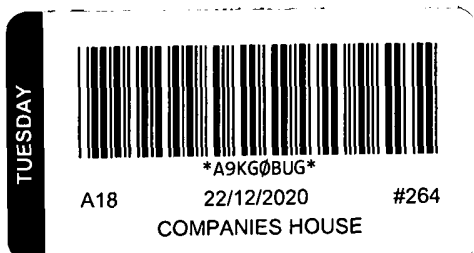


EUROSIMM LIMITED

Directors' report and audited financial statements

For the year ended 31 December 2019

Registered number: 03179588 (England and Wales)



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Company information

Directors

J Newman
A Levene
C Perry

Registered Office

C/O Legalinx Limited Tallis House
2 Tallis Street
Temple
London
EC4Y 0AB

Auditor

Ernst & Young LLP
2 St Peter's Square
Manchester
M2 3EY

Directors' report

For the year ended 31 December 2019

The directors present their annual report on the affairs of the Company, together with the financial statements, for the year ended 31 December 2019.

Principal activity

The company has no specific principle activity since it ceased to trade in 2017.

Directors

The directors who held office during the year and up to the date of signature are included on page 1.

Events after the balance sheet date

Events after the balance sheet date have been disclosed in note 12 to the financial statements.

Financial risk management objectives and policies

The business is not deemed to be exposed to any material risks due to limited activity of the company.

Dividends

No dividends were paid in the period (2018: £Nil). The directors do not recommend payment of a dividend.

Going concern

The Board are required to consider the availability of resources to meet the company's liabilities for a period of at least twelve months from the date of approval of the financial statements.

The company has net current assets of £240,666 and cash at bank and in hand of £8,387 at the balance sheet date.

When performing the going concern assessment, the Board has considered that subsequent to December 31, 2019, there has been a global outbreak of COVID-19 which the World Health Organisation has declared a "Public health emergency of international concern". The impact associated with this public health emergency for the wider economy has been significant and continues to evolve.

For Eurosimm, the Board has assessed that the pandemic has had no impact on the operations or results of the company given that it does not actively trade. The impact will continue to be assessed going forwards however the Board does not expect the pandemic to adversely impact the company in the future.

The Board has prepared a cashflow forecast to support the going concern assessment covering the period to December 31, 2021. This assessment included performing sensitivity testing of the cashflow forecasts by applying various scenarios to those tests. This assessment did not identify any scenario which the Board consider to be plausible where the Company would have insufficient liquid funds to continue to operate.

Therefore, having reviewed forecasts and projections the directors have a reasonable expectation that the Company has adequate resources to meet its liabilities for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing these financial statements.

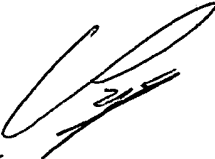
Directors' report (continued)

Auditor

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

The report of the directors has been prepared taking advantage of the small companies' exemption of section 415A of the Companies Act 2006.

Approved by the Board on 17th December 2020 and signed on its behalf by:

C Perry 
Director

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each period. 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), including FRS 102 "The Financial Reporting Standard Applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report to the members of Eurosimm Limited

Opinion

We have audited the financial statements of Eurosimm Limited ('the company') for the year ended 31 December 2019 which comprise the balance sheet, the statement of comprehensive income and the related notes 1 to 13, 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31st December 2019 and of the loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the 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.

Independent auditor's report to the members of Eurosim Limited (continued)

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the 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 or directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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 directors' responsibilities statement set out on page 4, 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.

Independent auditor's report to the members of Eurosim Limited (continued)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young LLP

Jamie Dixon (*Senior statutory auditor*)

*for and on behalf of Ernst & Young LLP, Statutory Auditor
Manchester*

18 December 2020

EUROSIMM LIMITED

Statement of comprehensive income For the year ended 31 December 2019

		Discontinued Operations 2019 £	Discontinued Operations 2018 £
Turnover		-	-
Cost of sales		-	-
		<hr/>	<hr/>
Gross profit		-	-
Administrative expenses		(6,706)	(6,048)
		<hr/>	<hr/>
Loss before taxation	3	(6,706)	(6,048)
Tax on loss		-	-
Loss for the financial year		<hr/> (6,706) <hr/>	<hr/> (6,048) <hr/>

The notes on pages 10 to 15 form part an integral of these financial statements.

EUROSIMM LIMITED

Balance sheet

At 31 December 2019

	Notes	2019 £	2018 £
Current assets			
Debtors	7	238,779	249,665
Cash at bank and in hand		8,387	8,593
		<u>247,166</u>	<u>258,258</u>
Creditors: Amounts falling due within one year	8	(6,500)	(10,886)
		<u>240,666</u>	<u>247,372</u>
Net assets			
		<u>240,666</u>	<u>247,372</u>
Capital and reserves			
Called-up share capital	10	7,666	7,666
Share premium account	11	245,754	245,754
Profit and loss reserves	11	(12,754)	(6,048)
Total equity		<u>240,666</u>	<u>247,372</u>

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

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

The financial statements of Eurosimm Limited (registered number 03179588) were approved by the board of directors and authorised for issue on 17th December 2020 and are signed on its behalf by:

C Perry
Director

Notes to the financial statements

For the year ended 31 December 2019

1. Statement of accounting policies

The principal accounting policies are summarised below.

General information and basis of accounting

Eurosimm Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is C/O Legalinx Limited Tallis House, 2 Tallis Street, Temple, London, EC4Y 0AB.

The principal activities of the Company are set out in the Directors' Report on page 1.

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 FRS102 have been applied other than where additional disclosure is required to show a true and fair view. The financial statements have been prepared on the historical cost basis.

The functional currency of Eurosimm Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. Monetary amounts in these financial statements are rounded to the nearest £.

The results of the company are consolidated in the financial statements of Ikonix Technology Limited.

Going Concern

The Board are required to consider the availability of resources to meet the company's liabilities for a period of at least twelve months from the date of approval of the financial statements.

The company has net current assets of £240,666 and cash at bank and in hand of £8,387 at the balance sheet date.

When performing the going concern assessment, the Board has considered that subsequent to December 31, 2019, there has been a global outbreak of COVID-19 which the World Health Organisation has declared a "Public health emergency of international concern". The impact associated with this public health emergency for the wider economy has been significant and continues to evolve.

For Eurosimm, the Board has assessed that the pandemic has had no impact on the operations or results of the company given that it does not actively trade. The impact will continue to be assessed going forwards however the Board does not expect the pandemic to adversely impact the company in the future.

The Board has prepared a cashflow forecast to support the going concern assessment covering the period to December 31, 2021. This assessment included performing sensitivity testing of the cashflow forecasts by applying various scenarios to those tests. This assessment did not identify any scenario which the Board consider to be plausible where the Company would have insufficient liquid funds to continue to operate.

Therefore, having reviewed forecasts and projections the directors have a reasonable expectation that the Company has adequate resources to meet its liabilities for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing these financial statements.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Notes to the financial statements

For the year ended 31 December 2019

Financial instruments (continued)

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs) unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Impairment of assets

Assets are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

2. Critical accounting judgements and key sources of estimation uncertainty

Critical accounting judgements

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

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

Notes to the financial statements

For the year ended 31 December 2019

3. Loss before taxation

Loss before tax for the year is stated after charging:

	2019	2018
	£	£
Fees payable to the company's auditor	<u>6,500</u>	<u>6,400</u>

The analysis of the auditor's remuneration is as follows:

	2019	2018
	£	£
Fees payable to the company's auditor and its associates		
Audit of the financial statements	<u>6,500</u>	<u>6,400</u>

No services were provided pursuant to contingent fee arrangements.

4. Employees

The average monthly number of employees (including executive directors) was:

	2019	2018
Directors	<u>3</u>	<u>3</u>
	<u>3</u>	<u>3</u>

Notes to the financial statements

For the year ended 31 December 2019

5. Directors' remuneration

No remuneration was paid to the directors in the year (2018: £nil)

6. Dividends

There were no dividend payments made during the year (2018: £nil)

7. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	238,779	249,665
	<u>238,779</u>	<u>249,665</u>

The balance due from the parent and fellow group undertakings is interest free and repayable on demand.

8. Creditors – amounts falling due within one year

	2019 £	2018 £
Accruals	6,500	6,400
Corporation tax	-	4,486
	<u>6,500</u>	<u>10,886</u>

9. Retirement benefit schemes

There were no payments being made to the defined contribution pension scheme in the year (2018: £nil)

Notes to the financial statements

For the year ended 31 December 2019

10. Share Capital

Ordinary share capital issued and fully paid

	2019 £	2018 £
6,666 Ordinary A shares of £1 each	6,666	6,666
1,000 Ordinary B shares of £1 each	<u>1,000</u>	<u>1,000</u>
	<u>7,666</u>	<u>7,666</u>

In accordance with the Company's Articles of Association, the holders of Ordinary B shares participate in the profits of the company, but can only be repaid at par on any winding-up or distribution.

Otherwise the Ordinary A shares and Ordinary B shares rank parri passu in all respects.

Called-up share capital represents the nominal value of shares that have been issued.

11. Reserves

Share premium

The share premium account includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Profit and loss reserves

The profit and loss account includes all current and prior period retained profits and losses, net of dividends paid.

Notes to the financial statements

For the year ended 31 December 2019

12. Events after the balance sheet date

Capital reduction

On 7 September 2020 the shareholders of the company resolved to reduce the share capital of the company by £7,665. The reduction was effected by cancelling and extinguishing 6,665 ordinary shares (par value £6,665) and 1,000 B shares (par value £1,000).

In conjunction with the share capital reduction, the shareholders also resolved to cancel £245,754 of the company's share premium.

The sum of the cancelled share capital and share premium (£253,419) has been transferred to distributable reserves.

COVID-19

On 11 March 2020, the World Health Organisation ("WHO") declared COVID-19 as a pandemic, affecting multiple countries including the UK. The Board has considered the impact of this event on the future operating performance of the company and the uncertainties this event may create.

Given that the company does not actively trade, the pandemic has had no impact on the operations or results of the company. The impact will continue to be assessed going forwards however the Board does not expect the pandemic to adversely impact the company in the future.

13. Controlling party

The immediate and ultimate parent company is Ikonik Technology Limited, a company incorporated in England and Wales.

The largest and smallest group in which the results of the company are consolidated is that headed by Ikonik Technology Limited. The consolidated accounts of this group may be obtained from P16 Parklands, Heywood Distribution Park, Heywood, Lancashire, OL10 2TT.