

## Annual Report

YEAR END 2021

ANM GROUP

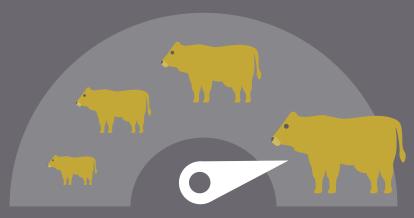
## THE POWER OF YOUR CO-OP

We've delivered on our promises - our customers have saved

£820,000

on commissions in 2021

(ANM's commission rates, compared to average industry published rates of 4%)



The more who use our services, the more who benefit.

### **WE'VE DONE THE SUMS**

1,225

trading members benefited from our member commission rates



**OUR MEMBERS SAVED** 

£370,000

DUE TO MEMBERS REDUCED COMMISSION RATES



RECORD SHARE CAPITAL LEVELS

AT OVER

£7M



MEMBERS PAID INTEREST ON SHARE CAPITAL Our members loan scheme has generated a

PREMIUM INTEREST RATE BONUS OF

£55,000





**MEMBERS** 

**INTEREST SAVINGS** 

ON STOCKING AGREEMENTS

£108,000



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As a leading co-operative enterprise, we bring together inter-related rural businesses forming a unique and integrated offer for our clients.

### LIVESTOCK MARKETING

Aberdeen & Northern Marts Direct Marketing Services

### ESTATE AGENCY SERVICES AND VALUATIONS

Aberdeen & Northern (Estates) Limited

### SPECIALIST VALUATION & AUCTION SERVICES

Thainstone Specialist Auctions

### CATERING SERVICES & EVENT MANAGEMENT

Thainstone Events Ltd

### **ANM GROUP COMPANIES**









### Investing for the future - delivering today



I am delighted to present to members an annual report which sets out a very positive outcome for the Group's trading in 2021. It highlights the way in which our continued and relentless innovation - alongside investment in our people, technology, and infrastructure - are yielding returns in the present, but also preparing us for the future. Our focus on delivering for members and customers has meant we have continued our role as market leaders in our chosen areas of operation, and we are in a good position to develop and build resilience for the future.

### Auction operations - positive market leadership

We will always continue to make the case for the live auction as the best place to deliver transparent fair market value, whether buying or selling. That view has been reinforced by another good year for us in our livestock operations. Throughput is up, year on year, due in no small part to the professionalism of the team and recognition by our members and customers of both the service levels provided and industry-leading commission rates.

The number of stock sold through all our centres has increased, with strong values achieved, resulting in significant increase in the value of goods sold.

I am very proud of the results achieved across the livestock division in 2021. By continuing to put our clients first, we have realised the benefits of our digital investment - with technology allowing more online attendance and routes to sales, an area where we continue to lead the market - whether buying, selling, or watching online. Furthermore, looking to the future our investment in our people, and our stakeholders, is at the heart of our business, and we have continued to build on that success throughout the year.

Our digital selling platforms originated in our Thainstone Specialist Auctions division, which has also experienced another strong trading year. The TSA team has worked incredibly hard, particularly in the second half of the year, to deliver its range of professional services, backed up by increased online sales activity. As with its sister livestock division, TSA's customer service has driven great customer loyalty, whilst opening up new markets and achieving unprecedented values for second-hand equipment. The division's results have contributed significantly to our positive Group out-turn and, whilst the anticipated Insolvency Practitioners work did not materialise through 2021, we have delivered in busy market conditions for the private client base.

### Wider Group performance

For our Estates division, 2021 was a busy and productive year, with an active market for both agency and valuations. The team secured forty-two sales throughout the year, frustrated only by delays in completions which will, however, provide a boost to the start of the 2022 financial year. The team witnessed a buoyant market with strong levels of interest from across the country in North East farms, and utilised virtual viewing and strong personal service levels to maximise returns.

Like the rest of the industry, our hospitality businesses suffered again this year from continuing restrictions imposed as a consequence of the COVID pandemic. These restrictions to numbers attending Thainstone in person impacted hugely, along with the damage inflicted by start-stop regulations on opening the Porterhouse

restaurant and Thainstone Exchange. The team are working hard to increase their customer base at the restaurant and will rebuild through 2022, against a more stable backdrop.

Activity has continued across the Group's property portfolio. In Dornoch, we are under offer with an agreed option to purchase the remaining site, and across the Balmedie development, Maverston, and Thainstone Business Park we have seen real positive progress in line with the Group's development strategy. The investment in the Business Park multi-let units will see their completion in April 2022 with encouraging levels of interest already being shown.

#### Sustainable investment

We identified a need for a change in strategy to our defined benefits pension scheme four years ago and have taken a targeted fact-based approach which has seen considerable benefits coming through with a stabilising of the fund values, increased investment returns and a reduction in our liabilities. Throughout 2021 this has brought a sizeable reduction to the deficit, and a strengthening of our balance sheet.

We have also continued to invest in our centres at Thainstone and Caithness, including new wastewater and irrigation pumps, car park resurfacing, ring and office upgrades, ensuring that we have the best facilities we can offer, and maintaining our co-operative for the future.

#### Conclusion

Whilst 2021 was another challenging year, it was overall a good year for the Group, its members and customers. The success we have enjoyed has not happened by accident; it has been driven by hard work, a relentless pursuit of innovation and sustained investment in the business, and in particular investment in our people to operate a co-operative society – delivering service, value and return to members.

As I have emphasised over the years, people make ANM. Our business is built on relationships between the Group, our staff across the business and our members and customers. Retaining the trust that is placed in us has given us the confidence to grow our team and further build the business in doing so.

This year may have been another under the cloud of COVID, and we know how challenging that environment has been for everyone. That said, it has been a year we can be proud of, one where our cooperative values have cemented further good Group performance, where our continued investment in our businesses will ensure we keep moving forward.

2022 will see some changes for the Group with three new directors joining us. It will, however, also see the departure of Pete Watson and Tom Johnston from the board. On behalf of everyone at ANM, I want to thank Pete and Tom for their support and counsel over the years, which has undoubtedly helped build our current position of strength. 2022 also represents a major milestone for the Group, being the I50th anniversary of our foundation. This is a year when we will continually emphasise those characteristics which have secured our growth, where we will remain membership focused, true to our co-operative values and keep our eyes on the future, all whilst celebrating and respecting our remarkable heritage.

"The success we have enjoyed has not happened by accident; it has been driven by hard work, a relentless pursuit of innovation, and sustained investment in the business..."

### Leading the way



As we close the door on another year, we can be proud of our strong trading position, particularly as we embark on our I 50th anniversary year. At a time when we have seen so much change so quickly, for the last century and a half, our co-operative has been a constant.

To complete our third half-century in such a strong business position is quite something. I want to thank Grant Rogerson, our Chief Executive, and his management team. They have been working so hard, as usual, and have delivered a very positive set of results for members.

As a Board, we are delighted that the strategic moves we have made as a business are yielding results. As a consequence, the Group is continuing to attract more and more members, with share capital maintained at record levels of over £7m.

"The Group is continuing to attract more and more members, with share capital maintained at record levels of over £7m."

I also want to thank my fellow Board members for all their work during the year, and do so with particular emphasis this year, as I confirm that I will be standing down from the Board at the Annual General Meeting. After nine years on the Board, and with the Group in such a strong position, I have decided it is time to step aside. To have served five years as Chairman in the Group's I50 year history has been an honour. As you'd expect, I will still be a regular visitor to the Friday sales at Thainstone. I'd also like to thank retiring Deputy Vice-Chair Tom Johnston for his contribution to the Board over the years. Our staff also deserve praise. To keep the show on the road during COVID has been no mean feat, involving the ability to adapt and work long hard hours. You all have my admiration and thanks.

With change comes opportunity and we had an excellent response to our call for new directors. That process brought forward a large number of experienced candidates, a further reflection of our strong position. I am sure that Mark Gall, Keith Walker and Ian Sim will make an exceptional contribution to the Board to support the Group's forward-thinking strategy.

With so much uncertainty, the last few years have reinforced the value of a co-operative society and the live auction ring. My observations over the years have seen other sectors lose the live auction ring at their peril. I'd like to see our industry take back control using the power of collaboration and by encouraging competition for our product. Whilst I understand that everyone is looking for different options and routes to market, I am surprised by those who continue to trade solely outside the ring, or without the support of a co-operative that is ultimately there to benefit its members and customers.

Throughout 2021, our members saved an incredible £370,000 in commissions alone whilst also having access to a range of other benefits including members' loans and stock on agreement. The more who trade through our ring, and use the other businesses in the Group, the better we do, and the more we can invest and return for member shareholders. Although we exist to serve our members, the Group must be run along commercial lines to prosper and provide returns for them. Some of the decisions taken during my tenure have not been universally popular but they were taken to provide efficiencies within our business, and we make no excuse for them. A co-operative which fails to evolve and maintain its position in the marketplace will not survive, as history bears witness.

I am grateful for the longstanding support of members during my time in the Chair. I wish the Group and the new Board the very best for continued success in the future.

# A relentless focus on developing innovative solutions and new routes to market for those we serve across the local economy

The directors submit their report and accounts for the year ended 31 December 2021.

The principal activity of the society is the operation of livestock auction marts throughout the north east of Scotland. The society's wholly owned subsidiaries during 2021 were:

- (i) Aberdeen & Northern (Estates) Limited, which trades as an estate agency.
- (ii) **Thainstone Events Limited,** which is a catering company.
- (iii) Thainstone Leasing Company Limited, which is a vehicle sales and leasing company.
- (iv) Scotch Premier Meat Limited, YPM 2012 Limited and Taste of Grampian Limited, which are non-trading companies.

### **RESULTS AND DISTRIBUTION TO MEMBERS**

The Group results for the year are detailed in the extract of accounts attached.

So far as the directors are aware, there is no relevant audit information of which the auditors are unaware, and the directors have taken all reasonable steps to ascertain any relevant audit information and ensure the auditors are aware of such information.

Interest on share capital of 1.5% is paid. The trading profit for the year amounts to £659,000.

The directors of the society at 31 December 2021 were; D Green, A Hutcheon, T Johnston, M Macaulay, A Mitchell, J Mitchell, G Rogerson, S Stephen, N Thow and P Watson.

In terms of the society's Rules, P Watson and T Johnston retire as directors at the Annual General Meeting. I Sim and K Walker were co-opted as directors on 8 March 2022, both of whom hold office until the Annual General Meeting. I Sim and K Walker, being the only candidates nominated for election to the Board, are in terms of the Rules, duly elected.

By order of the Directors LC Secretaries Limited Secretary ANM Group Ltd Thainstone Centre Inverurie AB5 I 5XZ

#### **BANKERS**

Royal Bank of Scotland Plc Aberdeen Queens Cross Branch

#### **REGISTERED OFFICE**

Thainstone Centre
Inverurie AB5 | 5XZ
Incorporated under the Industrial
Provident Societies Acts
No 123 | R(S)

### **AUDITORS**

Azets Audit Services Statutory Auditor

### **CURRENT DIRECTORS**



PETER WATSON
CHAIRMAN



TOM JOHNSTON
DEPUTY VICE-CHAIRMAN



DAVID GREEN DIRECTOR



ALAN HUTCHEON



ANNA MITCHELL



JANE MITCHELL



GRANT ROGERSON



MIKE MACAULAY VICE-CHAIRMAN



STUART STEPHEN
DIRECTOR



NORMAN THOW DIRECTOR



NICOLA BRICE GROUP ACCOUNTANT



AVRIL MCLEOD GROUP EXECUTIVE SUPPORT MANAGER

SECRETARY LC Secretaries Limited

## Consolidated statement of comprehensive income for year ended 31 December 2021

	NOTES	<b>202 I</b> £'000	<b>2020</b> £'000
THROUGHPUT	I	133,280	121,386
TURNOVER	1	7,984	7,229
OPERATING PROFIT		648	205
Interest receivable and similar income Interest payable and similar charges		190 (179)	497 (177)
TRADING PROFIT	2	659	525
Investment property revaluations Movement in provisions Rates relief Restructuring costs Gain on sale of property Investment loan write off Defined benefit pension scheme	3	(272) (117) 313 - 35 (5) (69)	(139) - (48) - - (114)
Interest on share capital - At I.50% (2020 – I.25%)	J	(107)	(88)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		437	136
Taxation for year		5	(1)
Deferred tax movement on defined benefit pension scheme		284	82
PROFIT FOR THE FINANCIAL YEAR		726	217
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME			
PROFIT FOR THE FINANCIAL YEAR		726	217
OTHER COMPREHENSIVE INCOME			
Remeasurements of net defined benefit obligation		3,739	(4)
Deferred tax movement relating to actuarial (gain)/loss		(935)	1
Deferred tax relating to revaluation reserve			
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR		2,804	(3)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>3,530</u>	214

## Consolidated statement of financial position as at 31 December 2021

	NOTES	<b>202</b> 1 £'000		<b>2020</b> £'000	
FIXED ASSETS Tangible assets Investment properties Investments	4 5 6		27,632 5,116 419 33,167		27,439 5,388 419 33,246
CURRENT ASSETS Stocks and work in progress Livestock Debtors Cash at bank and in hand	7	64 7,279 6,062 144		60 7,085 5,464 25	
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR Bank overdraft/loans Development loan Creditors Members loans	8	(10) - (4,533) (5,092) - (9,635)		(165) (4,645) (4,356) (5,439) (14,605)	
NET CURRENT (LIABILITIES)			3,914		(1,971)
TOTAL ASSETS LESS CURRENT LIABILITIES			37,081		31,275
CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR Development loan Members loans Creditors Bank loan		(5,152) (3,519) (86) (35)	(8,792)	(3,141) (26) (44)	(3,211)
PROVISIONS Deferred tax	9		(290)		(295)
NET ASSETS EXCLUDING PENSION SCHEME DEFICIT			27,999		27,769
Defined benefit pension scheme deficit	10		(1,286)		(4,605)
NET ASSETS INCLUDING PENSION SCHEME DEFICIT			26,713		23,164
CAPITAL AND RESERVES Called up share capital Capital reserves Profit and loss account			7,245 10,650 10,104 27,999		7,226 10,650 9,893 ————————————————————————————————————
Defined benefit pension scheme deficit	10		(1,286)		(4,605)
	11		26,713		23,164
Approved by the Board on Signed on behalf of the Board					

P WATSON, Chairman M MACAULAY, Vice-Chairman LC Secretaries Limited, Secretary

### THROUGHPUT AND TURNOVER

Throughput and turnover were contributed as follows. All sales between Group companies have been fully eliminated on consolidation.

	<b>2021</b> £'000	<b>2020</b> £'000
THROUGHPUT		
Parent Society - Value of livestock and other goods sold on commission	130,907	118,632
Direct sales	1,439	1,528
Aberdeen & Northern (Estates) Limited - Rendering of services	359	331
Direct sales - Total value of direct sales by other Group companies	575	895
	133,280	121,386
TURNOVER Parent Society -		
Commission from sales of livestock and other goods  Direct sales – fees for valuations and other services rendered	5,610	4,475
and income from farming activities	1,439	1,528
Aberdeen & Northern (Estates) Limited - Rendering of services	359	331
Thainstone Events Limited - Direct sales – sales from the supply of catering services	424	400
Thainstone Leasing Company Limited - Direct sales – from the sale of motor vehicles	152	495
	<u>7,984</u>	<u>7,229</u>

### 2 TRADING PROFIT

	<b>202 I</b> £'000	<b>2020</b> £'000
Group trading profit was contributed as follows:		
Parent Society Aberdeen & Northern (Estates) Limited Thainstone Events Limited Thainstone Leasing Co. Limited	652 23 (32) 16	582 26 (115 <u>32</u>
	659	525
Group trading profit is arrived at after charging/(crediting): -		
Depreciation of tangible fixed assets Gain on sale of fixed assets other than property Release of grant Directors' emoluments for services Auditors' remuneration	663 (70) (25) 53 59 680	725 (5) (25) 44 39 778

#### 3 DEFINED BENEFIT PENSION SCHEME BEFORE TAXATION

The charge to profit and loss for the year is:

- Service cost
- Net interest expense

<b>202 I</b> £′000	<b>2020</b> £'000
(69)	(114)
(69)	(114)

### 4 TANGIBLE FIXED ASSETS

THE GROUP	£'000 At 31.12.20	£'000 Additions	£'000 Disposals	£'000 At 31.12.21
Cost or valuation: Freehold properties Equipment, fittings etc. Motor vehicles	28,310 4,959 746	732 326 219	(346) (96) (220)	28,696 5,189 745
	34,015	1,277	(662)	34,630
		Charge for	On	
Depreciation	At 31.12.20	Year	Disposals	At 31.12.21
Depreciation: Freehold properties	At 31.12.20	Year 286	Disposals (1)	At 31.12.21
· ·			·	
Freehold properties	1,653	286	(1)	1,938
Freehold properties Equipment, fittings etc.	1,653 4,456	286 248	(1) (96)	1,938 4,608

#### 5 INVESTMENT PROPERTIES

At 31 December 2020 Additions in year Revaluations in year

At 31 December 2021

	Group	
2021		2020
£'000		£'000
5,388		5,388
-		-
(272)		-
5,116		5,388

### 6 INVESTMENTS

			Group
	NOTES	<b>202 I</b> £'000	<b>2020</b> £'000
Subsidiary undertakings – at cost Associated undertakings and trade investments – at cost	(a) (b)	419	419
		<del>—————————————————————————————————————</del>	<u>419</u>

All of the above investments are unlisted.

#### Note:

(a) Details of the trading subsidiaries are as follows:

			Percentage of equity shares held		
	Country of Incorporation	Principal Activity	Group	Parent Society	
Aberdeen & Northern (Estates) Limited	Scotland	Land and Estate Agents	100%	100%	
Thainstone Events Limited	Scotland	Caterers	100%	100%	
Thainstone Leasing Co. Limited	Scotland	Vehicle leasing/sales	100%	100%	

The Parent Society holds 100% of the equity shares, directly and indirectly, in its non-trading subsidiaries, Scotch Premier Meat Limited, Taste of Grampian Limited and YPM 2012 Limited. Scotch Premier Meat Limited and Taste of Grampian Limited are incorporated in Scotland and YPM 2012 Limited is incorporated in England.

(b) Associated undertakings and trade investments: -

The Parent Society has investments in Scotbeef Inverurie Limited and an interest in Maverston LLP, a limited liability partnership, whose principal activity is property development. The investment in Maverston LLP has been fully written off previously. The Parent Society also has an interest in Thainstone LLP.

### **DEBTORS**

Trade debtors Other debtors Prepayments Owed by associated undertakings

	Group	
<b>2021</b> £'000		<b>2020</b> £'000
2,642 35 354 3,031	_	1,481 172 279 3,532
6,062	=	5,464

Amounts owed by Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

### CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Trade creditors PAYE, national insurance and VAT Accruals and deferred income Other creditors Proposed interest on share capital Obligations under hire purchase Digital development loan

	Group
<b>202 I</b>	<b>2020</b>
£'000	£'000
557	518
387	583
2,770	2,540
702	630
98	85
11	-
4,533	4,356

### 9 DEFERRED TAXATION

The accounting policy for deferred taxation is explained in note I(j) The provision made for deferred taxation is as follows:

Provision -

Accelerated capital allowances Revaluation reserve

	Group
<b>202 I</b> £'000	<b>2020</b> £'000
290	(17)
<u>290</u>	<u>295</u>

Group

### **10 PENSION SCHEMES**

The Group operates a defined contribution pension scheme.

The defined contribution scheme, which commenced on I January 2000, is a Group personal pension plan operating on a defined contribution basis and is available to all Group employees.

The defined benefit scheme, closed to new entrants as of 28 February 1999, provides members with defined benefits based on salary. The benefit promises are funded in advance and the scheme assets are held in a separate trustee administered fund. Contributions to the scheme are assessed in accordance with the advice of a qualified actuary on the basis of triennial valuations using the projected unit method of valuation.

The last formal actuarial valuation was conducted as at 1 January 2021 and updated at 31 December 2021 by a qualified independent actuary. The results of the actuarial valuation at 1 January 2021 showed a deficit of £4.97m with an update to 1 September 2021 with resulting deficit of £4.51m.

The Group has agreed with the trustees to target removal of this deficit over a period of 6 years and 11 months from 1 September 2021 by payment of contributions of £100,000 in total by 31 December 2021, then £325,000 p.a. until 31 December 2023, then £425,000 p.a. until 31 December 2025, then £525,000 p.a. until 31 December 2027, then £525,000 in total by 31 July 2028.

	<b>202 I</b> £'000	<b>2020</b> £'000
Movement in defined benefit pension scheme deficit during the year		
Deficit at I January	(5,685)	(5,867)
Movement in year: - Contributions - Net interest expense - Actuarial gain/(loss) in Other comprehensive income	300 (69) 3,739	300 (114) (4)
Deficit at 31 December	(1,715)	(5,685)
Less: Deferred taxation	429	1,080
Deficit net of taxation	(1,286)	(4,605)

#### II RECONCILIATION OF MOVEMENTS ON SHAREHOLDERS' FUNDS

	£'000	£'000
Movement for the financial year after taxation	726	217
Remeasurements of net defined benefit obligation	2,804	(3)
Share capital issued	19	357
Opening shareholders' funds at 1 January	23,164	22,593
Closing shareholders' funds at 31 December	26,713	23,164

Group

2020

2021

All of the above funds are attributable to members.













