

Company Registration No. 00013067 (England and Wales)

Centurion Safety Products Ltd

**Annual report and financial statements
for the year ended 31 December 2024**



Centurion Safety Products Ltd

Company information

Directors

Keith Chapman
James Davis
Michael Adler
David Holdham
Allan Lock
Jason Keogh
Scott Matthews

(Appointed 2 April 2024)

Company number

00013067

Registered office

Howlett Way
Fisons Way Industrial Estate
Thetford
Norfolk
IP24 1HZ

Independent auditor

Saffery LLP
Westpoint
Peterborough Business Park
Lynch Wood
Peterborough
PE2 6FZ

Centurion Safety Products Ltd

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Strategic report

For the year ended 31 December 2024

The directors present the strategic report for the year ended 31 December 2024.

Fair review of the business

The principal activity of the Company in the period was the manufacture and distribution of protective helmets, safety caps and respiratory equipment for the industrial and construction markets.

Business opportunities

The Company has taken steps during the year to strengthen relationships with distributors and customers, to develop new products, to improve operational performance and to invest in capital equipment.

The directors are confident that the actions taken will reverse the sales decline experienced in 2024.

Principal risks and uncertainties

Key to the success of the Company is the identification and management of risks and uncertainties associated with its operations.

The principal risks facing the company are macro concerns such as the Ukraine war, and the threat of sanctions and the impact of tariffs depressing the markets in which the business operates. Associated exchange rate movements and credit exposure pose risks. Exchange rate risk is offset using forward contracts. Credit risk is managed through rigorous credit checks and credit limits, which form an integral part of the Company's internal controls.

Going concern

The balance sheet is sound, and the company operates with a substantial level of headroom.

The Directors have carefully prepared trading forecasts projected 12 months ahead and are confident that the Company will be able to meet liabilities as they fall due.

Health and safety

The Board considers the health and safety of employees to be of the highest importance. Policies and procedures remain in place to provide a safe working environment for all employees and these policies and procedures are reviewed regularly to ensure that they reflect best practice. The Board oversee the operation of these policies and procedures. Our Joint ISO Auditing and certification includes Health and Safety and environment accreditation.

Employee engagement

The Company continues to attach great importance to its employee engagement . Town Hall briefings are held regularly with information about the performance of the Company and regular consultation and surveys take place throughout the year, so that the views of employees are considered in all matters which may affect their interests.

Strategic report (continued)

For the year ended 31 December 2024

Defined Benefit Pension Scheme

The Company's defined benefit scheme was subject to an FRS102 valuation on 31 December 2024 which showed a funding surplus. The board have chosen not to recognise this surplus in the accounts.

The funding position of the scheme is affected by matters outside the control of the Company including investment performance, gilt yields, and key assumptions such as life expectancy.

The directors have chosen to reduce the risk to the company by starting the process of divesting the scheme to an external insurance company. Costs of this divestment in the year totalled £225,000.

The change in the value of the scheme is set out in note 21.

Information technology

The Company is increasingly reliant on its information systems and software to operate, and trading would be affected by a significant or prolonged failure of these systems. To minimise this risk the Company has established a Business Continuity Plan that, in the event of an issue, would restore normal trading activities.

During 2024 the business recognised an impairment to its ERP system of £370,000, due to the nature of its initial implementation. A re-implementation program is underway which will enable the company to utilise the full benefits of the system.

Key result indicators

The Company has several KPIs that are monitored on a regular basis. These are summarised as follows:

	2024	2023
	£000	£000
Revenue	12,299	13,352
Underlying (loss)/Profit before tax and exceptionals	(51)	13

Pre-tax result

The financial results for 2024 show a pre-tax loss of £598,000 (2023: Profit of £60,000).

Cash and fixed assets

The company managed its working capital balances and has cash of £2,176,000 (2023: £1,898,000) which is a cash inflow during the year. There was capital expenditure of £704,000 (2023: £464,000) which is a significant increase in fixed assets expenditure, and represents a continued commitment to ensure that the company invests in the latest technology to ensure the quality and competitiveness of its products.

Environmental, social and governance

The Company recognises its responsibilities to the environment, to society and to ensure good governance. The Company has achieved the environmental standard ISO 14001 and monitors its manufacturing and distribution activities closely. Corporate governance is maintained through agreed procedures which are reviewed regularly by the Board of Directors.

Future developments

The Company's continued focus is to be a global expert in total head safety at work. We aim to deliver sustainable and profitable sales growth across the global market we serve.

Centurion Safety Products Ltd

Strategic report (continued)

For the year ended 31 December 2024

On behalf of the board

Keith Chapman

Director

7 May 2025

Centurion Safety Products Ltd

Directors' report For the year ended 31 December 2024

The directors present their annual report and financial statements for the year ended 31 December 2024.

Principal activities

The principal activity of the Company in the period was the manufacture and distribution of protective helmets, safety caps and respiratory equipment for the industrial and construction markets.

Results and dividends

The results for the year are set out on page 10.

Ordinary dividends of £152,000 were paid during the year (2023: Nil).

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Keith Chapman
James Davis
Michael Adler
David Holdham
Allan Lock
Jason Keogh
Scott Matthews

(Appointed 2 April 2024)

Auditor

Saffery LLP have expressed their willingness to continue in office.

Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of financial risk management and future developments.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Keith Chapman
Director

7 May 2025

Centurion Safety Products Ltd

**Directors' responsibilities statement
For the year ended 31 December 2024**

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).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies 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.

Opinion

We have audited the financial statements of Centurion Safety Products Ltd (the 'company') for the year ended 31 December 2024 which comprise the income statement, the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 (continued)
To the members of Centurion Safety Products Ltd

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of 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, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

Centurion Safety Products Ltd

Independent auditor's report (continued)

To the members of Centurion Safety Products Ltd

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 specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud are detailed below.

Identifying and assessing risks related to irregularities:

We assessed the susceptibility of the company's financial statements to material misstatement and how fraud might occur, including through discussions with the directors, discussions within our audit team planning meeting, updating our record of internal controls and ensuring these controls operated as intended. We evaluated possible incentives and opportunities for fraudulent manipulation of the financial statements. We identified laws and regulations that are of significance in the context of the company by discussions with directors and by updating our understanding of the sector in which the company operates.

Laws and regulations of direct significance in the context of the company include The Companies Act 2006 and UK Tax legislation.

Audit response to risks identified:

We considered the extent of compliance with these laws and regulations as part of our audit procedures on the related financial statement items including a review of financial statement disclosures. We reviewed the company's records of breaches of laws and regulations, minutes of meetings and correspondence with relevant authorities to identify potential material misstatements arising. We discussed the company's policies and procedures for compliance with laws and regulations with members of management responsible for compliance.

During the planning meeting with the audit team, the engagement partner drew attention to the key areas which might involve non-compliance with laws and regulations or fraud. We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or knowledge of any actual, suspected or alleged fraud. We addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and identifying any significant transactions that were unusual or outside the normal course of business. We assessed whether judgements made in making accounting estimates gave rise to a possible indication of management bias. At the completion stage of the audit, the engagement partner's review included ensuring that the team had approached their work with appropriate professional scepticism and thus the capacity to identify non-compliance with laws and regulations and fraud.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an 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.

Centurion Safety Products Ltd

Independent auditor's report (continued)
To the members of Centurion Safety Products Ltd

Alistair Hunt FCA
Senior Statutory Auditor
For and on behalf of Saffery LLP

7 May 2025

Statutory Auditors

Westpoint
Peterborough Business Park
Lynch Wood
Peterborough
PE2 6FZ

Centurion Safety Products Ltd

Income statement
For the year ended 31 December 2024

	Notes	2024 £'000s	2023 £'000s
Turnover	3	12,299	13,532
Cost of sales		(7,293)	(8,542)
Gross profit		5,006	4,990
Administrative expenses		(5,057)	(4,977)
Operating (loss)/profit before exceptional costs		(51)	13
Exceptional costs -Pension divestment costs		(225)	-
Exceptional costs -Impairment of intangible assets		(370)	-
Operating (loss)/profit	4	(646)	13
Interest receivable and similar income	7	99	68
Interest payable and similar expenses	8	(51)	(21)
(Loss)/profit before taxation		(598)	60
Tax on (loss)/profit	9	-	316
(Loss)/profit for the financial year		(598)	376

The income statement has been prepared on the basis that all operations are continuing operations.

Centurion Safety Products Ltd

Statement of comprehensive income
For the year ended 31 December 2024

	2024 £'000s	2023 £'000s
(Loss)/profit for the year	(598)	376
Other comprehensive income		
Actuarial loss on defined benefit pension schemes	(58)	(58)
Total comprehensive income for the year	<u>(656)</u>	<u>318</u>

Centurion Safety Products Ltd

Statement of financial position
As at 31 December 2024

	Notes	£'000s	2024 £'000s	£'000s	2023 £'000s
Fixed assets					
Intangible assets	11		922		1,188
Tangible assets	12		2,509		2,420
			<u>3,431</u>		<u>3,608</u>
Current assets					
Stocks	14	1,424		1,993	
Debtors	16	2,734		2,909	
Cash at bank and in hand		2,176		1,898	
		<u>6,334</u>		<u>6,800</u>	
Creditors: amounts falling due within one year	17	(2,505)		(2,418)	
		<u> </u>		<u> </u>	
Net current assets			3,829		4,382
			<u> </u>		<u> </u>
Total assets less current liabilities			7,260		7,990
			<u> </u>		<u> </u>
Creditors: amounts falling due after more than one year	18		(233)		(155)
			<u> </u>		<u> </u>
Net assets			7,027		7,835
			<u> </u>		<u> </u>
			<u> </u>		<u> </u>
Capital and reserves					
Called up share capital	22		234		234
Share premium account	23		110		110
Profit and loss reserves	24		6,683		7,491
			<u> </u>		<u> </u>
Total equity			7,027		7,835
			<u> </u>		<u> </u>

The financial statements were approved by the board of directors and authorised for issue on 7 May 2025 and are signed on its behalf by:

Keith Chapman
Director

Company Registration No. 00013067

Centurion Safety Products Ltd

Statement of changes in equity
For the year ended 31 December 2024

	Share capital	Share premium account	Profit and loss reserves	Total
Notes	£'000s	£'000s	£'000s	£'000s
Balance at 1 January 2023	234	110	7,173	7,517
Year ended 31 December 2023:				
Profit for the year	-	-	376	376
Other comprehensive income:				
Actuarial gains on defined benefit plans	-	-	(58)	(58)
Total comprehensive income for the year	-	-	318	318
Balance at 31 December 2023	234	110	7,491	7,835
Year ended 31 December 2024:				
Loss for the year	-	-	(598)	(598)
Other comprehensive income:				
Actuarial losses on defined benefit plans	-	-	(58)	(58)
Total comprehensive income for the year	-	-	(656)	(656)
Dividends	10	-	(152)	(152)
Balance at 31 December 2024	234	110	6,683	7,027

Centurion Safety Products Ltd

Statement of cash flows
For the year ended 31 December 2024

	Notes	£'000s	2024 £'000s	£'000s	2023 £'000s
Cash flows from operating activities					
Cash generated from operations	27		968		395
Interest paid			(51)		(21)
Income taxes refunded			-		274
Net cash inflow from operating activities			<u>917</u>		<u>648</u>
Investing activities					
Purchase of intangible assets		(277)		-	
Purchase of tangible fixed assets		(427)		(464)	
Proceeds from disposal of tangible fixed assets		31		-	
Interest received		41		10	
Net cash used in investing activities			<u>(632)</u>		<u>(454)</u>
Financing activities					
Proceeds from finance leases		230		-	
Repayment of derivatives		(10)		(92)	
Payment of finance leases obligations		(75)		(47)	
Dividends paid		(152)		-	
Net cash used in financing activities			<u>(7)</u>		<u>(139)</u>
Net increase in cash and cash equivalents			<u>278</u>		<u>55</u>
Cash and cash equivalents at beginning of year			<u>1,898</u>		<u>1,843</u>
Cash and cash equivalents at end of year			<u><u>2,176</u></u>		<u><u>1,898</u></u>

Centurion Safety Products Ltd

Notes to the financial statements For the year ended 31 December 2024

1 Accounting policies

Company information

Centurion Safety Products Ltd is a private company limited by shares incorporated in England and Wales. The registered office is Howlett Way, Fisons Way Industrial Estate, Thetford, Norfolk, IP24 1HZ.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000s.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include certain financial instruments at fair value. The principal accounting policies adopted are set out below.

In the opinion of directors, the company's subsidiary undertakings are not material. As a result, the directors have taken advantage of the exemption by Section 405(2) of the Companies Act 2006 to exclude these entities from any consolidation and consequently no group accounts have been prepared.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of volume rebates, VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, volume rebates and settlement discounts.

Turnover 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 dispatch of the goods), the amount of turnover 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.

1.4 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.5 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Software	10% straight line
Assets under construction	Enter amortisation rate via StatDB - cd999270

Notes to the financial statements (continued)
For the year ended 31 December 2024

1 Accounting policies (continued)

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold property	2.5% - 5% straight line
Plant and machinery	5% - 33% straight line
Tools	10% - 33% straight line
Motor vehicles	25% - 33% straight line
Assets in course of construction	Not depreciated

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

1.8 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to sell, which is equivalent to net realisable value.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

Work in progress is valued on the basis of direct costs plus attributable overheads based on the normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

1.9 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies (continued)

1.10 Financial instruments

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

Financial instruments are recognised in the company's statement of financial position when the company 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 debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method 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. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. 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 decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of 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 company after deducting all of its liabilities.

1 Accounting policies (continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

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

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

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in Administrative expenses, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

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

1.11 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.12 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

1 Accounting policies (continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Where items recognised in other 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. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.13 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.14 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

The cost of providing benefits under defined benefit plans is determined separately for each plan using the projected unit credit method, and is based on actuarial advice.

The change in the net defined benefit liability arising from employee service during the year is recognised as an employee cost. The costs are recognised as an expense in measuring profit or loss in the period.

The net interest element is determined by multiplying the net defined benefit liability by the discount rate, taking into account any changes in the net defined benefit liability during the period as a result of contribution and benefit payments. The net interest is recognised in profit or loss as other finance revenue or cost.

Remeasurement changes comprise actuarial gains and losses, the effect of the asset ceiling and the return on the net defined benefit liability excluding amounts included in net interest. These are recognised immediately in other comprehensive income in the period in which they occur and are not reclassified to profit and loss in subsequent periods.

The net defined benefit pension asset or liability in the balance sheet comprises the total for each plan of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information, and in the case of quoted securities is the published bid price. The value of a net pension benefit asset is limited to the amount that may be recovered either through reduced contributions or agreed refunds from the scheme.

1 Accounting policies (continued)

1.15 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.16 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company'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.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Defined benefit pension scheme

The company has a defined pension scheme which has a number of inputs into the valuation. Note 21 shows the assumptions used in arriving at the valuation disclosed. The cost of the defined benefit pension plans are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and the long term nature of these plans, such estimates are subject to significant uncertainty.

Impairment of intangible fixed assets

During the year, the Company identified indicators of impairment for its ERP system. Due to extensive customisations and operational issues, the system no longer delivers the expected benefits. The impairment loss in note 4 relates solely to this.

Centurion Safety Products Ltd

Notes to the financial statements (continued)
For the year ended 31 December 2024

3 Turnover

	2024	2023
	£'000s	£'000s
Turnover analysed by geographical market		
United Kingdom	6,932	7,325
Rest of the World	5,367	6,207
	<u>12,299</u>	<u>13,532</u>

4 Operating (loss)/profit

	2024	2023
	£'000s	£'000s
Operating (loss)/profit for the year is stated after charging/(crediting):		
Exchange (gains)/losses	(11)	1
Research and development costs	193	114
Fees payable to the company's auditor for the audit of the company's financial statements	30	28
Depreciation of tangible fixed assets	339	316
Depreciation of tangible fixed assets held under finance leases	17	16
Profit on disposal of tangible fixed assets	(32)	-
Amortisation of intangible assets	173	174
Impairment of intangible assets	370	-
Divestment of defined benefit scheme	225	-
Operating lease charges	106	98
	<u> </u>	<u> </u>

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2024	2023
	Number	Number
Manufacturing	60	63
Non-manufacturing	40	38
	<u> </u>	<u> </u>
Total	100	101
	<u> </u>	<u> </u>

Notes to the financial statements (continued)
For the year ended 31 December 2024

5 Employees (continued)

Their aggregate remuneration comprised:

	2024	2023
	£'000s	£'000s
Wages and salaries	3,850	3,875
Social security costs	418	396
Pension costs	258	257
	<u>4,526</u>	<u>4,528</u>
	<u><u>4,526</u></u>	<u><u>4,528</u></u>

6 Directors' remuneration

	2024	2023
	£'000s	£'000s
Remuneration for qualifying services	476	371
Company pension contributions to defined contribution schemes	76	12
	<u>552</u>	<u>383</u>
	<u><u>552</u></u>	<u><u>383</u></u>

Remuneration disclosed above include the following amounts paid to the highest paid director:

	2024	2023
	£'000s	£'000s
Remuneration for qualifying services	168	127
Company pension contributions to defined contribution schemes	27	4
	<u>195</u>	<u>131</u>
	<u><u>195</u></u>	<u><u>131</u></u>

7 Interest receivable and similar income

	2024	2023
	£'000s	£'000s
Interest income		
Interest on bank deposits	41	10
Interest on the net defined benefit asset	58	58
	<u>99</u>	<u>68</u>
	<u><u>99</u></u>	<u><u>68</u></u>

8 Interest payable and similar expenses

	2024	2023
	£'000s	£'000s
Other finance costs:		
Other interest	51	21
	<u>51</u>	<u>21</u>
	<u><u>51</u></u>	<u><u>21</u></u>

Centurion Safety Products Ltd**Notes to the financial statements (continued)**
For the year ended 31 December 2024**9 Taxation**

	2024	2023
	£'000s	£'000s
Current tax		
Adjustments in respect of prior periods	-	(316)
	<u> </u>	<u> </u>

The actual charge/(credit) for the year can be reconciled to the expected (credit)/charge for the year based on the profit or loss and the standard rate of tax as follows:

	2024	2023
	£'000s	£'000s
(Loss)/profit before taxation	(598)	60
	<u> </u>	<u> </u>
Expected tax (credit)/charge based on the standard rate of corporation tax in the UK of 25.00% (2023: 23.52%)	(150)	14
Tax effect of expenses that are not deductible in determining taxable profit	26	1
Deferred tax not recognised on tax losses carried forward	95	(34)
Adjustments in respect of prior period	-	(110)
Permanent capital allowances in excess of depreciation	20	19
Research and development tax credit	-	(206)
Adjustment in respect of current period	9	-
	<u> </u>	<u> </u>
Taxation charge/(credit) for the year	-	(316)
	<u> </u>	<u> </u>

10 Dividends

	2024	2023
	£'000s	£'000s
Interim paid	152	-
	<u> </u>	<u> </u>

Notes to the financial statements (continued)
For the year ended 31 December 2024

11 Intangible fixed assets

	Software	Assets under construction	Total
	£'000s	£'000s	£'000s
Cost			
At 1 January 2024	1,798	-	1,798
Additions	4	273	277
	<u> </u>	<u> </u>	<u> </u>
At 31 December 2024	1,802	273	2,075
	<u> </u>	<u> </u>	<u> </u>
Amortisation and impairment			
At 1 January 2024	610	-	610
Amortisation charged for the year	173	-	173
Impairment losses	370	-	370
	<u> </u>	<u> </u>	<u> </u>
At 31 December 2024	1,153	-	1,153
	<u> </u>	<u> </u>	<u> </u>
Carrying amount			
At 31 December 2024	649	273	922
	<u> </u>	<u> </u>	<u> </u>
At 31 December 2023	1,188	-	1,188
	<u> </u>	<u> </u>	<u> </u>

Notes to the financial statements (continued)
For the year ended 31 December 2024

12 Tangible fixed assets

	Freehold property £'000s	Assets under construction £'000s	Plant and machinery £'000s	Tools £'000s	Motor vehicles £'000s	Total £'000s
Cost						
At 1 January 2024	2,514	214	4,707	2,974	103	10,512
Additions	-	155	80	192	-	427
Disposals	-	-	(167)	-	-	(167)
Transfers	-	(172)	172	-	-	-
At 31 December 2024	2,514	197	4,792	3,167	103	10,772
Depreciation and impairment						
At 1 January 2024	1,364	-	4,004	2,621	103	8,092
Depreciation charged in the year	81	-	161	97	-	339
Eliminated in respect of disposals	-	-	(166)	-	-	(166)
At 31 December 2024	1,445	-	3,998	2,718	103	8,265
Carrying amount						
At 31 December 2024	1,069	197	794	449	-	2,509
At 31 December 2023	1,150	214	703	353	-	2,420

The net carrying value of tangible fixed assets includes the following in respect of assets held under finance leases or hire purchase contracts.

	2024 £'000s	2023 £'000s
Plant and machinery	47	65

Centurion Safety Products Ltd

Notes to the financial statements (continued)
For the year ended 31 December 2024

13 Subsidiaries

Details of the company's subsidiaries at 31 December 2024 are as follows:

Name of undertaking	Class of shares held	% Held	
		Direct	Indirect
Martindale Protection Limited	Ordinary	100.00	-
Thetford Moulded Products Limited	Ordinary	100.00	-
Thetford Moulded Products Trustees Limited	Ordinary	100.00	-

Registered office addresses for all three subsidiaries:

No. 21, Howlett Way, Fison Way Industrial Estate, Thetford, Norfolk, IP24 1HZ

14 Stocks

	2024 £'000s	2023 £'000s
Raw materials and consumables	527	721
Work in progress	222	316
Finished goods and goods for resale	675	956
	<u>1,424</u>	<u>1,993</u>

15 Financial instruments

	2024 £'000s	2023 £'000s
Carrying amount of financial assets		
Instruments measured at fair value through profit or loss	13	3
	<u>13</u>	<u>3</u>

16 Debtors

Amounts falling due within one year:	Notes	2024 £'000s	2023 £'000s
Trade debtors		2,196	2,562
Derivative financial instruments	15	13	3
Other debtors		205	195
Prepayments		320	149
		<u>2,734</u>	<u>2,909</u>

Centurion Safety Products Ltd

Notes to the financial statements (continued)
For the year ended 31 December 2024

17 Creditors: amounts falling due within one year

	Notes	2024 £'000s	2023 £'000s
Obligations under finance leases	19	120	43
Trade creditors		1,222	1,405
Taxation and social security		229	100
Derivative financial instruments	15	-	-
Other creditors		35	50
Accruals		899	820
		<u>2,505</u>	<u>2,418</u>

18 Creditors: amounts falling due after more than one year

	Notes	2024 £'000s	2023 £'000s
Obligations under finance leases	19	233	155
		<u>233</u>	<u>155</u>

19 Finance lease obligations

	2024 £'000s	2023 £'000s
Future minimum lease payments due under finance leases:		
Within one year	120	43
In two to five years	233	155
	<u>353</u>	<u>198</u>

Finance lease payments represent amounts payable by the company for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 5 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

Finance lease obligations are secured on the assets to which they relate.

Notes to the financial statements (continued)
For the year ended 31 December 2024

20 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2024 £'000s	Liabilities 2023 £'000s
Balances:		
Accelerated capital allowances	484	408
Tax losses carried forward	(486)	(399)
Short term timing differences	2	(9)
	—	—
	—	—
	==	==

There were no deferred tax movements in the year.

Gross tax losses of £5,812k (2023: £5,060k) are carried forward. No deferred tax asset has been recognised as the timing of recovery is uncertain.

21 Retirement benefit schemes

	2024 £'000s	2023 £'000s
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	258	257
	==	==

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund. At the balance sheet date, outstanding contributions amounted to £27,281 (2023: £30,911) and are included in other creditors.

Defined benefit schemes

The company's defined benefit pension scheme for employees and directors was closed to new entrants with effect from 11 December 2002 and the scheme became "paid up" as at 31 December 2003. No further benefits have accrued under the defined benefit scheme since that date.

The assets of the scheme are administered by trustees in a fund, which is independent from those of the company.

Pension costs are assessed in accordance with the advice of a qualified actuary using the projected unit method on the basis of triennial valuations. The assumptions which have the most significant effect on the results of the results of the valuation are those relating to the rate of return on investments, gilt yields and the rates of increase in salaries and pensions and mortality rates.

The liabilities set out below have been calculated based on the provisional results of the full scheme funding assessment as at 1 January 2017, updated to 31 December 2024, allowing for benefits paid. The present value of the deferred benefit obligation was measured using the projected credit method.

The key FRS 102 assumptions used for the scheme are set out below along with details of amounts included within the financial statements in respect of the pension scheme.

Notes to the financial statements (continued)
For the year ended 31 December 2024

21 Retirement benefit schemes (continued)

	2024	2023
<i>Key assumptions</i>	%	%
Discount rate	5.40	4.60
Expected rate of increase of pensions in payment	2.60	2.60
Expected rate of salary increases	0.00	2.60
Inflation - RPI	3.20	3.10
Inflation - CPI	2.70	2.60
	<u> </u>	<u> </u>
<i>Mortality assumptions</i>	2024	2023
Assumed life expectations on retirement at age 65:	Years	Years
Retiring today		
- Males	86.1	86.2
- Females	88.6	88.7
	<u> </u>	<u> </u>
Retiring in 20 years		
- Males	87.0	87.2
- Females	89.7	89.8
	<u> </u>	<u> </u>
	2024	2023
<i>Amounts recognised in the income statement</i>	£'000s	£'000s
Net interest on net defined benefit liability/(asset)	(58)	(58)
	<u> </u>	<u> </u>
	2024	2023
<i>Amounts taken to other comprehensive income</i>	£'000s	£'000s
Actual return on scheme assets	48	(256)
Less: calculated interest element	217	220
	<u> </u>	<u> </u>
Return on scheme assets excluding interest income	265	(36)
Actuarial changes related to obligations	(275)	105
Employer contributions	(124)	-
Restriction on scheme assets	192	(11)
	<u> </u>	<u> </u>
Total costs	58	58
	<u> </u>	<u> </u>

Notes to the financial statements (continued)
For the year ended 31 December 2024

21 Retirement benefit schemes (continued)

The amounts included in the statement of financial position arising from the company's obligations in respect of defined benefit plans are as follows:

	2024	2023
	£'000s	£'000s
Present value of defined benefit obligations	3,241	3,547
Fair value of plan assets	(3,241)	(3,547)
	<u> </u>	<u> </u>
Defined benefit pension liability	-	-
	<u> </u>	<u> </u>

	2024
	£'000s
<i>Movements in the present value of defined benefit obligations</i>	
Liabilities at 1 January 2024	3,547
Benefits paid	(190)
Actuarial (gains) and losses	(275)
Interest cost	159
	<u> </u>
At 31 December 2024	3,241
	<u> </u>

The defined benefit obligations arise from plans which are wholly or partly funded.

	2024
	£'000s
<i>Movements in the fair value of plan assets</i>	
Fair value of assets at 1 January 2024	3,547
Interest income	217
Return on plan assets (excluding amounts included in net interest)	(265)
Benefits paid	(190)
Contributions by the employer	124
Restriction on scheme assets	(192)
	<u> </u>
At 31 December 2024	3,241
	<u> </u>

The actual return on plan assets was -£48,000 (2023: £256,000).

Centurion Safety Products Ltd

Notes to the financial statements (continued)
For the year ended 31 December 2024

21 Retirement benefit schemes (continued)

	2024	2023
	£'000s	£'000s
<i>Fair value of plan assets at the reporting period end</i>		
Corporate bonds & index linked gilts	-	3,448
Insured pensions	3,012	35
Cash	37	53
Restriction on scheme assets	192	11
	<u>3,241</u>	<u>3,547</u>
	<u><u>3,241</u></u>	<u><u>3,547</u></u>

22 Share capital

	2024	2023
	£'000s	£'000s
Ordinary share capital		
Issued and fully paid		
233,880 ordinary shares of £1 each	234	234
	<u>234</u>	<u>234</u>
	<u><u>234</u></u>	<u><u>234</u></u>

Ordinary shares carry full voting and dividend rights.

23 Share premium account

This includes any excess consideration over nominal value on the issue of shares.

24 Profit and loss reserves

This includes all retained profits and losses after the payment of dividends.

25 Capital commitments

Amounts contracted for but not provided in the financial statements:

	2024	2023
	£'000s	£'000s
Acquisition of tangible fixed assets	170	-
	<u>170</u>	<u>-</u>
	<u><u>170</u></u>	<u><u>-</u></u>

Notes to the financial statements (continued)
For the year ended 31 December 2024

26 Operating lease commitments

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2024 £'000s	2023 £'000s
Within one year	49	73
Between two and five years	49	23
	<u>98</u>	<u>96</u>

27 Cash generated from operations

	2024 £'000s	2023 £'000s
(Loss)/profit for the year after tax	(598)	376
Adjustments for:		
Taxation charged/(credited)	-	(316)
Finance costs	51	21
Investment income	(99)	(68)
Loss on disposal of tangible fixed assets	(32)	-
Amortisation of intangible assets	543	174
Depreciation of tangible fixed assets	339	332
Movements in working capital:		
Decrease/(increase) in stocks	569	(227)
Decrease in debtors	185	200
Increase/(decrease) in creditors	10	(97)
Cash generated from operations	<u>968</u>	<u>395</u>

28 Analysis of changes in net debt

	1 January 2024 £'000s	Cash flows £'000s	New finance leases £'000s	31 December 2024 £'000s
Cash at bank and in hand	1,898	278	-	2,176
Obligations under finance leases	(198)	75	(230)	(353)
	<u>1,700</u>	<u>353</u>	<u>(230)</u>	<u>1,823</u>