Registration number: 02326213

# **Astute Electronics Limited**

Annual Report and Consolidated Financial Statements

for the Period from 1 July 2018 to 31 December 2018

Wilton Lyndon Limited Chartered Certified Accountants 5 Ducketts Wharf South Street Bishop's Stortford Hertfordshire CM23 3AR





A48

28/09/2019 COMPANIES HOUSE

#155

# Contents

Company Information	1
Strategic Report	2
Directors' Report	3 to 4
Statement of Directors' Responsibilities	5
Independent Auditor's Report	6 to 8
Consolidated Profit and Loss Account	9
Consolidated Statement of Comprehensive Income	10
Consolidated Balance Sheet	11
Balance Sheet	12
Consolidated Statement of Changes in Equity	13
Statement of Changes in Equity	14
Consolidated Statement of Cash Flows	· 15
Notes to the Financial Statements	16 to 38

# **Company Information**

**Directors** 

G I Hill

I Fantham

Company secretary

I Fantham

Registered office

Astute House Rutherford Close

Meadway Technology Park

Stevenage Hertfordshire SG1 2EF

**Auditors** 

Wilton Lyndon Limited

Chartered Certified Accountants

5 Ducketts Wharf South Street Bishop's Stortford Hertfordshire CM23 3AR

### Strategic Report for the period from 1 July 2018 to 31 December 2018

The directors present their strategic report for the period from 1 July 2018 to 31 December 2018.

#### Principal activity

The principal activity of the company is wholesale of electronic and telecommunications equipment and parts.

#### Review of the business

The company and group are reporting results for the 6-month period to 31 December 2018. Following the implementation of a new ERP system in late 2017 and the subsequent 18 month extended reporting period to 30 June 2018, the company and group are reverting to the usual reporting period ending 31 December.

Turnover in the 6-month period was £41,297,609 and Profit before tax was £349,688.

The UK business delivered a healthy performance with significant year on year revenue growth. The US business also enjoyed a very strong 6 months with revenue up by 79% vs the prior year comparable period.

The Group's largest market is Defence and Aerospace and it continued to consolidate its position as one of the leading electronics distribution companies in the UK by focusing on the provision of value-add services, growing and developing a range of premium franchises and creating third party logistics solutions for Blue Chip customers.

Australia and Germany are two key markets where there is significant growth potential and the Directors believe Astute's business model can be easily implemented. A new subsidiary has been established in Australia and Astute has entered into a 50:50 joint venture with an experienced local business partner in Germany to take advantage of these opportunities.

Post year end, Astute Limited and Astute Inc. have continued to deliver revenue growth despite a less buoyant market.

#### **Key Risks and Uncertainties**

In common with other companies operating in the same business sector, there are many risks and uncertainties to be considered and addressed. The Directors consider that the main risks to the business are the general market economic conditions currently prevailing and the business's reliance on customers that are predominantly in the Defence and Aerospace sectors. The company deals with the market risk by careful credit management and regular reviews of the customer base. The potential over reliance on customers in the Defence and Aerospace sectors is addressed by the company pursuing a strategy of active diversification into other business sectors within the electronics industry. The company is also pursuing opportunities in new International markets. Brexit continues to create uncertainty with several outcomes still possible. The key risks that could materialise for Astute are currency volatility, supply chain delays and new tariffs. These are being closely monitored to ensure appropriate mitigation strategies are put in place.

Approved by the Board on 26 September 2019 and signed on its behalf by:

G I Hill Director

### Directors' Report for the Period from 1 July 2018 to 31 December 2018

The directors present their report and the for the period from 1 July 2018 to 31 December 2018.

#### Directors of the group

The directors who held office during the period were as follows:

G I Hill

I Fantham - Company secretary and director

#### **Financial Instruments**

The group's principal financial instruments comprise cash and interest-bearing borrowings. The main purpose of the group's financial instruments is to fund operations. The group also has other financial instruments such as trade receivables and payables. The main risks arising from the use of financial instruments are interest rate risk, foreign exchange risk and cash flow risk.

#### Interest Rate Risk

The group's exposure to the risk of change in UK base rate relates to Astute Limited short term Invoice Finance and Asset Based Lending facilities and long term commercial mortgage. The exposure to interest rate movements is monitored and reviewed on a regular basis to ensure there is sufficient cash available to meet all debt servicing obligations as they fall due.

#### Foreign Exchange Risk

The group's objective is to minimise the effects of adverse exchange rate fluctuations by adopting a policy of selective hedging when there is a risk of significant loss. All hedging transactions are authorised by the Managing Director.

#### Cash Flow Risk

The cash flow risk is that the available cash will not be sufficient to meet the group's financial obligations. To mitigate this risk, management prepare regular cash flow forecasts for the forthcoming twelve months. The forecasts are submitted to and reviewed with the group's bankers to ensure appropriate working capital facilities and funding is in place.

#### Directors' liabilities

The Company has provided an indemnity for its directors, which is a qualifying third party indemnity for the purposes of the Companies Act 2006. The indemnity was in force during the full financial year and update to the date of approval of these financial statements.

#### Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

#### Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Wilton Lyndon Limited as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

# Directors' Report for the Period from 1 July 2018 to 31 December 2018

Approved by the Board on 26 September 2019 and signed on its behalf by:

G\_LHill

Director

# Statement of Directors' Responsibilities

The directors acknowledge their responsibilities 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 the group and of the profit or loss of the company and the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and 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 and the group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Independent Auditor's Report to the Members of Astute Electronics Limited

#### Opinion

We have audited the financial statements of Astute Electronics Limited (the 'parent company') and its subsidiaries (the 'group') for the period from 1 July 2018 to 31 December 2018, which comprise the Consolidated Profit and Loss Account, Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Balance Sheet, Consolidated Statement of Changes in Equity, Statement of Changes in Equity, Consolidated Statement of Cash Flows, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

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.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2018 and of the group's profit for the period 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 group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

#### Other information

The directors are responsible for the other information. The other information comprises the information 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.

### Independent Auditor's Report to the Members of Astute Electronics Limited

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 matter prescribed by the Companies Act 2006

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

- the information given in the Strategic Report and Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and 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 our knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' Report.

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- · the parent company 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 Statement of Directors' Responsibilities [set out on page 5], 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 group's and the parent 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 group or the parent 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

### Independent Auditor's Report to the Members of Astute Electronics Limited

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Mark Williams (Senior Statutory Auditor)

For and on behalf of Wilton Lyndon Limited, Statutory Auditor

5 Ducketts Wharf South Street Bishop's Stortford Hertfordshire CM23 3AR

27 September 2019

# Consolidated Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

		6 months ending 31 December 2018	18 months ending 30 June 2018
	Note	£	£
Turnover	3	41,297,609	112,440,646
Cost of sales		(32,812,631)	(90,287,615)
Gross profit		8,484,978	22,153,031
Administrative expenses		(8,186,333)	(20,267,013)
Other operating income	4	361,713	(269,215)
Operating profit	5	660,358	1,616,803
Other interest receivable and similar income		312	1,441
Interest payable and similar expenses	6	(310,982)	(719,869)
		(310,670)	(718,428)
Profit before tax		349,688	898,375
Taxation	10	(123,139)	(279,208)
Profit for the financial period		226,549	619,167
Profit/(loss) attributable to:			
Owners of the company		226,549	619,167

# Consolidated Statement of Comprehensive Income for the Period from 1 July 2018 to 31 December 2018

	6 months ending 31 December 2018 £	18 months ending 30 June 2018 £
Profit for the period  Exchange difference on consolidation	226,549 180,503	619,167 (350,505)
Total comprehensive income for the period	407,052	268,662
Total comprehensive income attributable to: Owners of the company	407,052	268,662

# . (Registration number: 02326213) Consolidated Balance Sheet as at 31 December 2018

	Note	31 December 2018	30 June 2018 £
Fixed assets			
Tangible assets	12	6,159,634	5,984,873
Current assets			
Stocks	14	10,568,913	8,350,506
Debtors	15	25,669,735	21,708,775
Cash at bank and in hand	16	229,103	209,911
		36,467,751	30,269,192
Creditors: Amounts falling due within one year	17	(33,118,808)	(26,996,474)
Net current assets		3,348,943	3,272,718
Total assets less current liabilities		9,508,577	9,257,591
Creditors: Amounts falling due after more than one year	17	(2,916,283)	(3,072,349)
Net assets		6,592,294	6,185,242
Capital and reserves			
Called up share capital	19	6,000	6,000
Capital redemption reserve	20	4,000	4,000
Profit and loss account	20	6,582,294	6,175,242
Equity attributable to owners of the company		6,592,294	6,185,242
Total equity		6,592,294	6,185,242

Approved and authorised by the Board on 26 September 2019 and signed on its behalf by:

G I Hill

Director

# (Registration number: 02326213) Balance Sheet as at 31 December 2018

	Note	31 December 2018 £	30 June 2018 £
Fixed assets			•
Tangible assets	12	6,109,008	5,964,746
Investments	13	203,299	203,299
•		6,312,307	6,168,045
Current assets			
Stocks	14	8,576,534	7,249,176
Debtors	15	24,840,746	20,507,574
Cash at bank and in hand		222,053	204,712
		33,639,333	27,961,462
Creditors: Amounts falling due within one year	17	(30,391,017)	(24,755,805)
Net current assets		3,248,316	3,205,657
Total assets less current liabilities		9,560,623	9,373,702
Creditors: Amounts falling due after more than one year	17	(2,916,282)	(3,072,349)
Net assets		6,644,341	6,301,353
Capital and reserves			
Called up share capital		6,000	6,000
Capital redemption reserve		4,000	4,000
Profit and loss account		6,634,341	6,291,353
Total equity		6,644,341	6,301,353

As permitted by section 408 Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements.

The company made a profit after tax for the financial period of £342,988 (June 2018 - profit of £610,382).

Approved and authorised by the Board on 26 September 2019 and signed on its behalf by:

G I Hill

Director

# Consolidated Statement of Changes in Equity for the Period from 1 July 2018 to 31 December 2018

	Share capital £	Capital redemption reserve	Profit and loss account £	Total £
At 1 July 2018	6,000	4,000	6,175,242	6,185,242
Profit for the period			226,549	226,549
Other comprehensive income			180,503	180,503
Total comprehensive income			407,052	407,052
At 31 December 2018	6,000	4,000	6,582,294	6,592,294
	Share capital	Capital redemption reserve £	Profit and loss account £	Total £
At 1 January 2017	Share capital £	redemption reserve	account	
At 1 January 2017 Profit for the period	£	redemption reserve £	account £	£
•	£	redemption reserve £	account £ 5,906,580	£ 5,916,580
Profit for the period	£	redemption reserve £	\$ 5,906,580 619,167	£ 5,916,580 619,167

# Statement of Changes in Equity for the Period from 1 July 2018 to 31 December 2018

	Share capital	Capital redemption reserve	Profit and loss account	Total £
At 1 July 2018	6,000	4,000	6,291,353	6,301,353
Profit for the period	•		342,988	342,988
Total comprehensive income		-	342,988	342,988
At 31 December 2018	6,000	4,000	6,634,341	6,644,341
	Share capital	Capital redemption reserve	Profit and loss account	Total
	£	£	£	£
At 1 January 2017	6,000	4,000	£ 5,680,971	£ 5,690,971
At 1 January 2017 Profit for the period			**	
•			5,680,971	5,690,971

# Consolidated Statement of Cash Flows for the Period from 1 July 2018 to 31 December 2018

	Note	31 December 2018	30 June 2018 £
Cash flows from operating activities	1,000		_
Profit for the period		407,052	268,662
Adjustments to cash flows from non-cash items			
Depreciation and amortisation	5	241,298	605,218
Revaluation of fixed assets on consolidation		(390)	1,644
Finance income		(312)	(1,441)
Finance costs	6	310,982	719,869
Income tax expense	10	123,139	279,208
		1,081,769	1,873,160
Working capital adjustments			
(Increase)/decrease in stocks	14	(2,218,407)	843,325
Increase in trade debtors	15	(3,960,960)	(3,364,509)
Increase in trade creditors	17	3,560,784	1,038,602
Cash generated from operations		(1,536,814)	390,578
Income taxes paid	10	(205,365)	(238,169)
Net cash flow from operating activities		(1,742,179)	152,409
Cash flows from investing activities			
Interest received		312	1,441
Acquisitions of tangible assets		(415,669)	(1,728,162)
Acquisition of intangible assets	11		(82,076)
Net cash flows from investing activities		(415,357)	(1,808,797)
Cash flows from financing activities			
Interest paid	6	(310,982)	(719,869)
Proceeds from bank borrowing draw downs		1,023,964	750,000
Repayment of bank borrowing		(43,416)	(130,918)
Proceeds from other borrowing draw downs		-	294,017
Payments to finance lease creditors		(182,199)	(507,670)
Net cash flows from financing activities		487,367	(314,440)
Net decrease in cash and cash equivalents		(1,670,169)	(1,970,828)
Cash and cash equivalents at 1 July		(13,037,104)	(11,066,276)
Cash and cash equivalents at 31 December	16	(14,707,273)	(13,037,104)

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### 1 General information

The company is a private company limited by share capital incorporated in England.

The address of its registered office is: Astute House Rutherford Close Meadway Technology Park Stevenage Hertfordshire SGI 2EF England

These financial statements were authorised for issue by the Board on 26 September 2019.

#### 2 Accounting policies

#### Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

#### **Basis of preparation**

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### Basis of consolidation

The consolidated financial statements consolidate the financial statements of the company and its subsidiary undertakings drawn up to 31 December 2018.

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

The results of subsidiaries acquired or disposed of during the year are included in the Profit and Loss Account from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the group.

The purchase method of accounting is used to account for business combinations that result in the acquisition of subsidiaries by the group. The cost of a business combination is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the business combination. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Any excess of the cost of the business combination over the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised is recorded as goodwill.

Inter-company transactions, balances and unrealised gains on transactions between the company and its subsidiaries, which are related parties, are eliminated in full.

Intra-group losses are also eliminated but may indicate an impairment that requires recognition in the consolidated financial statements.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group. Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the group's equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling shareholder's share of changes in equity since the date of the combination.

#### Going concern

The financial statements have been prepared on a going concern basis. The directors consider a period of at least twelve months when assessing going concern.

#### Judgements

The directors consider that there are no significant areas that require specific judgements to be disclosed.

#### Key sources of estimation uncertainty

There are no key sources of estimation uncertainty.

#### Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the group's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company.

The group recognises revenue when: The amount of revenue can be reliably measured; it is probable that future economic benefits will flow to the entity; and specific criteria have been met for each of the group's activities.

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# Foreign currency transactions and balances

The functional currency is UK sterling. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account. Transactions of overseas subsidiaries in foreign currencies are translated into sterling at an average rate for the year. Assets and liabilities are translated into sterling at the rates of exchange ruling at the balance sheet date. Exchange differences arising from the retranslation of balances brought forward are adjusted to profit and loss accounts reserves.

#### Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the group operates and generates taxable 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; any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences in respect of business combinations, when deferred tax is recognised on the difference 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 income tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

#### Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

#### Asset class

Land and buildings
Plant and machinery
Office equipment
Assets under construction

Depreciation method and rate 2% on cost of buildings 10% on cost 20% on cost

not depreciated in year

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### **Business combinations**

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

#### Goodwill

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date. Goodwill is amortised over its useful life, which shall not exceed ten years if a reliable estimate of the useful life cannot be made but may be written off in full in year of purchase if deemed appropriate.

#### **Amortisation**

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

#### Asset class

Amortisation method and rate

Goodwill

Written off in year of purchase if deemed appropriate

#### Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### **Debtors**

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of the receivables.

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### **Inventories**

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

The cost of finished goods and work in progress comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. At each reporting date, stocks are assessed for impairment. If stocks are 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.

#### Creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the group does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### **Borrowings**

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

#### Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the Profit and Loss Account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

# Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### **Defined contribution pension obligation**

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the group has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

#### Financial instruments

#### Classification

The group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities such as trade and other accounts receivable and payable.

#### Recognition and measurement

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 payables or receivables, 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, such as the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an outright short term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

#### Impairment

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Profit and Loss account.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate, if a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

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

# 3 Revenue

The analysis of the group's revenue for the period from continuing operations is as follows:

	31 December	30 June
•	2018	2018
	£	£
Sale of goods	41,297,609	112,440,646

The directors consider that geographical analysis of turnover would be prejudicial to the business and therefore is not included in these financial statements.

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 4 Other operating income

The analysis of the group's other operating income for the period is as follows:

	31 December 2018 £	30 June 2018 £
R&D tax credit	-	43,569
Foreign exchange (losses) gains	361,713	(312,784)
	361,713	(269,215)
5 Operating profit		
Arrived at after charging/(crediting)		
	31 December 2018	30 June 2018 £
Depreciation expense	241,298	523,142
Amortisation expense	, -	82,076
Operating lease expense - property	82,862	584,636
Operating lease expense - plant and machinery	305,993	858,053
Operating lease expense - other	16,481	66,811
6 Interest payable and similar expenses		
	31 December 2018	30 June 2018 £
Interest on bank overdrafts and borrowings	293,445	666,656
Interest on obligations under finance leases and hire purchase contracts	17,537	53,213

310,982

719,869

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 7 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	31 December 2018 £	30 June 2018 £
Wages and salaries	4,176,029	10,480,489
Social security costs	477,553	1,378,125
Pension costs, defined contribution scheme	74,204	214,321
•	4,727,786	12,072,935

The average number of persons employed by the group (including directors) during the period, analysed by category was as follows:

	31 December 2018 No.	30 June 2018 No.
Administration and support	85	77
Sales	<u> </u>	71
	161	148

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 8 Directors' remuneration

The directors' remuneration for the period was as follows:

Remuneration	31 December 2018 £ 210,993	30 June 2018 £ 530,501
Contributions paid to money purchase schemes	25,933	64,389
	236,926	594,890
In respect of the highest paid director:		
	31 December 2018 £	30 June 2018 £
Remuneration	114,804	336,604
Company contributions to money purchase pension schemes	8,118	15,954
9 Auditors' remuneration		
	31 December 2018 £	30 June 2018 £
Audit of these financial statements	10,000	20,000
Other fees to auditors	10,000	10,000
All other non-audit services	10,000	10,000

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 10 Taxation

Tax charged/(credited) in the income statement

	31 December 2018 £	30 June 2018 £
Current taxation		
UK corporation tax	123,139	279,208

The tax on profit before tax for the period is higher than the standard rate of corporation tax in the UK (2018 - higher than the standard rate of corporation tax in the UK) of 19% (2018 - 19.17%).

The differences are reconciled below:

	31 December 2018	30 June 2018 £
Profit before tax	349,688	898,375
Corporation tax at standard rate	66,441	172,218
Effect of expense not deductible in determining taxable profit	35,725	56,162
Tax decrease from effect of capital allowances and depreciation	(10,335)	(43,844)
Tax increase arising from overseas tax suffered	31,308	94,672
Total tax charge	123,139	279,208

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

11 Intangible assets

Company

Cost or valuation

Amortisation

Carrying amount

At 31 December 2018

The aggregate amount of research and development expenditure recognised as an expense during the period is £Nil (2018 - £Nil).

# **Impairment**

# Goodwill

The amount of impairment loss included in profit or loss is £Nil (2018 - £82,076).

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 12 Tangible assets

#### Group

	Land and buildings	Office equipment £	Plant and machinery £	Total £
Cost or valuation				
At 1 July 2018	3,487,439	1,277,444	1,949,715	6,714,598
Revaluation on consolidation	-	4,106	-	4,106
Additions	-	141,145	274,524	415,669
Disposals		(129,091)		(129,091)
At 31 December 2018	3,487,439	1,293,604	2,224,239	7,005,282
Depreciation				
At 1 July 2018	103,572	452,038	174,115	729,725
Revaluation on consolidation	-	3,716	-	3,716
Charge for the period	23,018	117,108	101,172	241,298
Eliminated on disposal	<u> </u>	(129,091)		(129,091)
At 31 December 2018	126,590	443,771	275,287	845,648
Carrying amount				
At 31 December 2018	3,360,849	849,833	1,948,952	6,159,634
At 30 June 2018	3,383,867	825,406	1,775,600	5,984,873

Included within the net book value of land and buildings above is £3,360,849 (2018 - £3,383,867) in respect of freehold land and buildings.

# Assets held under finance leases and hire purchase contracts

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	31 December 2018	30 June 2018
	£	£
Plant and machinery	517,875	549,278
Office equipment	240,443_	200,001
	758,318	749,279

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### Company

	Land and buildings	Office equipment £	Plant and machinery	Total £
Cost or valuation			•	
At 1 July 2018	3,487,439	1,122,227	1,949,715	6,559,381
Additions	-	107,812	274,524	382,336
Disposals		(34,175)		(34,175)
At 31 December 2018	3,487,439	1,195,864	2,224,239	6,907,542
Depreciation				
At 1 July 2018	103,572	316,948	174,115	594,635
Charge for the period	23,018	113,884	101,172	238,074
Eliminated on disposal		(34,175)		(34,175)
At 31 December 2018	126,590	396,657	275,287	798,534
Carrying amount				
At 31 December 2018	3,360,849	799,207	1,948,952	6,109,008
At 30 June 2018	3,383,867	805,279	1,775,600	5,964,746

Included within the net book value of land and buildings above is £3,360,849 (2016 - £3,383,867) in respect of freehold land and buildings.

# Assets held under finance leases and hire purchase contracts

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	31 December 2018	30 June 2018
•	£	£
Plant and machinery	517,875	549,278
Office equipment	240,443	200,001
	758,318	749,279

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 13 Investments

# Company

Investments in subsidiaries	31 December 2018 £ 203,299	30 June 2018 £ 203,299
Subsidiaries		£
Cost or valuation At 1 July 2018		203,299
Carrying amount		
At 31 December 2018		203,299
At 30 June 2018		203,299

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### **Details of undertakings**

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2018	2018
Subsidiary undertakings				
Astute Electronics Inc	USA	Ordinary	80%	80%
Astute Electronics Trading (Shanghai) Co Ltd		Ordinary	100%	100%
	China			
Greenwood Electronic Components Limited		Ordinary	100%	100%
	United Kingdom			
Astute Electronics Pty Ltd	Australia	Ordinary	100%	100%

The principal activity of Astute Electronics Inc is the wholesale of electronic and telecommunications equipment and parts. 20% of the issued share capital was transferred to the COO on 23rd June 2018.

The principal activity of Astute Electronics Trading (Shanghai) Co Ltd is the wholesale of electronic and telecommunications equipment and parts.

The principal activity of Greenwood Electronic Components Limited is the wholesale of electronic and telecommunications equipment and parts. The company was dissolved on 26th February 2019.

The principal activity of Astute Electronics Pty Ltd is the wholesale of electronic and telecommunications equipment and parts.

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 14 Stocks

	Group		Company	
	31 December 2018	30 June 2018	31 December 2018	30 June 2018
	£	£	£	£
Other inventories	10,568,913	8,350,506	8,576,534	7,249,176

#### Group

The cost of stocks recognised as an expense in the period amounted to £32,812,631 (2018 - £90,287,615).

# Impairment of inventories

The amount of impairment loss included in profit or loss is £484,313 (2018 - £654,333).

#### Company

The cost of stocks recognised as an expense in the period amounted to £28,751,064 (2018 - £81,038,929).

# Impairment of inventories

The amount of impairment loss included in profit or loss is £403,510 (2018 - £610,179).

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 15 Debtors

	Group		Company	
	31 December 2018 £	30 June 2018 £	31 December 2018	30 June 2018 £
Trade debtors  Amounts owed by group	25,305,228	20,841,892	21,896,010	18,046,084
companies	-	-	2,634,217	1,603,674
Other debtors	13,496	43,272	8,485	38,143
Prepayments	351,011	823,611	302,034	819,673
Total current trade and other debtors	25,669,735	21,708,775	24,840,746	20,507,574

# 16 Cash and cash equivalents

	Group		Company	
	31 December 2018 £	30 June 2018	31 December 2018	30 June 2018 £
Cash on hand	15,385	13,040	8,335	7,841
Cash at bank	213,718	196,871	213,718	196,871
•	229,103	209,911	222,053	204,712
Bank overdrafts	(14,936,376)	(13,247,015)	(14,081,785)	(12,199,195)
Cash and cash equivalents in statement of cash flows	(14,707,273)	(13,037,104)	(13,859,732)	(11,994,483)

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### 17 Creditors

		Gro	up	Comp	oany
	Note	31 December 2018	30 June 2018 £	31 December 2018	30 June 2018 £
Due within one year					
Loans and borrowings	21	16,332,254	13,688,478	15,477,663	12,640,658
Trade creditors		13,618,183	8,306,541	12,023,320	7,377,116
Amounts owed to group companies and directors loans		-	-	144,356	117,632
Social security and other taxes		452,456	221,432	444,996	216,529
Outstanding defined contribution pension costs		-	17,253		17,253
Other payables		423,251	750,772	422,169	745,837
Accrued expenses		2,252,736	3,889,844	1,757,754	3,480,821
Income tax liability	10	39,928	122,154	120,759	159,959
		33,118,808	26,996,474	30,391,017	24,755,805
Due after one year					
Loans and borrowings	21	2,916,283	3,072,349	2,916,282	3,072,349

# 18 Pension and other schemes

# Defined contribution pension scheme

The group operates a defined contribution pension scheme. The pension cost charge for the period represents contributions payable by the group to the scheme and amounted to £74,204 (June 2018 - £214,321).

Contributions totalling £Nil (June 2018 - £17,253) were payable to the scheme at the end of the period and are included in creditors.

# 19 Share capital

#### Allotted, called up and fully paid shares

	31 December 2018		30 June 2018	
	No.	£	No.	£
Ordinary shares of £1 each	6,000	6,000	6,000	6,000

Ordinary shares carry equal voting rights and entitlement to distributable reserves.

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### 20 Reserves

Capital redemption reserve

The capital redemption reserve represents the amount paid by the company to purchase its own shares.

Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses.

# 21 Loans and borrowings

	Grou	Group		Company	
	31 December 2018 £	30 June 2018 £	31 December 2018	30 June 2018 £	
Non-current loans and borro	owings				
Bank borrowings	2,904,631	2,933,038	2,904,630	2,933,038	
Finance lease liabilities	11,652	139,311	11,652	139,311	
•	2,916,283	3,072,349	2,916,282	3,072,349	

	Group		Company	
	31 December 2018	30 June 2018 £	31 December 2018	30 June 2018 £
Current loans and borrowings	*	al-r	*	<b>~</b>
Bank borrowings	1,111,562	102,607	1,111,562	102,607
Bank overdrafts	14,936,376	13,247,015	14,081,785	12,199,195
Finance lease liabilities	284,316	338,856	284,316	338,856
	16,332,254	13,688,478	15,477,663	12,640,658

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### Company

#### **Bank borrowings**

Bank loan 1 is denominated in sterling with a nominal interest rate of 2.39 % per annum over base, and the final instalment is due on 1 July 2042. The carrying amount at period end is £2,992,229 (2018 - £3,035,645).

Astute House, Stevenage has been pledged as security in respect of specific bank borrowing. The bank loans are secured by a fixed and floating charge over the assets of the company. The bank loans in certain circumstances may be repayable on demand. The finance and hire purchase contracts are secured on the assets concerned. Mr G Hill, director, has guaranteed the bank loans to £250,000. Mr G Hill has guaranteed the finance leases and hire purchase contracts.

Bank loan 2 is denominated in US Dollars with a nominal interest rate of 2.5% per annum over the bank's Currency Lending Rate for US Dollars, and the final instalment is due on 29 September 2019. The carrying amount at period end is £1,023,964 (2018 - £Nil).

Astute Electronics Inc. has guaranteed bank loan 2 in US Dollars.

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

# 22 Obligations under leases and hire purchase contracts

^			
٠,	ro	u	D

# Finance leases

The total of future minimum lease payments is as follows:

	31 December 2018 £	30 June 2018 £
Not later than one year	284,316	338,856
Later than one year and not later than five years	11,652	139,311
	295,968	478,167
Operating leases The total of future minimum lease payments is as follows:		
	31 December 2018 £	30 June 2018 £
Not later than one year	376,850	499,043
Later than one year and not later than five years	246,732	350,651
	623,582	849,694
Company		
Finance leases		
The total of future minimum lease payments is as follows:		•
	31 December 2018 £	30 June 2018 £
Not later than one year	284,316	338,856
Later than one year and not later than five years	11,652	139,311
•	295,968	478,167
Operating leases The total of future minimum lease payments is as follows:		
	31 December 2018	30 June 2018
Not later than one year	<b>£</b> 236,874	£ 409,460
Later than one year and not later than five years	196,399	266,280
· · · · · · · · · · · · · · · · · · ·	433,273	675,740

# Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

#### 23 Commitments

#### Group

# Capital commitments

The total amount contracted for but not provided in the financial statements was £Nil (June 2018 - £20,273).

# Company

# Capital commitments

The total amount contracted for but not provided in the financial statements was £Nil (June 2018 - £20,273).

Other related

# 24 Related party transactions

#### Group

# Expenditure with and payables to related parties

6 months ending 31st December 2018	parties £
Purchase of goods	223,750
Amounts payable to related party	952,718
18 months ending 30th June 2018 Purchase of goods Amounts payable to related party	Other related parties £ 671,250 696,015
Company	,
Expenditure with and payables to related parties	
	Other related
6 months ended 31st December	parties
2018	£
Purchase of goods	223,750
Amounts payable to related party	952,718
	Other related
18 months ended 30th June	parties
2018	£
Purchase of goods	671,250
Amounts payable to related party	696,015

During the year the company purchased services from Prime Electronics (Cheshunt) Limited, a company in which Mr G I Hill, director, is a director and has a material interest. All transactions were carried out on a normal commercial basis.

### Notes to the Financial Statements for the Period from 1 July 2018 to 31 December 2018

31 December

30 June

#### 25 Financial instruments

#### Group

#### Categorisation of financial instruments

	2018 £	2018 £
Financial assets that are debt instruments measured at amortised cost	25,318,724 25,318,724	20,885,164
Financial liabilities measured at amortised cost	35,542,707	29,725,237
	35,542,707	29,725,237
Company		
Catagoriantian of financial instruments		
Categorisation of financial instruments		
Categorisation of financial instruments	31 December 2018	30 June 2018 £
Financial assets that are debt instruments measured at amortised cost	2018 £ 24,538,712	2018 £ 19,687,901
	2018 £	2018 £
	2018 £ 24,538,712	2018 £ 19,687,901

Financial assets at amortised cost of the group comprise trade debtors of £25,305,228 (June 2018 - £20,841,892) and other debtors of £13,496 (June 2018 - £43,272).

Financial assets at amortised cost of the company comprise trade debtors of £21,896,010 (June 2018 - £18,046,084), group debtors of £2,634,217 (June 2018 - £1,603,674) and other debtors of £8,485 (June 2018 - £38,143).

Financial liabilities measured at amortised cost of the group comprise bank loans and overdrafts of £18,952,569 (June 2018 - £16,282,660), hire purchase of £295,968 (June 2018 - £478,167), trade creditors of £13,618,183 (June 2018 - £8,306,541) and other creditors and accruals of £2,675,987 (June 2018 - £4,657,869).

Financial liabilities measured at amortised cost of the company comprise bank loans and overdrafts of £18,097,977 (June 2018 - £15,234,840), hire purchase of £295,968 (June 2018 - £478,167), trade creditors of £12,023,320 (June 2018 - £7,377,116), group creditors of £144,356 (June 2018 - £117,632) and other creditors and accruals of £2,179,923 (June 2018 - £4,243,911).

#### 26 Parent and ultimate parent undertaking

The ultimate controlling party is Mr G I Hill.

# Detailed Consolidated Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

	31 December 2018	30 June 2018 £
Turnover (analysed below)	41,297,609	112,440,646
Cost of sales (analysed below)	(32,812,631)	(90,287,615)
Gross profit	8,484,978	22,153,031
Gross profit (%)	20.55%	19.7%
Administrative expenses		
Employment costs (analysed below)	(4,727,786)	(12,072,935)
Establishment costs (analysed below)	(330,502)	(1,208,324)
General administrative expenses (analysed below)	(2,810,303)	(6,242,670)
Finance charges (analysed below)	(76,444)	(137,866)
Depreciation costs (analysed below)	(241,298)	(605,218)
	(8,186,333)	(20,267,013)
Other operating income (analysed below)	361,713	(269,215)
Operating profit	660,358	1,616,803
Other interest receivable and similar income (analysed below)	312	1,441
Interest payable and similar expenses (analysed below)	(310,982)	(719,869)
	(310,670)	(718,428)
Profit before tax	349,688	898,375

# Detailed Consolidated Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

	31 December 2018 £	30 June 2018 £
Turnover		
Sales	41,297,609	112,440,646
Cost of sales		
Opening stock	(8,350,506)	(8,281,078)
Purchases	(35,031,038)	(90,357,043)
Closing stock	10,568,913	8,350,506
	(32,812,631)	(90,287,615)
Employment costs		
Wages and salaries	(3,965,036)	(9,949,988)
Employer's NI	(453,438)	(1,310,084)
Directors' salaries	(210,993)	(530,501)
Directors' NIC	(24,115)	(68,041)
Staff pensions	(48,271)	(149,932)
Directors' pensions	(25,933)	(64,389)
	(4,727,786)	(12,072,935)
Establishment costs		
Rent	(82,862)	(584,636)
Rates	(115,362)	(333,259)
Utilities	(49,913)	(143,529)
Cleaning	(48,622)	(142,455)
Repairs, renewals and maintenance	(33,743)	(4,445)
	(330,502)	(1,208,324)
General administrative expenses		
Staff welfare, training and recruitment	(164,161)	(410,917)
Telephone	(59,699)	(132,675)
Office expenses	(64,917)	(184,854)
I. T. expenses	(271,753)	(633,254)
Operating lease rentals equipment	(187,191)	(583,047)
Hire of other assets	(16,481)	(66,811)
Operating lease rentals motor vehicles	(118,802)	(275,006)
Sundry expenses	(117,060)	(52,102)
Motor and travel	(549,234)	(1,137,231)
Advertising and PR	(285,732)	(438,382)
Entertaining	(122,096)	(344,892)
Accountancy	(87,916)	(257,979)
Audit fees	(10,000)	(20,000)

This page does not form part of the statutory financial statements. Page 40

1

# Detailed Consolidated Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

China and US management costs         (155,404)         (414,810)           Commission and management fees         (314,379)         (811,314)           Insurance         (68,869)         (185,005)           Legal and professional         (118,593)         (188,279)           Bad debts         (88,016)         (96,112)           Cash0,303         (6,242,670)           Finance charges           Bank charges         (76,444)         (137,866)           Depreciation costs           Amortisation         -         (82,076)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - plant & machinery (hp)         (22,403)         (159,904)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (hp)         (40,442)         (218,784)           Other operating income           R&D tax credit         -         43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income           Interest payable and similar expenses           Bank Interest         (293,445)         (666,656)	Auditor's remuneration for other services	(10,000)	(10,000)
Insurance         (68,869)         (185,005)           Legal and professional         (118,593)         (188,279)           Bad debts         (88,016)         (96,112)           (2,810,303)         (6,242,670)           Finance charges           Bank charges         (76,444)         (137,866)           Depreciation costs           Amortisation         -         (82,076)           Depreciation - property         (23,018)         (86,135)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - plant & machinery (hp)         (22,403)         (159,904)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (hp)         (40,442)         (218,784)           Other operating income         R&D tax credit         -         43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income         312         1,441           Interest payable and similar expenses         312         1,441           Interest payable and similar expenses         (293,445)         (666,656)           Hire purchase interest         (17,537)	China and US management costs	(155,404)	(414,810)
Legal and professional         (118,593)         (188,279)           Bad debts         (88,016)         (96,112)           (2,810,303)         (6,242,670)           Finance charges           Bank charges         (76,444)         (137,866)           Depreciation costs           Amortisation         -         (82,076)           Depreciation - property         (23,018)         (86,135)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation coffice equipment (bp)         (40,442)         (218,784)           Other operating income         R&D tax credit         -         43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income         312         1,441           Interest payable and similar expenses         312         1,441           Bank Interest         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)	Commission and management fees	(314,379)	(811,314)
Bad debts         (88,016)         (96,112)           Finance charges         To (6,242,670)           Bank charges         To (76,444)         (137,866)           Depreciation costs           Amortisation         Colspan="2">Colspan	Insurance	(68,869)	(185,005)
Finance charges         (76,444)         (137,866)           Bank charges         (76,444)         (137,866)           Depreciation costs         (82,076)           Amortisation         - (82,076)           Depreciation - property         (23,018)         (86,135)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - plant & machinery (hp)         (22,403)         (159,904)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (hp)         (241,298)         (605,218)           Other operating income           R&D tax credit         - 43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income         312         1,441           Interest received         312         1,441           Interest payable and similar expenses         (293,445)         (666,656)           Bank Interest         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)	Legal and professional	(118,593)	(188,279)
Finance charges         (76,444)         (137,866)           Depreciation costs         ***Control of Control o	Bad debts	(88,016)	(96,112)
Bank charges         (76,444)         (137,866)           Depreciation costs         Company (23,018)         (82,076)           Depreciation - property         (23,018)         (86,135)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - plant & machinery (hp)         (22,403)         (159,904)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (hp)         (40,442)         (218,784)           Other operating income         8         (241,298)         (605,218)           Other operating income         361,713         (312,784)           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income         312         1,441           Interest payable and similar expenses         312         1,441           Interest payable and similar expenses         (293,445)         (666,656)           Bank Interest         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)		(2,810,303)	(6,242,670)
Depreciation costs	Finance charges		
Amortisation         - (82,076)           Depreciation - property         (23,018)         (86,135)           Depreciation - plant & machinery (owned)         (78,769)         (10,764)           Depreciation - plant & machinery (hp)         (22,403)         (159,904)           Depreciation - office equipment (owned)         (76,666)         (47,555)           Depreciation - office equipment (hp)         (40,442)         (218,784)           Other operating income           R&D tax credit         - 43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income           Interest payable and similar expenses         312         1,441           Interest payable and similar expenses           Bank Interest         (293,445)         (666,656)           Hire purchase interest         - (17,537)         (53,213)	Bank charges	(76,444)	(137,866)
Depreciation - property   (23,018)   (86,135)     Depreciation - plant & machinery (owned)   (78,769)   (10,764)     Depreciation - plant & machinery (hp)   (22,403)   (159,904)     Depreciation - office equipment (owned)   (76,666)   (47,555)     Depreciation - office equipment (hp)   (40,442)   (218,784)     Other operating income   (241,298)   (605,218)     Poreign exchange gains (losses)   361,713   (312,784)     Other interest receivable and similar income   (312	Depreciation costs		
Depreciation - plant & machinery (owned)   (78,769)   (10,764)     Depreciation - plant & machinery (hp)   (22,403)   (159,904)     Depreciation - office equipment (owned)   (76,666)   (47,555)     Depreciation - office equipment (hp)   (40,442)   (218,784)     Other operating income   (241,298)   (605,218)     Other operating income   (40,442)   (218,784)     Foreign exchange gains (losses)   361,713   (312,784)     Other interest receivable and similar income   (312,784)     Interest received   312   1,441     Interest payable and similar expenses     Bank Interest   (293,445)   (666,656)     Hire purchase interest   (293,445)   (53,213)	Amortisation	-	(82,076)
Depreciation - plant & machinery (hp)   (22,403)   (159,904)     Depreciation - office equipment (owned)   (76,666)   (47,555)     Depreciation - office equipment (hp)   (40,442)   (218,784)     Can be described in the content of	Depreciation - property	(23,018)	(86,135)
Depreciation - office equipment (owned)	Depreciation - plant & machinery (owned)	(78,769)	(10,764)
Depreciation - office equipment (hp)         (40,442)         (218,784)           Color operating income           R&D tax credit         -         43,569           Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income           Interest received         312         1,441           Interest payable and similar expenses         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)	Depreciation - plant & machinery (hp)	(22,403)	(159,904)
Other operating income         (605,218)           R&D tax credit         - 43,569           Foreign exchange gains (losses)         361,713 (312,784)           Other interest receivable and similar income         312 1,441           Interest payable and similar expenses         312 1,441           Bank Interest         (293,445) (666,656)           Hire purchase interest         (17,537) (53,213)	Depreciation - office equipment (owned)	(76,666)	(47,555)
Other operating income         R&D tax credit       -       43,569         Foreign exchange gains (losses)       361,713       (312,784)         Other interest receivable and similar income         Interest received       312       1,441         Interest payable and similar expenses         Bank Interest       (293,445)       (666,656)         Hire purchase interest       (17,537)       (53,213)	Depreciation - office equipment (hp)	(40,442)	(218,784)
R&D tax credit       -       43,569         Foreign exchange gains (losses)       361,713       (312,784)         Other interest receivable and similar income         Interest received       312       1,441         Interest payable and similar expenses         Bank Interest       (293,445)       (666,656)         Hire purchase interest       (17,537)       (53,213)		(241,298)	(605,218)
Foreign exchange gains (losses)         361,713         (312,784)           Other interest receivable and similar income           Interest received         312         1,441           Interest payable and similar expenses         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)	Other operating income	•	
Other interest receivable and similar income         361,713         (269,215)           Interest received         312         1,441           Interest payable and similar expenses         8         (293,445)         (666,656)           Hire purchase interest         (17,537)         (53,213)	R&D tax credit	-	43,569
Other interest receivable and similar incomeInterest received3121,441Interest payable and similar expensesBank Interest(293,445)(666,656)Hire purchase interest- (17,537)(53,213)	Foreign exchange gains (losses)	361,713	(312,784)
Interest received         312         1,441           Interest payable and similar expenses         293,445         (666,656)           Hire purchase interest         - (17,537)         (53,213)		361,713	(269,215)
Interest payable and similar expenses  Bank Interest (293,445) (666,656)  Hire purchase interest (17,537) (53,213)	Other interest receivable and similar income		
Bank Interest       (293,445)       (666,656)         Hire purchase interest       - (17,537)       (53,213)	Interest received	312	1,441
Hire purchase interest (17,537) (53,213)	Interest payable and similar expenses		
	Bank Interest	(293,445)	(666,656)
(310.982) $(719.869)$	Hire purchase interest	- (17,537)	(53,213)
		(310,982)	(719,869)

# Detailed Company Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

	31 December 2018 £	30 June 2018 £
Turnover (analysed below)	36,028,115	100,566,044
Cost of sales (analysed below)	(28,751,064)	(81,038,929)
Gross profit	7,277,051	19,527,115
Gross profit (%)	20.2%	19.42%
Administrative expenses	•	
Employment costs (analysed below)	(4,101,335)	(10,894,413)
Establishment costs (analysed below)	(246,180)	(1,023,401)
General administrative expenses (analysed below)	(2,285,506)	(5,227,543)
Finance charges (analysed below)	(52,567)	(72,372)
Depreciation costs (analysed below)	(238,074)	(598,997)
	(6,923,662)	(17,816,726)
Other operating income (analysed below)	377,787	(265,582)
Operating profit	731,176	1,444,807
Other interest receivable and similar income (analysed below)	312	707
Interest payable and similar expenses (analysed below)	(276,700)	(675,173)
	(276,388)	(674,466)
Profit before tax	454,788	770,341

# Detailed Company Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

	31 December 2018	30 June 2018 £
Turnover		
Sales	36,028,115	100,566,044
Cost of sales		
Opening stock	(7,249,176)	(8,281,078)
Purchases	(30,078,422)	(80,007,027)
Closing stock	8,576,534	7,249,176
	(28,751,064)	(81,038,929)
Employment costs		
Wages and salaries	(3,389,946)	(9,150,283)
Employer's NI	(405,128)	(935,832)
Directors' salaries	(210,993)	(530,501)
Directors' NIC	(24,115)	(68,041)
Staff pensions	(45,220)	(145,367)
Directors' pensions	(25,933)	(64,389)
	(4,101,335)	(10,894,413)
Establishment costs		
Rent	(9,135)	(414,912)
Rates	(115,362)	(333,259)
Utilities	(42,449)	(133,785)
Cleaning	(45,811)	(137,607)
Repairs, renewals and maintenance	(33,423)	(3,838)
	(246,180)	(1,023,401)
General administrative expenses		
Staff welfare, training and recruitment	(128,193)	(341,442)
Telephone	(38,211)	(100,911)
Office expenses	(50,730)	(151,167)
I. T. expenses	(258,975)	(606,055)
Operating lease rentals equipment	(187,191)	(580,626)
Hire of other assets	(16,481)	(66,811)
Operating lease rentals motor vehicles	(118,802)	(275,006)
Sundry expenses	(116,416)	(50,821)
Motor and travel	(492,421)	(1,080,654)
Advertising and PR	(279,082)	(437,970)
Entertaining	(108,214)	(329,310)
Accountancy	(85,237)	(242,415)
Audit fees	(10,000)	(20,000)

This page does not form part of the statutory financial statements. Page 43

# Detailed Company Profit and Loss Account for the Period from 1 July 2018 to 31 December 2018

Auditor's remuneration for other services	(10,000)	(10,000)
China and US management costs	40,688	112,770
Commission and management fees	(275,746)	(740,897)
Insurance	(50,212)	(147,060)
Legal and professional	(92,803)	(109,617)
Bad debts	(7,480)	(49,551)
	(2,285,506)	(5,227,543)
Finance charges		
Bank charges	(52,567)	(72,372)
Depreciation costs		
Amortisation	-	(82,076)
Depreciation - property	(23,018)	(86,135)
Depreciation - plant & machinery (owned)	(78,769)	(10,764)
Depreciation - plant & machinery (hp)	(22,403)	(159,904)
Depreciation - office equipment (owned)	(73,442)	(41,334)
Depreciation - office equipment (hp)	(40,442)	(218,784)
	(238,074)	(598,997)
Other operating income		
R&D tax credit	-	43,569
Foreign exchange gains (losses)	377,787	(309,151)
	377,787	(265,582)
Other interest receivable and similar income		
Interest received	312	707
Interest payable and similar expenses		
Bank Interest	(259,163)	(621,960)
Hire purchase interest	(17,537)	(53,213)
	(276,700)	(675,173)