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**TOHO TITANIUM EUROPE CO. LIMITED**

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**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2021**

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TOHO TITANIUM EUROPE CO. LIMITED

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COMPANY INFORMATION

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<b>Directors</b>	K Komamiya N Nomoto Y Yamao (appointed 17 June 2021) Y Nishiyama (resigned 17 June 2021)
<b>Registered number</b>	06887518
<b>Registered office</b>	Haslers Hawke House Old Station Road Loughton Essex IG10 4PL
<b>Independent auditors</b>	Haslers Chartered Accountants & Statutory Auditor Old Station Road Loughton Essex IG10 4PL

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TOHO TITANIUM EUROPE CO. LIMITED

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CONTENTS

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	Page
<b>Strategic Report</b>	1 - 2
<b>Directors' Report</b>	3 - 4
<b>Independent Auditors' Report</b>	5 - 8
<b>Statement of Comprehensive Income</b>	9
<b>Balance Sheet</b>	10
<b>Statement of Changes in Equity</b>	11
<b>Notes to the Financial Statements</b>	12 - 22

**STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**Introduction**

The directors present their strategic report and audited financial statements for the year ended 31 December 2021.

Toho Titanium Europe Co. Ltd is part of the Toho Titanium Group and is responsible for the sale of titanium metal and titanium catalyst for propylene polymerisation within Europe as well as conducting market research.

**Business review**

The results for the year to 31 December 2021 show a significant decrease in the company's activities with turnover down to £13.3m compared to £17.6m in the year to 31 December 2020. This was due to a sharp drop in titanium demands after COVID-19 pandemic, especially from the aerospace industry, in 2021.

The gross profit margin decreased to 2.5% compared to 3.6% in 2020 due to foreign exchange rate movements. The balance sheet remains in a healthy net asset position based on the cash balance of £2.03m (2020: £1.06m).

At the end of 2021, the implementation of liquidation was undecided and was under consideration as one of the options. The liquidation was finally approved by the board of directors and the board of directors of the parent company on the 16th February 2022.

**Principal risks and uncertainties**

The company's principal risks and uncertainties lie within fluctuating exchange rates, as its inventory is bought and sold in foreign currencies – especially US dollars.

As for many businesses of a similar size to the company, the environment in which it operates continues to be challenging. Both titanium and petrochemical and chemical product markets in Europe are highly competitive and as a consequence, the margins remain very small.

With regards to the titanium metal business, which is the company's main business, Toho Titanium Europe Co. Ltd faces competition mainly from Japanese and CIS suppliers.

The titanium metal business is also subject to customers' demand patterns and a fluctuating market. The company has however been successful in securing a long-term contracts with its major customers.

As well as the principal risks and uncertainties, the company is also aware that that the development of the business may be affected by unforeseen future events outside of the company's influence on control.

We have witnessed COVID-19 having a devastating impact on the global economy. It also did a lot of damage to our UK business. We are conscious of the risks and uncertainties this poses to future trade as a consequence of the current impact on worldwide air travel and ultimately to the aviation industry – an end user of our titanium products due to their use as a raw material in aircraft manufacture.

**Financial key performance indicators**

The directors use a number of performance indicators to asses the company's progress in meeting its objectives.

The key performance indicators are:

1. Sales levels
2. Gross profit margins

These have been further assessed in the business review above.

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TOHO TITANIUM EUROPE CO. LIMITED

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STRATEGIC REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2021

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This report was approved by the board on 22 March 2022 and signed on its behalf.

**N Nomoto**  
Director

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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The directors present their report and the financial statements for the year ended 31 December 2021.

**Directors' responsibilities statement**

The directors are responsible for preparing the Strategic Report, the Directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Results and dividends**

The profit for the year, after taxation, amounted to £53,444 (2020 - £324,324).

The results for the year and financial position of the company are shown in the annexed financial statements.

Interim dividends of £874,372 (2020: £197,523) were paid during the year. The Directors do not recommend payment of a final dividend.

The company's business activities together with the factors likely to affect its future development, its financial position, foreign currency risk and risk management objectives are described in the Strategic Report.

**Directors**

The directors who served during the year were:

K Komamiya

N Nomoto

Y Yamao (appointed 17 June 2021)

Y Nishiyama (resigned 17 June 2021)

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TOHO TITANIUM EUROPE CO. LIMITED

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**DIRECTORS' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

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**Disclosure of information to auditors**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

**Post balance sheet events**

The board have made the decision post year end, to start preparing the entity for a voluntary liquidation.

**Auditors**

The auditors, Haslers, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 22 March 2022 and signed on its behalf.

N Nomoto  
Director

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TOHO TITANIUM EUROPE CO. LIMITED

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### Opinion

We have audited the financial statements of Toho Titanium Europe Co. Limited (the 'Company') for the year ended 31 December 2021, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of 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 2021 and of its profit 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 Auditors' 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 United Kingdom, including the Financial Reporting Council'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.

### Emphasis of matter

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures made in the financial statements. The directors intend to cease trading post year end and the financial statements have been prepared on the break up basis. We draw your attention to the following notes in respect of the 2.1 basis of preparation, and 2.3 going concern accounting policies in the notes to these accounts.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TOHO TITANIUM EUROPE CO. LIMITED (CONTINUED)**

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**Other information**

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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.

**Opinion 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 in relation to which 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 directors' 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 set out on page 3, 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TOHO TITANIUM EUROPE CO. LIMITED (CONTINUED)

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**Auditors' 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 Auditors' 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.

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 extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We held discussions with the management of the entity to assess which laws and regulations the entity is bound by. We determined that the following laws and regulations were most significant: the Companies Act 2006 and UK corporate taxation laws.

Inquires of the management resulted in the disclosure that there had been no known breaches during the year or in subsequent periods. We carried out a review of the legal expenses incurred in the year for any signs of breaches in these laws and regulations during the year. No issues were noted as a result of these procedures.

In order to assess the susceptibility of the entity to material misstatement due to irregularities, including fraud, the audit team carried out the following procedures:

- We identified and assessed the design effectiveness of controls management has in place to prevent and detect fraud;
- We reviewed the manual journals posted during to the year for signs of management override/bias.
- We vouched a sample of purchases and sales made in the year to supporting documentation to ensure that they are bonafide business transactions.
- We have also tested the revenue recognition matters through carrying out extensive cut-off testing to ensure income is recorded in the correct reporting periods.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditors' 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 Auditors' 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.

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TOHO TITANIUM EUROPE CO. LIMITED

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TOHO TITANIUM EUROPE CO. LIMITED (CONTINUED)

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Charalambos Patsalides (Senior Statutory Auditor)

for and on behalf of

**Haslers**

Chartered Accountants

Statutory Auditor

Old Station Road

Loughton

Essex

IG10 4PL

22 March 2022

TOHO TITANIUM EUROPE CO. LIMITED

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover	4	13,326,803	17,621,066
Cost of sales		(12,999,680)	(16,985,196)
<b>Gross profit</b>		<b>327,123</b>	<b>635,870</b>
Administrative expenses		(262,094)	(241,808)
<b>Operating profit</b>	5	<b>65,029</b>	<b>394,062</b>
Interest receivable and similar income	9	1,047	6,359
<b>Profit before tax</b>		<b>66,076</b>	<b>400,421</b>
Tax on profit	10	(12,632)	(76,097)
<b>Profit for the financial year</b>		<b>53,444</b>	<b>324,324</b>

There was no other comprehensive income for 2021 (2020:£NIL).

The notes on pages 12 to 22 form part of these financial statements.

**TOHO TITANIUM EUROPE CO. LIMITED**  
**REGISTERED NUMBER: 06887518**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Tangible assets	12	494	887
		<u>494</u>	<u>887</u>
<b>Current assets</b>			
Stocks	13	1,903,893	1,674,902
Debtors: amounts falling due within one year	14	2,630,082	6,194,456
Cash at bank and in hand	15	2,026,317	1,062,125
		<u>6,560,292</u>	<u>8,931,483</u>
Creditors: amounts falling due within one year	16	(5,768,618)	(7,319,274)
<b>Net current assets</b>		<u>791,674</u>	<u>1,612,209</u>
<b>Total assets less current liabilities</b>		<u>792,168</u>	<u>1,613,096</u>
<b>Net assets</b>		<u><u>792,168</u></u>	<u><u>1,613,096</u></u>
<b>Capital and reserves</b>			
Called up share capital	19	400,000	400,000
Profit and loss account		392,168	1,213,096
		<u>792,168</u>	<u>1,613,096</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 March 2022.

**N Nomoto**  
Director

The notes on pages 12 to 22 form part of these financial statements.

TOHO TITANIUM EUROPE CO. LIMITED

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital £	Profit and loss account £	Total equity £
At 1 January 2021	400,000	1,213,096	1,613,096
<b>Comprehensive income for the year</b>			
Profit for the year	-	53,444	53,444
<b>Total comprehensive income for the year</b>	-	53,444	53,444
Dividends: Equity capital	-	(874,372)	(874,372)
<b>Total transactions with owners</b>	-	(874,372)	(874,372)
<b>At 31 December 2021</b>	<b>400,000</b>	<b>392,168</b>	<b>792,168</b>

The notes on pages 12 to 22 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Called up share capital £	Profit and loss account £	Total equity £
At 1 January 2020	400,000	1,086,295	1,486,295
<b>Comprehensive income for the year</b>			
Profit for the year	-	324,324	324,324
<b>Total comprehensive income for the year</b>	-	324,324	324,324
Dividends: Equity capital	-	(197,523)	(197,523)
<b>Total transactions with owners</b>	-	(197,523)	(197,523)
<b>At 31 December 2020</b>	<b>400,000</b>	<b>1,213,096</b>	<b>1,613,096</b>

The notes on pages 12 to 22 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**1. General information**

Toho Titanium Europe Co. Limited is a private company, limited by shares and incorporated in England and Wales, United Kingdom, with a registration number of 06887518. The address of the registered office is Haslers Hawke House, Old Station Road, Loughton, Essex, United Kingdom, IG10 4PL. The principal activity of the company is that of sales of titanium metal and titanium products within Europe. It also conducts market research.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

As set out in the Directors' report, due to the company ceasing to trade, we have decided to prepare the financial statements on a break up basis at the year end. In adopting the break up basis at the year end the following policies and procedures were implemented:

- all current assets have been disclosed at net realisable value.
- all liabilities reflect the full amount at which they are expected to materialise.

Monetary amounts in these financial statements are rounded to the nearest £.

The preparation of in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

**2.2 Financial Reporting Standard 102 - reduced disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Toho Titanium Co Ltd as at 31 March 2022 and these financial statements may be obtained from JR Yokohama Tower 22nd Floor, 1-1-1 Minamisaikawa, Nishi-ku, Yokohama, Kanagawa 220-0005, Japan.

**2.3 Going concern**

The company made the decision to cease trading post year end. The financial statements have therefore been prepared on a break up basis as set out above under the basis of preparation.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**2. Accounting policies (continued)**

**2.4 Foreign currency translation**

**Functional and presentation currency**

The Company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

**2.5 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

**Sale of goods**

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

**2.6 Interest income**

Interest income is recognised in profit or loss using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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2. Accounting policies (continued)

2.7 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Office equipment	-	33%
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**2. Accounting policies (continued)**

**2.9 Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

**2.10 Debtors**

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.11 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

**2.12 Creditors**

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**2.13 Financial instruments**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

**2.14 Dividends**

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

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TOHO TITANIUM EUROPE CO. LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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3. **Judgments in applying accounting policies and key sources of estimation uncertainty**

In applying the Company's accounting policies, the directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. The directors' judgements, estimates and assumptions are based on the best and most reliable evidence available at the time when the decisions are made, and are based on historical experience and other factors that are considered to be applicable. Due to the inherent subjectivity involved in making such judgements, estimates and assumptions, the actual results and outcomes may differ.

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, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

The director does not believe that there have been judgements (apart from those involving estimates) made in the process of applying the above accounting policies that have had a significant effect on amounts recognised in the financial statements.

4. **Turnover**

An analysis of turnover by class of business is as follows:

	2021 £	2020 £
Sale of goods	13,326,803	17,621,066
	<u>13,326,803</u>	<u>17,621,066</u>

Analysis of turnover by country of destination:

	2021 £	2020 £
United Kingdom	10,717,236	15,088,642
Rest of the world	2,609,567	2,532,425
	<u>13,326,803</u>	<u>17,621,067</u>

5. **Operating profit**

The operating profit is stated after charging:

	2021 £	2020 £
Exchange differences	35,616	(520,015)
Other operating lease rentals	20,460	20,436
Depreciation	<u>394</u>	<u>296</u>

TOHO TITANIUM EUROPE CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

**6. Auditors' remuneration**

	2021	2020
	£	£
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<u>12,075</u>	<u>11,500</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

**7. Employees**

Staff costs, including directors' remuneration, were as follows:

	2021	2020
	£	£
Wages and salaries	<u>145,092</u>	<u>155,381</u>
	<u>145,092</u>	<u>155,381</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2021	2020
	No.	No.
Administration and sales	<u>1</u>	<u>1</u>

**8. Directors' remuneration**

	2021	2020
	£	£
Directors' emoluments	<u>145,092</u>	<u>155,381</u>
	<u>145,092</u>	<u>155,381</u>

**9. Interest receivable**

	2021	2020
	£	£
Other interest receivable	<u>1,047</u>	<u>6,359</u>
	<u>1,047</u>	<u>6,359</u>

TOHO TITANIUM EUROPE CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

10. Taxation

	2021 £	2020 £
<b>Corporation tax</b>		
Current tax on profits for the year	12,632	75,922
	<u>12,632</u>	<u>75,922</u>
<b>Total current tax</b>	<u>12,632</u>	<u>75,922</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	175
	<u>-</u>	<u>175</u>
<b>Total deferred tax</b>	<u>-</u>	<u>175</u>
<b>Taxation on profit on ordinary activities</b>	<u>12,632</u>	<u>76,097</u>

**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2020 - higher than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	<u>66,076</u>	<u>400,421</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	12,554	76,080
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	32	17
Capital allowances for year in excess of depreciation	46	-
	<u>12,632</u>	<u>76,097</u>
<b>Total tax charge for the year</b>	<u>12,632</u>	<u>76,097</u>

**Factors that may affect future tax charges**

There were no factors that may affect future tax charges.

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TOHO TITANIUM EUROPE CO. LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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11. Dividends

	2021 £	2020 £
Dividends	874,372	197,523
	<u>874,372</u>	<u>197,523</u>

12. Tangible fixed assets

	Office equipment £
<b>Cost or valuation</b>	
At 1 January 2021	7,713
At 31 December 2021	<u>7,713</u>
<b>Depreciation</b>	
At 1 January 2021	6,825
Charge for the year on owned assets	394
At 31 December 2021	<u>7,219</u>
<b>Net book value</b>	
At 31 December 2021	<u>494</u>
<i>At 31 December 2020</i>	<u>887</u>

TOHO TITANIUM EUROPE CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

**13. Stocks**

	2021 £	2020 £
Finished goods and goods for resale	1,903,893	1,674,902
	1,903,893	1,674,902

**14. Debtors**

	2021 £	2020 £
Trade debtors	2,313,221	5,598,286
Other debtors	310,068	592,103
Prepayments and accrued income	6,793	4,067
	2,630,082	6,194,456

**15. Cash and cash equivalents**

	2021 £	2020 £
Cash at bank and in hand	2,026,317	1,062,125
	2,026,317	1,062,125

**16. Creditors: Amounts falling due within one year**

	2021 £	2020 £
Trade creditors	2,394	116
Amounts owed to group undertakings	5,740,437	7,271,850
Corporation tax	-	31,223
Other creditors	132	85
Accruals and deferred income	25,655	16,000
	5,768,618	7,319,274

TOHO TITANIUM EUROPE CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

**17. Financial instruments**

	2021 £	2020 £
<b>Financial assets</b>		
Financial assets measured at fair value through profit or loss	<u>2,026,317</u>	<u>1,062,125</u>

Financial assets measured at fair value through profit or loss comprise of cash and bank balances.

**18. Deferred taxation**

		2020 £
At beginning of year		175
Charged to profit or loss		(175)
<b>At end of year</b>		<u>-</u>

**19. Share capital**

	2021 £	2020 £
<b>Allotted, called up and fully paid</b>		
400,000 (2020 - 400,000) Ordinary shares of £1.00 each	<u>400,000</u>	<u>400,000</u>

**20. Commitments under operating leases**

At 31 December 2021 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2021 £	2020 £
Not later than 1 year	<u>9,084</u>	9,084
	<u>9,084</u>	<u>9,084</u>

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TOHO TITANIUM EUROPE CO. LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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**21. Related party transactions**

The following amounts were due to/(from) related parties at the reporting period end date:

	2021	2020
	£	£
Entities with control, joint control or significant influence over the company	5,740,437	7,271,850
Key management personnel	132	88
	<u>5,740,569</u>	<u>7,271,938</u>

**22. Controlling party**

The immediate parent company and parent company of the smallest group for which group accounts are drawn up is Toho Titanium Co. Limited, a listed company incorporated in Japan.

The ultimate parent company and controlling party is ENEOS Holdings, Inc, also a listed company incorporated in Japan.

A copy of the ENEOS Holdings group financial statements can be obtained from Otemachi 1-2, Chiyoda-ku, Tokyo, Japan.

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