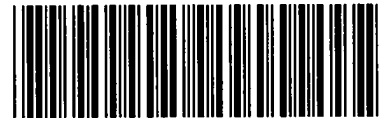


EUROTECH LTD

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

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EUROTECH LTD

COMPANY INFORMATION

DIRECTORS

J J S Bain
S Barazza

COMPANY SECRETARY

J J S Bain

REGISTERED NUMBER

01608562

REGISTERED OFFICE

3 Clifton Court
Cambridge
CB1 7BN

INDEPENDENT AUDITOR

Price Bailey LLP
Chartered Accountants & Statutory Auditors
Tennyson House
Cambridge Business Park
Cambridge
CB4 0WZ

EUROTECH LTD

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EUROTECH LTD

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

PRINCIPAL ACTIVITY

The principal activities of the company continue to be the design, development and marketing of embedded communications and control products.

DIRECTORS

The directors who served during the year were:

J J S Bain
S Barazza

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments 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;
- 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 to 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.

DIVIDENDS

No dividends were paid in the year. The directors do not recommend payment of a final dividend.

FUTURE DEVELOPMENTS

With the Disruptions caused by COVID 19 (as detailed in note 2.2 of the financial statements) and the imminent potential introduction of new import and export controls as from 1 January 2021, management are looking at various scenarios that will ensure we continue to service our customers. We have been able to manage our business with our employees being able to work from home, this has, of course, caused disruption specifically for our sales teams being able to meet face to face with our customers. Our customers have delayed placing some orders, but advise us that their requirements remain in place, if slightly delayed. We continue to open new opportunities that will enhance our order book for 2021. The trading environment is more challenging than in previous years. We will continue to invest in our engineering and customer offering

EUROTECH LTD

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019

RESEARCH AND DEVELOPMENT ACTIVITIES

During the year the company continues with its research and development programme. Our engineers work in a collective way with our partners to widen and strengthen our offerings ensuring that we meet the continuingly strenuous demands that our industry sectors demand.

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.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

BREXIT

The directors fully recognise that they have a critical duty to the company's stakeholders to maintain supplies to ourselves and our customers. Our supply chain relies on our UK and overseas suppliers maintaining the current free flow of product. Buffer stocks are held in the UK for our day to day strategic requirements and longer -term supplies can be sourced globally. To provide further confidence, we are in direct contact with key suppliers to ensure they have their own contingency plans to maintain supply of components.

Our workforce, in the majority, are UK citizens and those that are not are permitted to stay within our shores for at least 5 years.

We will continue to monitor the situation closely by working with and taking advice from Government agencies, customers and suppliers.

AUDITOR

Under section 487(2) of the Companies Act 2006, Price Bailey LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

SMALL COMPANIES NOTE

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 30 October 2020

and signed on its behalf.



.....
Director
J J S Bain

EUROTECH LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EUROTECH LTD

OPINION

We have audited the financial statements of Eurotech Ltd (the 'Company') for the year ended 31 December 2019, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, 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 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 United Kingdom, including the Financial Reporting Council'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.

EUROTECH LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EUROTECH LTD (CONTINUED)

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's Report 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.

OPINION 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 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

EUROTECH LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EUROTECH LTD (CONTINUED)

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' Responsibilities Statement on page 1, 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.

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 Auditor's Report.

USE OF OUR REPORT

This report is made solely to the Company's members 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 for our audit work, for this report, or for the opinions we have formed.

Paul Cullen FCCA (Senior Statutory Auditor)

for and on behalf of

Price Bailey LLP

Chartered Accountants
Statutory Auditors

Tennyson House
Cambridge Business Park
Cambridge
CB4 0WZ

12 November 2020

EUROTECH LTD

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Turnover		5,552,136	4,933,841
Cost of sales		(3,495,073)	(2,861,021)
GROSS PROFIT		<u>2,057,063</u>	<u>2,072,820</u>
Distribution costs		(70,920)	(72,616)
Administrative expenses		(2,502,598)	(2,167,328)
OPERATING LOSS		<u>(516,455)</u>	<u>(167,124)</u>
Interest receivable and similar income		11,668	5,987
LOSS BEFORE TAX		<u>(504,787)</u>	<u>(161,137)</u>
Tax on loss	8	73,551	85,000
LOSS FOR THE FINANCIAL YEAR		<u>(431,236)</u>	<u>(76,137)</u>
OTHER COMPREHENSIVE INCOME FOR THE YEAR			
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>(431,236)</u>	<u>(76,137)</u>

The notes on pages 9 to 22 form part of these financial statements.

EUROTECH LTD
REGISTERED NUMBER: 01608562

BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
FIXED ASSETS			
Tangible assets	9	25,209	15,382
CURRENT ASSETS			
Stocks	10	112,372	454,091
Debtors	11	974,610	1,397,138
Cash at bank and in hand	12	1,280,971	1,686,560
		<u>2,367,953</u>	<u>3,537,789</u>
Creditors: amounts falling due within one year	13	(865,266)	(1,671,589)
NET CURRENT ASSETS		<u>1,502,687</u>	<u>1,866,200</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>1,527,896</u>	<u>1,881,582</u>
PROVISIONS FOR LIABILITIES			
Other provisions	16	(118,004)	(40,454)
NET ASSETS		<u><u>1,409,892</u></u>	<u><u>1,841,128</u></u>
CAPITAL AND RESERVES			
Called up share capital	17	33,333	33,333
Share premium account		304,874	304,874
Other reserves		1,283,807	1,283,807
Profit and loss account		(212,122)	219,114
		<u><u>1,409,892</u></u>	<u><u>1,841,128</u></u>

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
30/10/2020



.....
Director
J J S Bain

The notes on pages 9 to 22 form part of these financial statements.

EUROTECH LTD

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Called up share capital £	Share premium account £	Other reserves £	Profit and loss account £	Total equity £
At 1 January 2018	33,333	304,874	1,283,807	295,251	1,917,265
COMPREHENSIVE INCOME FOR THE YEAR					
Loss for the year	-	-	-	(76,137)	(76,137)
At 1 January 2019	33,333	304,874	1,283,807	219,114	1,841,128
COMPREHENSIVE INCOME FOR THE YEAR					
Loss for the year	-	-	-	(431,236)	(431,236)
AT 31 DECEMBER 2019	33,333	304,874	1,283,807	(212,122)	1,409,892

The notes on pages 9 to 22 form part of these financial statements.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. GENERAL INFORMATION

Eurotech Ltd is a private company limited by shares and domiciled and incorporated in England and Wales. The registered office is 3 Clifton Court, Cambridge, CB1 7BN.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The Company has taken advantage of the following exemptions:

- from preparing a statement of cash flows, under FRS 102 paragraph 1.12(b), on the basis that it is a qualifying entity and its ultimate parents company, Eurotech SpA, includes the company's cash flows in its own consolidated financial statements; and
- from the requirement to disclose details of transactions with other group undertakings;
- from the disclosing of Company key management personnel compensation, as required by FRS 102 paragraph 33.7; and
- from the financial instrument disclosures, required under FRS 102 paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A, as the information is provided in the consolidated financial statement disclosures.

The financial statements are presented in GBP, which is the functional and presentational currency of the Company.

The financial statements have been rounded to the nearest £.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.2 GOING CONCERN

The directors have considered the going concern basis of preparation of the financial statements, noting the results for the year, forecasts and plans going forward.

In light of the COVID-19 pandemic, the directors have also considered whether any adjustments are required to the reported amounts in the financial statements. As at 11 March 2020 a global pandemic was declared and the Company has continued to trade albeit adhering to the Government policy to limit social interaction ensuring staff work from home where possible. This has, of course, caused disruption specifically for our sales teams being able to meet face to face with our customers.

The developing situation with respect to COVID-19 does give rise to some uncertainty around going concern however the directors are satisfied that the steps taken are sufficient to address downside scenarios and support the going concern judgement.

The directors have prepared cash flow forecasts for a period of 12 months from the year end which demonstrate that the cash reserves of the company will be sufficient for it to be able to continue as a going concern.

The financial statements do not contain any adjustments that would be required if the company were not able to continue as a going concern.

2.3 FOREIGN CURRENCY TRANSLATION

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.4 TURNOVER

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

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, incurred or to be incurred in respect of the transactions 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 is probable will be recovered.

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

2.5 RESEARCH AND DEVELOPMENT

Research and development expenditure is written off against profits in the year in which it is incurred.

2.6 OPERATING LEASES: THE COMPANY AS LESSEE

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the lease term.

2.7 INTEREST INCOME

Interest income is recognised in profit or loss using the effective interest method.

2.8 PENSIONS

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.9 CURRENT AND DEFERRED TAXATION

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current corporation tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.10 TANGIBLE FIXED ASSETS

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on the following basis.

Depreciation is provided on the following basis:

Plant and machinery	- over 3 or 4 years
Land and buildings Leasehold	- the lesser of 10 years or the term of the lease

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.11 STOCKS

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

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

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.12 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2.13 CREDITORS

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.14 HOLIDAY PAY ACCRUAL

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.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.15 PROVISIONS FOR LIABILITIES

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

2.16 FINANCIAL INSTRUMENTS

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In the opinion of the directors, the estimates and assumptions which have the most significant risk of causing a material adjustment to the carrying amount of assets and liabilities would be the assessment of the provision against obsolete stock. The company maintains a regular monthly review of stock in order to accurately assess the level of obsolescence to be provided against.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

4. TURNOVER

An analysis of turnover by class of business is as follows:

	2019 £	2018 £
Turnover analysed by class of business		
Goods	4,508,000	4,055,000
Services	1,044,000	879,000
	<u>5,552,000</u>	<u>4,934,000</u>

	2019 £	2018 £
Turnover analysed by geographical market:		
United Kingdom	1,948,000	1,546,000
Rest of Europe	1,292,000	856,000
USA	1,002,000	1,980,000
Rest of the world	1,310,000	552,000
	<u>5,552,000</u>	<u>4,934,000</u>

5. OPERATING LOSS

The operating loss is stated after charging:

	2019 £	2018 £
Research & development charged as an expense	116,559	143,189
Exchange differences	31,425	61,956
Fees payable to the company's auditors for the audit of the company's financial statements	16,000	24,000
Depreciation of owned tangible fixed assets	13,363	14,000
Cost of stocks recognised as an expense	3,495,073	2,861,021
Other operating lease rentals	145,899	149,451
	<u>3,727,319</u>	<u>3,263,617</u>

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

6. EMPLOYEES

	2019 £	2018 £
Wages and salaries	1,141,101	1,135,225
Social security costs	126,527	124,904
Cost of defined contribution scheme	57,499	57,061
	<u>1,325,127</u>	<u>1,317,190</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2019 No.	2018 No.
Average number of employees	<u>23</u>	<u>20</u>

7. DIRECTORS' REMUNERATION

	2019 £	2018 £
Directors' emoluments	143,224	143,695
Company contributions to defined contribution pension schemes	10,547	10,000
	<u>153,771</u>	<u>153,695</u>

The number of directors whom retirement benefits are accruing under defined contribution schemes amounts to 1 (2018 - 1)

S Barazza, as well as being a director of Eurotech Ltd, is also a director of the ultimate parent undertaking and fellow subsidiaries. S Barazza received total remuneration for the year of €123,000 (2018: €123,000), all of which was paid by the ultimate parent undertaking. The directors do not believe that it is practicable to apportion this amount between his services as director of the company and his services as director of the ultimate parent and fellow subsidiary companies.

EUROTECH LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

8. TAXATION

	2019 £	2018 £
CORPORATION TAX		
Current tax on profits for the year	6,421	(66,350)
DEFERRED TAX		
Origination and reversal of timing differences	(79,972)	(18,650)
TAXATION ON LOSS ON ORDINARY ACTIVITIES	(73,551)	(85,000)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Loss on ordinary activities before tax	(504,787)	(161,137)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	(95,910)	(30,616)
EFFECTS OF:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	1,000
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	-	11,000
Loss relief	22,359	-
Over provided in prior years	-	(66,384)
TOTAL TAX CHARGE FOR THE YEAR	(73,551)	(85,000)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The company has tax losses of £838,000 (2018: £314,000) to set against future taxable profits.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

9. TANGIBLE FIXED ASSETS

	Long-term leasehold property £	Fixtures and fittings £	Office equipment £	Other fixed assets £	Total £
COST OR VALUATION					
At 1 January 2019	201,399	98,274	214,599	-	514,272
Additions	-	9,165	11,053	2,972	23,190
Disposals	(1,062)	(29,447)	(2,083)	-	(32,592)
At 31 December 2019	200,337	77,992	223,569	2,972	504,870
DEPRECIATION					
At 1 January 2019	200,260	98,272	200,358	-	498,890
Charge for the year on owned assets	737	1,090	11,536	-	13,363
Disposals	(1,062)	(29,447)	(2,083)	-	(32,592)
At 31 December 2019	199,935	69,915	209,811	-	479,661
NET BOOK VALUE					
At 31 December 2019	402	8,077	13,758	2,972	25,209
At 31 December 2018	1,139	2	14,241	-	15,382

The net book value of land and buildings may be further analysed as follows:

	2019 £	2018 £
Long leasehold	402	1,139

10. STOCKS

	2019 £	2018 £
Raw materials and consumables	22,422	4,191
Work in progress	22,881	22,672
Finished goods and goods for resale	67,069	427,228
	112,372	454,091

EUROTECH LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

11. DEBTORS

	2019 £	2018 £
DUE AFTER MORE THAN ONE YEAR		
Deferred tax asset	149,846	69,874
DUE WITHIN ONE YEAR		
Trade debtors	446,912	585,132
Amounts owed by group undertakings	239,662	562,000
Other debtors	17,758	91,355
Prepayments and accrued income	120,432	88,777
	<u>974,610</u>	<u>1,397,138</u>

Amounts owed by group undertakings arise from intercompany sales and cost recharges. These amounts are unsecured and interest free. Intercompany sales and cost recharges are receivable in accordance with the respective payment terms.

12. CASH AND CASH EQUIVALENTS

	2019 £	2018 £
Cash at bank and in hand	<u>1,280,971</u>	<u>1,686,560</u>

13. CREDITORS: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	362,125	1,048,369
Amounts owed to group undertakings	11,286	152,000
Other taxation and social security	37,717	35,492
Other creditors	6,522	143,304
Accruals and deferred income	447,616	292,424
	<u>865,266</u>	<u>1,671,589</u>

Amounts owed to group undertakings relate to intercompany sales and cost recharges. The intercompany purchases and cost recharges are repayable in accordance with the respective credit terms. These amounts are unsecured and interest free.

EUROTECH LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

14. FINANCIAL INSTRUMENTS

	2019 £	2018 £
FINANCIAL ASSETS		
Financial assets measured at fair value through profit or loss	<u>1,280,971</u>	<u>1,686,560</u>

Financial assets measured at fair value through profit or loss comprise cash at bank and in hand.

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

15. DEFERRED TAXATION

	2019 £	2018 £
At beginning of year	69,874	51,224
Charged to profit or loss	79,972	18,650
AT END OF YEAR	149,846	69,874

The deferred tax asset is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	8,055	10,228
Tax losses carried forward	141,791	59,646

16. PROVISIONS

	Reserve for warranties £
At 1 January 2019	40,454
Charged to profit or loss	77,550
AT 31 DECEMBER 2019	118,004

17. SHARE CAPITAL

	2019 £	2018 £
Allotted, called up and fully paid		
33,333 (2018 - 33,333) Ordinary shares of £1.00 each	33,333	33,333

18. PENSION COMMITMENTS

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.

The charge to the profit and loss in respect of defined contribution schemes was £57,499 (2018: £57,061). There were no amounts outstanding at the year end (2018: £nil).

EUROTECH LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

19. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Not later than 1 year	137,000	137,000
Later than 1 year and not later than 5 years	245,099	382,099
	<u>382,099</u>	<u>519,099</u>

20. FINANCIAL COMMITMENTS, GUARANTEES AND CONTINGENT LIABILITIES

The company has guaranteed duty payments to HM Revenue & Customs to a maximum of £100,000 (2018: £100,000).

21. RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary of Eurotech S.p.A, the Group financial statements of which are publicly available. Accordingly, the company has taken advantage of the exemption available from disclosing transactions with wholly owned members of the Group.

22. POST BALANCE SHEET EVENTS

As at 11 March 2020 the COVID-19 pandemic had become global. The Company considers this to be a non-adjusting post balance sheet event that will require ongoing evaluation. Since the reporting date this has caused increasing disruption to population, to business and economic activity. As the situation is rapidly developing it is not yet practicable to estimate the potential impact this may have on the Company.

No other matter of circumstance has arisen since the year end that has significantly affected, or may affect the Company's operations, the results of those operations, or the Company's state of affairs in future years.

23. CONTROLLING PARTY

The company is controlled by Eurotech S.p.A, the ultimate parent undertaking. Eurotech S.p.A, a company incorporated in Italy and registered in Italy, heads the only group in which the results of the company are consolidated. Copies of that company's Annual Report and the Group financial statements are available from Eurotech S.p.a, Via Fratelli Solari 3/a, 33020 Amaro (Udine), Italy.