REGISTERED NUMBER: 09970521 (England and Wales)

Group Strategic Report,

Report of the Directors and

Consolidated Financial Statements

for the Period 26 January 2016 to 30 June 2017

for

Steel Construction Holdings Ltd

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Steel Construction Holdings Ltd

Company Information
for the Period 26 January 2016 to 30 June 2017

DIRECTORS:	A M McGranaghan K Byrne
REGISTERED OFFICE:	Leofric House Binley Road Coventry West Midlands CV3 1JN
REGISTERED NUMBER:	09970521 (England and Wales)
AUDITORS:	Leigh Christou Ltd Chartered Certified Accountants and Statutory Auditor Leofric House Binley Road Coventry CV3 1JN

Group Strategic Report
for the Period 26 January 2016 to 30 June 2017

The directors present their strategic report of the company and the group for the period 26 January 2016 to 30 June 2017.

REVIEW OF BUSINESS
The group delivered a strong financial performance during the period ended 30 June 2017 to reinforce it's position. This was reflected in the turnover of £15.1m

PRINCIPAL RISKS AND UNCERTAINTIES
The group conducts its business in an increasingly competitive market. Therefore, the directors have considered and taken all reasonable steps to mitigate the principal risks and uncertainties relevant to the business.

BUSINESS STRATEGY
The groups success is largely dependent upon the growth of the industry within the UK

KEY PERFORMANCE INDICATORS
The company deems the most appropriate key performance indicators to be Turnover, Operating Profit and Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA)

Turnover:

Turnover for the year was £15.1m

Operating Profit:

Operating profit for the year was £4.5m

EBITDA:

EBITDA for the year was £4.6m

FUTURE DEVELOPMENTS
The directors hope that the growth in the industry will continue to expand and show further improvements in key performance indicators.

FINANCIAL INSTRUMENTS
The group has a normal level of exposure to price, credit, liquidity and cash flow risks arising from trading activities which are only conducted in sterling. The group does not enter into any hedging transactions.

ON BEHALF OF THE BOARD:

A M McGranaghan - Director

19 October 2017

Report of the Directors
for the Period 26 January 2016 to 30 June 2017

The directors present their report with the financial statements of the company and the group for the period 26 January 2016 to 30 June 2017.

INCORPORATION
The group was incorporated on 26 January 2016 .

DIVIDENDS
The total distribution of dividends for the period ended 30 June 2017 will be £43,000.

DIRECTORS
The directors shown below have held office during the whole of the period from 26 January 2016 to the date of this report.

A M McGranaghan
K Byrne

Both the directors, being eligible, offer themselves for election at the forthcoming first Annual General Meeting.

During the period and following the receipt of appropriate HMRC clearance, the following share transactions took place which resulted in Steel Construction Limited becoming a wholly owned subsidiary with effect from 14 March 2016:-

1) A share for share exchange between the owners of 51% of the issued shares held in Steel Construction Ltd and Steel Construction (Holdings) Ltd and

2) The acquisition of the remaining 49% of the shares in Steel Construction Ltd at a value of £100,439.76 pe share.

STATEMENT OF DIRECTORS' RESPONSIBILITIES
The directors are responsible for preparing the Group Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

AUDITORS
The auditors, Leigh Christou Ltd, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

A M McGranaghan - Director

19 October 2017

Report of the Independent Auditors to the Members of Steel Construction Holdings Ltd

We have audited the financial statements of Steel Construction Holdings Ltd for the period ended 30 June 2017 on pages seven to twenty. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Group Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

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 30 June 2017 and of the group's profit for the period 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements, and has been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the group and the parent company and its environment, we have not identified any material misstatements in the Group Strategic Report or the Report of the Directors.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept 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.

C A Christou FCCA MAE (Senior Statutory Auditor)
for and on behalf of Leigh Christou Ltd
Chartered Certified Accountants and
Statutory Auditor
Leofric House
Binley Road
Coventry
CV3 1JN

19 October 2017

Consolidated Income Statement
for the Period 26 January 2016 to 30 June 2017

	Notes	£
TURNOVER		**15,135,356**
Cost of sales		**9,940,703**
GROSS PROFIT		**5,194,653**
Administrative expenses		**616,965**
OPERATING PROFIT	4	**4,577,688**
Interest receivable and similar income		**2,758**
		4,580,446
Interest payable and similar expenses	5	**35,531**
PROFIT BEFORE TAXATION		**4,544,915**
Tax on profit	6	**758,057**
PROFIT FOR THE FINANCIAL PERIOD		**3,786,858**
Profit attributable to:		
Owners of the parent		**3,786,858**

The notes form part of these financial statements

Consolidated Other Comprehensive Income
for the Period 26 January 2016 to 30 June 2017

	Notes	£
PROFIT FOR THE PERIOD		**3,786,858**
OTHER COMPREHENSIVE INCOME		**-**
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**3,786,858**
Total comprehensive income attributable to:		
Owners of the parent		**3,786,858**

The notes form part of these financial statements

Consolidated Balance Sheet
30 June 2017

	Notes	£	£
FIXED ASSETS			
Tangible assets	9		**183,858**
Investments	10		-
			183,858
CURRENT ASSETS			
Stocks	11	**432,400**	
Debtors	12	**2,378,611**	
Cash at bank and in hand		**2,185,162**	
		4,996,173	
CREDITORS			
Amounts falling due within one year	13	**1,436,122**	
NET CURRENT ASSETS			**3,560,051**
TOTAL ASSETS LESS CURRENT LIABILITIES			**3,743,909**
CAPITAL AND RESERVES			
Called up share capital	15		**51**
Retained earnings	16		**3,743,858**
SHAREHOLDERS' FUNDS			**3,743,909**

The financial statements were approved by the Board of Directors on 19 October 2017 and were signed on its behalf by:

K Byrne - Director

A M McGranaghan - Director

The notes form part of these financial statements

Company Balance Sheet
30 June 2017

	Notes	£	£
FIXED ASSETS			
Tangible assets	9		-
Investments	10		4,973,019
			4,973,019
CURRENT ASSETS			
Debtors	12	238,200	
Cash at bank		987	
		239,187	
CREDITORS			
Amounts falling due within one year	13	393,357	
NET CURRENT LIABILITIES			(154,170)
TOTAL ASSETS LESS CURRENT LIABILITIES			4,818,849
CAPITAL AND RESERVES			
Called up share capital	15		51
Retained earnings	16		4,818,798
SHAREHOLDERS' FUNDS			4,818,849
Company's profit for the financial year			4,861,798

The financial statements were approved by the Board of Directors on 19 October 2017 and were signed on its behalf by:

K Byrne - Director

A M McGranaghan - Director

The notes form part of these financial statements

Consolidated Statement of Changes in Equity
for the Period 26 January 2016 to 30 June 2017

	Called up share capital £	Retained earnings £	Total equity £
Changes in equity			
Issue of share capital	51	-	51
Dividends	-	(43,000)	(43,000)
Total comprehensive income	-	3,786,858	3,786,858
Balance at 30 June 2017	51	3,743,858	3,743,909

The notes form part of these financial statements

Company Statement of Changes in Equity
for the Period 26 January 2016 to 30 June 2017

	Called up share capital £	Retained earnings £	Total equity £
Changes in equity			
Issue of share capital	51	-	51
Dividends	-	(43,000)	(43,000)
Total comprehensive income	-	4,861,798	4,861,798
Balance at 30 June 2017	51	4,818,798	4,818,849

The notes form part of these financial statements

Consolidated Cash Flow Statement
for the Period 26 January 2016 to 30 June 2017

	Notes	£
Cash flows from operating activities		
Cash generated from operations	1	**3,399,979**
Interest paid		**(35,531)**
Tax paid		**(810,845)**
Net cash from operating activities		**2,553,603**
Cash flows from investing activities		
Purchase of tangible fixed assets		**(427,486)**
Sale of tangible fixed assets		**337,436**
Interest received		**2,758**
Net cash from investing activities		**(87,292)**
Cash flows from financing activities		
Amount withdrawn by directors		**(238,200)**
Share issue		**51**
Equity dividends paid		**(43,000)**
Net cash from financing activities		**(281,149)**
Increase in cash and cash equivalents		**2,185,162**
Cash and cash equivalents at beginning of period	2	**-**
Cash and cash equivalents at end of period	2	**2,185,162**

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement for the Period 26 January 2016 to 30 June 2017

1. **RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS**

	£
Profit before taxation	**4,544,915**
Depreciation charges	**122,194**
Loss on disposal of fixed assets	**145,131**
Finance costs	**35,531**
Finance income	**(2,758)**
	4,845,013
Increase in stocks	**(432,400)**
Increase in trade and other debtors	**(2,140,411)**
Increase in trade and other creditors	**1,127,777**
Cash generated from operations	**3,399,979**

2. **CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Consolidated Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Period ended 30 June 2017

	30.6.17	26.1.16
	£	£
Cash and cash equivalents	**2,185,162**	**-**

The notes form part of these financial statements

Notes to the Consolidated Financial Statements for the Period 26 January 2016 to 30 June 2017

1. STATUTORY INFORMATION

Steel Construction Holdings Ltd is a private company, limited by shares , registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

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

Transactions between group entities which have been eliminated on consolidation are not disclosed within the financial statements.

Turnover
Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

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

Improvements to property	- Period of lease
Plant and machinery	- 15% on reducing balance
Motor vehicles	- 25% on reducing balance

Stocks
Stocks and work in progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost is calculated using the first-in, first-out method and includes all purchase, transport, and handling costs in bringing stocks to their present location and condition.

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

Current or deferred taxation assets and liabilities are not discounted.

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

continued...

2. **ACCOUNTING POLICIES - continued**

Deferred tax

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

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

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

Hire purchase and leasing commitments

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

Pension costs and other post-retirement benefits

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

3. **EMPLOYEES AND DIRECTORS**

The average monthly number of employees during the period was 38.

	£
Directors' remuneration	**193,750**
Directors' pension contributions to money purchase schemes	**25,102**

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	**2**

4. **OPERATING PROFIT**

The operating profit is stated after charging:

	£
Plant hire & maintenance	**581,226**
Depreciation - owned assets	**96,509**
Loss on disposal of fixed assets	**145,131**
Auditors' remuneration	**4,834**
Donations	**2,450**

5. **INTEREST PAYABLE AND SIMILAR EXPENSES**

	£
Bank loan interest	**34,307**
Other Interest	**644**
Exchange rate variances	**580**
	35,531

continued...

6. TAXATION

Analysis of the tax charge
The tax charge on the profit for the period was as follows:

	£
Current tax:	
UK corporation tax	772,877
Deferred tax	(14,820)
Tax on profit	758,057

7. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

8. DIVIDENDS

	£
Ordinary shares of 1.00 each	
Final	(2,957,000)
Interim	3,000,000
	43,000

9. TANGIBLE FIXED ASSETS

Group

	Improvements to property £	Plant and machinery £	Motor vehicles £	Office equipment £	Totals £
COST					
At 26 January 2016	17,802	275,108	316,650	108,290	717,850
Additions	-	2,000	419,160	6,326	427,486
Disposals	-	-	(545,296)	-	(545,296)
At 30 June 2017	17,802	277,108	190,514	114,616	600,040
DEPRECIATION					
At 26 January 2016	5,650	214,940	89,223	72,589	382,402
Charge for period	3,117	9,275	71,552	12,565	96,509
Eliminated on disposal	-	-	(62,729)	-	(62,729)
At 30 June 2017	8,767	224,215	98,046	85,154	416,182
NET BOOK VALUE					
At 30 June 2017	9,035	52,893	92,468	29,462	183,858
At 25 January 2016	12,152	60,168	227,427	35,701	335,448

continued...

10. FIXED ASSET INVESTMENTS

Company

	Shares in group undertakings £
COST	
Additions	4,973,019
At 30 June 2017	4,973,019
NET BOOK VALUE	
At 30 June 2017	4,973,019

11. STOCKS

	Group £
Stocks	9,400
Work-in-progress	423,000
	432,400

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group £	Company £
Trade debtors	2,090,709	-
Other debtors	2,825	-
Directors' current accounts	238,200	238,200
Prepayments	46,877	-
	2,378,611	238,200

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group £	Company £
Trade creditors	737,522	-
Amounts owed to group undertakings	37	390,957
Taxation	308,308	-
VAT	168,489	-
Other creditors	583	-
Other taxes and paye	56,636	-
Accrued expenses	164,547	2,400
	1,436,122	393,357

continued...

14. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

At 30 June 2047, the group had total lease commitments under non-cancellable operating leases over remaining life of those leases of £287,840.

15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	£
51	Ordinary	1.00	51

16. RESERVES

Group

	Retained earnings £
Profit for the period	3,786,858
Dividends	(43,000)
At 30 June 2017	3,743,858

Company

	Retained earnings £
Profit for the period	4,861,798
Dividends	(43,000)
At 30 June 2017	4,818,798

17. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to directors subsisted during the period ended 30 June 2017:

	£
K Byrne	
Balance outstanding at start of period	136,803
Amounts advanced	(21,500)
Amounts repaid	-
Amounts written off	-
Amounts waived	-
Balance outstanding at end of period	115,303

continued...

17. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES - continued

A M McGranaghan	
Balance outstanding at start of period	**144,397**
Amounts advanced	**(21,500)**
Amounts repaid	**-**
Amounts written off	**-**
Amounts waived	**-**
Balance outstanding at end of period	**122,897**

Interest is charged on the above loans to the directors which are repaid in full following the balance sheet date.

18. RELATED PARTY DISCLOSURES

During the year, the company sold four motor vehicles to key management in an arms length transaction, this amounted to £257,320.

During the year the company paid rent in respect of business premises leased from the Retirement Benefit Scheme, amounting to £93,000. At the balance sheet date, monies owed by the company to the pension scheme amounted to £Nil

19. ULTIMATE CONTROLLING PARTY

The controlling party is A M McGranaghan.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.