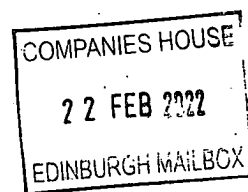


SANDERSON GROUP LIMITED

**Annual Report and Unaudited Financial Statements
For the financial year ended 31 December 2020**



SANDERSON GROUP LIMITED

Annual Report and Unaudited Financial Statements

For the financial year ended 31 December 2020

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SANDERSON GROUP LIMITED

COMPANY INFORMATION

For the financial year ended 31 December 2020

DIRECTORS

N Marrison
K J McAdams
H M Stein

REGISTERED OFFICE

Sanderson House
Poplar Way
Sheffield
S60 5TR
United Kingdom

COMPANY NUMBER

04968444 (England and Wales)

SANDERSON GROUP LIMITED
STRATEGIC REPORT
For the financial year ended 31 December 2020

The directors present their Strategic Report for the financial year ended 31 December 2020.

REVIEW OF THE BUSINESS

The principal activity of Sanderson Group Limited ("the Company") is that of an intermediate holding company within the Gaytor Parent Limited group of companies ('the Group').

As the entity does not trade externally to the Group, the directors do not utilise key performance indicators to monitor and assess the performance of the business.

A fuller description of the activities, strategy and business review of the wider Group is provided in the consolidated financial statements prepared by Gator Intermediate Holdco (UK) Limited. These consolidated financial statements also provide a full description of all the risks that the wider Group is subject to.


STRATEGY

The Company will remain as an intermediate holding company for the foreseeable future. The directors are satisfied that the outlook for the Group remains positive as discussed in the financial statements of Gator Intermediate Holdco (UK) Limited.

PRINCIPAL RISKS AND UNCERTAINTIES

As the entity is an intermediate holding company, its principal risk relates to the carrying value of its investments. As noted above, the main risks affecting the performance of these investments are included in the financial statements of Gator Intermediate Holdco (UK) Limited, which are publicly available. These principal risks and uncertainties and financial risk management objectives and policies of the Company are managed as part of Group wide policies. Sanderson Group Limited does not use derivative financial instruments for speculative purposes.

Approved by the Board of Directors and signed on its behalf by:

DocuSigned by:

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N Morrison
Director
Sanderson House
Poplar Way
Sheffield
S60 5TR
United Kingdom

Date: 11/02/2022

SANDERSON GROUP LIMITED

DIRECTORS' REPORT

For the financial year ended 31 December 2020

The directors present their annual report on the affairs of the Company, together with the financial statements, for the financial year ended 31 December 2020. The comparative period was from 1 October 2018 to 31 December 2019:

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial year is that of head office activities.

GOING CONCERN

After reviewing the company's and group's forecast and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The impact of the COVID-19 situation continues to be assessed by the business, with management still expecting that there will be no significant impact on the results or going concern.

REVIEW OF THE BUSINESS

For details regarding the review of the business, future developments and financial risk management objectives and policies, see the Strategic Report which forms part of this report by cross-reference.

No dividend was paid for the current financial year (2019: £1,957,000).

DIRECTORS

The directors, who served during the financial year and to the date of this report except as noted, were as follows:

K L Chalmers	(Appointed 31 March 2020 , Resigned 11 December 2020)
S A Cummings	(Appointed 31 March 2020 , Resigned 11 December 2020)
H T El -Nazer	(Resigned 31 March 2020)
N Marrison	(Appointed 11 December 2020)
K J McAdams	(Appointed 11 December 2020)
I Newcombe	(Resigned 31 March 2020)
T V N Reddy	(Resigned 31 March 2020)
H M Stein	(Appointed 31 March 2020)
A D Tate	(Resigned 31 March 2020)

DIRECTORS' INDEMNITIES


The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the financial year and remain in force at the date of this report.

DIRECTORS' AND SECRETARY'S INTERESTS IN SHARES AND DEBENTURES

The directors and secretary of the Company who held office at 31 December 2020 had no beneficial interest in the shares of the Company at 31 December 2020 or at 01 January 2020.

SANDERSON GROUP LIMITED
DIRECTORS' REPORT (continued)
For the financial year ended 31 December 2020

Approved by the Board of Directors and signed on its behalf by:

DocuSigned by:

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N Morrison
Director
Sanderson House
Poplar Way
Sheffield
S60 5TR
United Kingdom

Date: 11/02/2022

SANDERSON GROUP LIMITED
DIRECTORS' RESPONSIBILITIES STATEMENT
For the financial year ended 31 December 2020

The directors are responsible for preparing the annual 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that financial 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;
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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. The directors 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.

SANDERSON GROUP LIMITED
STATEMENT OF COMPREHENSIVE INCOME
For the financial year ended 31 December 2020

	Note	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
		£'000	£'000
Administrative expenses		(1,905)	(1,946)
Exceptional items		(1,537)	(2,580)
Operating loss		(3,442)	(4,526)
Income/(loss) from shares in a Group undertaking		5,250	-
Profit/(loss) before interest and taxation		1,808	(4,526)
Finance income		12	13
Profit/(loss) before taxation		1,820	(4,513)
Tax on profit/(loss)	4	412	1,025
Profit/(loss) for the financial year/period attributable to the equity shareholders of the Company		2,232	(3,488)
Other comprehensive income		-	-
Total comprehensive income/(loss) attributable to equity shareholders of the Company		2,232	(3,488)

SANDERSON GROUP LIMITED
STATEMENT OF FINANCIAL POSITION
As at 31 December 2020

	Note	31.12.2020 £'000	31.12.2019 £'000
Fixed assets			
Tangible assets	6	37	63
Investments	7	25,679	25,679
		<u>25,716</u>	<u>25,742</u>
Current assets			
Debtors	8	9,080	7,366
Cash at bank and in hand		116	131
		<u>9,196</u>	<u>7,497</u>
Current liabilities			
Creditors: amounts falling due within one year	9	(14,640)	(15,195)
Net current liabilities		<u>(5,444)</u>	<u>(7,698)</u>
Total assets less current liabilities		<u>20,272</u>	<u>18,044</u>
Provision for liabilities		-	(4)
Net assets		<u>20,272</u>	<u>18,040</u>
Capital and reserves			
Called-up share capital		6,434	6,434
Share premium account		11,477	11,477
Other reserves		2,394	2,394
Profit and loss account		(33)	(2,265)
Total shareholder's funds		<u>20,272</u>	<u>18,040</u>

For the financial year ending 31 December 2020 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its financial statements for the financial year in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements of Sanderson Group Limited (registered number: 04968444) were approved and authorised for issue by the Board of Directors on 11/02/2022. They were signed on its behalf by:

DocuSigned by:

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N. Morrison
 Director

SANDERSON GROUP LIMITED
STATEMENT OF CHANGES IN EQUITY
For the financial year ended 31 December 2020

	Called-up share capital £'000	Share premium account £'000	Other reserves £'000	Profit and loss account £'000	Total £'000
At 01 October 2018	6,434	11,477	2,394	2,535	22,840
Loss for the financial period	-	-	-	(3,488)	(3,488)
Total comprehensive loss	-	-	-	(3,488)	(3,488)
Dividends paid on equity shares (note 5)	-	-	-	(1,957)	(1,957)
Share based payment charges	-	-	-	645	645
At 31 December 2019	6,434	11,477	2,394	(2,265)	18,040
At 01 January 2020	6,434	11,477	2,394	(2,265)	18,040
Profit for the financial year	-	-	-	2,232	2,232
Total comprehensive income	-	-	-	2,232	2,232
At 31 December 2020	6,434	11,477	2,394	(33)	20,272

The other reserves relate to a merger reserve which was created on the acquisition of subsidiaries and represents the premium attached to the issue of shares which formed part of the consideration.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 December 2020

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the financial year and to the preceding financial period.

General information and basis of accounting

Sanderson Group Limited (the Company) is a private company, limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is Sanderson House, Poplar Way, Sheffield, S60 5TR, United Kingdom.

The financial statements have been prepared under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) applicable in the UK and Republic of Ireland issued by the Financial Reporting Council. The comparative period commenced on 1 October 2018 and ended on 31 December 2019. Therefore, the comparative figures are not entirely comparable.

The functional currency of Sanderson Group Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. Amounts in the financial statements have been rounded to the nearest £1,000.

Sanderson Group Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Sanderson Group Limited is consolidated in the financial statements of Gator Intermediate Holdco (UK) Limited which may be obtained from the address in note 14. Exemptions have been taken in these separate company financial statements in relation to financial instruments, related party transactions, presentation of a Cash Flow Statement and remuneration of key management personnel.

Going concern

After reviewing the company's and group's forecast and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The impact of the COVID-19 situation continues to be assessed by the business, with management still expecting that there will be no significant impact on the results or going concern.

Group accounts exemption

Group accounts exemption s400

The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the Company as an individual entity and not about its Group.

The results of Sanderson Group Limited are included in the consolidated financial statements of Gator Intermediate Holdco (UK) Limited which are available from Sanderson House, Poplar Way, Sheffield, South Yorkshire, S60 5TR.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2020

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Statement of Financial Position date are reported at the rates of exchange prevailing at that date.

Exchange differences are recognised in the Statement of Comprehensive Income in the period in which they arise except for:

- exchange differences on transactions entered into to hedge certain foreign currency risks (see above); and
- exchange differences arising on gains or losses on non-monetary items which are recognised in the Statement of Comprehensive Income.

Employee benefits

Defined contribution schemes

For defined contribution schemes the amounts charged to the Statement of Comprehensive Income in respect of pension costs and other post-retirement benefits are the contributions payable in the financial year. Differences between contributions payable in the financial year and contributions actually paid are shown as either accruals or prepayments in the Statement of Financial Position.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Statement of Financial Position date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the Statement of Financial Position date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment is measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to the sale of the asset.

Where items recognised in the Statement of Comprehensive Income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on the Company and the Company intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2020

Tangible fixed assets

Tangible fixed assets are stated at cost or valuation, net of depreciation and any allowance for impairment. Depreciation is provided on all tangible fixed assets, other than investment property and freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and machinery - 33%

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each Statement of Financial Position date. If there is objective evidence of impairment, an impairment loss is recognised in the Statement of Comprehensive Income as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced to below its carrying amount. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

If at the end of the reporting period, there is objective evidence of impairment (including observable data about loss events), the Company recognises an impairment loss in the Statement of Comprehensive Income immediately. For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2020

Fixed asset investments

Investments are recognised initially at fair value which is normally the transaction price excluding transaction costs. Subsequently, they are measured at fair value through profit or loss if the shares are publicly traded or their fair value can otherwise be measured reliably. Other investments are measured at cost less impairment.

Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts, except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and bank overdrafts. Bank overdrafts are shown within borrowings in creditors: amounts falling due within one year.

Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

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 Company after deducting all of its liabilities.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through the Statement of Comprehensive Income, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are offset in the Statement of Financial Position when, and only when, there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

(a) The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.

(b) The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.

(c) The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).

(d) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.

(e) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.

(f) Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through the Statement of Comprehensive Income.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the Statement of Financial Position date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Dividends

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

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 1, 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 experiences 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 year in which the estimate is revised affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

The directors have not identified any areas of critical judgements, estimates or assumptions that have been made in the process of applying the Company's accounting policies and that have a significant effect on the financial statements.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2020

3. Staff number and costs

	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
	Number	Number
The average monthly number of employees (including directors) was:		
Administration	15	19
Sales and marketing	1	1
	<u>16</u>	<u>20</u>

Their aggregate remuneration comprised:

	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
	£'000	£'000
Wages and salaries	876	1,155
Social security costs	76	279
Other retirement benefit costs (note 11)	82	121
Other compensation costs		
Share based payments	-	545
	<u>1,034</u>	<u>2,100</u>

Employee share option scheme

Of the options exercised during the year, a total of £nil (2019: £2,691,750) were in respect of employees of the Company. The share-based payment charge in respect of share option awards amounted to £nil (2019: £545,000).

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

4. Tax on profit/(loss)

	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
	£'000	£'000
Current tax on profit/(loss)		
UK corporation tax	(631)	-
Adjustments in respect of prior years		
UK corporation tax	234	-
Total current tax	(397)	-
Deferred tax		
Origination and reversal of timing differences	(5)	(1,025)
Effect of increase in tax rate on opening liability	(9)	-
Decrease in estimate of recoverable deferred tax asset	(1)	-
Total deferred tax	(15)	(1,025)
Total tax on profit/(loss)	(412)	(1,025)

Finance Act 2016 had previously enacted provisions to reduce the main rate of UK corporation tax to 17% from 1 April 2020 and accordingly the deferred tax at 31 December 2019 had been calculated at this rate. However, in the March 2020 Budget it was announced that the reduction will not occur and the corporation tax rate will be held at 19%. The Provisional Collection of Taxes Act was used to substantively enact the revised 19% tax rate on 17 March 2020 and accordingly the deferred tax balances have been re-calculated to 19% at the year end.

The March 2021 Budget announced a further increase to the main rate of corporation tax to 25% from April 2023. This rate has not been substantively enacted at the Balance Sheet date, as result deferred tax balances as at 31 December 2020 continue to be measured at 19%.

At the Balance Sheet date, it was estimated that the Company's future profits will be applicable to the small profits rate and therefore deferred tax balances as at 31 December 2020 continue to be measured at 19%.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

Tax reconciliation

The tax assessed for the year is lower than (2019: lower than) the standard rate of corporation tax in the UK:

	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
	£'000	£'000
Profit/(loss) before taxation	1,820	(4,513)
Tax on profit/(loss) at standard UK corporation tax rate of 19.00% (2019: 19.00%)	346	(857)
Effects of:		
- Expenses not deductible for tax purposes	14	-
- Income not taxable in determining taxable profit	(996)	-
- Adjustments in respect of prior years	234	-
DT adjustments re prior years	(10)	(168)
	-	-
Total tax credit for year/period	(412)	(1,025)

5. Dividends on equity shares

	Year ended 31.12.2020	Period from 01.10.2018 to 31.12.2019
	£'000	£'000
Amounts recognised as distributions to equity holders in the financial period:		
Dividends paid	-	1,957

6. Tangible assets

	Plant and machinery etc.	Total
	£'000	£'000
Cost		
At 01 January 2020	460	460
Additions	10	10
At 31 December 2020	470	470
Accumulated depreciation		
At 01 January 2020	397	397
Charge for the financial year	36	36
At 31 December 2020	433	433
Net book value		
At 31 December 2020	37	37
At 31 December 2019	63	63

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

7. Fixed asset investments

	31.12.2020	31.12.2019
	£'000	£'000
Subsidiary undertakings	<u>25,679</u>	<u>25,679</u>
Investments in subsidiaries		
		31.12.2020
		£'000
Cost		
At 01 January 2020		<u>30,433</u>
At 31 December 2020		<u>30,433</u>
Provisions for impairment		
At 01 January 2020		<u>4,754</u>
At 31 December 2020		<u>4,754</u>
Carrying value at 31 December 2020		<u>25,679</u>
Carrying value at 31 December 2019		<u>25,679</u>

SANDERSON GROUP LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)****For the financial year ended 31 December 2020****Investments in shares**

Name of entity	Registered office	Nature of business	Class of shares	Ownership 31.12.2020	Ownership 31.12.2019
Sanderson Multi-Channel Solutions Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
One Iota Limited	6 St. Georges Court, Dairyhouse Lane, Altrincham, England, WA14 5UA	Sold	Ordinary	0.00%	100.00%
Proteus Software Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Australia Pty Limited	Suite 5, Level 1, 2 Help Street Chatswood NSW 2067, Australia	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Multi-Channel Retail Solutions Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
Anisa Consolidated Holdings Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Holding Company	Ordinary	100.00%	100.00%
Anisa Group Holdings Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Holding Company	Ordinary	100.00%	100.00%
Anisa Supply Chain Solutions Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Holding Company	Ordinary	100.00%	100.00%
OBS Logistics Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
Open Business Solutions Logistics Pte Limited	30 Cecil Street, 19-08 Prudential Tower Singapore 049712	Computer software and Services	Ordinary	100.00%	100.00%
In2grate Business Solutions Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Computer software and Services	Ordinary	100.00%	100.00%
Sanderson Logistics Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dormant	Ordinary	100.00%	100.00%
Sanderson Support Limited	Sanderson House, Manor Road, Coventry, CV1 2GF	Dissolved	Ordinary	100.00%	100.00%
Sanderson Commercial Services Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Sanderson Ireland Limited	Republic of Ireland	Dissolved	Ordinary	100.00%	100.00%

SANDERSON GROUP LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)****For the financial year ended 31 December 2020**

Deals Joy Limited	6 St. Georges Court, Dairyhouse Lane, Altrincham, England, WA14 5UA	Sold	Ordinary	100.00%	100.00%
Sanderson Technologies Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dormant	Ordinary	100.00%	100.00%
Sonarsend Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
OBSL Pty Limited	Australia	Dissolved	Ordinary	100.00%	100.00%
Priam Retail Solutions Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Sanderson Retail Systems Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Evogenic Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Anisanet Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Pivotpoint Europe Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%
Sia Anisa Limited	Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR	Dissolved	Ordinary	100.00%	100.00%

A trading subsidiary undertaking of Sanderson Group Limited, One Iota Limited, was sold for £1 on 30 June 2020. All subsidiary undertakings are incorporated in England and Wales, and the Group holds 100% of the share capital in all cases.

8. Debtors

	31.12.2020	31.12.2019
	£'000	£'000
Amounts owed by Group undertakings	7,980	6,214
Corporation tax	967	1,052
Other taxation and social security	51	-
Prepayments	25	100
Other Debtors	57	-
	9,080	7,366

Amounts owed by Group undertakings are repayable on demand and do not bear interest.

SANDERSON GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the financial year ended 31 December 2020

9. Creditors: amounts falling due within one year

	31.12.2020	31.12.2019
	£'000	£'000
Trade creditors	62	76
Amounts owed to Group undertakings	14,373	14,211
Other taxation and social security	14	140
Accruals	191	768
	<u>14,640</u>	<u>15,195</u>

10. Deferred tax

	31.12.2020	31.12.2019
	£'000	£'000
At the beginning of financial year/period	(4)	29
Credited/(charged) to the Profit and Loss Account	4	(33)
At the end of financial year/period	<u>-</u>	<u>(4)</u>

The deferred taxation balance is made up as follows:

	31.12.2020	31.12.2019
	£'000	£'000
Property, plant and equipment	<u>-</u>	<u>(4)</u>

11. Retirement benefit obligations

Defined contribution schemes:

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £82,000 (2019: £121,000). Contributions totalling £nil (2019: £nil) were payable to the fund at the reporting date and are included in creditors.

12. Contingencies

Contingent liabilities

The Company has guaranteed the bank facilities of its subsidiary companies. Bank facilities available to each subsidiary company are secured by fixed and floating charges over both the Company's and all its subsidiaries property, assets and undertakings.

SANDERSON GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the financial year ended 31 December 2020

13. Related party transactions

The Company has availed of the exemption provided in FRS 102 Section 33 Related Party Disclosures not to disclose transactions entered into with fellow group companies that are wholly owned within the group of companies of which the Company is a wholly owned member.

The directors of the Company are also directors of fellow subsidiaries within the wider group. The directors are remunerated by other group companies and do not receive any emoluments from the Company. The directors do not believe that it is practicable to apportion this amount between their services as directors of the Company and their services as directors of fellow subsidiary companies. The directors are the only key management personnel of this Company.

14. Controlling party

The immediate parent undertaking of the Company is Apteon Limited. The ultimate parent undertaking is Gaytor Parent Limited, a company incorporated in Jersey, Channel islands. The ultimate controlling parties are TA Associates, Charlesbank and Vista Equity Partners by virtue of their equal shareholding in Gaytor Parent Limited. The largest and smallest group for which consolidated accounts are prepared is that headed by Gator Intermediate Holdco (UK) Limited with a registered office at Sanderson House, Poplar Way, Sheffield, South Yorkshire, England, S60 5TR.