

Registered number: 04018096

**4C ASSOCIATES LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**



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**4C ASSOCIATES LIMITED**

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**COMPANY INFORMATION**

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<b>Directors</b>	R Moudgil S J P Terry
<b>Registered number</b>	04018096
<b>Registered office</b>	5th Floor Kings House 174 Hammersmith Road London W6 7JP
<b>Independent auditor</b>	CLA Evelyn Partners Limited Chartered Accountants & Statutory Auditor 45 Gresham Street London EC2V 7BG

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**4C ASSOCIATES LIMITED**

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## 4C ASSOCIATES LIMITED

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### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

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#### Introduction

The directors present the Strategic Report for 4C Associates Limited (the "Company") for the year ended 31 December 2021.

#### Business review

During the year ended 31 December 2021, the company generated revenues of £12.6m (2020: £7.1m). The £5.5m increase year on year was driven by focus towards the end of 2020 on winning public sector contracts. The Company's profit before tax for the year was £0.93m (2020: loss before tax for the year of £0.07m). The EBITDA for the Company for 2021 was £1.5m (2020: £0.4m).

On 1 December, the Company acquired 100% of the share capital of a fellow group company, MCP 2 Limited from one of its parent undertakings, 4C Procurement Limited. On the same day, an agreement was reached with MCP 2 Limited for its trade and assets to be hived-up into the Company.

#### Principal risks and uncertainties

The principal risk facing the Company is the continuingly challenging conditions being experienced in the UK economy.

The Company's operations expose it to a variety of financial risks including credit risk and liquidity risk. The policies set by the board of directors are implemented by the Company's finance department.

##### *Credit risk*

The Company's credit risk is primarily attributable to its trade debtors. The Company has implemented policies that require appropriate credit checks on potential customers before sales are made. The carrying amount of financial assets represents the maximum credit exposure.

##### *Liquidity risk*

The Company continues to invest in its operations and therefore has to closely monitor its liquidity in order to ensure working capital requirements are met. Cash forecasts are maintained which include a range of possible outcomes and scenarios, with the outputs discussed at operational and board levels such that any operational or financing requirements are agreed in advance of any large spend. The Company monitors its levels of working capital to ensure that it can meet its liabilities and obligations as they fall due.

##### *Interest rate risk*

The Company has both interest-bearing assets and interest-bearing liabilities. Interest bearing assets comprise only cash at bank and in hand which earn interest at a variable rate. The Company has a policy of maintaining debt at fixed rates to ensure certainty of future interest cash flows. The directors will revisit the appropriateness of this policy should the Company's operations change in size or nature.

##### *Foreign exchange risk*

The Company is exposed to foreign currency exchange rate risk as a result of trade debtors and trade creditors which are settled in foreign currencies. The Company has no material Financial exposure to foreign exchange gains and losses on financial assets or liabilities at year-end and does not hedge any of its trading activities.

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**4C ASSOCIATES LIMITED**

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**STRATEGIC REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**Key performance indicators**

The directors use several KPIs which they consider are effective in measuring delivery of the strategy of the business. The following main financial and non-financial KPIs are used in assessing the performance of the Company:

**Revenue and EBITDA:**

The Company's revenue for the year ended 31 December 2021 was £12.6m (2020: £7.1m). The EBITDA for the Company for 2021 was £1.5m (2020: £0.4m). The primary driver of the increase in both financial metrics was company winning new contracts in both Public and Private sector.

**Staff turnover:**

Staff headcount during 2021 was 79 employees (2020: 67). In December 2021, the staff headcount was 126. The ability of the Company to recruit high quality staff when required not only supported growth in 2021 but also provided a strong base for 2022.

**New clients:**

The company targets winning new clients and new contracts on an annual basis. In 2021, the company secured 20 new clients across the Public and Private sectors. As part of a focus to build new business in Life sciences, the company won 4 contracts in this sector in 2021. The new client wins were a significant contributing factor in 2021's growth in revenue.

This report was approved by the board and signed on its behalf.



**R Moudgil**  
Director

Date: 28/12/2022

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## 4C ASSOCIATES LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

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The directors present their report and the financial statements for the year ended 31 December 2021.

#### Principal activity

The principal activities of the Company during the year was acting as consultants in respect of procurement/sourcing and supply chain management.

#### Results and dividends

The profit for the year, after taxation, amounted to £782,125 (2020: £59,279).

A dividend of £453,970 (2020: £72,136) was paid during the year.

#### Directors

The directors who served during the year were:

R Moudgil  
S J P Terry

#### Future developments

The directors intend to continue to grow the Company's operations with a view to increasing turnover and returning to profitability. No changes to the Company's principal activities are foreseen at the time of writing.

#### Disclosure of information to auditors

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

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

#### Post balance sheet events

There have been no significant events affecting the Company since the year end.

#### Auditor

The auditor, CLA Evelyn Partners Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



**R Moudgil**  
Director

Date: 28/12/2022

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## 4C ASSOCIATES LIMITED

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### DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2021

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 4C ASSOCIATES LIMITED**

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**Opinion**

We have audited the financial statements of 4C Associates Limited (the 'Company') for the year ended 31 December 2021 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 state of the Company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the 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**

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



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## 4C ASSOCIATES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 4C ASSOCIATES LIMITED (CONTINUED)

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#### Other information

The other information comprises the information included in the Annual Report and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual Report and Financial Statements. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

#### 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 the 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

#### 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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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## 4C ASSOCIATES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 4C ASSOCIATES LIMITED (CONTINUED)

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#### **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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained a general understanding of the Company's legal and regulatory framework through enquiry of management in respect of their understanding of the relevant laws and regulations. We obtained an understanding of the entity's policies and procedures in relation to compliance with relevant laws and regulations.

We also drew on our existing understanding of the Company's industry and regulation. We understand that the company complies with the framework through:

- Updating operating procedures, manuals and internal controls as legal and regulatory requirements change; and
- The directors' close involvement in the day-to-day running of the business, meaning that any litigation or claims would come to their attention directly.

In the context of the audit, we considered those laws and regulations which determine the form and content of the financial statements, which are central to the Company's ability to conduct business and where failure to comply could result in material penalties. We have identified the following laws and regulations as being of significance in the context of the company:

- The Companies Act 2006 and FRS 102 in respect of the preparation and presentation of the financial statements.

We performed the following specific procedures to gain evidence about compliance with the significant laws and regulations above;

- We enquired with the Company's management as to the existence of litigation and no material items were identified;
- We reviewed board meeting minutes of the Company for evidence of non-compliance and no material items were identified; and
- We obtained written management representations regarding the adequacy of procedures in place.

The senior statutory auditor led a discussion with senior members of the engagement team regarding the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur. The key areas identified as part of the discussion were with regard to the manipulation of the financial statements through manual journal entries and incorrect recognition of revenue.

The procedures carried out to gain evidence in the above areas included;

- Testing revenue transactions to underlying documentation; and
- Testing of a sample of manual journal entries, selected through applying specific risk assessments applied based on the Company's processes and controls surrounding manual journal entries.

A further description of our responsibilities is available on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

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## 4C ASSOCIATES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 4C ASSOCIATES LIMITED (CONTINUED)

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#### 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.

Timothy Adams

Timothy Adams (Dec 29, 2022 13:35 GMT)

Timothy Adams (Senior Statutory Auditor)

for and on behalf of

**CLA Evelyn Partners Limited**

Chartered Accountants

Statutory Auditor

45 Gresham Street

London

EC2V 7BG

Date: 29/12/2022

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**4C ASSOCIATES LIMITED**

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**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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	Note	2021 £	2020 £
Turnover	4	12,636,863	7,142,949
Cost of sales		(9,139,221)	(5,324,892)
<b>Gross profit</b>		<b>3,497,642</b>	<b>1,818,057</b>
Administrative expenses		(2,484,010)	(1,908,500)
Other operating income	5	-	153,684
<b>Operating profit</b>	6	<b>1,013,632</b>	<b>63,241</b>
Interest receivable and similar income		29	143
Interest payable and similar expenses	10	(84,901)	(135,299)
<b>Profit/(loss) before tax</b>		<b>928,760</b>	<b>(71,915)</b>
Tax on profit/(loss)	11	(146,635)	131,194
<b>Profit for the year</b>		<b>782,125</b>	<b>59,279</b>

There was no other comprehensive income for 2021 (2020: £Nil).

The notes on pages 13 to 38 form part of these financial statements.

**4C ASSOCIATES LIMITED**  
**REGISTERED NUMBER:04018096**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Intangible assets	12	2,987,030	1,387,884
Tangible assets	13	219,834	192,533
Investments	14	281,249	-
		<u>3,488,113</u>	<u>1,580,417</u>
<b>Current assets</b>			
Debtors: amounts falling due after more than one year	15	55,756	-
Debtors: amounts falling due within one year	15	4,413,455	3,910,002
Bank and cash balances		1,764,904	1,195,832
		<u>6,234,115</u>	<u>5,105,834</u>
Creditors: amounts falling due within one year	16	(4,452,872)	(2,947,495)
<b>Net current assets</b>		<u>1,781,243</u>	<u>2,158,339</u>
<b>Total assets less current liabilities</b>		<u>5,269,356</u>	<u>3,738,756</u>
Creditors: amounts falling due after more than one year	17	(331,467)	(1,085,001)
<b>Provisions for liabilities</b>			
Deferred tax	19	(402,218)	(280,084)
<b>Net assets</b>		<u>4,535,671</u>	<u>2,373,671</u>
<b>Capital and reserves</b>			
Called up share capital	20	11,441	8,441
Share premium account	21	679,914	652,655
Other reserves	21	47,586	47,586
Merger reserve	21	1,803,586	-
Profit and loss account	21	1,993,144	1,664,989
<b>Shareholders' funds</b>		<u>4,535,671</u>	<u>2,373,671</u>

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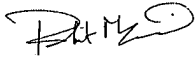
**4C ASSOCIATES LIMITED**  
**REGISTERED NUMBER:04018096**

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**BALANCE SHEET (CONTINUED)**  
**AS AT 31 DECEMBER 2021**

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The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



**R Moudgil**  
Director

Date: 28/12/2022

The notes on pages 13 to 38 form part of these financial statements.

4C ASSOCIATES LIMITED

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital £	Share premium account £	Other reserves £	Merger reserve £	Profit and loss account £	Total equity £
<b>At 1 January 2020</b>	<b>8,441</b>	<b>652,655</b>	<b>47,586</b>	<b>-</b>	<b>1,677,846</b>	<b>2,386,528</b>
<b>Comprehensive income for the year</b>						
Profit for the year	-	-	-	-	59,279	59,279
<b>Transactions with owners</b>						
Dividends	-	-	-	-	(72,136)	(72,136)
<b>At 1 January 2021</b>	<b>8,441</b>	<b>652,655</b>	<b>47,586</b>	<b>-</b>	<b>1,664,989</b>	<b>2,373,671</b>
<b>Comprehensive income for the year</b>						
Profit for the year	-	-	-	-	782,125	782,125
<b>Transactions with owners</b>						
Dividends	-	-	-	-	(453,970)	(453,970)
Shares issued during the year	3,000	27,259	-	-	-	30,259
Shares issued	-	-	-	1,803,586	-	1,803,586
<b>At 31 December 2021</b>	<b>11,441</b>	<b>679,914</b>	<b>47,586</b>	<b>1,803,586</b>	<b>1,993,144</b>	<b>4,535,671</b>

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 1. General information

4C Associates Limited is a private limited company, limited by shares, domiciled and incorporated in England and Wales (registered number: 04018096). The registered office address is 5th Floor, Kings House, 174 Hammersmith Road, London, W6 7JP. The principal activities of the Company during the year was acting as consultants in respect of procurement/sourcing and supply chain management.

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

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

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

The following principal accounting policies have been applied:

##### 2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of 4C Procurement Limited as at 31 December 2021 and these financial statements may be obtained from Companies House.

##### 2.3 Exemption from preparing consolidated financial statements

The Company is a parent company that is also a subsidiary included in the consolidated financial statements of one of its parent undertakings, 4C Procurement Limited whose registered office is 5th Floor, Kings House, 174 Hammersmith Road, London W6 7JP. 4C Procurement Limited is established under the laws of the United Kingdom and the Company is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.



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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 2. Accounting policies (continued)

##### 2.4 Going concern

The financial statements have been prepared on a going concern basis. The Company made a profit after tax for the year ended 31 December 2021 of £782,125 (2020: £59,279) and had net current assets of £1,781,243 (2020: £2,158,339) including cash of £1,764,904 (2020: £1,195,832). In making their going concern assessment, the directors have given consideration to current performance, cash reserves held by the business, market conditions, and future profit & loss forecasts. Whilst the forecasts prepared show future profitability, having also reviewed cash flow projections it is clear that even when considering reasonable downside scenarios the Company would have sufficient liquidity with which to meet all of its outstanding liabilities and obligations as they fall due, for a period of at least 12 months from the date of the authorisation of these financial statements.

On this basis, the directors of the Company have concluded that there are no material uncertainties that may cast doubt on the Company's ability to continue as a going concern. Consequently, the directors have prepared these financial statements on a going concern basis.

##### 2.5 Foreign currency translation

###### Functional and presentation currency

The Company's functional and presentational currency is GBP.

###### Transactions and balances

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

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

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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## 2. Accounting policies (continued)

### 2.6 Turnover

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

#### Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Turnover derived from the provision of procurement consultancy and outsourcing services is recognised over the period in which the work is performed.

Performance related fees are recognised in the period in which the performance targets have been met.

### 2.7 Operating leases: the Company as lessee

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

### 2.8 Leased assets: the Company as lessee

Assets obtained under hire purchase contract and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Statement of Comprehensive Income so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 2. Accounting policies (continued)

##### 2.9 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in profit or loss in the same period as the related expenditure.

##### 2.10 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

##### 2.11 Intangible assets

###### Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to profit or loss over its useful economic life.

###### Development Costs

Development costs are capitalised within intangible assets where they can be identified with a specific product or project anticipated to produce future benefits, and are amortised on the straight-line basis over the anticipated life of the benefits arising from the completed product or project.

Development costs are reviewed annually and where future benefits are deemed to have ceased or to be in doubt, the balance of any related development is written off to profit or loss.

The estimated useful lives range as follows:

Computer software	-	5 years
Goodwill	-	10 years

##### 2.12 Tangible fixed assets

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

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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## 2. Accounting policies (continued)

### 2.12 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Fixtures and fittings	- 33% straight line
Office equipment	- 33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

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

### 2.13 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

### 2.14 Employee benefits

Short-term employee benefits including holiday pay and annual bonuses are accrued as services are rendered. Contributions to defined contribution pension schemes are charged to profit or loss as they become payable in accordance with the rules of the scheme. Differences between contributions payable in the year and those actually paid are shown as either accruals or prepayments in the Balance Sheet.

### 2.15 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

When the Company acquires new subsidiary undertakings and the consideration for the investment is structured using equity instruments, the Companies Act 2006 contains the concept of Merger Relief whereby the equity shares issued can either be recognised at nominal value or fair value within the investment figure. The primary condition for this relief to be applied is that as part of the arrangement the acquirer must secure at least 90% equity holding in the other company. In applying merger relief, the directors have chosen to use the fair value of the shares issued as this is most representative of the underlying market transaction which has taken place.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 2. Accounting policies (continued)

##### 2.16 Financial instruments

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

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. A provision is established when there is objective evidence that the Company will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the Company's cash management.

Financial liabilities and equity instruments issued by the Company are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Interest bearing bank loans, overdrafts and other loans which meet the criteria to be classified as basic financial instruments are initially recorded at the present value of cash payable to the bank, which is ordinarily equal to the proceeds received net of direct issue costs. These liabilities are subsequently measured at amortised cost, using the effective interest rate method.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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2. Accounting policies (continued)

2.17 Share-based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The Company reflects the economic cost of awarding share options to employees by recording an expense in respect of the services received from employees in profit or loss at an amount equal to the fair value of the awarded options.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

See note 22 for details of share options granted to employees/directors of the Company.

No share option charge has been recognised in profit or loss as it is immaterial to the financial statements.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 2. Accounting policies (continued)

##### 2.18 Current and deferred taxation

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

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

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

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

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

##### 2.19 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

##### **Judgements**

###### *Financial instruments classification*

The classification of financial instruments as “basic” or “other” requires judgement as to whether all the applicable conditions for classification are met. This includes consideration of the form of the instrument and its return.

##### **Key sources of estimation uncertainty**

###### *Bad debt provisions*

The trade debtors balance of £2,979,433 (2020: £2,934,201) recorded in the Company's Balance Sheet comprises one large balance and a number of smaller balances. A full review of trade debtors is carried out at the end of the year and whilst every attempt is made to ensure that the bad debt provisions are as accurate as possible, there remains a risk that the provisions do not match the level of debts that ultimately prove to be uncollectable. The provision as at 31 December 2021 was £112,764 (2020: £112,764).

###### *Accrued income*

Accrued income is only recognised when it can be measured reliably. A review of all accrued income is carried out at the end of the financial year and whilst every attempt is made to ensure that the balance is appropriately stated, there is a risk that the amount recognised does not prove to be collectable. The amount recorded in the Company's Balance Sheet in respect of accrued income was £343,685 (2020: £62,001).

###### *Impairment of goodwill*

As at 31 December 2021, the Company held goodwill of £1,654,646 (2020: £168,541) in respect of previous business combinations undertaken by the Company. The directors have assessed these balances for impairment and have concluded that on the basis of the continued contribution the acquired businesses make to the performance of the Company, the carrying value is considered to be recoverable and accordingly, no impairment charge has been recognised in the year (2020: £Nil).

#### 4. Turnover

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

	2021 £	2020 £
Procurement consultancy services	<u>12,636,863</u>	<u>7,142,949</u>

All turnover arose within the United Kingdom.



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4C ASSOCIATES LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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5. Other operating income

	2021 £	2020 £
Coronavirus job retention scheme income	-	153,684

6. Operating profit

The operating profit is stated after charging/(crediting):

	2021 £	2020 £
Depreciation	111,338	96,513
Exchange differences	11,115	(12,411)
Bad debt expense	-	114,065
Other operating lease rentals	214,193	208,811
Amortisation	295,821	291,116

7. Auditor's remuneration

	2021 £	2020 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	34,400	24,075

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4C ASSOCIATES LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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8. Employees

Staff costs, including directors' remuneration, were as follows:

	2021 £	2020 £
Wages and salaries	6,689,394	4,008,088
Social security costs	711,280	499,704
Cost of defined contribution scheme	266,551	196,795
	<u>7,667,225</u>	<u>4,704,587</u>

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

	2021 No.	2020 No.
Procurement, consulting and outsourcing	58	49
Administration	7	6
Management	14	12
	<u>79</u>	<u>67</u>

9. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	360,563	337,100
Company contributions to defined contribution pension schemes	8,063	6,767
	<u>368,626</u>	<u>343,867</u>

During the year retirement benefits were accruing to 2 directors (2020 - 1) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £208,313 (2020 - £195,000).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £813 (2020 - £Nil).

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4C ASSOCIATES LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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10. Interest payable and similar expenses

	2021 £	2020 £
Bank interest payable	2,328	2,226
Loans from group undertakings	82,573	133,073
	<u>84,901</u>	<u>135,299</u>

11. Taxation

	2021 £	2020 £
<b>Corporation tax</b>		
Current tax on profits for the year	-	(6,651)
<b>Deferred tax</b>		
Deferred tax movement	146,635	(124,543)
<b>Taxation on profit/(loss) on ordinary activities</b>	<u>146,635</u>	<u>(131,194)</u>

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**11. Taxation (continued)**

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2020 - *lower than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit/(loss) on ordinary activities before tax	<b>928,760</b>	<b>(71,915)</b>
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%).	<b>176,464</b>	<b>(13,664)</b>
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	<b>31,849</b>	287
Fixed asset timing differences	<b>(1,241)</b>	-
Additional deduction for R&D expenditure	<b>(86,450)</b>	<b>(86,450)</b>
Adjustments to tax charge in respect of prior periods	-	<b>(6,651)</b>
Adjustments to tax charge in respect of prior periods - deferred tax	<b>(10,473)</b>	<b>(24,716)</b>
Remeasurement of deferred tax for changes in tax rates	<b>36,486</b>	-
<b>Total tax credit for the year</b>	<b>146,635</b>	<b>(131,194)</b>

**Factors that may affect future tax charges**

Finance Act 2021 includes legislation to increase the main rate of corporation tax from 19% to 25% from 1 April 2023. The full anticipated effect of these changes is reflected in the above deferred tax balances.

4C ASSOCIATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

12. Intangible assets

	Computer software £	Goodwill £	Total £
<b>Cost</b>			
At 1 January 2021	1,449,459	610,000	2,059,459
Additions	370,862	1,524,105	1,894,967
At 31 December 2021	1,820,321	2,134,105	3,954,426
<b>Amortisation</b>			
At 1 January 2021	230,116	441,459	671,575
Charge for the year	257,821	38,000	295,821
At 31 December 2021	487,937	479,459	967,396
<b>Net book value</b>			
At 31 December 2021	1,332,384	1,654,646	2,987,030
At 31 December 2020	1,219,343	168,541	1,387,884

On 1 December 2021, the Company acquired 100% of the share capital of MCP 2 Limited ("MCP2"), from one of its parent undertakings 4C Procurement Limited. The fair value of the consideration was £1,805,354. On the same date, 1 December 2021, the Company entered into an agreement to hive up the trade and assets of MCP 2 Limited into the Company. In accordance with section 19 of FRS 102, the excess of the total purchase consideration above the fair value of the net assets which were acquired has been recognised as goodwill.

Goodwill is being amortised over a period of 10 years, being the useful life over which it is expected benefits will flow from the strategic acquisition of MCP 2 Limited. All of the MCP2 assets and liabilities have been transferred to the Company and sit within the Company Balance Sheet at year end.

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**13. Tangible fixed assets**

	Fixtures and fittings £	Office equipment £	Total £
<b>Cost</b>			
At 1 January 2021	224,872	294,818	519,690
Additions	907	111,556	112,463
Assets transferred on hive-up of subsidiary	-	26,176	26,176
At 31 December 2021	<u>225,779</u>	<u>432,550</u>	<u>658,329</u>
<b>Depreciation</b>			
At 1 January 2021	96,425	230,732	327,157
Charge for the year	45,302	66,036	111,338
At 31 December 2021	<u>141,727</u>	<u>296,768</u>	<u>438,495</u>
<b>Net book value</b>			
At 31 December 2021	<u>84,052</u>	<u>135,782</u>	<u>219,834</u>
<i>At 31 December 2020</i>	<u>128,447</u>	<u>64,086</u>	<u>192,533</u>

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**14. Fixed asset investments**

	Investments in joint ventures £
<b>Cost or valuation</b>	
Additions	281,249
At 31 December 2021	<u>281,249</u>

**Subsidiary undertakings**

On 1 December 2021, the Company acquired 100% of the share capital of MCP 2 Limited, from one of its parent undertakings, 4C Procurement Limited. The fair value of the consideration was £1,805,354. On the same date, 1 December 2021, the Company entered into an agreement to hive up the trade and assets of MCP 2 Limited into the Company. In accordance with section 19 of FRS 102, the excess of the total purchase consideration above the fair value of the net assets which were acquired has been recognised as goodwill (see note 12).

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding
MCP 2 Limited	Ordinary	100%
Key 3 Partners Limited	Ordinary	100%
Marketing Factory Limited	Ordinary	100%

All subsidiary undertakings are incorporated in the United Kingdom and their registered office address is 5th Floor, Kings House, 174 Hammersmith Road, London, W6 7JP. All entities' principal activities are in relation to procurement consultancy services.

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**15. Debtors**

	2021 £	2020 £
<b>Due after more than one year</b>		
Other debtors	55,756	-
	<u>55,756</u>	<u>-</u>
	2021 £	2020 £
<b>Due within one year</b>		
Trade debtors	2,979,433	2,934,201
Amounts owed by group undertakings	462,223	281,197
Other debtors	129,752	94,099
Prepayments and accrued income	560,124	263,597
Tax recoverable	36,706	62,217
Deferred taxation	245,217	274,691
	<u>4,413,455</u>	<u>3,910,002</u>

**16. Creditors: Due within one year**

	2021 £	2020 £
Trade creditors	754,804	515,908
Amounts owed to group undertakings	941,932	258,037
Other taxation and social security	968,128	1,345,980
Obligations under finance lease and hire purchase contracts	35,797	28,103
Other creditors	232,741	177,807
Accruals and deferred income	1,519,470	621,660
	<u>4,452,872</u>	<u>2,947,495</u>



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4C ASSOCIATES LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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17. Creditors: Due after more than one year

	2021 £	2020 £
Net obligations under finance leases and hire purchase contracts	46,467	-
Amounts owed to group undertakings	285,000	1,085,001

£285,000 of the amounts owed to group undertakings is repayable in 1 year and 1 day from the balance sheet date. Interest of 9% is being charged on this amount.

18. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	2021 £	2020 £
Within one year	35,797	28,103
Between 1-5 years	46,467	-

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4C ASSOCIATES LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

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19. Deferred taxation

	2021 £	2020 £
At beginning of year	(5,393)	(129,936)
(Charged)/credited to profit or loss	(146,635)	124,543
Arising on business combinations	(4,973)	-
<b>At end of year</b>	<b>(157,001)</b>	<b>(5,393)</b>

The deferred tax balance is made up as follows:

	2021 £	2020 £
Accelerated capital allowances	(402,118)	(280,084)
Losses and other deductions	245,117	274,691
	<b>(157,001)</b>	<b>(5,393)</b>
<b>Comprising:</b>		
Deferred tax asset	245,217	274,691
Deferred tax liability	(402,218)	(280,084)
	<b>(157,001)</b>	<b>(5,393)</b>

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**20. Share capital**

	2021 £	2020 £
<b>Allotted, called up and fully paid</b>		
0 (2020: 782,649) 'A' Ordinary (pre-subdivision) shares of £0.010 each	-	7,826
0 (2020: 28,953) 'B' Ordinary (old) shares of £0.010 each	-	290
0 (2020: 31,370) 'C' Ordinary shares of £0.010 each	-	314
0 (2020: 1,170) 'E' Ordinary shares of £0.010 each	-	11
11,439,977 (2020: 0) 'A' Ordinary (post-subdivision) shares of £0.001 each	11,440	-
940 (2020: 0) 'B' Ordinary (new) shares of £0.001 each	1	-
	<u>11,441</u>	<u>8,441</u>

During the year on 1 August 2021 the previously issued B, C and E Ordinary shares were subject to a change of share class and were designated as A Ordinary shares. The A Ordinary shares were also subdivided from £0.01 to £0.001 nominal value shares.

On the same date a total of 1,230,737 A Ordinary shares with a nominal value of £0.001 were allotted to the parent company 4C Global Limited.

On 1 December 2021 1,768,170 A Ordinary shares with a nominal value of £0.001 were allotted to 4C Procurement Limited, one of the parent companies as consideration for the acquisition of MCP 2 Limited. During the year, 5 individuals were issued growth shares. The shares allotted were 'B' Ordinary shares of £0.001 each. The shares were issued at £1, meaning that share premium of £27,259 has been recognised in respect of these transactions.

**Voting rights**

The A shares carry full voting and distribution rights. The voting rights to which the holders of 'A' ordinary shares are entitled shall be increased (if required) by a multiple to be applied on a cumulative basis such that every one 'A' ordinary share held by the holder shall be entitled to such number of votes as to give the 'A' shareholders in aggregate 50.3% of the votes as reflect the proportion that the existing 'A' ordinary shares bears to the total amount of shares in issue with voting rights whichever is the greater in the Company spread between the 'A' shareholders pro rata to their current shareholding rounded up to nearest whole number.

The B, C and E shares in issue historically carried full voting and distribution rights. The new Ordinary B shares issued as part of the growth plan shall not entitle the shareholder to vote at, receive notice of, or to attend any general meeting of the Company.

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**21. Reserves**

**Share premium account**

The share premium account is used to record the aggregate amount or value of premiums paid when the Company's shares are issued at an amount in excess of nominal value.

**Other reserves**

This reserve is a share-based payment reserve and relates to the fair value of the options granted which has been charged to profit or loss over the vesting period of the options.

**Merger Relief Reserve**

The merger relief reserve relates to the difference between the nominal and fair value of the Company's shares when they are issued at an amount in excess of nominal value as part-consideration for a business combination where merger relief applies.

**Profit and loss account**

This reserve relates to the cumulative retained earnings less amounts distributed to shareholders.

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 22. Share-based payments

During the year ended 31 December 2014, a new scheme was set up by the parent company 4C Global Limited ("4CG") and registered with H M Revenue and Customs as an Enterprise Management Incentive Scheme under the provision of schedule 5 Income Tax (Earnings and Pension Act 2003). A total of 13,225 options were issued. These were issued to 1 director and 2 other individuals of 4CG but also 3 employees of the Company. As at 31 December 2021 most of the options had either expired or been exercised. 6,000 options had conditions relating to the sale of the business above a certain value. As this valuation was not achieved when the business was sold, the options expired.

During the year ended 31 December 2017, an employee of the Company, was granted a total of 4,000 options over ordinary shares in 4CG. All 4,000 options under this scheme had an exercise price of £1 per share and were granted on 25 October 2017. 2,000 options vested between 25 October 2017 and 30 September 2019 and had vesting conditions linked to the individual's employment within the Company at that date. These 2,000 options were exercised in 2020 contributing to the share capital increase identified in note 19. As this valuation was not achieved when the business was sold, the options expired.

During the year ended 31 December 2018, 2 employees of the Company, were granted a total of 1,600 options over ordinary shares in 4CG. All 1,600 under this scheme had an exercise price of £1 per share and were granted on 4 June 2018. During 2019, 800 of these options expired as the individual left the Company. In 2020, 800 options were exercised from this scheme.

At 31 December 2021, all of the previous schemes had ended with the options either having expired or been exercised on sale of 4CG. No share option charge (2020 - £Nil) has been recognised in respect of any of the above schemes on the basis that it is considered immaterial.

During the year, the Company has implemented an incentive arrangement for certain directors and employees of the Company by issuing B Ordinary shares at a subscription price of £1 each. 800 shares were issued in August 2021 and 140 in December 2021. The Growth Shares give participants the right to share in the value of the equity of the Company above a pre-determined Hurdle on a disposal of Growth Shares held. As the Hurdle Rate will only apply if an exit event takes place, the shares are not deemed to have any value above the subscription value and as such no share option charge has been recognised in the financial statements for 2021.

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**23. Business combinations**

**Acquisition of and hive-up of the trade and assets of MCP 2 Limited**

On 1 December 2021, the Company acquired 100% of the share capital of MCP 2 Limited, from one of its parent undertakings, 4C Procurement Limited. The fair value of the consideration was £1,805,354.

On the same date, 1 December 2021, the Company entered into an agreement to hive up the trade and assets of MCP 2 Limited into the Company. In accordance with section 19 of FRS 102, the excess of the total purchase consideration above the fair value of the net assets which were acquired has been recognised as goodwill

**Recognised amounts of identifiable assets acquired and liabilities assumed**

	Book value £	Fair value £
<b>Fixed Assets</b>		
Tangible	26,176	26,176
	<u>26,176</u>	<u>26,176</u>
<b>Current Assets</b>		
Debtors	330,325	330,325
Cash at bank and in hand	100,747	100,747
	<u>457,248</u>	<u>457,248</u>
<b>Total Assets</b>		
<b>Creditors</b>		
Due within one year	(171,026)	(171,026)
Deferred taxation	(4,973)	(4,973)
	<u>281,249</u>	<u>281,249</u>
<b>Total identifiable net assets</b>		
		<u>1,524,105</u>
<b>Total purchase consideration</b>		<u>1,805,354</u>
<b>Consideration</b>		
		£
Equity instruments		<u>1,805,354</u>

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**4C ASSOCIATES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

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**24. Pension commitments**

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £266,551 (2020 - £196,795). Contributions totalling £140,581 (2020 - £163,849) were payable to the fund at the balance sheet date and are included in creditors.

**25. Commitments under operating leases**

At 31 December the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2021 £	2020 £
<b>Land and buildings</b>		
Not later than 1 year	167,268	185,853
Later than 1 year and not later than 5 years	185,853	-
	<u>353,121</u>	<u>185,853</u>
	2021 £	2020 £
<b>Other</b>		
Not later than 1 year	5,078	3,200
Later than 1 year and not later than 5 years	18,619	1,600
	<u>23,697</u>	<u>4,800</u>

**26. Commitments under financial leases**

At 31 December the Company had future minimum lease payments due under non-cancellable finance leases for each of the following periods:

	2021 £	2020 £
<b>Computer equipment</b>		
Not later than 1 year	40,488	11,265
Later than 1 year and not later than 5 years	49,747	19,713
	<u>90,235</u>	<u>30,978</u>

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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 27. Related party transactions

##### Transactions with key management personnel

Key management personnel are those persons having authority and responsibility for planning, controlling and directing the activities of the Company. In the opinion of the board, the Company's key management personnel are considered to be individuals who served as directors of the Company during the year plus individuals who are not statutory directors but are members of senior management. Key management personnel are deemed to be related parties of the Company. Total remuneration to such personnel, including pension contributions totalled £1,205,833 (2020: £971,500).

##### Transactions with group undertakings

The Company has taken advantage of the exemption in FRS 102 Section 33.1A to not disclose transactions with wholly owned group entities.

As the Company is not wholly owned by 4C Global Limited ("4CG") or 4C Procurement Limited ("4CP"), transactions with these parent entities and other entities within the group require disclosure in the financial statements.

As disclosed in note 12, during the year the Company acquired MCP 2 Limited from one of its parent undertakings, 4CP. During the year, the Company provided funding to 4CP of £158,999 (2020: £Nil). At the year end £158,999 (2020: £Nil) was owed to the Company by 4CP. This balance is repayable on demand and interest free. The Company also has a loan facility provided by 4CP attracting interest at 9% per annum. The amount of this facility outstanding at year end is £103,590 (2020: £800,001). Further loan funding of £300,000 was provided by 4CP during the year. This balance is outstanding at year end as well as accrued interest of £2,266.

The Company has in previous years received loan funding from 4CG. As at year end £285,000 (£365,000) is due to 4CG, with £80,000 being repaid during the year. Interest accrues on the loan at 9%. At year end interest payable due to 4CG is £207,287 (2020: £178,037). There is also an intercompany balance owed to the Company by 4CG of £286,797 (2020: £278,597). This balance is repayable on demand and interest free.

During the year, the Company was charged for consultancy services of £410,870 (2020: £Nil) in respect of work performed on a joint project. At the year end £59,400 (2020: £Nil) was due from the group company. During the year the Company charged the group company £32,488 (2020: £Nil) in respect of work performed on a joint project. At the year end £14,610 (2020: £Nil) was owed by the Company for these services.

##### Transactions with related entities

During the year entities controlled by key management personnel of either the Company or 4CG provided services to the Company at a total cost of £50,119 (2020: £18,400).

Entities controlled by key management personnel owed the Company £17,552 at year end (2020: £144,565).

#### 28. Post balance sheet events

There were no significant events affecting the Company since the year end.



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## 4C ASSOCIATES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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#### 29. Controlling party

The immediate parent undertaking is 4C Global Limited ("4CG"), a company registered in England and Wales.

The ultimate parent undertaking is Ansor Fund I LP, a Private Fund Limited Partnership registered in England and Wales. The registered office of the ultimate parent undertaking is 85 Great Portland Street, London, W1W 7LT.

The largest and smallest group of undertakings for which group accounts for the year ended 31 December 2021 have been drawn up, is that headed by 4C Procurement Limited. The registered office address of 4C Procurement Limited is 5th Floor, Kings House, 174 Hammersmith Road, London, W6 7JP. Copies of the group accounts are available from Companies House.

The directors do not consider there to be an ultimate controlling party.