

**REPORT OF THE DIRECTOR AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024
FOR
ZED ENGINEERED SYSTEMS LIMITED**

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FOR THE YEAR ENDED 31 DECEMBER 2024

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ZED ENGINEERED SYSTEMS LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2024

DIRECTOR:	Mr A Seilert
SECRETARY:	Mrs C M J Kilvington
REGISTERED OFFICE:	First Floor North 40 Oxford Road High Wycombe Buckinghamshire HP11 2EE
REGISTERED NUMBER:	01774917 (England and Wales)
AUDITORS:	Seymour Taylor Limited, Statutory Auditor First Floor North 40 Oxford Road High Wycombe Buckinghamshire HP11 2EE

**REPORT OF THE DIRECTOR
FOR THE YEAR ENDED 31 DECEMBER 2024**

The director presents his report with the financial statements of the company for the year ended 31 December 2024.

PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were those of design and manufacture of instrumentation for tunnelling.

DIRECTOR

Mr A Seilert held office during the whole of the period from 1 January 2024 to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

AUDITORS

The auditors, Seymour Taylor Limited, will be re-appointed in accordance with section 487(2) of the Companies Act 2006.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

BY ORDER OF THE BOARD:

Mrs C M J Kilvington - Secretary

8 April 2025

**STATEMENT OF FINANCIAL POSITION
31 DECEMBER 2024**

		2024	2023
	Notes	£	£
FIXED ASSETS			
Intangible assets	4	-	7,312
Tangible assets	5	<u>172,845</u>	<u>192,594</u>
		172,845	199,906
CURRENT ASSETS			
Stocks		271,030	434,654
Debtors	6	179,448	167,630
Cash at bank and in hand		<u>721,205</u>	<u>481,479</u>
		1,171,683	1,083,763
CREDITORS			
Amounts falling due within one year	7	<u>52,634</u>	<u>35,042</u>
NET CURRENT ASSETS		<u>1,119,049</u>	<u>1,048,721</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,291,894	1,248,627
PROVISIONS FOR LIABILITIES		<u>6,178</u>	<u>8,373</u>
NET ASSETS		<u><u>1,285,716</u></u>	<u><u>1,240,254</u></u>
CAPITAL AND RESERVES			
Called up share capital	8	100	100
Retained earnings		<u>1,285,616</u>	<u>1,240,154</u>
SHAREHOLDERS' FUNDS		<u><u>1,285,716</u></u>	<u><u>1,240,254</u></u>

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

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the director and authorised for issue on 8 April 2025 and were signed by:

Mr A Seilert - Director

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

1. STATUTORY INFORMATION

Zed Engineered Systems Limited is a private company limited by shares and incorporated in England and Wales. The address of the company's registered office is First Floor North, 40 Oxford Road, High Wycombe, Buckinghamshire, HP11 2EE. The registered number is 01774917.

The principal activity of the company was that of design and manufacture of instrumentation for tunnelling.

The financial statements are presented in the currency of the primary economic environment in which the entity operates (its functional currency), as such, the results and statement of financial position are presented in Sterling (£).

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The directors have assessed expected future cashflows, giving due consideration to all relevant factors affecting the company. The directors have considered the potential impact on the company as well as its capital resources and believe that the company has adequate resources in place to continue in operation for at least twelve months from the date of approval of the financial statements. Consequently, the company continues to adopt the going concern basis in preparing these financial statements.

Significant judgements and estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. If in the future such estimates and assumptions, which are based on the management's best judgment at the date of the financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the year in which the circumstances change.

Turnover

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

Turnover is measured at the fair value of consideration received or receivable for goods and or services provided, net of trade discounts and value added tax.

Turnover from the sale of goods is recognised when significant risks and rewards of ownership of the goods have transferred to the buyer, the amount of turnover can be reliably measured, it is probable that the economic benefits associated with the transaction will flow to the company and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

This is usually when the goods have been dispatched and legal title has passed.

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. ACCOUNTING POLICIES - continued**Intangible assets**

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Development costs are being amortised evenly over their estimated useful life of five years.

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

The company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimate useful life:

Long leasehold	straight line -10%
Plant and machinery	straight line - 25%
Fixtures and fittings	straight line -25%

Stocks

Stocks are valued at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing stock to its present location and condition.

Provision is made for damaged, obsolete and slow-moving stock where appropriate.

Financial instruments

The company has applied the provisions of Section 11 "Basic Financial Instruments" and Section 12 "Other Financial Instrument Issues" of FRS 102 to its financial statements.

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Differences between accumulated depreciation and tax allowances for the cost of a fixed asset, if and when all conditions for retaining the tax allowances have been met, are not provided for. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. ACCOUNTING POLICIES - continued

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the statement of financial position date. Deferred tax balances are not discounted.

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

Foreign currencies

Transactions denominated in foreign currencies are translated into Sterling at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities at the period end denominated in a foreign currency are translated into Sterling at the rate of exchange ruling at the statement of financial position date. Exchange differences are taken into account when arriving at the operating profit.

Hire purchase and leasing commitments

Assets acquired and held under finance lease or hire purchase contracts are capitalised in the statement of financial position. Those held under finance leases are depreciated over the shorter of the lease term and the estimated useful life of the asset. Those held under hire purchase contracts are depreciated over the estimated useful life of the asset.

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding lease liability using the effective interest method. The related obligation, exclusive of finance charges allocated to future periods, is recognised as a liability with the finance element charged to the income statement over the relevant period.

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Lease incentives

The company from time to time receives incentives to enter into new lease agreements. These incentives may take the form of an up-front cash payment ("reverse premium") or the initial period of the lease may be rent free or at a reduced rent.

In accordance with the standard accounting treatment for operating lease incentives, the benefits receivable by the company are deducted from the rental costs and are allocated on a straight line basis over the full lease term.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme for the benefit of its employees. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 8 (2023 - 7) .

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2024
4. INTANGIBLE FIXED ASSETS

	Development costs £
COST	
At 1 January 2024	36,736
Disposals	<u>(36,736)</u>
At 31 December 2024	-
AMORTISATION	
At 1 January 2024	29,424
Amortisation for year	7,312
Eliminated on disposal	<u>(36,736)</u>
At 31 December 2024	-
NET BOOK VALUE	
At 31 December 2024	-
At 31 December 2023	<u><u>7,312</u></u>

5. TANGIBLE FIXED ASSETS

	Long leasehold £	Plant and machinery £	Fixtures and fittings £	Totals £
COST				
At 1 January 2024	133,766	156,096	148,993	438,855
Additions	19,628	-	-	19,628
Disposals	-	<u>(21,157)</u>	<u>(71,734)</u>	<u>(92,891)</u>
At 31 December 2024	<u>153,394</u>	<u>134,939</u>	<u>77,259</u>	<u>365,592</u>
DEPRECIATION				
At 1 January 2024	15,433	105,279	125,549	246,261
Charge for year	14,590	16,160	8,627	39,377
Eliminated on disposal	-	<u>(21,157)</u>	<u>(71,734)</u>	<u>(92,891)</u>
At 31 December 2024	<u>30,023</u>	<u>100,282</u>	<u>62,442</u>	<u>192,747</u>
NET BOOK VALUE				
At 31 December 2024	<u>123,371</u>	<u>34,657</u>	<u>14,817</u>	<u>172,845</u>
At 31 December 2023	<u>118,333</u>	<u>50,817</u>	<u>23,444</u>	<u>192,594</u>

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024 £	2023 £
Trade debtors	91,330	5,724
Amounts owed by group undertakings	1,553	97,237
Other debtors	<u>86,565</u>	<u>64,669</u>
	<u>179,448</u>	<u>167,630</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2024****7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2024	2023
	£	£
Trade creditors	90	6,308
Taxation and social security	28,879	7,124
Other creditors	<u>23,665</u>	<u>21,610</u>
	<u>52,634</u>	<u>35,042</u>

8. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			2024	2023
Number:	Class:	Nominal value:	£	£
100	Ordinary	£1	<u>100</u>	<u>100</u>

9. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006

The Report of the Auditors was qualified on the following basis:

Basis for qualified opinion on financial statements

We were not appointed as auditor of the company until after 31 December 2022 and thus did not observe the counting of physical inventories at the end of the year to 31 December 2022. We were unable to satisfy ourselves by alternative means concerning the quantities and condition of inventory held at 31 December 2022, with a carrying value of £358,931 by using other audit procedures. Consequently, we were unable to determine whether any adjustment to the carrying amount at 31 December 2022 was necessary or whether there was any consequential effect on the profit for the year ended 31 December 2023.

Our audit opinion on the financial statements for the year ended 31 December 2023 was modified accordingly. Our opinion on the current year's financial statements is also modified because of the possible effect of these matters on the comparability of the current year's figures and the corresponding figures.

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 these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Joanne Kingsnorth FCA (Senior Statutory Auditor)
for and on behalf of Seymour Taylor Limited, Statutory Auditor

10. OTHER FINANCIAL COMMITMENTS

Total financial commitments, guarantees and contingencies not included in the statement of financial position amount to £167,500 (2023 - £234,500), all relates to operating lease commitments due within 5 years.

11. RELATED PARTY DISCLOSURES

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

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2024**

12. ULTIMATE CONTROLLING PARTY

The parent company is VMT GmbH, a company incorporated in Germany. The ultimate parent company is Herrenknecht AG, a company incorporated in Germany.

The largest and smallest group, in which this company's information is consolidated is that of Herrenknecht AG. The company is incorporated in Germany and is preparing its consolidated financial statements to 31 December 2024. The registered office for this company is:

Schlehenweg 2, 77963
Schwanau
Germany

Copies of the consolidated financial statements of 31 December 2024 can be obtained from the above address.