Registered number: 04246644

# **MICRALITE LIMITED**

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD 1 AUGUST 2016 TO 31 DECEMBER 2017

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# **COMPANY INFORMATION**

Directors N J Paxton (appointed 9 June 2017)

J D Halsall (appointed 9 June 2017)
D C Cocks (resigned 9 June 2017)
C W Percival (resigned 9 June 2017)
D J Crisp (resigned 9 June 2017)
H W Slack (resigned 9 June 2017)

Registered number 04246644

**Registered office**Micklethorn
Broughton

Skipton North Yorkshire BD23 3JA

Independent auditor Mazars LLP

Chartered Accountants & Statutory Auditor

One St. Peter's Square Manchester

Mancheste M2 3DE

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# DIRECTORS' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2017

The directors present their report and the financial statements for the period ended 31 December 2017.

#### **Directors**

The directors who served during the period were:

N J Paxton (appointed 9 June 2017) J D Halsall (appointed 9 June 2017) D C Cocks (resigned 9 June 2017) C W Percival (resigned 9 June 2017) D J Crisp (resigned 9 June 2017) H W Slack (resigned 9 June 2017)

#### 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 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 judgments 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;
- 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.

#### Disclosure of information to auditor

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.

# DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2017

#### **Auditor**

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

## Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 27 September and signed on its behalf.

SULSALS

J D Halsall Director

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MICRALITE LIMITED

#### Opinion

We have audited the financial statements of Micralite Limited (the 'Company') for the period ended 31 December 2017 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 2017 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the 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 Company's ability to continue to adopt the going concern basis of
  accounting for a period of at least twelve months from the date when the financial statements are
  authorised for issue.

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MICRALITE LIMITED

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

We have nothing to report in this regard.

## 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

#### Matters on which we are required to report by exception

In 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 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.
- the directors were not entitled to take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MICRALITE LIMITED

#### Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, 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 intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

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

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

## Use of the audit 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.

#### Other matter

Without qualifying our opinion we draw attention to the accounting policy on page 15 of the financial statements and the fact that the comparative information in the accounts was unaudited as the Company was entitled to exemption from audit.

Timothy Hudson (Senior statutory auditor)

for and on behalf of

Mazars LLP
Chartered Accountants and Statutory Auditor
One St. Peter's Square
Manchester

Date:

M2 3DE

27 september 2018.

# STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 DECEMBER 2017

Turnover 4 364,878 276,664 Cost of sales (211,042) (173,408  Gross profit 153,836 103,256 Administrative expenses (409,476) (149,526)
Cost of sales       (211,042)       (173,408         Gross profit       153,836       103,256         Administrative expenses       (409,476)       (149,526)
Gross profit         153,836         103,256           Administrative expenses         (409,476)         (149,526)
Administrative expenses (409,476) (149,526)
On anti loca
Operating loss 5 (255,640) (46,270)
Interest payable and expenses (97) (5,185)
Loss before tax (255,737) (51,455
Tax on loss 9 10,508 6,226
Loss for the financial period (245,229) (45,229)

There was no other comprehensive income for 2017 (2016:£NIL).

The notes on pages 9 to 25 form part of these financial statements.

# MICRALITE LIMITED REGISTERED NUMBER: 04246644

# BALANCE SHEET AS AT 31 DECEMBER 2017

	Note		31 December 2017 £		Unaudited Restated 31 July 2016 £
Fixed assets					•
Intangible assets	10		11,148		12,847
Tangible assets	11		180,800		50,229
			191,948		63,076
Current assets					
Stocks	12	4,467		74,200	
Debtors: amounts falling due within one year	13	54,041		17,078	
Cash at bank and in hand	14	125,465		124	
	•	183,973	-	91,402	
Creditors: amounts falling due within one year	15	(724,561)		(242,881)	
Net current liabilities		<del> </del>	(540,588)	· — — —	(151,479)
Total assets less current liabilities			(348,640)		(88,403)
Creditors: amounts falling due after more than one year	16		-		(4,500)
Provisions for liabilities					( , ,
Deferred tax	17	-		(10,508)	
	-		-	<del></del>	(10,508)
Net liabilities			(348,640)		(103,411)
Capital and reserves		:			
Called up share capital	18		1,000		1,000
Profit and loss account	19		(349,640)		(104,411)
Total equity			(348,640)	•	(103,411)
		-		:	

The financial statements were approved and authorised for issue by the board and were signed on its behalf on  $Z^{2}$ .

J D Halsall Director

The notes on pages 9 to 25 form part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2017

	Called up share capital £	Profit and loss account	Total equity £
At 1 August 2015 (as previously stated)	1,000	34,170	35,170
Prior year adjustment	-	(93,352)	(93,352)
At 1 August 2015 (as restated)	1,000	(59,182)	(58,182)
Comprehensive income for the year Loss for the year (as restated)	-	(45,229)	(45,229)
At 1 August 2016	1,000	(104,411)	(103,411)
Comprehensive income for the period Loss for the period	-	(245,229)	(245,229)
At 31 December 2017	1,000	(349,640)	(348,640)
	=======================================		

The notes 9 on 25 form part of these financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 1. General information

Micralite Limited ('the Company') is a limited company incorporated in the United Kingdom and registered in England. The address of its registered office and principal place of business is:

Micklethorn Broughton Skipton North Yorkshire BD23 3JA

The financial statements have been presented in pound sterling which is the functional currency of the Company.

The principal activity of the Company continued to be that of the manufacturing and distribution of pushchairs.

## 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 judgment in applying the Company accounting policies (see note 3).

The financial statements for the year ended 31 December 2017 are the Company's first financial statements that comply with FRS 102; the Company's date of transition to FRS102 is 1 August 2015.

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.

The directors changed the accounting reference date to 31 December 2017 to align with the rest of the group following acquisition of the Company by Silver Cross Nurseries Limited in June 2017.

The following principal accounting policies have been applied:

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 2. Accounting policies (continued)

#### 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 4 Statement of Financial Position paragraph 4.12(a)(iv);
- 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 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Fosun International limited as at 31 December 2017 and these financial statements may be obtained from www.fosun.com.

#### 2.3 Going concern

These financial statements have been prepared on a going concern basis. The directors have considered the various business risks applicable to the Company and have assessed the level of potential uncertainty in relation to the financial projections for a period of at least twelve months from the date of signing of the financial statements.

Although the Company has negative reserves, the directors of the immediate parent undertaking, Silver Cross Nurseries Limited, have agreed to support the Company to enable it to meet its commitments as and when they become due.

## 2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue 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 revenue is recognised:

### Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

## 2. Accounting policies (continued)

#### 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 the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating income'.

#### 2.6 Finance costs

Finance costs are charged to the Statement of Comprehensive Income 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.

#### 2.7 Pensions

#### Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 2. Accounting policies (continued)

#### 2.8 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, 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.

### 2.9 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Patents

10 years

## 2.10 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.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 2. Accounting policies (continued)

#### 2.10 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on a reducing balance basis.

Depreciation is provided on the following basis:

Plant and machinery

20% Reducing balance

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 the Statement of Comprehensive Income.

#### 2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

#### 2.12 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

### 2.13 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.14 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 2. Accounting policies (continued)

#### 2.15 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

#### 2.16 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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

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

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

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 2. Accounting policies (continued)

#### 2.17 Comparative information

For the year ending 31 July 2016, the Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies and the members did not require the Company to obtain an audit of its accounts for the year in question in accordance with section 476. The comparative information is therefore unaudited.

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

Estimates and assumptions concerning the future and judgements are made by the management in the preparation of the financial statements. They affect the application of the Company's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances. Where appropriate, revisions to accounting estimates are recognised in the period of revision and future periods, in case the revision also affects future periods.

### Key sources of estimation uncertainty include:

- (i) Useful lives of property, plant and equipment and intangible assets

  Management determines the estimated useful lives of the Company's property, plant and equipment and intangible assets based on the historical experience of the actual useful lives of the relevant assets of similar nature and functions. The estimated useful lives could be different as a result of technical innovations which could affect the related depreciation charges included in profit or loss.
- (ii) Impairment of property, plant and equipment
  Management determines whether the Company's property, plant and equipment are impaired when an
  indication of impairment exists. This requires an estimation of the recoverable amount of the property,
  plant and equipment as well as intangible asset, which is equal to the higher of net selling price or the
  value in use. Estimating the value in use requires the management to make an estimate of the expected
  future cash flows from the property, plant and equipment and also to choose a suitable discount rate in
  order to calculate the present value of those cash flows. Any impairment will be charged to profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

4.	Turnover		
	An analysis of turnover by class of business is as follows:		
		2017 £	Unaudited 2016 £
	Product sales	364,878	276,664
		364,878	276,664
	Analysis of turnover by country of destination:		
		2017 £	Unaudited 2016 £
	United Kingdom	364,878	276,664
		364,878	276,664
5.	Operating loss		
	The operating loss is stated after charging:		
		2017 £	Unaudited Restated 2016 £
	Exchange differences	12,430	(11,045)
	Depreciation	14,231	12,561

Amortisation

2,055

3,122

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

6.	Auditor's remuneration		
		2017 £	Unaudited 2016 £
	Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	3,500	<u>-</u>
	Fees payable to the Company's auditor and its associates in respect of:		
	All other services	1,000	-
		1,000	•
7.	Employees ·		
	Staff costs were as follows:	-	
		2017 £	Unaudited 2016 £
	Wages and salaries	102,354	40,961
	Cost of defined contribution scheme	169	-
		102,523	40,961
	The average monthly number of employees, including the directors, during the	e period was a	s tollows:
		2017 No.	Unaudited 2016 No.
	Administration	2	1
	No director received any emoluments during the current year (2016 - £nil).		—

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

8.	Interest payable and similar expenses		
		2017 £	Unaudited 2016 £
	Bank interest payable	97	4,443
	Other interest payable	-	742
		97	5,185
9.	Taxation		
		2017 £	Unaudited 2016 £
	Total current tax		
	Deferred tax	<del></del>	
	Origination and reversal of timing differences		(6,226)
	Adjustments in respect of prior periods	(10,508)	-
	Total deferred tax	(10,508)	(6,226)
	Taxation on loss on ordinary activities	(10,508)	(6,226)

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

## 9. Taxation (continued)

## Factors affecting tax charge for the period/year

The tax assessed for the period/year is higher than (2016 - higher than) the standard rate of corporation tax in the UK of 20% (2016 - 20%). The differences are explained below:

	2017 £	Unaudited 2016 £
Loss on ordinary activities before tax	(255,737)	(51,455)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2016 - 20%)  Effects of:	(51,147)	(10,291)
Expenses not deductible for tax purposes	(22,588)	126
Adjustments to tax charge in respect of prior periods - deferred tax	(10,508)	-
Unrelieved tax losses carried forward	47,000	3,916
Changes in tax rate - deferred tax	9,353	23
Group relief	17,382	-
Total tax charge for the period/year	(10,508)	(6,226)

The Company has not recognised a deferred tax asset of £63,033 (2016: £14,973) arising on tax losses carried forward due to uncertainty over future taxable profits.

## Factors that may affect future tax charges

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the liability is settled, based on tax rates that have been enacted or substantively enacted by the balance sheet date.

Finance Bill 2016 provides that the rate from 1 April 2020 will be 17%.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

# 10. Intangible assets

	Patents £
Cost	
At 1 August 2016 (as previously stated)	110,599
Prior Year Adjustment	(90,048)
At 1 August 2016 (as restated)	20,551
Additions	1,423
At 31 December 2017	21,974
Amortisation	
Prior Year Adjustment	7,704
At 1 August 2016 (as restated)	7,704
Charge for the year	3,122
At 31 December 2017	10,826
Net book value	
At 31 December 2017	11,148
At 31 July 2016 (as restated)	12,847

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

# 11. Tangible fixed assets

	Plant and machinery £
Cost	
At 1 August 2016	287,809
Additions	144,802
At 31 December 2017	432,611
Depreciation	
At 1 August 2016	237,580
Charge for the period	14,231
At 31 December 2017	251,811
Net book value	
At 31 December 2017	180,800
At 31 July 2016	50,229

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

12.	Stocks	
12.	SIUCKS	

	31 December 2017 £	Unaudited 31 July 2016 £
Finished goods and goods for resale	4,467	74,200
	4,467	74,200
•	<del></del>	

Stock recognised in cost of sales during the period as an expense was £211,042 (2016 - £173,408) .

An impairment loss of £74,200 (2016 - £nil) was recognised in administration costs during the period due to a one-off obsolete stock write-off.

# 13. Debtors

	31 December 2017 £	Unaudited Restated 31 July 2016 £
Trade debtors	4,476	6,686
Other debtors	-	5,387
Prepayments and accrued income	33,593	5,005
VAT recoverable	15,972	-
	54,041	17,078

# 14. Cash and cash equivalents

December 201		Unaudited 31 July 2016 £
Cash at bank and in hand 125,46	5	124
Less: bank overdrafts -		(85,988)
125,46	5	(85,864)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

# 15. Creditors: Amounts falling due within one year

	31 December 2017 £	Unaudited 31 July 2016 £
Bank overdrafts	-	85,988
Trade creditors	106,103	67,449
Amounts owed to group undertakings	544,066	-
Other taxation and social security	2,413	7,076
Other loans	-	78,568
Accruals and deferred income	71,979	3,800
	724,561	242,881

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

# 16. Creditors: Amounts falling due after more than one year

	31 December 2017 £	Unaudited 31 July 2016 £
Other creditors	•	4,500
		4,500

## 17. Deferred taxation

	2017 £
At havinging of war	(40,500)
At beginning of year	(10,508)
Utilised in year	10,508
At end of year	-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

# 17. Deferred taxation (continued)

The provision for deferred taxation is made up as follows:

	31 December 2017 £	Unaudited 31 July 2016 £
Accelerated capital allowances	6,000	(27,242)
STTD's	(6,000)	16,734
	-	(10,508)

# 18. Share capital

	_ 31	Unaudited
	December 2017	31 July 2016
	£ 2017	£ 2010
Authorised, allotted, called up and fully paid		
1,000 (2016 - 1,000) Ordinary share capital shares of £1.00 each	1,000	1,000

## 19. Reserves

## Profit and loss account

This relates to the retained profits and losses carried forwards.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2017

#### 20. Prior year adjustment

The prior year financial statements have been adjusted as a result of the following identified errors:

As at 1 August 2015, intangible assets with a net book value of £87,705 were identified on the balance sheet that were no longer held by the Company at that date. A further £2,343 of intangibles were identified as requiring a full write off to the Profit and loss account in the year to 31 July 2016.

The directors consider that in error, no amortisation had been charged to the intangible assets in previous years, the opening reserves have therefore been restated to reflect past charges under the Company's accounting policy of amortising over 10 years. Reserves as at 1 August 2015 have been restated by £5,647 and a £2,057 charge recognised in the Profit and loss account for the year to 31 July 2016.

The prior year Profit and loss account has been further adjusted by £15,186 due to debtors that were not deemed recoverable at the prior year balance sheet date but were not adjusted in error.

The total impact of the above adjustments on opening reserves as at 1 August 2015 was a decrease of £93,352, profit for the year to 31 July 2016 decreased by £19,586 and closing reserves as at 31 July 2016 decreased by £112,938.

There has been no adjustment to previous period for tax as the adjustments only increase the tax losses available to the Company. As detailed in note 9, the Company has not recognised a deferred tax asset arising on tax losses carried forward due to uncertainty over future taxable profits.

## 21. Related party transactions

There is no amount included in creditors (2016: £74,569) due from the Company to Mr C W Percival, a former director and shareholder in the company. This loan account was paid off in full as part of the acquisition of the Company by Silver Cross Nurseries Limited in June 2017.

The Company was charged a management fee of £7,800 (2016: £9,650) from C P Design, a business owned by Mr C W Percival.

The Company purchased no services (2016: £8,250) from David Cocks Product Design and Development, a business in which Mr D C Cocks is the owner. Mr D C Cocks is a former director in the Company.

#### 22. Controlling party

The Company's immediate parent is Silver Cross Nurseries Limited.

The ultimate parent and controlling company is Fosun International Limited, a company incorporated in Hong Kong. Fosun International Limited prepares group financial statements, which include the results of the Company. Copies of the group's financial statements for Fosun International Limited can be obtained from www.fosun.com.