

Registration number: 04273003

Quorum Technologies Limited

Directors' Report and Financial Statements

for the year ended 31 December 2019

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Quorum Technologies Limited

Company information

Directors	Mr M Lavelle (Chairman) Mr T Larkin (Managing Director) Mr D Cicurel Mr R Hennig Mr B Jannetta Mr R Morrison Mr B Ormsby
Secretary	Mr G Reece
Company number	04273003
Registered Office	52c Borough High Street London SE1 1XN
Auditor	Grant Thornton UK LLP Statutory Auditor Chartered Accountants Regent House 80 Regent Road Leicester LE1 7NH

Quorum Technologies Limited

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Quorum Technologies Limited

Directors' report for the year ended 31 December 2019

The directors present their report and the financial statements for the year ended 31 December 2019. In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

Principal activity

The principal activity of the company in the year continued to be that of the design, manufacture and distribution of instruments that prepare samples for examination under electron microscopes. The statement of comprehensive income is set out on page 6 and shows the profit for the year. The directors remain confident in the company's position in the market place and that it will continue to remain strong and profitable through forward looking management and operational planning.

Acquisitions

On 3 December 2019, the company acquired 100% of the share capital of Moorfield Nanotechnology Limited ("Moorfield") for a cash consideration of £2.3 million, including a £0.7 million earn-out. Post year end a payment of £1.9 million was also made as deferred consideration.

Going concern

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements.

Directors

The directors who served during the year are as stated below:

Mr M Lavelle (Chairman)
Mr T Larkin (Managing Director)
Mr D Cicurel
Mr R Hennig
Mr B Jannetta
Mr R Kenhard
Mr R Morrison
Mr B Ormsby
Mr D Perry

Resigned 31 January 2020

Resigned 6 December 2019

Quorum Technologies Limited

Directors' report for the year ended 31 December 2019

Statement of directors' responsibilities

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 period. Under that law the directors have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

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

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is the earlier.

This report was approved by the board on 17 March 2020 and signed on its behalf by:


Mr G Reece
Secretary

Quorum Technologies Limited
Company Registration Number: 04273003

Quorum Technologies Limited

Independent Auditor's Report to the members of Quorum Technologies Limited

Opinion

We have audited the financial statements of Quorum Technologies Limited (the 'company') for the year ended 31 December 2019 which comprise the statement of comprehensive income, the balance sheet, 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 Financial Reporting Standard 101 'Reduced Disclosure Framework', 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 2019 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.

The impact of uncertainties arising from the UK exiting the European Union on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with a course of action such as Brexit.

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.

Quorum Technologies Limited

Independent Auditor's Report to the members of Quorum Technologies Limited

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business model, including effects arising from Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Directors' report set out on pages 1 to 2, but does not include 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. 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.

Matter on which we are required to report under the Companies Act 2006

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 Directors' report.

Matters on which we are required to report by exception

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a strategic report.

Quorum Technologies Limited

Independent Auditor's Report to the members of Quorum Technologies Limited

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on pages 1 to 2, 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.

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 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.

Grant Thornton UK LLP

Alison Seekings
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Leicester
17 March 2020

Quorum Technologies Limited

Statement of comprehensive income for the year ended 31 December 2019

		2019 £	2018 £
	Notes		
Turnover	1	11,759,556	9,054,737
Raw materials and consumables		(4,029,545)	(3,152,340)
Other external charges		(1,938,546)	(1,490,187)
Staff costs	2	(2,077,374)	(1,742,265)
Depreciation		(240,234)	(43,250)
Other operating (charges)/income		(16,036)	1,065
Operating profit	3	3,457,821	2,627,760
Interest payable and similar charges	4	(12,204)	-
Profit on ordinary activities before taxation		3,445,617	2,627,760
Tax charge on profit on ordinary activities	5	(562,670)	(1,075,301)
Profit for the financial year and total comprehensive income for the year		2,882,947	1,552,459

All of the activities of the company are classed as continuing.

The accompanying notes form an integral part of these financial statements.

Quorum Technologies Limited

Balance sheet as at 31 December 2019

	Notes	£	2019 £	2018 £
Fixed assets				
Tangible assets	6		285,194	305,115
Right-of-use leased assets	7		293,031	-
Investments	8		4,184,575	100
			<u>4,762,800</u>	<u>305,215</u>
Current assets				
Stock	9	1,146,067	854,448	
Debtors	10	1,085,823	901,000	
Cash at bank and in hand		1,946,296	1,817,409	
		<u>4,178,186</u>	<u>3,572,857</u>	
Creditors: amounts falling due within one year				
Trade and other creditors	11	(5,666,011)	(1,985,869)	
Right-of-use lease liabilities	13	(137,641)	-	
		<u>(5,803,652)</u>	<u>(1,985,869)</u>	
Net current (liabilities)/assets			<u>(1,625,466)</u>	<u>1,586,988</u>
Total assets less current liabilities			<u>3,137,334</u>	<u>1,892,203</u>
Deferred tax	12	(39,667)	(39,185)	
Right-of-use lease liabilities: amounts falling due after more than one year	13	(161,702)	-	
Total net assets			<u>2,935,965</u>	<u>1,853,018</u>
Capital and reserves				
Called up share capital	14	1,143	1,143	
Share premium		9,000	9,000	
Profit and loss account		2,925,822	1,842,875	
Shareholders' funds - all equity			<u>2,935,965</u>	<u>1,853,018</u>

The financial statements were approved by the board of directors on 17 March 2020 and signed on its behalf by:



Mr B Ormsby
Director

The accompanying notes form an integral part of these financial statements.

Quorum Technologies Limited

Statement of changes in equity for the year ended 31 December 2019

	Share capital £	Share premium £	Profit and loss account £	Total equity £
Balance at 1 January 2019	1,143	9,000	1,842,875	1,853,018
Dividend payable	-	-	(1,800,000)	(1,800,000)
Transactions with owners	-	-	(1,800,000)	(1,800,000)
Profit for the year	-	-	2,882,947	2,882,947
Total comprehensive income for the year	-	-	2,882,947	2,882,947
Balance at 31 December 2019	1,143	9,000	2,925,822	2,935,965
Balance at 1 January 2018	1,143	9,000	1,990,416	2,000,559
Dividend payable	-	-	(1,700,000)	(1,700,000)
Transactions with owners	-	-	(1,700,000)	(1,700,000)
Profit for the year	-	-	1,552,459	1,552,459
Total comprehensive income for the year	-	-	1,552,459	1,552,459
Balance at 31 December 2018	1,143	9,000	1,842,875	1,853,018

Quorum Technologies Limited

Statement of accounting policies

General information

Quorum Technologies Limited is a company limited by shares. It was incorporated in England and its registered office is 52c Borough High Street, London, SE1 1XN. The principal activity of the company during the year was the design, manufacture and distribution of instruments that prepare samples for examination under electron microscopes.

Statement of compliance

The financial statements were prepared in accordance with FRS 101 'Reduced Disclosure Framework' and are presented in Sterling (£).

Basis of preparation

The company meets the definition of a qualifying entity under FRS 101. The financial statements have therefore been prepared in accordance with FRS 101 as issued by the Financial Reporting Council.

As permitted by FRS 101, for both periods presented, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of a cash flow statement, share based payments, fair value measurements, comparative reconciliations for tangible and intangible assets, standards not yet effective, related party transactions with other wholly-owned members of the group and key management personnel compensation. Equivalent disclosures are, where required, given in the group accounts of Judges Scientific plc. The group accounts of Judges Scientific plc are available to the public.

The financial statements have been prepared on the historical cost basis.

Use of accounting estimates and judgements

Many of the amounts included in the financial statements involve the use of judgement and/or estimation. These judgements and estimates are based on management's best knowledge of the relevant facts and circumstances, having regard to prior experience, but actual results may differ from the amounts included in the financial statements. Information about such judgements and estimation is contained in the accounting policies and/or the notes to the financial statements and the key areas are summarised below:

Judgements in applying accounting policies

- The directors must judge whether all of the conditions required for revenues to be recognised in the statement of comprehensive income of the financial year, as set out below, have been met.
- Research and development: The directors make judgement as to whether all of the conditions required for assets to be recognised have been met.

Sources of estimation uncertainty

- Stock is carried at the lower of cost and net realisable value which requires an estimation of products' future selling prices. A provision is also recorded to reduce any slow-moving, obsolete or demonstration stock to net realisable value.
- Depreciation rates are based on estimates of the useful lives and residual values of the assets;
- Warranty provisions are based on estimates of the likely cost of repairing or replacing faulty units.
- The carrying value of investments is assessed based on the current trading performance, the expected future performance and net assets of the investment.
- Right-of-use lease liabilities: the company estimates the incremental borrowing rate used to measure lease liabilities based on expected third party financing costs when the interest rate implicit in the lease cannot be readily determined.

The principal accounting policies are set out below.

Quorum Technologies Limited

Statement of accounting policies

Turnover

In accordance with IFRS 15, turnover is measured by reference to the fair value of consideration received or receivable by the company, excluding value added tax, in exchange for transferring the promised goods or services to the customer. The consideration is allocated to each separate performance obligation that is identified in a sales contract, based on stand-alone selling prices. Sales of instruments and spares, and sales of services, such as installation, support, training or consultancy, are assessed to be separate performance obligations.

Revenue is recognised when (or as) the company satisfies the identified performance obligation. For sales of instruments and spares, the performance obligation is satisfied at a point in time; for revenue from services, the performance obligation is satisfied over time. As the period of time between payment and performance is less than one year, the company does not adjust revenue for the effects of financing.

Revenue from sales of instruments and spares is recognised at the point at which the customer obtains control of the asset, which is on the point of despatch to the customer. For large, complex instruments which require highly specialised installation, revenue is recognised at the point at which installation is completed.

Revenue from services is recognised when the service is performed.

Tangible fixed assets and depreciation

Fixed assets are initially recorded at cost. Depreciation is provided at annual rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery:	15% straight line on cost
Fixtures, fittings and equipment:	15%/33% straight line on cost
Motor vehicles:	25% straight line on cost

Leasing

The company has adopted IFRS 16 'Leases' as of 1 January 2019. The modified retrospective approach was applied on transition. Prior period comparatives have not been restated, and there was no adjustment to equity on transition.

IFRS 16 requires the capitalisation of operating leases, such as the company's building lease, as right-of-use leased assets with an offsetting financial liability. The company measured the right-of-use leased assets at an amount equal to the lease liabilities adjusted for any prepaid or accrued lease payments that existed at the date of transition. Right-of-use assets and liabilities are presented separately in the balance sheet. On transition to IFRS 16 the incremental borrowing rate used to measure lease liabilities was 4.25%.

In the statement of comprehensive income the previous rental charge has been replaced with a combination of depreciation from the right-of-use leased assets and an interest charge from the lease liabilities. Further details on the right-of-use assets and liabilities are in notes 7 and 13 respectively. The effect for the year ended 31 December 2019 is as follows:

	2019 £
Rental lease charges under previous accounting standard	141,016
Depreciation of right-of-use leased assets	(136,730)
Increase in operating profit due to IFRS 16	4,286
Interest charge from right-of-use liabilities	(12,204)
Decrease in profit before tax due to IFRS 16	(7,918)

Quorum Technologies Limited

Statement of accounting policies

Leasing (continued)

In the year of adoption operating profit increases, but profit before tax decreases. Assuming no further changes to the company's leases, the increase in operating profit will endure, however in future years the interest charge will reduce as the discount unwinds.

The following is a reconciliation of total operating lease commitments at 31 December 2018 to the right-of-use lease liabilities and assets recognised at 1 January 2019:

	1 January 2019 £
Total operating lease commitments disclosed at 31 December 2018	442,440
Adjustments to commitments disclosures	6,913
Right-of-use lease liabilities before discounting	449,353
Discounted using incremental borrowing rate	(19,592)
Right-of-use lease liabilities recognised at 1 January 2019	429,761
Right-of-use leased assets recognised at 1 January 2019	429,761

Any new contract entered into on or after 1 January 2019 which contains an identified asset, whose use the company has the right to direct throughout the period of the lease, and the right to obtain substantially all of the economic benefits from, is accounted for as a lease. At lease commencement date, the company recognises a right-of-use leased asset and a lease liability on the balance sheet. The lease liability is measured at the present value of the total lease payments due, discounted using the interest rate implicit in the lease if readily available, or at the company's incremental borrowing rate. The right-of-use asset is measured at cost, being the lease liability, plus any initial direct costs incurred by the company, or lease payments made in advance of the commencement date.

Right-of-use assets are depreciated on a straight-line basis to the end of the lease term.

The company assesses the right-of-use asset for impairment when such indicators exist. Lease liabilities are remeasured to reflect any reassessment or modification of the lease – when the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use leased asset, or in the statement of comprehensive income if the asset is already reduced to zero.

Stock

Stock and work in progress are stated at the lower of cost and net realisable value. Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity.

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.

Quorum Technologies Limited

Statement of accounting policies

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.

Pensions

The company operates defined contribution pension schemes for employees and directors. The assets of the schemes are held by investment managers separately from those of the company. Contributions payable are charged to the statement of comprehensive income.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the accounting date. Transactions in foreign currencies are recorded at the rate of exchange prevailing at the date of transaction. All differences are taken to the statement of comprehensive income.

Taxation

Current tax is the tax currently payable based on taxable profit for the year.

Deferred taxes are calculated using the liability method on temporary differences. Deferred tax is generally provided on the difference between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, nor on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with shares in subsidiaries is not provided if reversal of those temporary differences can be controlled by the group and it is probable that reversal will not occur in the foreseeable future. In addition, tax losses available to be carried forward as well as other income tax credits to the group are assessed for recognition as deferred tax assets.

Deferred tax liabilities are provided in full, with no discounting. Deferred tax assets are recognised to the extent that it is probable that the underlying deductible temporary differences will be able to be offset against future taxable income. Current and deferred tax assets and liabilities are calculated at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the balance sheet date.

Changes in deferred tax assets or liabilities are recognised as a component of tax expense in the statement of comprehensive income, except:

- where they relate to items that are charged or credited directly to equity in which case the related deferred tax is also charged or credited directly to equity, or
- where items are recognised in other comprehensive income, in which case the related deferred tax is recognised in other comprehensive income.

Research and development

Research and development expenditure is recognised in the statement of comprehensive income as an expense as incurred until it can be demonstrated that the conditions for capitalisation under IAS 38 apply.

The criteria for capitalisation include demonstration that the project is technically and commercially feasible, the company has sufficient resources to complete development and the asset will generate probable future economic benefit.

Quorum Technologies Limited

Statement of accounting policies

Provisions for warranty claims

Provisions for warranty claims are recognised when; the company has a legal or constructive obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are discounted where the time value of money is material.

Investments

Fixed asset investments are stated at cost less provision for impairment.

Group accounts

These financial statements contain information about Quorum Technologies Limited as an individual company and do not contain consolidated information as the parent of a group. The company is entitled to an exemption under Section 400 of the Companies Act 2006 from the obligation to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Judges Scientific plc, a company registered in the UK.

Equity

Equity comprises the following:

- "Share capital" represents the nominal value of equity shares.
- "Share premium" represents the excess over nominal value of the fair value of consideration received for equity shares, net of expenses of the share issue.
- "Profit and loss account" represents retained profits and losses.

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

1. REVENUE

Turnover attributable to geographical markets outside the United Kingdom amounted to 87% for the year (2018: 86%).

2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2019 £	2018 £
Staff costs (including directors)		
Wages and salaries	1,806,273	1,519,934
Social security costs	204,739	167,683
Other pension costs	66,362	54,648
	<u>2,077,374</u>	<u>1,742,265</u>
Average number of persons employed:	No.	No.
Directors	9	9
Manufacturing	14	12
Sales and administration	17	15
	<u>40</u>	<u>36</u>
Directors' emoluments:	£	£
Emoluments	543,091	543,949
Defined contribution pension scheme contributions	20,087	18,757
	<u>563,178</u>	<u>562,706</u>

During the year five directors participated in a money purchase pension scheme (2018: five).

Emoluments of the highest paid director:	£	£
Emoluments	142,132	136,726
Defined contribution pension scheme contributions	5,783	5,560
	<u>147,915</u>	<u>142,286</u>

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):	2019 £	2018 £
Depreciation of owned fixed assets	103,504	43,250
Depreciation of right-of-use leased assets	136,730	-
Auditor's remuneration - audit	11,000	11,000
Research and development	625,118	654,190
Foreign exchange	3,036	(1,065)
Profit on disposal of tangible fixed assets	<u>-</u>	<u>(325)</u>

Fees paid to the company's auditor for services other than the statutory audit of the company are not disclosed in these accounts since the consolidated accounts of its ultimate parent undertaking, Judges Scientific plc, are required to disclose non-audit fees on a consolidated basis.

4. INTEREST PAYABLE AND SIMILAR CHARGES

	2019 £	2018 £
Interest payable on right-of-use lease liabilities	<u>12,204</u>	<u>-</u>

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

5. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2019 £	2018 £
Current tax		
Current tax on profits for the year	566,662	365,703
Adjustment in respect of prior years	(4,474)	682,093
Total current tax	<u>562,188</u>	<u>1,047,796</u>
Deferred tax		
Current year	(1,231)	30,753
Adjustment in respect of prior years	1,583	(12)
Effect of changes in tax rates	130	(3,236)
Total deferred tax	<u>482</u>	<u>27,505</u>
Tax per statement of comprehensive income	<u>562,670</u>	<u>1,075,301</u>

The charge for the year can be reconciled to the profit per the statement of comprehensive income as follows:

	2019 £	2018 £
Profit on ordinary activities before tax	<u>3,445,617</u>	<u>2,627,760</u>
Tax on profit at standard UK tax rate of 19% (2018: 19%)	<u>654,667</u>	<u>499,274</u>
Effect of:		
Expenses not deductible	1,132	1,266
R&D tax relief	(87,941)	(84,357)
Exercise of share options	(2,427)	(19,727)
Tax rate changes	130	(3,236)
Adjustments in respect of prior years	(2,891)	682,081
Tax per statement of comprehensive income	<u>562,670</u>	<u>1,075,301</u>

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

6. TANGIBLE FIXED ASSETS

	Plant and machinery £	Furniture, fixtures and fittings £	Motor vehicles £	Total £
Cost				
At 1 January 2019	196,499	723,600	22,322	942,421
Additions	5,611	77,972	-	83,583
Disposals	-	-	(11,750)	(11,750)
At 31 December 2019	202,110	801,572	10,572	1,014,254
Depreciation				
At 1 January 2019	120,425	494,559	22,322	637,306
Charge for the year	15,357	88,147	-	103,504
Disposals	-	-	(11,750)	(11,750)
At 31 December 2019	135,782	582,706	10,572	729,060
Net book values				
At 31 December 2019	66,328	218,866	-	285,194
At 31 December 2018	76,074	229,041	-	305,115

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

7. RIGHT-OF-USE LEASED ASSETS

	Leasehold land and buildings £	Motor vehicles £	Plant and Machinery £	Furniture, fixtures and fittings £	Total £
Cost					
At 1 January 2019	-	-	-	-	-
Recognition of right-of- use assets on adoption of IFRS 16	276,419	20,893	114,309	18,140	429,761
At 31 December 2019	276,419	20,893	114,309	18,140	429,761
Depreciation					
At 1 January 2019	-	-	-	-	-
Charge for the year	92,140	7,371	32,660	4,559	136,730
At 31 December 2019	92,140	7,371	32,660	4,559	136,730
Net book values					
At 31 December 2019	184,279	13,522	81,649	13,581	293,031
At 31 December 2018	-	-	-	-	-

8. FIXED ASSET INVESTMENTS

Subsidiary undertakings	£
Cost and net book value - 1 January 2019	100
Acquisition of Moorfield Nanotechnology Limited - 3 December 2019	4,184,475
Cost and net book value - 31 December 2019	<u>4,184,575</u>

The company holds 100% of the ordinary share capital of E M Technologies Limited and Moorfield Nanotechnology Limited both of which are UK incorporated companies. E M Technologies Limited is a dormant company.

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

9. STOCK

	2019 £	2018 £
Raw material	800,103	506,466
Work in progress	221,764	150,332
Demonstration stock	124,200	197,650
	<u>1,146,067</u>	<u>854,448</u>

In 2019, a total of £4,029,545 of inventories was included in the statement of comprehensive income as an expense (2018: £3,152,340). This includes a £nil charge (2018: credit of £30,000) resulting from write-downs of inventories. The carrying amount of inventories held at fair value less costs to sell is £124,200 (2018: £197,650). All inventories form part of the assets pledged as security in respect of bank loans.

10. DEBTORS

	2019 £	2018 £
Trade debtors	856,672	747,198
Amounts owed by group companies	6,660	6,466
Other debtors	180,390	59,524
Prepayments	42,101	87,812
	<u>1,085,823</u>	<u>901,000</u>

Trade debtors are stated after a provision of £13,000 (2018: £nil)

11. CREDITORS

	2019 £	2018 £
Amounts falling due within one year		
Trade creditors	942,985	788,332
Amounts owed to group companies	1,780,727	564,734
Creditors relating to acquisitions	1,896,475	-
Other creditors	124,961	125,422
Corporation tax payable	113,811	18,939
Social security and other taxes	48,708	53,056
Accruals and deferred income	758,344	435,386
	<u>5,666,011</u>	<u>1,985,869</u>

Amounts falling due within one year include a subordinated loan advanced by the ultimate parent company.

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

12. DEFERRED TAX

	£
At 1 January 2019	39,185
Charge in the year	(1,101)
Adjustment in respect of prior years	1,583
At 31 December 2019	<u>39,667</u>

The amounts provided in respect of deferred taxation are computed at the rate of 17% (2018: 17%) and relate to accelerated capital allowances.

13. RIGHT-OF-USE LEASE LIABILITIES

The company has lease liabilities primarily for its premises used in operations.

	2019 £	2018 £
Maturity of right-of-use lease liabilities		
Due within one year	144,229	-
Due between one and five years	162,498	-
Total commitment	<u>306,727</u>	-
Interest charges included above	(7,384)	-
	<u>299,343</u>	-
Current	137,641	-
Non-current	<u>161,702</u>	-

14. CALLED UP SHARE CAPITAL

	2019 £	2018 £
Allotted, called up and fully paid		
875 Ordinary 'A' shares of £1 each	875	875
20 Ordinary 'B' shares of £1 each	20	20
30 Ordinary 'C' shares of £1 each	30	30
50 Ordinary 'D' shares of £1 each	50	50
25 Ordinary 'E' shares of £1 each	25	25
114 Ordinary 'F' shares of £1 each	114	114
29 Ordinary 'G' shares of £1 each	29	29
	<u>1,143</u>	<u>1,143</u>

Quorum Technologies Limited

Notes to the financial statements for the year ended 31 December 2019

15. CAPITAL COMMITMENTS

	2019 £	2018 £
At 31 December the company had capital commitments as follows:		
Contracted for but not provided in these financial statements	<u>28,096</u>	<u>36,000</u>

16. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of Judges Scientific plc, the company is exempt from the requirements of FRS101 to disclose transactions within the group.

17. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking of this company is Judges Scientific plc, which is incorporated in England and Wales. The only group undertaking for which consolidated accounts are prepared is that headed by Judges Scientific plc. Bank loans advanced to or guaranteed by Judges Scientific plc amounting at 31 December 2019 to £14,260,211 (2018: £14,836,000) are secured on the company's assets.