SHELDON CLAYTON ASSET MANAGEMENT LIMITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

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BALANCE SHEET

AS AT 31 MARCH 2020

		202	0	2019	
	Notes	É	É	É	É
FIXED ASSETS					
Tangible fixed assets	4		7,521,852		8,135,589
Investments	5		1,021,178		1,021,178
			8,543,030		9,156,767
CURRENT ASSETS					
Debtors	7	3,003,506		2,582,752	
Investments	6	3,422,694		3,367,307	
Cash at bank and in hand		133,229		13,865	
		6,559,429		5,963,924	
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	8	(6,369,281)		(6,296,533)	
Net current assets/(liabilities)			190,148		(332,609)
TOTAL ASSETS LESS CURRENT LIABILITIES	5		8,733,178		8,824,158
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	9		(4,981,368)		(4,965,578)
NETASSETS			2 754 940		0.050.500
NETASSETS			3,751,810 ======	•	3,858,580
CAPITAL AND RESERVES					
Called up share capital	12		10,709		10,709
Share premium account			111,791		111,791
Revaluation reserve	13		2,266,104		2,266,104
Profit and loss reserves			1,363,206		1,469,976
TOTAL EQUITY			3,751,810		3,858,580

BALANCE SHEET (CONTINUED)

AS AT 31 MARCH 2020

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 1 December 2020 and are signed on its behalf by:

Mr D D A Sheldon DIRECTOR

COMPANY REGISTRATION NO. 01357668

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

1 ACCOUNTING POLICIES

COMPANY INFORMATION

Sheldon Clayton Asset Management Limited is a private company limited by shares incorporated in England and Wales. The registered office is Cygnus Point, Black Country New Road, West Bromwich, West Midlands, B70 0BD.

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 £.

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

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- · Section 4 'Statement of Financial Position' Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment' Share-based payment expense charged to profit or loss, reconciliation of
 opening and closing number and weighted average exercise price of share options, how the fair value of options
 granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments,
 explanation of modifications to arrangements;
- · Section 33 'Related Party Disclosures' Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Sheldon Clayton Holdings Limited. These consolidated financial statements are available from its registered office, at Cygnus Point, Black Country New Road, West Bromwich, West Midlands, B70 0BD.

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.

Sheldon Clayton Asset Management Limited is a 93% owned subsidiary of Sheldon Clayton Holdings Limited and the results of Sheldon Clayton Asset Management Limited are included in the consolidated financial statements of Sheldon Clayton Holdings Limited.

1.2 GOING CONCERN

These financial statements have been prepared on a going concern basis, the validity of which is dependent upon the company being able to continue to operate and come to terms with the impact of the Covid-19 pandemic. At the present time, there are many unknown variables which makes forecasting the future results and impact on the company very difficult. The directors recognise that the current situation is uncertain, but they have considered the position of the company both at present and for the future, given the current information available. There is no intention for the company to cease activity.

Based on the above, the directors believe that it remains appropriate for the financial statements to be prepared on a going concern basis. The financial statements do not include any adjustments which would result from the basis of preparation being inappropriate.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 ACCOUNTING POLICIES

(Continued)

1.3 TURNOVER

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

1.4 INTANGIBLE FIXED ASSETS - GOODWILL

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is five years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

1.5 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:

Buildings not provided

Rolling Stock 20% on cost and 10% on cost

Fixtures and fittings at varying rates

Computer equipment 33% on cost

Trucks 20% on cost

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.

1.6 FIXED ASSET INVESTMENTS

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

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.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 ACCOUNTING POLICIES

(Continued)

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.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.8 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.

1.9 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 balance sheet 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 and cash and bank balances, 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.

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.

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.

1.10 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.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

1 ACCOUNTING POLICIES

(Continued)

1.11 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 profit and loss account 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.

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.

1.12 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.

1.13 RETIREMENT BENEFITS

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

1.14 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 balance sheet 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.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

1.15 GOVERNMENT GRANTS

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

1.16 CURRENT ASSET INVESTMENTS

Current assets investments comprise assets which are held for resale. These assets are carried at the lower of cost and net realisable value until such time that they are sold.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

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

						2020 Number	2019 Number
	Total				=	13	13
3	INTANGIBLE FIXED ASSETS						Goodwill
							3
	COST At 1 April 2010 and 21 March 200	20					337,625
	At 1 April 2019 and 31 March 202	20					
	AMORTISATION AND IMPAIRM At 1 April 2019 and 31 March 202						337,625
•	CARRYING AMOUNT						
	At 31 March 2020						-
	At 31 March 2019						
4	TANGIBLE FIXED ASSETS	Duildina	Dalling Charle	Fixtures and	Computer	Trucks	Total
		_	Rolling Stock	fittings	Computer equipment	Trucks	Total
	COST OR VALUATION	£	£	£	£	£	£
	COST OR VALUATION At 1 April 2019	6,500,000	1,424,302	792,602	441,184	3,400,383	12,558,471
	Additions	-		4,275	55,670	-	59,945
	Disposals	-	(46,210)	•	-	-	(46,210)
	At 31 March 2020	6,500,000	1,378,092	796,877	496,854	3,400,383	12,572,206
	DEPRECIATION AND IMPAIRMENT						
	At 1 April 2019	-	1,045,902	340,703	340,328	2,695,949	4,422,882
	Depreciation charged in the year	-	146,594	94,051	67,313	356,350	664,308
	Eliminated in respect of disposals	-	(36,836)	-	-	•	(36,836)
	At 31 March 2020	-	1,155,660	434,754	407,641	3,052,299	5,050,354
	CARRYING AMOUNT						
	At 31 March 2020	6,500,000	222,432	362,123	89,213	348,084	7,521,852
	At 31 March 2019	6,500,000	378,400	451,899	100,856	704,434	8,135,589
				=======================================			

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

TANGIBLE FIXED ASSETS

5

6

CURRENT ASSET INVESTMENTS

Other investments

		(00.1
Buildings with a carrying amount of £6,500,000 were valued on 20 December independent valuers not connected with the company on the basis of market value. To Valuation Standards and was based on recent market transactions on arm's length to	he valuation conforms to	o International
The directors consider that the value of the buildings is still comparable with the therefore no impairment is required.	revaluation carried out	in 2018 and
If revalued assets were stated on an historical cost basis rather than a fair value bahave been as follows:	asis, the total amounts in	ncluded would
	2020 £	2019 £
Cost Accumulated depreciation	4,748,720 -	4,748,720
Carrying value	4,748,720	4,748,720
The revaluation surplus is disclosed in note 13.		
FIXED ASSET INVESTMENTS		
	2020 £	2019 £
Investments in subsidiaries	1,021,178	1,021,178
MOVEMENTS IN FIXED ASSET INVESTMENTS		
	Sh	ares in group undertakings £
COST OR VALUATION		_
At 1 April 2019 & 31 March 2020		1,021,178
CARRYING AMOUNT		
At 31 March 2020		1,021,178
At 31 March 2019		1,021,178

(Continued)

2020

3,422,694

2019 £

3,367,307

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

7	DEBTORS			
	AMOUNTS FALLING DUE WITHIN ONE YEAR:		2020 £	2019 £
	AMOUNTS FALLING DUE WITHIN ONE FEAR.		_	L
	Trade debtors		108,787	108,966
	Amount due from group undertakings		1,401,245	796,759
	Other debtors		1,268,125	1,191,389
	Prepayments and accrued income		167,849	464,638
			2,946,006	2,561,752
				=======================================
	AMOUNTS FALLING DUE AFTER ONE YEAR:			
	Deferred tax asset (note 11)		57,500	21,000
				====
	TOTAL DEBTORS		3,003,506	2,582,752
8	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		2020	2019
		Notes	2020 £	2019 £
		110100	~	•
	Loans and overdrafts	10	1,561,391	2,468,003
	Obligations under finance leases		400,739	446,025
	Trade creditors		161,969	470,494
	Amount due to group undertakings		3,833,234	2,501,129
	Corporation tax		65,083	78,422
	Other taxation and social security		9,778	11,483
	Government grants		10,445	-
	Other creditors		270,263	248,788
	Accruals and deferred income		56,379	72,189
			6,369,281	6,296,533
			<u> </u>	
9	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR			
	ONE TEAN		2020	2019
		Notes	£	£
	Loans and overdrafts	10	4,205,250	3,614,609
	Obligations under finance leases		688,302	1,170,009
	Government grants		19,149	-
	Other creditors		68,667	180,960
			4,981,368	4,965,578

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

10	LOANS AND OVERDRAFTS		
		2020	2019
		£	£
	Bank loans	4,578,276	3,922,301
	Bank overdrafts	1,188,365	2,160,311
		 5,766,641	6,082,612
	Payable within one year	1,561,391	2,468,003
	Payable after one year	4,205,250	3,614,609
			

Certain bank loans are secured against group assets and through a charge over the company's property dated 31 March 2009.

Other bank loans are secured through a charge over the company's fleet of commercial vehicles dated 1 February 2016.

Hire purchase balances are secured against the assets to which they relate.

On 18 September 2020 a charge was registered with Barclays Security Trustee Limited which contained fixed charges and negative pledge over the companies current asset investments.

11 DEFERRED TAXATION

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Assets	Assets
	2020	2019
BALANCES:	£	£
Accelerated Capital Allowances	57,500	21,000
	=====	
		2020
MOVEMENTS IN THE YEAR:		£
Liability/(Asset) at 1 April 2019		(21,000)
Credit to profit or loss		(36,500)
Liability/(Asset) at 31 March 2020		(57,500)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

12	CALLED UP SHARE CAPITAL		
		2020	2019
		£	£
	ORDINARY SHARE CAPITAL		
	ISSUED AND FULLY PAID		
	10,000 Ordinary of £1 each	10,000	10,000
	709 Redeemable Ordinary of £1 each	709	709
		10,709	10,709
			

The Redeemable Ordinary £1 shares rank pari passu with and have the same voting rights as the Ordinary £1 shares in the Company.

The Redeemable Ordinary £1 shares may be redeemed by the Company on not less than 28 days notice.

13 REVALUATION RESERVE

··= ·· · · · · · · · · · · · · · · · ·		
	2020	2019
	£	£
At the beginning and end of the year	2,266,104	2,266,104

14 AUDIT REPORT INFORMATION

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Neal Aston ACA ACCA.

The auditor was JW Hinks LLP.

15 OPERATING LEASE COMMITMENTS

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

2020	2019
£	£
	4,281

16 EVENTS AFTER THE REPORTING DATE

These financial statements have been prepared on a going concern basis, the validity of which is dependent upon the company being able to continue to operate and come to terms with the impact of the Covid-19 pandemic. At the present time, there are many unknown variables which makes forecasting the future results and impact on the company very difficult. The directors recognise that the current situation is uncertain, but they have considered the position of the company both at present and for the future, given the current information available. There is no intention for the company to cease activity.

Based on the above, the directors believe that it remains appropriate for the financial statements to be prepared on a going concern basis. The financial statements do not include any adjustments which would result from the basis of preparation being inappropriate.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2020

17 RELATED PARTY TRANSACTIONS

TRANSACTIONS WITH RELATED PARTIES

During the year the company entered into the following transactions with related parties:

	Administration Charges		Recharge	es
	2020	2019	2020	2019
	£	£	£	£
Entities over which the entity has control, joint				
control or significant influence	120,000	120,000	199,066	212,185
Entities under common control	288,000 ———	288,000	2,243,604 ———	2,219,577 ————
The following amounts were outstanding at the reporting	end date:			
•			2020	2019
AMOUNTS OWED TO RELATED PARTIES			£	£
Entities over which the entity has control, joint			1 205 675	026.010
control or significant influence Entities under common control			1,305,675 2,527,559	936,010 1,750,354
Other related parties			84,000	95,334
Other related parties			=====	
The following amounts were outstanding at the repo	orting end date:			
			2020	2019
AMOUNTS OWED BY RELATED PARTIES			£	£
Entities with control, joint control or significan	nt			
influence over the company			1,228,565	652,324
Entities over which the entity has control, join	nt			
control or significant influence			172,680	144,435
Other related parties			1,216,176	1,171,444
Key management personnel			83,272	82,958

All transactions with related parties have been undertaken at arms length.

During the year the company paid dividends of £200,000 (2019: £200,000) to the parent company, Sheldon Clayton Holdings Limited.

18 PARENT COMPANY

The ultimate parent company and ultimate controlling party is Sheldon Clayton Holdings Limited, a company registered in England.

The financial statements contain information about Sheldon Clayton Asset Management Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Sheldon Clayton Holdings Limited, a company registered in England.