REGISTERED NUMBER: 04849220 (England and Wales)

Strategic Report, Report of the Directors and Financial Statements for the Year Ended 31 December 2019 for

Speedboard Assembly Services Limited

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Speedboard Assembly Services Limited

<u>Company Information</u> for the Year Ended 31 December 2019

DIRECTORS: Mr N Owen

Ms F E E Frykstrand

Mr H Nygren

REGISTERED OFFICE: 1a Alma Road

Windsor Berkshire SL4 3HU

REGISTERED NUMBER: 04849220 (England and Wales)

SENIOR STATUTORY

AUDITOR:

Philippa Duckworth BSc FCCA

AUDITORS: WP Audit Limited

Statutory Auditors 5a Frascati Way Maidenhead Berkshire SL6 4UY

<u>Strategic Report</u> <u>for the Year Ended 31 December 2019</u>

The directors present their strategic report for the year ended 31 December 2019.

REVIEW OF BUSINESS

Speedboard (A part of NOTE Group) has been developing successfully for 36 years. The company has a cost-effective production methodology, several surface mounting lines and a high level of expertise in box build (complete products). Customers are found primarily in advanced communication, surveillance, security and medical technology. The operations are conducted in Windsor outside London and the number of employees amounts to approximately 100.

Speedboard focus on a limited number of customers, approximately 20, enabling a high level of customer service. Partnering with customers relies on both parties understanding that strategy and fit are as important, if not more important, than simply price.

Consequently, the marketing and resulting sales pipeline targets prospects requiring a local partnership where Speedboard and the Group can add value to their supply chain and business.

Speedboard continue to further integrate into the NOTE Group and anticipate that re branding and system integration will continue into 2021.

The UK market has slowed due to uncertainty as a result of the BREXIT process being continually delayed. In addition, the world market has been hampered by over demand due to IOT and Electrification. This has resulted in material shortages, extended lead times and increased material prices. All of which has had a negative impact on margins.

During the year Speedboard have introduced systems to support ISO14001 registration, the Environmental Standard, which was successfully approved in February 2020.

The forecast for 2020 is positive. Although the level of growth has slowed, this is expected to improve over the year now that BREXIT has been decided. In addition, material lead times and exchange rates have improved. All of which will enable Speedboard to regain lost margins and deliver on time.

Strategic Report for the Year Ended 31 December 2019

PRINCIPAL RISKS AND UNCERTAINTIES

The BREXIT process will determine trading rules for the UK that are due to come into force at the end of the year. Consequently, we anticipate customers requiring stock piling towards the end of the year, which will impact stock levels and cash. Material supply may also be hampered for a period of time depending on the import rules that come into play.

Overall world demand remains a concern. However, as noted previously, capacity at the manufacturers appears to be catching up. However, material supply remains a significant risk since our business relies on materials arriving on time, at acceptable quality levels and at market prices.

At the time of writing the Corona Virus crisis has hit many regions hard. The potential negative impact on Speedboard is hard to quantify. Material supply is likely to be affected due to the high concentration of electronic materials originating from Asia. The spread of the virus has lead to restrictions on travel, staff availability and continuity of supply to our customers. The crisis will be monitored at the highest levels.

Other risks aside of the general day-to-day risk that are considered within our risk register are the increasing costs within the UK. These include Living Wage increase year on year at over double the rate of inflation, increase in Rent and Rates and increases in transportation costs. All of which put pressure on the business

FINANCIAL PERFORMANCE AND INDICATORS

The directors maintain detailed budgets and monthly accounts and operate a selection of leading and lagging KPIs to help monitor the business performance and opportunities for improvement.

The three core measures include:

- On Time Delivery (in full),
- Quality and
- Customer Perceptions.

Pre tax profit for the 12 month period was £848,604

Net assets at the period end were £4,661,030

Given the improvements being made in efficiencies, the quality of our customers, the continued investment in equipment and staff and the general economic outlook despite the risks, the directors expect to see a further year of satisfactory trading results in the coming year.

ON BEHALF OF THE DIRECTORS:

Mr N Owen - Director

5 August 2020

Report of the Directors for the Year Ended 31 December 2019

The directors present their report with the financial statements of the company for the year ended 31 December 2019.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of contract assembly of printed circuit boards and associated final product assembly.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2019.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2019 to the date of this report.

Mr N Owen Ms F E E Frykstrand Mr H Nygren

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors 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 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

Report of the Directors for the Year Ended 31 December 2019

AUDITORS

The auditors, WP Audit Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE DIRECTORS:

Mr N Owen - Director

5 August 2020

Report of the Independent Auditors to the Members of Speedboard Assembly Services Limited

Opinion

We have audited the financial statements of Speedboard Assembly Services Limited (the 'company') for the year ended 31 December 2019 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, 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 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 2019 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 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

We have nothing to report in respect of the following matters in relation to which the 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.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

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.

Report of the Independent Auditors to the Members of Speedboard Assembly Services Limited

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 Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements: and
- the Strategic Report and the Report of the Directors 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 Report of the Directors.

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 returns;
- 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 Statement of Directors' Responsibilities set out on page four, 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 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 a Report of the Auditors 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 Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Report of the Independent Auditors to the Members of Speedboard Assembly Services Limited

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 a Report of the Auditors 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.

Philippa Duckworth BSc FCCA (Senior Statutory Auditor) for and on behalf of WP Audit Limited Statutory Auditors
5a Frascati Way
Maidenhead
Berkshire
SL6 4UY

12 October 2020

<u>Income Statement</u> <u>for the Year Ended 31 December 2019</u>

	Notes	Year Ended 31.12.19 £	Period 1.7.18 to 31.12.18 £
TURNOVER	3	15,854,012	7,561,483
Cost of sales GROSS PROFIT		(1 <u>3,426,253</u>) 2,427,759	(<u>5,904,787)</u> 1,656,696
Administrative expenses		(<u>1,584,999)</u> 842,760	(958,897) 697,799
Other operating income OPERATING PROFIT	5	35,702 878,462	22,165 719,964
Interest payable and similar expenses PROFIT BEFORE TAXATION	6 1	(29,858 ₎ 848,604	(3,866 ₎ 716,098
Tax on profit PROFIT FOR THE FINANCIA	7 AL YEAR	<u>(101,564)</u> 747,040	<u>(144,881)</u> 571,217

Other Comprehensive Income for the Year Ended 31 December 2019

Year Ended 31.12.19 es £	Period 1.7.18 to 31.12.18 £
747,040	571,217
747,040	<u>-</u> 571,217
	31.12.19 £ 747,040

Balance Sheet 31 December 2019

FIXED ASSETS	Notes	31.12.19 £	31.12.18 £
Tangible assets	9	491,175	583,324
CURRENT ASSETS Stocks Debtors Cash at bank and in hand	10 11	2,838,135 5,078,815 <u>39,535</u> 7,956,485	3,447,958 4,606,123 339,227 8,393,308
CREDITORS Amounts falling due within one year	12	(3,650,350 ₎	(4,891,261)
NET CURRENT ASSETS TOTAL ASSETS LESS CURREN	· T	4,306,135	3,502,047
LIABILITIES	''	4,797,310	4,085,371
CREDITORS Amounts falling due after more than one year	13	-	(19,139)
PROVISIONS FOR LIABILITIES NET ASSETS	i 16	(136,280) 4,661,030	(152,242) 3,913,990
CAPITAL AND RESERVES Called up share capital Retained earnings SHAREHOLDERS' FUNDS	17 18	20,000 4,641,030 4,661,030	20,000 3,893,990 3,913,990

The financial statements were approved by the Board of Directors and authorised for issue on 5 August 2020 and were signed on its behalf by:

Mr N Owen - Director

Mr H Nygren - Director

Statement of Changes in Equity for the Year Ended 31 December 2019

	Called up share capital £	Retained earnings £	
Balance at 1 July 2018	20,000	3,351,773	3,371,773
Changes in equity Dividends Total comprehensive income Balance at 31 December 2018	20,000	(29,000) 571,217 3,893,990	(29,000) 571,217 3,913,990
Changes in equity Total comprehensive income Balance at 31 December 2019	20,000	747,040 4,641,030	747,040 4,661,030

<u>Cash Flow Statement</u> <u>for the Year Ended 31 December 2019</u>

			Period 1.7.18
		Year Ended	to
		31.12.19	31.12.18
N	lotes	£	£
Cash flows from operating acti	vities		
Cash generated from operations	1	250,828	(43,263)
Interest paid		(28,557)	(2,812)
Interest element of hire purchase		(2.22)	(2.2-4)
payments paid		(1,301)	(1,054)
Tax paid		(411,967)	<u>(54,314)</u>
Net cash from operating activities		(<u>190,997</u>)	(<u>101,443</u>)
Cash flows from investing activ	vities		
Purchase of tangible fixed assets		(84,823)	(78,346)
Sale of tangible fixed assets		3,940	-
Net cash from investing activities		(80,883)	(78,346)
Cash flows from financing activ	vities	(27.212)	(5.5.5.0.)
Capital repayments in year		(27,812)	(13,502)
Equity dividends paid		-	<u>(29,000)</u>
Net cash from financing activities		<u>(27,812</u>)	<u>(42,502</u>)
Decrease in cash and cash equi	ivalents	(299,692)	$(\overline{222,291})$
Cash and cash equivalents at		, , ,	, , ,
beginning	2	339,227	561,518
of year			
Cash and each equivalents at			
Cash and cash equivalents at end of	2	39,535	339,227
year	_	55,555	333,221
y Cui			

Notes to the Cash Flow Statement for the Year Ended 31 December 2019

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

		Period 1.7.18
	Year Ended	to
	31.12.19	31.12.18
	£	£
Profit before taxation	848,604	716,098
Depreciation charges	174,574	88,172
(Profit)/loss on disposal of fixed assets	(1,542)	160
Movement in provisions	-	25,000
Finance costs	29,858	3,866
	1,051,494	833,296
Decrease/(increase) in stocks	609,823	(1,434,492)
Increase in trade and other debtors	(472,692)	(967,200)
(Decrease)/increase in trade and other creditors	(937,797)	1,525,133
Cash generated from operations	250,828	(43,263)

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 December 2019

	31.12.19 f	1.1.19 f
Cash and cash equivalents	<u>39,535</u>	339,227
Period ended 31 December 2018		
	31.12.18	1.7.18
	£	£
Cash and cash equivalents	<u>339,227</u>	<u>561,518</u>

Notes to the Cash Flow Statement for the Year Ended 31 December 2019

3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.1.19	Cash flow	At 31.12.19
	£	£	£
Net cash			
Cash at bank and in hand	339,227	(299,692)	39,535
	339,227	$(\overline{299,692})$	39,535
Debt			
Finance leases	(46,951)	27,812	(19,139)
	(46,951)	27,812	(19,139)
Total	292,276	$(\overline{271,880})$	20,396

Notes to the Financial Statements for the Year Ended 31 December 2019

1. STATUTORY INFORMATION

Speedboard Assembly Services Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statement have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

The financial statements have been prepared under the historical cost convention, as modified by the use of fair values for certain financial instruments in accordance with the accounting policies set out below.

The functional currency of the company is considered to be pounds sterling because that is the currency of the primary economic environment in which the company operates.

The preparation of the financial statements in compliance with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies as outlined below.

Related party exemption

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

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

2. ACCOUNTING POLICIES - continued

Significant judgements and estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations that are believed to be reasonable under the circumstances.

(a) Critical judgements in applying the company's accounting policies:

The company does not make significant judgements in applying the company's accounting policies. Therefore the presentation of financial statements in accordance with applicable accounting policies includes adequate disclosures.

(b) Key accounting estimates and assumptions:

The company's key source of estimation uncertainty relates to work in progress, and the estimation of the stage of completion and margin percentage of goods.

Tangible fixed assets

Tangible fixed assets, are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In reassessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

Stock provision

On an annual basis the company make an assessment of the stock held in excess of existing projects or with no demand in any projects. Based on this a provision will be included within the financial statements to reflect what is unlikely to be used. This varies on an annual basis with the directors required to make an estimate on their potential use.

Warranty provision

The directors include a warranty provision within the financial statements. This is based on an estimate by the directors to cover the cost of potential spend to repair or replace products within their warranty period. The provision is based on an estimate of the return rate and the average cost of rectifying an issue.

Turnover

The turnover shown in the profit and loss account represents amounts receivable during the year for the manufacture and assembly of electronic equipment, exclusive of value added tax. Income is recognised on dispatch of completed goods to the customer. Where the sale relates to a KANBAN agreement the income is recognised at the point the goods have been manufactured and are ready to be called off by the customer.

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

2. ACCOUNTING POLICIES - continued

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Plant and machinery - 33% on cost, 25% on cost, 20% on cost and 10% on cost

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment.

Stocks and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value. Net realisable value is based on estimated normal selling price less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow moving or defective items where appropriate. Cost incurred in bringing each product to its present location and condition is based on:

Components: Purchase cost on a first in first out basis.

Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

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

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

2. ACCOUNTING POLICIES - continued

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase / leasing

Finance lease agreements

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a finance lease. The asset is capitalised in the balance sheet as a tangible fixed asset at its fair value and is depreciated in accordance with the above depreciation policies. Future instalments under such leases, net of finance charges, are included within creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account on a straight line basis, and the capital element which reduces the outstanding obligation for future instalments.

Operating lease agreements

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

Pension costs and other post-retirement benefits

The company also now operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate.

Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

2. ACCOUNTING POLICIES - continued

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- (a) The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- (b) The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- (c) The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- (d) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- (e) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- (f) Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment. With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through profit or loss. Commitments to make and receive loans which meet the conditions mentioned above are measured altagest2(which may be nil) less impairment inued...

Notes to the Financial Statements - continued for the Year Ended 31 December 2019

2. ACCOUNTING POLICIES - continued

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from the financial asset expire or are settled, (b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or (c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) Investments

Investments in non-convertible preference shares and non-puttable ordinary or preference shares (where shares are publicly traded or their fair value is reliably measurable) are measured at fair value through profit or loss. Where fair value cannot be measured reliably, investments are measured at cost less impairment. In the company balance sheet, investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value of the shares issued plus fair value of other consideration. Any premium is ignored.

(iii) Equity instruments

Equity instruments issued by the company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

Confidential invoice discounting

The company has a confidential invoice discounting facility. The accounting policy is to include trade debtors and the returnable element of the proceeds within current liabilities. Service charges and interest are charged to the profit and loss account when incurred. Bad debts are borne by the company and are charged to the profit and loss account when incurred.

Current asset investments

Current asset investments are valued at market value at the year end.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

		Period 1.7.18
	Year Ended	to
	31.12.19	31.12.18
	£	£
United Kingdom	14,662,889	5,890,399
Europe	160,527	87,049
Rest of the world	1,030,596	1,584,035
	15,854,012	7,561,483

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

4. EMPLOYEES AND DIRECTORS

schemes

EMPLOTEES AND DIRECTORS	Year Ended 31.12.19	Period 1.7.18 to 31.12.18
Wages and salaries Social security costs Other pension costs	221,116 57,940	£ 1,163,344 110,267 27,932 1,301,543
The average number of employees during the year was as	follows: Year Ended 31.12.19	Period 1.7.18 to 31.12.18
Production Administrative Management	87 3 3 93	95 3 3 101
There were no pension liabilities outstanding at the year e	nd.	
Directors' remuneration Directors' pension contributions to money purchase	Year Ended 31.12.19 £ 93,835 550	Period 1.7.18 to 31.12.18 £ 46,333

Notes to the Financial Statements - continued for the Year Ended 31 December 2019

5. **OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	The operating profit is stated after charging/(crediting):		
	Other operating leases Depreciation - owned assets Depreciation - assets on hire purchase contracts (Profit)/loss on disposal of fixed assets Auditors' remuneration Foreign exchange differences	Year Ended 31.12.19 f 193,810 156,898 17,676 (1,542) 16,850 (12,593)	Period 1.7.18 to 31.12.18 £ 96,035 79,334 8,838 160 5,650 8,865
6.	INTEREST PAYABLE AND SIMILAR EXPENSES		
7.	Bank interest CID interest Other interest Lease interest TAXATION	Year Ended 31.12.19 £ 8,168 19,418 971 1,301 29,858	Period 1.7.18 to 31.12.18 £ 2,812 - 1,054 3,866
	Analysis of the tax charge The tax charge on the profit for the year was as follows:	Year Ended 31.12.19	Period 1.7.18 to 31.12.18
	Current tax: UK corporation tax	£ 117,526	£ 145,921
	Deferred Tax Tax on profit	(15,962) 101,564	(1,040) 144,881

Notes to the Financial Statements - continued for the Year Ended 31 December 2019

7. TAXATION - continued

8.

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	Year Ended 31.12.19	Period 1.7.18 to 31.12.18
Profit before tax	£ <u>848,604</u>	£ 716,098
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2018 - 19%)	161,235	136,059
Effects of: Expenses not deductible for tax purposes Depreciation in excess of capital allowances APN Settlement reduction	239 15,213 (26,743)	14,690 1,040
Deferred Tax Group relief	(15,962) (34,318)	(1,040) (5,868)
Pension Total tax charge	1,900 101,564	144,881
DIVIDENDS		Period
	Year Ended 31.12.19 £	1.7.18 to 31.12.18 £
Ordinary 'A' shares of £1 each Interim	-	1,500
Ordinary 'B' shares of £1 each Interim Ordinary 'C' shares of £1 each	-	15,000
Ordinary 'C' shares of £1 each Interim	<u> </u>	12,500 29,000

Notes to the Financial Statements - continued for the Year Ended 31 December 2019

9. TANGIBLE FIXED ASSETS

	Plant and machinery £
COST	
At 1 January 2019	1,988,704
Additions	84,823
Disposals	<u>(12,926</u>)
At 31 December 2019	<u>2,060,601</u>
DEPRECIATION	
At 1 January 2019	1,405,380
Charge for year	174,574
Eliminated on disposal	<u>(10,528</u>)
At 31 December 2019	<u>1,569,426</u>
NET BOOK VALUE	
At 31 December 2019	491,175
At 31 December 2018	583,324

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

COST	Plant and machinery £
At 1 January 2019	
and 31 December 2019	144,864
DEPRECIATION	
At 1 January 2019	61,866
Charge for year	17,676
At 31 December 2019	79,542
NET BOOK VALUE	
At 31 December 2019	65,322
At 31 December 2018	82,998

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

10.	STOCKS	31.12.19	31.12.18
	Components Work in progress	£ 498,654 2,339,481 2,838,135	
11.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	ILAN	31.12.19 £	31.12.18 £
	Trade debtors Other debtors Prepayments and accrued income	3,072,250 478,168 1,528,397 5,078,815	2,963,168 251,521
12.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
	Hire purchase contracts (see note	31.12.19 £ 19,139	£
	14) Trade creditors Corporation Tax Social security and other taxes VAT Other creditors Accruals & deferred income	2,086,416 117,544 58,881 511,447 592,709 264,214 3,650,350	2,762,408 411,985 87,335 6,224
13.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
		31.12.19 £	31.12.18 £
	Hire purchase contracts (see note 14)		19,139

Notes to the Financial Statements - continued for the Year Ended 31 December 2019

14. **LEASING AGREEMENTS**

Minimum lease payments fall due as follows:

	Hire purchase contracts	
	31.12.19	31.12.18
	£	£
Net obligations repayable:		
Within one year	19,139	27,812
Between one and five years	<u>-</u>	19,139
	<u>19,139</u>	<u>46,951</u>
	Non-cancellable	operating leases
	31.12.19	31.12.18
	£	£
Within one year	25,869	195,304
Between one and five years	16,790	16,275
	42,659	211,579

15. **SECURED DEBTS**

The following secured debts are included within creditors:

31.12.19	31.12.18
£	£
19,139	46,951
-	1,029,492
19,139	1,076,443
	<u> </u>

Amounts due in respect of invoice financing are secured by a fixed charge over all book debts.

Assets acquired under hire purchase have liabilities secured on those assets.

16. PROVISIONS FOR LIABILITIES

	31.12.19 £	31.12.18 £
Deferred tax		
Provision for Deferred Tax	86,280	102,242
Warranty provision	50,000	50,000
	136,280	152,242

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

16. PROVISIONS FOR LIABILITIES - continued

Deferred	Warranty
tax	provision
£	£
102,242	50,000
(15,962)	-
86,280	50,000
	tax £ 102,242 <u>(15,962</u>)

17. CALLED UP SHARE CAPITAL

Allotted, is	ssued and fully paid:			
Number:	Class:	Nominal	31.12.19	31.12.18
		value:	£	£
6,000	Ordinary 'A'	£1	6,000	6,000
4,000	Ordinary 'B'	£1	4,000	4,000
10,000	Ordinary 'C'	£1	10,000	10,000
			20,000	20,000

The A, B and C shares rank pari passu in all respects.

18. **RESERVES**

	Retained earnings £
At 1 January 2019	3,893,990
Profit for the year	<u>747,040</u>
At 31 December 2019	4,641,030

19. **PENSION COMMITMENTS**

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £57,940 (2018: £27,932). Contributions totalling £10,000 (2018: £Nil) were payable at the reporting date.

20. ULTIMATE PARENT COMPANY

Note Ab (Publ) (incorporated in Sweden) is regarded by the directors as being the company's ultimate parent company.

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Notes to the Financial Statements - continued for the Year Ended 31 December 2019

21. RELATED PARTY DISCLOSURES

During the year, a total of key management personnel compensation of £ 358,070 (2018 - £ 32,568) was paid.

22. POST BALANCE SHEET EVENTS

In early 2020, the existence of a new coronavirus ('COVID-19') was confirmed which has since spread across a significant number of countries, leading to a disruption to business and economic activity. The directors will continue to monitor the effects on the business as a result of COVID-19 and they consider the emergence and spread of COVID-19 to be a non-adjusting post balance sheet event. Given the inherent uncertainties, it is not practicable at this time to determine the impact of COVID-19 on the company or to provide a quantitative estimate of the impact.

The directors have assessed the impact of the Brexit with regard to any subsequent events, adjustments or disclosures. The directors consider that events since the balance sheet date have not resulted in any material adjusting or non-adjusting subsequent events.

23. ULTIMATE CONTROLLING PARTY

The controlling party is Note Uk Limited.

The ultimate controlling party is Note Ab (Publ).