-**	*-*
Amounts owed to group undertakings	**-**	*-*	**2,583,260**	*2,583,260*
Corporation tax	**311,903**	*413,613*	**-**	*-*
Other taxation and social security	**355,318**	*175,097*	**-**	*-*
Obligations under finance lease and hire purchase contracts	**15,174**	*-*	**-**	*-*
Other creditors	**283,465**	*274,022*	**-**	*-*
Accruals and deferred income	**124,443**	*159,585*	**-**	*-*
	2,990,928	*3,254,436*	**2,583,260**	*2,583,260*

The Group has an invoicing financing facility which is secured by way of a fixed and floating charge over the assets of the Group.

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

	Group 2025 £	*Group 2024 £*
Net obligations under finance leases and hire purchase contracts	35,171	-
	35,171	-

21. Deferred taxation

Group

	2025 £
At beginning of year	(48,992)
Charged to profit or loss	(946)
At end of year	(49,938)

Company

	2025
At beginning of year	-
At end of year	-

The provision for deferred taxation is made up as follows:

	Group 2025 £	*Group 2024 £*
Accelerated capital allowances	(49,938)	*(48,992)*
	(49,938)	*(48,992)*

22. Provisions

Group

	Dilapidations
	£
At 1 January 2025	**428,149**
Charged to profit or loss	**75,937**
Other movement	**(108,375)**
At 31 December 2025	**395,711**

The provision represents the estimated cost of fulfilling dilapidation obligations under property lease agreements, including returning leased premises to the required condition at the end of the lease term. The timing of settlement is dependent on lease expiry dates and the provision is based on the Directors' estimate.

23. Share capital

	2025	*2024*
	£	*£*
Allotted, called up and fully paid		
100 *(2024 - 100)* Ordinary shares of £1.00 each	**100**	*100*

The company's ordinary shares carry no right to fixed income and a right to one vote at general meetings.

24. Reserves

Profit and loss account

Cumulative profit and loss net of distribution to owners.

25. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £135,368 (2024: £140,835). Contributions totalling £6,599 (2024: £6,031) were payable to the fund at the reporting date and are included in creditors.

26. Commitments under operating leases

At 31 December 2025 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2025 £	*Group 2024 £*
Not later than 1 year	**219,727**	*345,263*
Later than 1 year and not later than 5 years	**560,682**	*601,333*
Later than 5 years	**73,013**	*205,763*
	853,422	*1,152,359*

27. Related party transactions

Dividends totalling £950,000 (2024: £500,000) were paid in the year in respect of shares held by the company's directors.

During the year the group also paid dividends of £95,000 (2024: £50,000) to the directors of its subsidiary, M.E. Duffel Limited.

The directors provided loans to/(received from) the group during the year, which are included in other creditors/(other debtors). These loans are repayable on demand. The movement on these loans are as follows:

	Opening balance £	Amounts advanced £	Amounts repaid £	Closing balance £
Directors of Duffells Investments Limited	**(166,347)**	**(637,797)**	**905,954**	**101,810**
Directors of M.E. Duffell Limited	**195,008**	**(179,799)**	**102,500**	**117,709**
	28,661	**(817,596)**	**1,008,454**	**219,519**

28. Controlling party

The directors are considered to be the overall controlling parties due to their majority shareholdings.

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