

Company Registration No. 03854190 (England and Wales)

SUSTAINABLE GROUP LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019
PAGES FOR FILING WITH REGISTRAR

SUSTAINABLE GROUP LIMITED

CONTENTS

	Page
Balance sheet	1
Notes to the financial statements	2 - 7

SUSTAINABLE GROUP LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2019

	Notes	2019 £	£	2018 £	£
Fixed assets					
Investments	3		50,683		50,683
Current assets					
Debtors	5	744,047		115,625	
Cash at bank and in hand		103,131		227,925	
		<u>847,178</u>		<u>343,550</u>	
Creditors: amounts falling due within one year	6	<u>(5,932)</u>		<u>(9,481)</u>	
Net current assets			841,246		334,069
Total assets less current liabilities			<u>891,929</u>		<u>384,752</u>
Capital and reserves					
Called up share capital			794		794
Share premium account			63,857		63,857
Capital redemption reserve			197		197
Other reserves			49,394		49,394
Profit and loss reserves			<u>777,687</u>		<u>270,510</u>
Total equity			<u>891,929</u>		<u>384,752</u>

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

For the financial year ended 31 December 2019 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The director acknowledges his responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

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

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

The financial statements were approved and signed by the director and authorised for issue on 13 October 2020

Dr G J Gallagher
Director

Company Registration No. 03854190

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

Company information

Sustainable Group Limited is a private company limited by shares incorporated in England and Wales. The registered office is 9 Drake Walk, Brigantine Place, Rover Way, Cardiff, South Glamorgan, United Kingdom, CF10 4AN.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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

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

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.2 Fixed asset investments

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

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

1.3 Cash and cash equivalents

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

1.4 Financial instruments

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

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

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

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

(Continued)

Basic financial assets

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

Impairment of financial assets

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

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

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

Derecognition of financial assets

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

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

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

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

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

Derecognition of financial liabilities

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

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

(Continued)

1.5 Equity instruments

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

1.6 Taxation

The tax expense represents tax currently payable only.

Current tax

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

1.7 Employee benefits

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

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

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

1.8 Retirement benefits

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

1.9 Share-based payments

Sustainable Group Limited provides a share-based payment arrangement, being an Enterprise Management Incentive scheme for certain employees. The company has no employees and thus there is no charge in the profit and loss account for share-based payments. The charge for share-based payments has been recognised as an increase in cost of investment in the subsidiary, Sustainable Energy Limited.

1.10 Leases

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

2 Employees

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

	2019 Number	2018 Number
Total	1	1
	<u> </u>	<u> </u>

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

3 Fixed asset investments

	2019 £	2018 £
Shares in group undertakings and participating interests	50,683	50,683

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 1 January 2019 & 31 December 2019	50,683
Carrying amount	
At 31 December 2019	50,683
At 31 December 2018	50,683

4 Subsidiaries

Details of the company's subsidiaries at 31 December 2019 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Bioman Services Ltd	United Kingdom	Ordinary	100.00
Sustainable Energy Ltd	United Kingdom	Ordinary	100.00

All investments in subsidiary undertakings are held at cost.

5 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Amounts owed by group undertakings	720,277	70,334
Other debtors	23,770	21,519
	744,047	91,853
Amounts falling due after more than one year:		
Other debtors	-	23,772
Total debtors	744,047	115,625

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

6 Creditors: amounts falling due within one year

	2019	2018
	£	£
Amounts owed to group undertakings	-	57
Corporation tax	4,612	8,164
Other creditors	1,320	1,260
	<u>5,932</u>	<u>9,481</u>

7 Share-based payment transactions

Sustainable Group Limited has established an Enterprise Management Scheme (EMI) as part of a plan to incentivise employees of the subsidiary company, Sustainable Energy Limited.

This is a tax advantaged share option scheme to grant options to selected employees to allow them to acquire shares in the company over a prescribed period and provided that certain qualifying conditions are met. One option share was not subject to any exercise condition and was exercised by all six employees on 20 December 2016 (see table below).

The relevant qualifying conditions are:

- One option share may be exercised if Sustainable Energy Limited (a qualifying subsidiary of the company) achieves a turnover of at least £850,000 in any of the years ended 31 December 2017 and onwards;
- One option share may be exercised if the Group achieves turnover of at least £1million for any of the years ended 31 December 2017 and onwards;
- Two option shares may be exercised after 36 consecutive months of employment in Sustainable Energy Limited from the date of the grant (being 20 December 2016).

The option may not be exercised after the 10th anniversary of the Date of Grant. In addition, should the directors consider that the conditions 1 to 3 above are unlikely to be met, the directors may, at their absolute discretion, allow the option holder to exercise the option before the Exercise conditions are met. The option cannot be exercised by the optionholder if they no longer hold employment within the Group. In the event of a Takeover or Sale, the option holder will be invited to release his rights in consideration of a grant of rights equivalent to but relate to shares in the acquiring company - failure to agree to this clause renders the option lapsed and non exercisable at the end of the period within which the optionholder could have accepted such invitation.

SUSTAINABLE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

7 Share-based payment transactions

(Continued)

Liabilities and expenses

Share options

Share options outstanding at 1 January 2019		289
Options granted during the period	Nil	
Exercised during the period	Nil	
Forfeited during the period	Nil	
Expired during the period	Nil	
Outstanding at end of period	289	
Exercisable at 31 December 2019	Nil	

In total, share options under the EMI scheme will amount to 369 shares at a fair value of £49,982.

No options lapsed in the period to 31 December 2019.

8 Operating lease commitments

Lessee

At 31 December 2019, the total operating lease commitments amounted to £16,418 payable over the next 2 years.

9 Related party transactions

The group and company has taken advantage under the terms of Section 33 of the Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' not to disclose related party transactions which have been concluded under normal market conditions between group companies.

During the year, the company paid dividends totalling £102,487 (2018: £85,952) to the shareholders.

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