

Company registration number: 06439969

Exonar Limited

Trading as Exonar Limited

Financial statements

31 December 2023

Exonar Limited

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Exonar Limited

Directors and other information

Directors	Mr Andre Garber	(Appointed 30 May 2023)
	Miss Sasha Grujicic	(Appointed 30 May 2023)(Resigned 12 January 2024)
	Mr Danny Reeves	(Resigned 30 January 2023)
	Mr Daren Trousdell	(Resigned 30 May 2023)
	Mr Alim Virani	(Appointed 30 May 2023)(Resigned 1 February 2024)
Company number	06439969	
Registered office	C/O Azets Carnac Place	
	Cams Hall Estate	
	Fareham	
	Hampshire	
	PO16 8UY	
Business address	C/O Azets Carnac Place	
	Cams Hall Estate	
	Fareham	
	Hampshire	
	PO16 8UY	
Auditor	Fletcher & Co (UK) Limited	
	Staffordshire House	
	Beechdale Road	
	Nottingham	
	NG8 3FH	
Accountants	Fletcher & Co (UK) Limited	
	Staffordshire House	
	Beechdale Road	
	Nottingham	
	NG8 3FH	

Bankers	Barclays Bank

Exonar Limited

Strategic report

Year ended 31 December 2023

This report was approved by the board of directors on and signed on behalf of the board by:

Mr Andre Garber

Director

Exonar Limited

Directors report

Year ended 31 December 2023

The directors present their report and the financial statements of the company for the year ended 31 December 2023.

Directors

The directors who served the company during the year were as follows:

Mr Andre Garber	(Appointed 30 May 2023)
Miss Sasha Grujicic	(Appointed 30 May 2023)(Resigned 12 January 2024)
Mr Danny Reeves	(Resigned 30 January 2023)
Mr Daren Trousdell	(Resigned 30 May 2023)
Mr Alim Virani	(Appointed 30 May 2023)(Resigned 1 February 2024)

Dividends

The directors do not recommend the payment of a dividend.

Directors responsibilities statement

The directors are responsible for preparing the strategic report, 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- 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 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.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on 29 October 2024 and signed on behalf of the board by:

Mr Andre Garber

Director

Exonar Limited

Independent auditor's report to the members of

Exonar Limited

Year ended 31 December 2023

Opinion

We have audited the financial statements of Exonar Limited (the 'company') for the year ended 31 December 2023 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and notes to the financial statements, 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 FRS 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 2023 and of its loss 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 auditor's 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 UK, including the FRC'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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other Information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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. 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.

Opinions 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has 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 where 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 the 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, 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.

Auditor's 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 auditor's 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: As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. we also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

Sarah Fletcher F.C.C.A (Senior Statutory Auditor)

For and on behalf of

Fletcher & Co (UK) Limited

Chartered Certified Accountants and Statutory Auditors

Staffordshire House

Beechdale Road

Nottingham

NG8 3FH

29 October 2024

Exonar Limited**Statement of comprehensive income****Year ended 31 December 2023**

		2023	2022
	Note	£	£
Turnover	4	1,131,523	905,245
Cost of Sales		(301,604)	(50,338)
		<u>829,919</u>	<u>854,907</u>
Other external charges		(25,800)	(10,200)
Staff costs	6	(715,133)	(1,648,919)
Depreciation and other amounts written off tangible and intangible fixed assets		(15,951)	(11,288)
Other operating expenses		(505,772)	(586,629)
		<u>(432,737)</u>	<u>(1,402,129)</u>
Operating loss	5	(432,737)	(1,402,129)
Other interest receivable and similar income	8	71	49
Interest payable and similar expenses	9	(6,197)	(11,135)
		<u>(438,863)</u>	<u>(1,413,215)</u>
Loss before taxation		(438,863)	(1,413,215)
Tax on loss	10	-	-
		<u>(438,863)</u>	<u>(1,413,215)</u>
Loss for the financial year and total comprehensive income		(438,863)	(1,413,215)
		<u>(438,863)</u>	<u>(1,413,215)</u>

All the activities of the company are from continuing operations.

Exonar Limited**Statement of financial position****31 December 2023**

		2023		2022	
	Note	£	£	£	£
Fixed assets					
Tangible assets	12	13,183		29,134	
			13,183		29,134
Current assets					
Debtors	13	101,798		74,859	
Cash at bank and in hand		49,055		575,030	
		150,853		649,889	
Creditors: amounts falling due within one year					
	14	(2,612,211)		(2,688,332)	
Net current liabilities			(2,461,358)		(2,038,443)
Total assets less current liabilities			(2,448,175)		(2,009,309)
Net liabilities			(2,448,175)		(2,009,309)
Capital and reserves					
Called up share capital	16		14,813		14,813
Share premium account			12,903,578		12,903,578
Profit and loss account			(15,366,566)		(14,927,700)
Shareholders deficit			(2,448,175)		(2,009,309)

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 29 October 2024 , and are signed on behalf of the board by:

Mr Andre Garber

Director

Company registration number: 06439969

Exonar Limited

Statement of changes in equity

Year ended 31 December 2023

	Called up share capital	Share premium account	Profit and loss account	Total
	£	£	£	£
At 1 January 2022	14,813	12,903,578	(13,514,485)	(596,094)
Loss for the year			(1,413,215)	(1,413,215)
Total comprehensive income for the year	-	-	(1,413,215)	(1,413,215)
At 31 December 2022 and 1 January 2023	14,813	12,903,578	(14,927,703)	(2,009,312)
Loss for the year			(438,863)	(438,863)
Total comprehensive income for the year	-	-	(438,863)	(438,863)
At 31 December 2023	14,813	12,903,578	(15,366,566)	(2,448,175)

Exonar Limited**Statement of cash flows****Year ended 31 December 2023**

	2023	2022
	£	£
Cash flows from operating activities		
Loss for the financial year	(438,863)	(1,413,215)
<i>Adjustments for:</i>		
Depreciation of tangible assets	15,951	11,288
Other interest receivable and similar income	(71)	(49)
Interest payable and similar expenses	6,197	11,135
Gain/(loss) on disposal of tangible assets	-	(415)
Accrued expenses/(income)	(24,224)	77,509
<i>Changes in:</i>		
Trade and other debtors	(26,939)	(74,859)
Trade and other creditors	(52,227)	2,611,153
	<u> </u>	<u> </u>
Cash generated from operations	(520,176)	1,222,547
Interest paid	(6,197)	(11,135)
Interest received	71	49
	<u> </u>	<u> </u>
Net cash (used in)/from operating activities	(526,302)	1,211,461
	<u> </u>	<u> </u>
Cash flows from investing activities		
Proceeds from sale of tangible assets	-	415
	<u> </u>	<u> </u>
Net cash from investing activities	-	415
	<u> </u>	<u> </u>
Proceeds from borrowings	330	(330)
Net increase/(decrease) in cash and cash equivalents	(525,972)	1,211,546
Cash and cash equivalents at beginning of year	575,030	-
	<u> </u>	<u> </u>
Cash and cash equivalents at end of year	49,058	1,211,546
	<u> </u>	<u> </u>

Notes to the financial statements

Year ended 31 December 2023

1. General information

The company is a private company limited by shares, registered in United Kingdom. The address of the registered office is C/O Azets Carnac Place, Cams Hall Estate, Fareham, Hampshire, PO16 8UY.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively. Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Tangible assets

tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in capital and reserves, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in capital and reserves in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in capital and reserves in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date. When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Debt instruments are subsequently measured at amortised cost. Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment. Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately. For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics. Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund. When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised in finance costs in profit or loss in the period in which it arises.

4. Turnover

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

5. Operating loss

Operating loss is stated after charging/(crediting):

	2023	2022
	£	£
Depreciation of tangible assets	15,951	11,288
(Gain)/loss on disposal of tangible assets	-	(415)
Impairment of trade debtors	(20,171)	-
	<u> </u>	<u> </u>

6. Staff costs

The average number of persons employed by the company during the year, including the directors, amounted to:

	2023	2022
Production staff	15	18
	<u> </u>	<u> </u>

The aggregate payroll costs incurred during the year were:

	2023	2022
	£	£
Wages and salaries	698,471	1,609,092
Other pension costs	16,662	39,827
	<u> </u>	<u> </u>
	715,133	1,648,919
	<u> </u>	<u> </u>

7. Directors remuneration

The directors aggregate remuneration in respect of qualifying services was:

	2023	2022
	£	£
Remuneration	1,389	(139)
	<u> </u>	<u> </u>

8. Other interest receivable and similar income

	2023	2022
	£	£
Bank deposits	71	49
	<u> </u>	<u> </u>

9. Interest payable and similar expenses

	2023	2022
	£	£
Bank loans and overdrafts	6,197	11,135
	<u> </u>	<u> </u>

10. Tax on loss

Reconciliation of tax expense

The tax assessed on the loss for the year is higher than (2022: higher than) the standard rate of corporation tax in the UK of 25.00 % (2022: 19.00%).

	2023	2022
	£	£
Loss before taxation	(438,863)	(1,413,215)
	<u> </u>	<u> </u>
Loss multiplied by rate of tax	(109,716)	(268,511)
Effect of capital allowances and depreciation	15,951	11,288
	<u> </u>	<u> </u>
Tax on loss	(93,765)	(257,223)
	<u> </u>	<u> </u>

11. Earnings per share

Basic earnings/(loss) per share

The earnings/(loss) and weighted average number of shares used in the calculation of basic earnings/(loss) per share are as follows:

	2023	2022
	£	£
Loss for the year attributable to the owners of the company	(438,863)	(1,413,215)
	<u> </u>	<u> </u>

Diluted earnings/(loss) per share

The earnings/(loss) and weighted average number of shares used in the calculation of diluted earnings/(loss) per share are as follows:

	2023	2022
	£	£
Earnings/(loss) used in calculation of basic earnings/(loss) per share	(438,863)	(1,413,215)
	<u> </u>	<u> </u>

12. Tangible assets

	Fixtures, fittings and equipment	Total
	£	£
Cost		
At 1 January 2023 and 31 December 2023	151,291	151,291
	<u> </u>	<u> </u>
Depreciation		
At 1 January 2023	122,157	122,157
Charge for the year	15,951	15,951
	<u> </u>	<u> </u>
At 31 December 2023	138,108	138,108
	<u> </u>	<u> </u>
Carrying amount		
At 31 December 2023	13,183	13,183
	<u> </u>	<u> </u>
At 31 December 2022	29,134	29,134
	<u> </u>	<u> </u>

13. Debtors

	2023	2022
	£	£
Trade debtors	68,860	23,798
Prepayments and accrued income	8,894	27,347
Other debtors	24,044	23,714
	<u> </u>	<u> </u>
	101,798	74,859
	<u> </u>	<u> </u>

14. Creditors: amounts falling due within one year

	2023	2022
	£	£
Trade creditors	342,837	361,910
Accruals and deferred income	53,285	77,509
Social security and other taxes	450,115	470,056
Director loan accounts	-	(330)
Other creditors	1,765,974	1,779,187
	<u> </u>	<u> </u>
	2,612,211	2,688,332
	<u> </u>	<u> </u>

15. Employee benefits

The amount recognised in profit or loss in relation to defined contribution plans was £ 16,662 (2022: £ 39,827).

16. Called up share capital

Issued, called up and fully paid

	2023		2022	
	No	£	No	£
Ordinary shares shares of £ 1.00 each	14,813	14,813	14,813	14,813

17. Analysis of changes in net debt

	At 1 January 2023	Cash flows	At 31 December 2023
	£	£	£
Cash and cash equivalents	575,030	(525,975)	49,055
Debt due within one year	330	(330)	-
	575,360	(526,305)	49,055

18. Directors advances, credits and guarantees

There were no advances to the directors during the period.

