Company registration number 03010238 (England and Wales)

SUN MARK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

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SUN MARK LIMITED

COMPANY INFORMATION

Directors	Mr H S Ahuja Mr J A Rutten Vinar N.V.
Secretary	Mr N A O Qazi
Company number	03010238
Registered office	428 Long Drive Greenford Middlesex UK UB6 8UH
Auditor	Xeinadin Audit Limited 26 High Street Rickmansworth Hertfordshire WD3 1ER

SUN MARK LIMITED

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SUN MARK LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present the strategic report for the year ended 31 December 2024.

Sun Mark Limited is a consumer goods company specialising in the distribution and selling of products in international markets, particularly in Africa and the Middle East. The range of products is food, beverages and toiletries.

Review of the business

In 2024 our focus was on improving business profitability and strengthening our balance sheet, achieved through faster cash generation and reducing overhead costs. Macroeconomic conditions stabilized, with inflationary pressures gradually subsiding. We continued to focus on high quality earnings and continued geographic expansion into new markets and customers, in both out own label & strategic products.

In July 2024 management decided to move the day-to-day operation and sales invoicing of our own brand Bullet business from the UK to Dubai. This means that 2023 contains twelve months of Bullet sales, however 2024 only contains seven months of Bullet sales, which primarily explains the reduction in sales from 2023 to 2024.

In addition, we reviewed our operating model, headcount structure and entire cost base, making difficult and focused choices to deliver material savings. Resulting administrative costs reduced from £13.1m in 2023 to £6.7m in 2024.

As a result, EBITDA improved by +£2m vs. 2023 to £5.3m and we delivered a strengthened balance sheet with net current assets improving by +£2.1m.

Principal risks and uncertainties

The principle risks of the company are foreign exchange, credit risk and interest rate risk.

Foreign Exchange Fluctuations

The company makes sales and purchases in foreign currencies, primarily EUR & USD, and so is exposed to fluctuations in these currencies.

Credit Risk

The company strictly monitors amounts outstanding from customers and grants credit only to established customers.

Interest Rate Risk

The company ensures that it has sufficient cash to meet interest payments.

Strategy

The primary focus of the company is to increase sales of the company's own brand products and develop new ones in line with user tastes and requirements.

It will do this through building on existing distributor relationships and develop new ones in new markets.

Key performance indicators

	31 December 2024	31 December 2023
	£m	£m
Turnover	90	121
Gross Profit	8	13
EBITDA	5	3
EBITDA (excluding exceptional items)	5	4

Included within 2023 exceptional items is £0.9m relating to production line issues and £0.1m of organisational restructuring costs.

Section 172(1) statement

The Directors have acted in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to the stakeholder and matters set out in s172 (1) (a-f) of the Companies Act 2006) for the decisions taken during the period ended 31 December 2024.

Engagement with employees

Employees are our key asset and central to growing sales and profit. We strive to retain people for the long term and our recruitment strategy is based on offering long, sometimes lifetime careers in fairly paid and stable jobs. We invest in training and development for all our staff.

Engagement with suppliers, customers and others

Our business has continued to grow well and recovered strongly post COVID, with all the risks related to trading, business development and financing well managed and satisfactorily accepted by our suppliers, customers, and co-operative partners.

Business Relationships

We value long term relationships with our customers and suppliers and many of our trading relationships are over 15 years old. The company actively engages with its customers and suppliers to understand their business needs and improve collaborative working relationships. We continue to work diligently to improve our services.

Sharehodlers

Our shareholders engage fully with our strategy, objectives and performance, supported by regular board meetings.

On behalf of the board

Vinar N.V.
Director

30 June 2025

The directors present their annual report and financial statements for the year ended 31 December 2024.

Principal activities
Sun Mark Limited is a consumer goods company specialising in the distribution and selling of products in international markets, particularly in Africa and the Middle East. The range of products is food, beverages and toiletries.

Results and dividends
The results for the year are set out on page 7.

An interim dividend of £1.313 per share on the Ordinary £0.10 shares was paid on 31 December 2024. The directors recommend that no final dividend be paid on these shares.

No interim dividend was paid on the Ordinary B £0.10 shares. The directors recommend that no final dividend be paid on these shares.

The total distribution of dividends for the year ended 31 December 2024 will be £2,100,000.

Directors
The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr H S Ahuja
Mr J A Rutten
Vinar N.V.

Qualifying third party indemnity provisions
The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

Future developments
Our medium term plan remains to continue to capture market share in our core markets, especially for our own brand items, and short term considerations are taken into account but the medium to long term strategy is paramount. This will help build a much more profitable business and create value for the shareholders and other stakeholders. We are confident of growth over the coming few years and a successful realisation of our strategic goals.

Energy and carbon report
The Company's greenhouse gas emissions and energy consumption for the year from 1 January 2024 to 31 December 2024 are;

- UK Energy Use: 283,774 kWh (2023: 260,735 kWh)
- Associated Greenhouse gas emissions due to UK energy use: 24.8 tCO_2e (2023: 5.8 tCO_2e)
- Intensity Ratio: 0.31 $kgCO_2e$ per sq. ft (2023: 0.07 $kgCO_2e$ carbon per sq.ft)

UK energy use covers gas, electricity and transport for the company.

SOS methodology has been used to calculate the emissions and energy consumption information disclosed.

We have developed and submitted an ESOS action plan to the Environment Agency as required and will implement further actions to improve our energy efficiency and greenhouse gas emissions in 2025.

Statement of directors' responsibilities
The directors are responsible for preparing the annual 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 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Vinar N.V.
Director

30 June 2025

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SUN MARK LIMITED

Opinion

We have audited the financial statements of Sun Mark Limited (the 'company') for the year ended 31 December 2024 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including 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 2024 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 *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 contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

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

Discussions with and enquiries of management and those charged with governance were held with a view to identifying those laws and regulations that could be expected to have a material impact on the financial statements. During the engagement team briefing, the outcomes of these discussions and enquiries were shared with the team, as well as consideration as to where and how fraud may occur in the entity.

- Enquiry of management around actual and potential litigation and claims;
- Reviewing minutes of meetings of those charged with governance;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

A further description of our responsibilities is available on the Financial Reporting Council’s website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's 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.

John Lee BA FCA (Senior Statutory Auditor)
For and on behalf of Xeinadin Audit Limited, Statutory Auditor
Chartered Accountants
26 High Street
Rickmansworth
Hertfordshire
WD3 1ER
30 June 2025

SUN MARK LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2024

	Notes	2024 £'000	2023 £'000
Turnover	2	90,113	121,136
Cost of sales		(82,049)	(108,317)
Gross profit		8,064	12,819
Distribution costs		(28)	(71)
Administrative expenses		(6,493)	(13,078)
Other operating income		1,921	1,486
Operating profit	3	3,464	1,156
Interest payable and similar expenses	7	(766)	(1,035)
Profit before taxation		2,698	121
Tax on profit	8	-	-
Profit for the financial year		2,698	121

The profit and loss account has been prepared on the basis that all operations are continuing operations.

SUN MARK LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2024

	Notes	2024 £'000	2024 £'000	2023 £'000	2023 £'000
Fixed assets					
Intangible assets	**10**		4,586		6,133
Tangible assets	**11**		87		134
Investments	**12**		949		916
			5,622		7,183
Current assets					
Stocks	**14**	4,291		6,646	
Debtors	**15**	13,761		30,431	
Cash at bank and in hand		182		468	
		18,234		37,545	
Creditors: amounts falling due within one year	**16**	(15,749)		(37,219)	
Net current assets			2,485		326
Net assets			8,107		7,509
Capital and reserves					
Called up share capital	**19**		170		170
Profit and loss reserves			7,937		7,339
Total equity			8,107		7,509

The financial statements were approved by the board of directors and authorised for issue on 30 June 2025 and are signed on its behalf by:

Vinar N.V.
Director

Company registration number 03010238 (England and Wales)

SUN MARK LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2024

	Notes	Share capital £'000	Profit and loss reserves £'000	Total £'000
Balance at 1 January 2023		170	8,218	8,388
Year ended 31 December 2023:				
Profit and total comprehensive income		-	121	121
Dividends	**9**	-	(1,000)	(1,000)
Balance at 31 December 2023		170	7,339	7,509
Year ended 31 December 2024:				
Profit and total comprehensive income		-	2,698	2,698
Dividends	**9**	-	(2,100)	(2,100)
Balance at 31 December 2024		170	7,937	8,107

1 Accounting policies

Company information

Sun Mark Limited is a private company limited by shares incorporated in England and Wales. The registered office is 428 Long Drive, Greenford, Middlesex, UK, UB6 8UH.

1.1 Accounting convention

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

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues: Interest income/expense and net gains/losses for financial instruments not measured at fair value; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment': Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Sun Mark International Limited. These consolidated financial statements are available from its registered office, 428 Long Drive, Greenford, Middlesex, UB6 8UH.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Revenue comprises sales of goods or services provided to customers net of value added tax and other sales taxes, less an appropriate deduction for actual and expected returns and discounts. Revenue is recognised when performance obligations are satisfied and the control of goods or services is transferred to the buyer. Where the performance obligation is satisfied over time, revenue is recognised in accordance with its progress towards complete satisfaction of that performance obligation.

When cash inflows are deferred and represent a financing arrangement, the promised consideration is adjusted for the effects of the time value of money, which is recognised as interest income.

The nature, timing of satisfaction of performance obligations and significant payment terms of the company's major sources of revenue are as follows:

1 Accounting policies **(Continued)**

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

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

1.4 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Software	25% straight line
Patents & licences	20% straight line

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and equipment	25% straight line
Fixtures and fittings	25% straight line
Motor vehicles	25% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

1 Accounting policies **(Continued)**

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.8 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.9 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies **(Continued)**

1.10 Financial instruments

The company has elected to apply the provisions of Section 11 ‘Basic Financial Instruments’ and Section 12 ‘Other Financial Instruments Issues’ of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset’s original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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 company after deducting all of its liabilities.

1 Accounting policies **(Continued)**

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company’s contractual obligations expire or are discharged or cancelled.

1.11 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee’s services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Leases

As lessee

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

2 Turnover

	2024	2023
	£'000	£'000
Turnover analysed by geographical market		
Africa	17,873	42,585
Middle East	34,138	31,908
United Kingdom	5,604	11,045
Rest of the world	32,498	35,598
	90,113	121,136

In July 2024 management decided to move the day-to-day operation and sales invoicing of our own brand 'Bullet' business from the UK to our Dubai entity. This means that 2023 contains twelve months of 'Bullet' sales, however 2024 only contains seven months of 'Bullet' sales, which primarily explains the reduction in sales from 2023 to 2024 in the Africa Region.

3 Operating profit

	2024	2023
Operating profit for the year is stated after charging/(crediting):	£'000	£'000
Exchange (gains)/losses	(991)	538
Depreciation of owned tangible fixed assets	56	81
Amortisation of intangible assets	1,547	1,554
Operating lease charges	510	821

4 Auditor's remuneration

	2024	2023
Fees payable to the company's auditor and associates:	£'000	£'000
For audit services		
Audit of the financial statements of the company	27	36

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2024	2023
	Number	Number
Sales & warehousing	36	37
Support, HR & finance	9	13
Senior management	4	4
Director	1	1
Total	50	55

5 Employees (Continued)

Their aggregate remuneration comprised:

	2024 £'000	2023 £'000
Wages and salaries	2,061	3,142
Social security costs	244	315
Pension costs	98	123
	2,403	3,580

6 Directors' remuneration

	2024 £'000	2023 £'000
Remuneration for qualifying services	155	179

7 Interest payable and similar expenses

	2024 £'000	2023 £'000
Interest on bank overdrafts and loans	764	1,034
Other interest	2	1
	766	1,035

8 Taxation

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2024 £'000	2023 £'000
Profit before taxation	2,698	121
Expected tax charge based on the standard rate of corporation tax in the UK of 25.00% (2023: 25.00%)	675	30
Unutilised tax losses carried forward	(675)	(23)
Permanent capital allowances in excess of depreciation	-	(7)
Taxation charge for the year	-	-

9 Dividends

	2024	2023
	£'000	£'000
Interim paid	2,100	1,000

10 Intangible fixed assets

	Software	Patents & licences	Total
	£'000	£'000	£'000
Cost			
At 1 January 2024 and 31 December 2024	174	8,026	8,200
Amortisation and impairment			
At 1 January 2024	112	1,955	2,067
Amortisation charged for the year	45	1,502	1,547
At 31 December 2024	157	3,457	3,614
Carrying amount			
At 31 December 2024	17	4,569	4,586
At 31 December 2023	62	6,071	6,133

Included within Patents & licenses (£'000):

The 'Bullet' energy drink license has a carrying value of £4,200 (2023: £5,600) with a remaining amortisation period of 3 years.

11 Tangible fixed assets

	Plant and equipment	Fixtures and fittings	Motor vehicles	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 January 2024	54	537	116	707
Additions	-	9	-	9
At 31 December 2024	54	546	116	716
Depreciation and impairment				
At 1 January 2024	50	495	28	573
Depreciation charged in the year	2	31	23	56
At 31 December 2024	52	526	51	629

11 Tangible fixed assets (Continued)

	Plant and equipment £'000	Fixtures and fittings £'000	Motor vehicles £'000	Total £'000
Carrying amount				
At 31 December 2024	2	20	65	87
At 31 December 2023	4	42	88	134

12 Fixed asset investments

	Notes	2024 £'000	2023 £'000
Investments in subsidiaries	**13**	859	859
Listed investments		90	57
		949	916

Fixed asset investments revalued

The listed investments have been revalued at the market value of the share price on the London Stock Exchange.

Movements in fixed asset investments

	Shares in subsidiaries £'000	Other investments £'000	Total £'000
Cost or valuation			
At 1 January 2024	859	57	916
Valuation changes	-	33	33
At 31 December 2024	859	90	949
Carrying amount			
At 31 December 2024	859	90	949
At 31 December 2023	859	57	916

13 Subsidiaries

Details of the company's subsidiaries at 31 December 2024 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Bulldog Power Ltd	Sun House, 428 Long Drive, Greenford, UB6 8UH	Ordinary	100.00
Sun Mark Global General Trading LLC	PO Box 233190, Near Ai Ras Station, behind Rak Bank, Deira, Dubai, UAE	Ordinary	100.00
MS Sun Mark Nigeria Limited	5-7 Ben Onyeka Street, 2nd Benue Bus Stop, Olodi, Apepa, Lagos State, Nigeria	Ordinary	100.00

14 Stocks

	2024	2023
	£'000	£'000
Finished goods and goods for resale	4,291	6,646

15 Debtors

	2024	2023
Amounts falling due within one year:	£'000	£'000
Trade debtors	10,583	16,807
Corporation tax recoverable	141	125
Amounts owed by group undertakings	2,091	9,242
Other debtors	551	427
Prepayments and accrued income	395	3,830
	13,761	30,431

16 Creditors: amounts falling due within one year

		2024	2023
	Notes	£'000	£'000
Bank loans and overdrafts	17	6,821	13,343
Trade creditors		4,822	18,914
Amounts owed to group undertakings		2,954	-
Taxation and social security		53	94
Other creditors		438	613
Accruals and deferred income		661	4,255
		15,749	37,219

17 Loans and overdrafts

	2024	2023
	£'000	£'000
Bank loans	5,918	12,492
Bank overdrafts	903	851
	6,821	13,343
Payable within one year	6,821	13,343

Bank overdraft facilities are secured on the property and all assets of Sun Mark Limited.

18 Retirement benefit schemes

Defined contribution schemes	2024 £'000	2023 £'000
Charge to profit or loss in respect of defined contribution schemes	98	123

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

19 Share capital

Ordinary share capital	2024 Number	2023 Number	2024 £'000	2023 £'000
Issued and fully paid				
Ordinary of 10p each	1,600,000	1,600,000	160	160
Ordinary B of 10p each	100,000	100,000	10	10
	1,700,000	1,700,000	170	170

20 Operating lease commitments

As lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2024 £'000	2023 £'000
Within 1 year	500	500
Years 2-5	1,833	2,000
After 5 years	-	333
	2,333	2,833

21 Related party transactions

Balances with related parties

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.

	Amounts owed by related parties		Amounts owed to related parties	
	2024 £'000	2023 £'000	2024 £'000	2023 £'000
R&R (Greenford) Ltd	1,497	1,496	-	-
R&R Asset Management Limited	594	659	-	-
R&R International Ltd	-	-	-	31

22 Ultimate controlling party

Vinar N.V. (incorporated in Belgium) is regarded by the directors as being the company's ultimate parent company.