

**ELECTROCOMPONENTS U.K. LIMITED**

**ANNUAL REPORT AND ACCOUNTS**

**FOR THE YEAR ENDED 31 MARCH 2020**

## Strategic Report

The Directors present their Strategic Report for the year ended 31 March 2020.

### **Principal activity and future developments**

Electrocomponents U.K. Limited (the Company) is and will continue to be a holding company for certain UK and overseas investments of the Electrocomponents Group.

### **Business review**

The results for the year are set out in the Statement of Comprehensive Income.

During the year the Company made a profit of £45.0 million (2019: £52.8 million), principally due to dividend income received from shares in group undertakings. The Company has net assets of £236.1 million (2019: £391.1 million) but has net current liabilities of £513.8 million (2019: £355.3 million). Notwithstanding this net current liabilities position, the Directors are satisfied that the Company is a going concern as the parent company, Electrocomponents plc, has undertaken to continue to fund the Company for the foreseeable future.

The Directors do not use any specific key performance indicators to assess the performance of the Company due to its nature as a holding company.

### **Section 172(1) statement**

Under section 172(1) of the Companies Act 2006, the Directors are required to act in a way that they consider, in all good faith, would most likely promote the success of the Company. This success must be for the benefit of the Company's shareholder but also for all other stakeholders.

The Directors have considered all the Company's stakeholders and the long-term consequences of the decisions taken when assessing the level of dividends to pay and the level of any impairments or reversal of impairments of the Company's investments, including any impact on the Company's reputation.

### **Principal risks and uncertainties**

The main risk faced by the Company is that the investments it holds become impaired. All investments are in Electrocomponents Group companies and their activities are closely monitored. Regular impairment reviews are carried out upon the Company's investments.

On behalf of the Board:

V E Gough  
*Director*  
24 July 2020

**Directors' Report**

The Directors present their Report and the audited accounts for the year ended 31 March 2020.

**Directors**

The Directors who held office during the year were as follows:

L Ruth  
D Egan  
V E Gough

**Directors' and Officers' liability insurance**

In accordance with the Company's Articles of Association, the Company entered into a deed in 2007 to indemnify the Directors and Officers (from time to time) of the Company to the extent permitted by law. A copy of this indemnity (which remains in force as of the date on which this report was approved) is available at the registered office of the Company. The Company purchased and maintained Directors' and Officers' liability insurance throughout 2019, which was renewed for 2020 and is in force at the date of approval of this Directors' Report. Neither the indemnity nor insurance provides cover in the event that a Director or Officer is proved to have acted fraudulently.

**Dividends**

During the year, the Company paid a final dividend of £200.0 million in respect of the year ended 31 March 2019 (2019: £200.0 million). The Directors propose a final dividend of £30.0 million for the year ended 31 March 2020 (2019: £200.0 million).

**Employee engagement**

The Company has no employees (2019: nil).

**Other information to report**

The following information is set out on the pages below:

- Financial results – page 6
- Financial instruments and financial risk management – pages 10, 14 and 15
- Likely future developments – page 1

**Disclosure of information to auditors**

The Directors who held office at the date of approval of this Directors' Report each confirm that, so far as they are aware, there is no relevant audit information of which the auditors are unaware; and that each Director has taken all the steps that they ought to have taken as Directors to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

**Directors' Report (continued)**

**Statement of directors' responsibilities in respect of the accounts**

The Directors are responsible for preparing the Annual Report and Accounts in accordance with applicable law and regulation.

Company law requires the Directors to prepare accounts for each financial year. Under that law the Directors have prepared the accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', and applicable law). Under company law the Directors must not approve the accounts 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 the accounts, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the accounts;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 2006.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the Board:

V E Gough  
*Director*  
24 July 2020

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**Independent auditors' report to the members of Electrocomponents U.K. Limited**

**Report on the audit of the financial statements**

**Opinion**

In our opinion, Electrocomponents U.K. Limited's accounts (the financial statements):

- give a true and fair view of the state of the Company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Accounts (the "Annual Report"), which comprise: the balance sheet as at 31 March 2020; the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Independence**

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

**Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

**Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

***Strategic Report and Directors' Report***

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 March 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

**Responsibilities for the financial statements and the audit**

***Responsibilities of the Directors for the financial statements***

As explained more fully in the Statement of Directors' responsibilities in respect of the accounts set out on page 3, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they 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.

***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.

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

***Use of this report***

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**Other required reporting**

**Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Sandeep Dhillon (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
24 July 2020

ELECTROCOMPONENTS U.K. LIMITED

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Statement of Comprehensive Income  
for the year ended 31 March 2020

	Note	2020 £m	2019 £m
Administrative expenses		-	(0.2)
Foreign exchange losses		(0.1)	-
Income from shares in group undertakings		52.5	57.1
Interest receivable	6	1.0	0.7
Interest payable	6	(8.4)	(4.8)
Profit before taxation		45.0	52.8
Tax on profit	7	-	-
Profit and total comprehensive income for the year		45.0	52.8

The notes on pages 9 to 15 are an integral part of these accounts.

**ELECTROCOMPONENTS U.K. LIMITED**

**Balance Sheet  
as at 31 March 2020**

	Note	<b>2020</b> £m	2019 £m
<b>Fixed assets</b>			
Investments	8	<u>749.9</u>	746.4
<b>Current assets</b>			
Debtors: amounts falling due within one year	9	<u>46.4</u>	77.8
Creditors: amounts falling due within one year	10	<u>(560.2)</u>	(433.1)
<b>Net current liabilities</b>		<u>(513.8)</u>	(355.3)
<b>Total assets less current liabilities</b>		<u>236.1</u>	391.1
<b>Net assets</b>		<u>236.1</u>	391.1
<b>Capital and reserves</b>			
Share capital	11	-	-
Share premium account		177.0	177.0
Profit and loss account		<u>59.1</u>	214.1
<b>Total equity</b>		<u>236.1</u>	391.1

The notes on pages 9 to 15 are an integral part of these accounts.

These accounts on pages 6 to 15 were approved by the Board of Directors on 24 July 2020 and signed on its behalf by:

**V E Gough**

*Director*

Company number: 1648115



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**Statement of Changes in Equity  
for the year ended 31 March 2020**

	<b>Share premium account £m</b>	<b>Profit and loss account £m</b>	<b>Total equity £m</b>
At 1 April 2018	177.0	361.3	538.3
Profit and total comprehensive income for the year	-	52.8	52.8
Dividends (Note 12)	-	(200.0)	(200.0)
At 31 March 2019	177.0	214.1	391.1
Profit and total comprehensive income for the year	-	45.0	45.0
Dividends (Note 12)	-	(200.0)	(200.0)
At 31 March 2020	<b>177.0</b>	<b>59.1</b>	<b>236.1</b>

The notes on pages 9 to 15 are an integral part of these accounts.

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**Notes to the accounts****1. General information**

The Company is a wholly-owned subsidiary of Electrocomponents plc (Parent Company). The Company is a private company limited by shares and is incorporated and domiciled in England and Wales. The address of its registered office is Fifth Floor, Two Pancras Square, London N1C 4AG, UK.

**2. Statement of compliance**

The Company is included in the Parent Company's consolidated accounts which are publicly available (Note 15) and is therefore exempt, by virtue of section 400 of the Companies Act 2006, from the requirement to prepare consolidated accounts.

These separate accounts of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102), and the Companies Act 2006. They are presented in sterling and rounded to £0.1 million.

**3. Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these accounts are set out below and have been consistently applied unless otherwise stated.

**(a) Basis of preparation**

These accounts are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial liabilities measured at fair value through profit or loss. The Directors are satisfied that the Company is a going concern as the Parent Company has undertaken to continue to fund the Company for the foreseeable future.

The preparation of accounts under FRS 102 requires the Company to make judgements and estimates that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Except for judgements involved in estimations, no judgements have been made in the process of applying the Company's accounting policies that have had a significant effect on the amounts recognised in the accounts. Significant estimates and assumptions made are in the review of investments for impairment (Note 3(e)). The judgements involved in estimations have been reviewed to take account of the Company's latest assumptions of the likely impact of the COVID-19 pandemic on the performance of its investments.

***Exemptions for qualifying entities under FRS 102***

The Company has taken advantage of the following disclosure exemptions available under FRS 102:

- preparation of a cash flow statement
- financial instrument disclosures
- key management personnel compensation disclosure

**(b) Foreign currencies**

Transactions in foreign currencies are recorded using the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated at the rate ruling at that date and the gains and losses on translation are recognised in profit or loss.

**(c) Interest receivable and interest payable**

Interest is calculated using the effective interest method and recognised in profit or loss as incurred.

**(d) Taxation**

Current tax is the amount of income tax payable in respect of the taxable profit for the year, using tax rates that have been enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of prior years.

## Notes to the accounts (continued)

**3. Summary of significant accounting policies (continued)****(e) Investments**

Investments in subsidiaries and the joint venture are held at cost less any accumulated impairment losses.

At each balance sheet date the investments are assessed for any indication of impairment. If there is such an indication the recoverable amount of the investment is compared to its carrying amount. The recoverable amount is the higher of the fair value less costs to sell and the value in use. Value in use is the present value of the future cash flows before interest and tax obtainable as a result of the continued trading of the relevant subsidiary or joint venture. The cash flows are discounted at the Group's pre-tax weighted average cost of capital adjusted for the estimated tax cash flows and risk applicable for the relevant subsidiary or joint venture.

If the recoverable amount is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount and an impairment loss is recognised in profit or loss. If an impairment loss is subsequently reversed, the carrying amount of the investment is increased to the revised estimate of its recoverable amount to the extent that it does not exceed the carrying amount that would have been determined excluding any previous impairment losses. This reversal is recognised in profit or loss.

**(f) Basic financial instruments**

Debtors are initially recognised at transaction price and then subsequently at amortised cost less any provision for impairment.

Creditors are initially recognised at transaction price and then subsequently at amortised cost.

**(g) Fair value hedge accounting**

The Company has elected to adopt the recognition and measurement provisions of IAS 39 (as adopted by the European Union) and the disclosure provisions of FRS 102 in respect of financial instruments.

Certain loans due to fellow Electrocomponents Group companies are designated as fair value hedges against certain investments in subsidiaries for changes in the fair value of their historical foreign currency cost attributable to movements in the spot foreign exchange rates. These changes are recognised in profit or loss.

**(h) Distributions**

Dividends and other distributions are recognised in the statement of changes in equity and as a liability in the balance sheet in the period in which the dividends and other distributions are approved by the Company's shareholders.

**4. Auditors' remuneration**

The fees payable to the Company's auditors for the audit of the accounts were £4,000 (2019: £4,000) and were borne by the Parent Company and not recharged to the Company.

**5. Employees and directors**

The Company did not employ any staff during the year (2019: none). The Directors received no (2019: nil) emoluments for their qualifying services to the Company. They predominantly perform services for the Parent Company and are remunerated by the Parent Company. 3 Directors (2019: 2) became entitled to receive shares under the Parent Company's Long Term Incentive Plan.

**6. Interest receivable and interest payable**

	2020 £m	2019 £m
<b>Interest receivable</b>		
Interest receivable from subsidiaries	0.9	0.7
Interest receivable from the Parent Company	0.1	-
	<u>1.0</u>	<u>0.7</u>
<b>Interest payable</b>		
Interest payable to the Parent Company	(8.4)	(4.2)
Interest payable on bank overdrafts	-	(0.6)
	<u>(8.4)</u>	<u>(4.8)</u>

## Notes to the accounts (continued)

## 7. Tax on profit

The tax assessed for the year is lower (2019: lower) than the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are explained below:

	2020 £m	2019 £m
Profit before taxation	<b>45.0</b>	52.8
Corporation tax charge at 19% (2019: 19%)	<b>8.6</b>	10.0
Effects of:		
Non-taxable income	<b>(10.0)</b>	(10.8)
Group relief	<b>1.4</b>	0.8
Tax charge for the year	<b>-</b>	-

## Factors that may affect future tax

In March 2020, the UK government reversed the previous September 2016 enactment that changed the UK corporation tax rate from 19% to 17% effective from 1 April 2020.

## 8. Investments

	Subsidiaries £m	Joint venture £m	Total £m
<b>Cost</b>			
At 1 April 2019	794.8	0.2	795.0
Additions	1.2	-	1.2
Retranslation of fair value hedged investments	2.3	-	2.3
<b>At 31 March 2020</b>	<b>798.3</b>	<b>0.2</b>	<b>798.5</b>
<b>Provision for impairment</b>			
<b>At 1 April 2019 and 31 March 2020</b>	<b>48.6</b>	-	<b>48.6</b>
<b>Net book value</b>			
<b>At 31 March 2020</b>	<b>749.7</b>	<b>0.2</b>	<b>749.9</b>
At 31 March 2019	746.2	0.2	746.4

On 17 January 2020 the Company made a capital injection of £1.2 million to RS Components Business Services (Foshan) Limited.

The Company owned the following subsidiaries and joint venture (marked with †). All operate within their countries of incorporation. Those companies marked with an asterisk (\*) are indirectly owned by the Company.

Name and registered address of undertaking	Country of incorporation	% owned	Class of share held
<b>Industrial and electronic products and solutions providers</b>			
<b>RS Components Pty Limited</b> 25, Pavesi Street, Smithfield, Sydney NSW 2164, Australia	Australia	100%	Ordinary
<b>RS Components Handelsgesellschaft m.b.H</b> Albrechtser Straße 11, 3950, Gmünd, Austria	Austria	100%	Share of equity
<b>Allied Electronics (Canada), Inc.*</b> 199 Bay Street, Suite 5300, Toronto ON M5L 1B9, Canada	Canada	100%	Common
<b>RS Componentes Electronicos Limitada</b> Av. Eduardo Frei Montalva, 6001-71 Conchali, Santiago, Chile	Chile	99.56%	Ordinary
<b>RS Components Limited</b> Suite 1601, Level 16, Tower 1, Kowloon Commerce Centre, 51 Kwai Cheong Road, Kwai Chung, Hong Kong	China	99.999%	Ordinary
<b>RS Components (Shanghai) Company Limited*</b> Unit 501, Floor 5, Building C, The New Bund World Trade Center Phase II, No.3, Lane 227, Dong Yu Road, Pudong Shanghai, China	China	99.999%	Common and preference

## Notes to the accounts (continued)

## 8. Investments (continued)

Name and registered address of undertaking	Country of incorporation	% owned	Class of share held
<b><u>Industrial and electronic products and solutions providers</u></b>			
<b>RS Components A/S</b> Nattergalevej 6, 2400, København NV, Denmark	Denmark	100%	Ordinary
<b>IESA SAS*</b> Rue Norman King, 60000, Beauvais, France	France	100%	Ordinary
<b>RS Components SAS*</b> Rue Norman King, 60000, Beauvais, France	France	100%	Ordinary
<b><i>Integrated Engineering Stores Associates Deutschland GmbH*</i></b>			
<b>GmbH*</b> Bleibtreustr. 21, 10623, Berlin, Germany	Germany	100%	Ordinary
<b>RS Components GmbH</b> Mainzer Landstraße 180, 60327, Frankfurt, Germany	Germany	100%	Ordinary
<b>RS Components &amp; Controls (India) Limited†</b> 222 Okhla Industrial Estate, New Delhi, India	India	50%	Ordinary
<b>RS Components S.r.l.</b> Sesto san Giovanni, Viale Thomas Alva Edison, 110, 20099, MI, Italy	Italy	96.327% directly, 1.835% indirectly	Ordinary
<b>RS Components KK</b> West Tower 12F, Yokohama Business Park, 134 Godocho, Hodogaya, Yokohama, Kanagawa, 240-0005, Japan	Japan	100%	Ordinary
<b>RS Components Sdn Bhd</b> Suite 9D, Level 9, Menara Ansar, 65 Jalan Trus, Johor Bahru, 80000, Johor, Malaysia	Malaysia	100%	Ordinary
<b>Allied Electronics &amp; Automation S. de R.L. de C.V.*</b> Avenida Circunvalación Agustín Yález N° 2613 Int. 1A 105, Colonia Arcos Vallarta Sur, Guadalajara Jalisco, 44500 Mexico	Mexico	100%	Ordinary
<b>IESA Netherlands B.V.*</b> Bingerweg 19, 2031 AZ Haarlem, Netherlands	Netherlands	100%	Ordinary
<b>RS Components B.V.</b> Bingerweg 19, 2031 AZ Haarlem, Netherlands	Netherlands	70.922% directly, 29.078% indirectly	Ordinary
<b>RS Components Limited</b> KPMG, 18 Viaduct Harbour Avenue, Auckland, 1010, New Zealand	New Zealand	100%	Ordinary
<b>RS Components AS</b> 10. etg., Fredrik Selmers vei 6, Oslo, 0663, Norway	Norway	100%	Ordinary
<b>RS Components Corporation</b> 21st Floor Multinational Bancorporation Centre, 6805 Ayala Avenue, Makati City, Philippines	Philippines	100%	Ordinary
<b>RS Components sp. z.o.o.</b> Ul. Domaniewska 48, 02-672, Warszawa, Poland	Poland	100%	Ordinary
<b>IESA Ireland Limited*</b> 13-18 City Quay, Dublin 2, Ireland	Republic of Ireland	100%	Ordinary
<b>Radionics Limited</b> Glenview Industrial Estate, Herberton Road, Rialto, Dublin 12, Ireland	Republic of Ireland	60%	Ordinary
<b>IESA S.E. Asia Pte. Ltd.*</b> 10 Ubi Crescent, #06-18 Ubi Techpark, 408564, Singapore	Singapore	100%	Ordinary
<b>RS Components Pte Ltd</b> 112 Robinson Road, #05-01, 068902, Singapore	Singapore	100%	Ordinary
<b>IESA s.r.o.*</b> Lazaretská 8, Bratislava- mestská časť Staré Mesto, 811 08, Slovakia	Slovakia	100%	Ordinary
<b>Amidata S.A.U.</b> Avenida de Europa, 19-2A planta, 28224 Pozuelo de Alarcón, Madrid, Spain	Spain	100%	Ordinary
<b>IESA AB*</b> Drottninggatan 96, 113 60, Stockholm, Sweden	Sweden	100%	Ordinary
<b>RS Components AB</b> Fabriksgatan 7, 3v, 412 50 Gotborg, Sweden	Sweden	100%	Ordinary

## Notes to the accounts (continued)

## 8. Investments (continued)

Name and registered address of undertaking	Country of incorporation	% owned	Class of share held
<b>RS Components Co., Ltd.</b> GMM Garmmy Place, Room No. 1901-1904, Floor 19, No. 50, Sukhumvit 21 (Asoke), Klongtoey Nua, Wattana, Bangkok, 10110, Thailand	Thailand	99.99% directly, 0.01% indirectly	Ordinary
<b>IESA A &amp; D Limited*</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>IESA Limited*</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>Monition Limited</b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	100%	Ordinary
<b>OKDO Technology Limited*</b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	100%	Ordinary
<b>Allied Electronics, Inc*</b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common
<b><u>Holding, Financing and Management Companies</u></b>			
<b>Electrocomponents Limited</b> Suite 1601, Level 16, Tower 1, Kowloon Commerce Centre, 51 Kwai Cheong Road, Kwai Chung, Hong Kong	China	99.999%	Ordinary
<b>RS Components Business Services (Foshan) Limited</b> 22nd Floor, Glory International Financial Center, No.25, Ronghe Road, Guicheng, Nanhai District, Foshan, Guangdong, 528200, China	China	100%	Ordinary
<b>Electrocomponents France SARL</b> Rue Norman King, 60000, Beauvais, France	France	100%	Ordinary
<b>Bodenfeld Immobilien GmbH</b> Mainzer Landstraße 180, 60327, Frankfurt, Germany	Germany	100%	Ordinary
<b>Electrocomponents Jersey Finance Unlimited*</b> 44 Esplanade, St Helier, JE4 9WG Jersey	Jersey	100%	Common
<b>Aghoco 1079 Limited</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>Electrocomponents Overseas Limited</b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary
<b>Electrocomponents US Finance Limited</b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	100%	Ordinary
<b>IESA A &amp; D Group Limited*</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>IESA A &amp; D Holdings Limited*</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>IESA Holdings Limited*</b> IESA Works Daten Park, Birchwood, Warrington, Cheshire, WA3 6UT, UK	UK	100%	Ordinary
<b>RS Components Holdings Limited</b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	100%	Ordinary
<b>Electrocomponents North America LLC*</b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common
<b>Electrocomponents (US), Inc.*</b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common
<b>Electrocomponents, Inc*</b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common
<b>Electrocomponents North America, Inc.</b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common

## Notes to the accounts (continued)

## 8. Investments (continued)

Name and registered address of undertaking	Country of incorporation	% owned	Class of share held
<b><i>Electrocomponents US LLC*</i></b> 7151 Jack Newell Blvd S., Fort Worth, TX 76118, United States	United States of America	100%	Common
<b>Not currently trading</b>			
<b><i>RS Components (Proprietary) Limited</i></b> 20 Indianapolis Street, Kyalami Business Park, Kyalami Midrand, Gauteng, 1684, South Africa	South Africa	100%	Ordinary
<b><i>Electro Lighting Group Ltd</i></b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary
<b><i>Electro-Leasing Limited</i></b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary
<b><i>RS Components International Limited</i></b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary
<b><i>RS Limited</i></b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary
<b><i>RS Supplies Limited</i></b> Fifth Floor, Two Pancras Square, London N1C 4AG, UK	UK	50%	Ordinary

RS Components B.V. (Netherlands) and RS Components GmbH (Germany) operate branch offices in Belgium and Switzerland.

## 9. Debtors: amounts falling due within one year

	2020 £m	2019 £m
Amounts owed by the Parent Company	-	31.5
Amounts owed by subsidiaries	46.2	46.1
Amounts owed by other Electrocomponents Group companies	0.2	0.2
	<b>46.4</b>	<b>77.8</b>

The Company has unsecured loans receivable from subsidiaries of €4.0 million with a maturity date of 30 September 2020 which bears interest based on the European Central Bank rate plus a margin of 1.2% (2019: €4.0 million) and £42.7 million with a maturity date of 30 September 2020 which bears interest based on the Bank of England base rate plus a margin of 0.8% (2019: £42.7 million).

## 10. Creditors: amounts falling due within one year

	2020 £m	2019 £m
Amounts owed to the Parent Company	555.1	364.0
Amounts owed to subsidiaries	1.6	4.1
Amounts owed to other Electrocomponents Group companies	3.5	64.8
Other creditors	-	0.2
	<b>560.2</b>	<b>433.1</b>

Amounts owed to subsidiaries and other Electrocomponents Group companies are unsecured, interest free and repayable on demand. Of the amounts owed to other Electrocomponents Group companies are loans of \$nil (2019: \$80.0 million) and €4.0 million (2019: €4.0 million) from Electrocomponents Finance Limited. On 10 October 2019, the Company repaid the \$80.0 million loan from Electrocomponents Finance Limited that had been designated as a fair value hedging instrument to hedge against certain investments in subsidiaries.

## Notes to the accounts (continued)

**10. Creditors: amounts falling due within one year (continued)**

Of the amounts owed to the Parent Company, £514.2 million (2019: £363.4 million) relates to an unsecured loan repayable on demand which incurs interest based on the Bank of England base rate plus a margin of 0.8%, and \$50.0 million (2019: \$nil) relates to an unsecured loan repayable on 10 October 2031 which bears interest at 3.63% and is designated as a fair value hedging instrument to hedge against certain investments in subsidiaries. From 10 October 2019 to 29 November 2019, the Company also had a loan of €31.0 million from the Parent Company that was designated as a fair value hedging instrument to hedge against certain investments in subsidiaries. The remaining amounts owed to Parent Company are unsecured, incur interest based on the US federal funds target rate plus a margin of 0.8% and are repayable on demand.

During the year an exchange loss of £2.3 million (2019: £4.1 million) was recognised in profit or loss in respect of the loans designated as fair value hedging instruments to hedge against certain investments in subsidiaries, offset by a fair value gain of the same amount in respect of the hedged investments.

**11. Share capital**

	<b>2020</b>	2019
	<b>Number</b>	Number
Issued and fully paid ordinary shares of £1.00 each	<u><u>3</u></u>	<u><u>3</u></u>

**12. Dividends**

During the year, the Company paid a final dividend of £200.0 million in respect of the year ended 31 March 2019 (2019: £200.0 million).

The Directors recommend the payment of a final ordinary dividend of £30.0 million for the year ended 31 March 2020 (2019: £200.0 million).

**13. Contingent liabilities**

The Company has entered into financial guarantee contracts to guarantee, jointly with another Electrocomponents Group company, the indebtedness of the Parent Company. The Company considers these to be insurance arrangements and accounts for them as such. In this respect, the Company treats the guarantee contracts as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

Guarantees exist in respect of the Parent Company's private placement loan notes and syndicated multi-currency facility, up to a maximum of £350.0 million (2019: £337.2 million), of which £160.8 million (2019: £175.3 million) had been drawn down at the end of the year.

**14. Related party transactions**

There were no related party transactions during the year other than between the Company and other wholly-owned Electrocomponents Group companies.

**15. Controlling parties**

The immediate and ultimate parent company and the smallest and largest group to consolidate these accounts is Electrocomponents plc. Copies of the Electrocomponents plc Annual Report and Accounts are available to the public and may be obtained from Fifth Floor, Two Pancras Square, London N1C 4AG, UK.