

Company registration number 01889830 (England and Wales)

ELLAB (UK) LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2023
PAGES FOR FILING WITH REGISTRAR

ELLAB (UK) LIMITED

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ELLAB (UK) LIMITED

BALANCE SHEET

AS AT 30 APRIL 2023

| | | 2023 | | 2022 | |
|----------------------------------------------------------------|-------|------------------|-----------------------|------------------|-----------------------|
| | Notes | £ | £ | £ | £ |
| Fixed assets | | | | | |
| Tangible assets | 3 | | 387,407 | | 334,963 |
| Investments | 4 | | 2,363,575 | | 4,021,486 |
| | | | <u>2,750,982</u> | | <u>4,356,449</u> |
| Current assets | | | | | |
| Stocks | 6 | 87,901 | | 132,732 | |
| Debtors | 7 | 3,110,730 | | 1,753,516 | |
| Cash at bank and in hand | | 497,532 | | 254,414 | |
| | | <u>3,696,163</u> | | <u>2,140,662</u> | |
| Creditors: amounts falling due within one year | 8 | (3,026,479) | | (962,966) | |
| Net current assets | | | <u>669,684</u> | | <u>1,177,696</u> |
| Total assets less current liabilities | | | <u>3,420,666</u> | | <u>5,534,145</u> |
| Creditors: amounts falling due after more than one year | 9 | | (2,575,957) | | (4,868,145) |
| Provisions for liabilities | | | <u>(64,568)</u> | | <u>(66,327)</u> |
| Net assets | | | <u><u>780,141</u></u> | | <u><u>599,673</u></u> |
| Capital and reserves | | | | | |
| Called up share capital | 10 | | 60,000 | | 60,000 |
| Profit and loss reserves | | | 720,141 | | 539,673 |
| Total equity | | | <u><u>780,141</u></u> | | <u><u>599,673</u></u> |

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 30 April 2023 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The member has not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

ELLAB (UK) LIMITED

BALANCE SHEET (CONTINUED)

AS AT 30 APRIL 2023

The financial statements were approved by the board of directors and authorised for issue on 31 August 2023 and are signed on its behalf by:

Mr P J McKimm
Director

Company Registration No. 01889830

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2023

1 Accounting policies

Company information

Ellab (UK) Limited is a private company limited by shares incorporated in England and Wales. The registered office is Pioneer House, Pioneer Business Park, North Road, Ellesmere Port, Cheshire, CH65 1AD.

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

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

Turnover is recognised at the fair value of the consideration received or receivable for goods 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.

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.

1.4 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:

| | |
|------------------------------|-----------------------|
| Leasehold land and buildings | 5 years straight line |
| Calibration equipment | 5 years straight line |
| Fixtures and fittings | 5 years straight line |
| Computers | 3 years straight line |
| Motor vehicles | 5 years straight line |
| Validation equipment | 5 years 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.

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

1 Accounting policies

(Continued)

1.5 Fixed asset investments

Interests in subsidiaries are initially measured at transaction price excluding transaction costs, and are subsequently measured at fair value at each reporting date. Changes in fair value are recognised in profit or loss. Transaction costs are expensed to profit or loss as incurred.

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.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible 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).

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 is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials.

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.

1.8 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.

1.9 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.

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

1 Accounting policies

(Continued)

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.

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.

1.10 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.

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

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

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

1 Accounting policies

(Continued)

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.

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Employees

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

| | 2023 Number | 2022 Number |
|-------|----------------|----------------|
| Total | 21 | 18 |

3 Tangible fixed assets

| | Land and buildings | Plant and machinery etc | Validation equipment | Total |
|------------------------------------|-----------------------|----------------------------|-------------------------|---------|
| | £ | £ | £ | £ |
| Cost | | | | |
| At 1 May 2022 | - | 198,594 | 396,121 | 594,715 |
| Additions | 38,000 | 133,362 | 11,416 | 182,778 |
| Disposals | - | (1,400) | - | (1,400) |
| At 30 April 2023 | 38,000 | 330,556 | 407,537 | 776,093 |
| Depreciation and impairment | | | | |
| At 1 May 2022 | - | 155,632 | 104,120 | 259,752 |
| Depreciation charged in the year | 5,700 | 16,649 | 106,585 | 128,934 |
| At 30 April 2023 | 5,700 | 172,281 | 210,705 | 388,686 |
| Carrying amount | | | | |
| At 30 April 2023 | 32,300 | 158,275 | 196,832 | 387,407 |
| At 30 April 2022 | - | 42,962 | 292,001 | 334,963 |

During the year the fixed assets of one of the company's subsidiary companies, Arena Instrumentation Limited, were transferred to the company at net book value by way of dividend in specie.

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

4 Fixed asset investments

| | 2023 £ | 2022 £ |
|----------------------------------------------------------|-----------|-----------------------------------------|
| Shares in group undertakings and participating interests | 2,363,575 | 4,021,486 |
| Movements in fixed asset investments | | |
| | | Shares in subsidiaries £ |
| Cost or valuation | | |
| At 1 May 2022 | | 4,021,486 |
| Additions | | 2,213,653 |
| At 30 April 2023 | | 6,235,139 |
| Impairment | | |
| At 1 May 2022 | | - |
| Impairment losses | | 3,871,564 |
| At 30 April 2023 | | 3,871,564 |
| Carrying amount | | |
| At 30 April 2023 | | 2,363,575 |
| At 30 April 2022 | | 4,021,486 |

During the year the majority of the trade and assets of one of the company's subsidiary companies, Arena Instrumentation Limited, were transferred up to the company by way of a dividend in specie. This has subsequently resulted in an impairment of the carrying amount of the company's investment in Arena Instrumentation Limited.

5 Subsidiaries

Details of the company's subsidiaries at 30 April 2023 are as follows:

| Name of undertaking | Address | Class of shares held | % Held Direct |
|----------------------------------------|---------|-------------------------|------------------|
| Arena instrumentation Ltd | 1 | Ordinary | 100.00 |
| Complete Technical Solutions (CQV) Ltd | 1 | Ordinary | 100.00 |

Registered office addresses (all UK unless otherwise indicated):

1 Pioneer House, North Road, Ellesmere Port, England, CH65 1AD

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

6 Stocks

| | 2023 £ | 2022 £ |
|------------|---------------|----------------|
| Stock | 33,426 | 112,250 |
| Demo stock | 54,475 | 20,482 |
| | <u>87,901</u> | <u>132,732</u> |

7 Debtors

| | 2023 £ | 2022 £ |
|---------------------------------------------|------------------|------------------|
| Amounts falling due within one year: | | |
| Trade debtors | 2,749,466 | 1,581,610 |
| Other debtors | 267,767 | 157,989 |
| Prepayments and accrued income | 93,497 | 13,917 |
| | <u>3,110,730</u> | <u>1,753,516</u> |

8 Creditors: amounts falling due within one year

| | 2023 £ | 2022 £ |
|------------------------------------|------------------|----------------|
| Trade creditors | 922,018 | 17,838 |
| Amounts owed to group undertakings | 120,122 | 665,665 |
| Taxation and social security | 431,344 | 147,267 |
| Other creditors | 1,552,995 | 132,196 |
| | <u>3,026,479</u> | <u>962,966</u> |

Included within other creditors is £1,276,200 (2022: £nil) in respect of deferred consideration arising on the acquisition of one of the companies subsidiary companies.

9 Creditors: amounts falling due after more than one year

| | 2023 £ | 2022 £ |
|-----------------|------------------|------------------|
| Other creditors | <u>2,575,957</u> | <u>4,868,145</u> |

Other creditors includes a balance due to the parent company, Ellab A/S, of £2,575,957 (2022 - £4,868,145).

10 Called up share capital

| | 2023 Number | 2022 Number | 2023 £ | 2022 £ |
|-------------------------------|----------------|----------------|---------------|---------------|
| Ordinary share capital | | | | |
| Issued and fully paid | | | | |
| Ordinary shares of £1 each | <u>60,000</u> | <u>60,000</u> | <u>60,000</u> | <u>60,000</u> |

ELLAB (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2023

11 Operating lease commitments

Lessee

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

| | 2023 | 2022 |
|--------------------------|-------------|-------------|
| | £ | £ |
| Total future commitments | 221,363 | 45,206 |

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.