

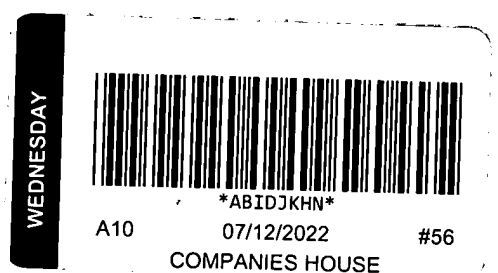
## **TEBC Limited**

Report and Financial Statements

Year Ended

31 December 2021

Company Number 04674059



# TEBC Limited

## Company Information

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<b>Directors</b>	S B Lewis R N Brosch H M Lovett
<b>Registered number</b>	04674059
<b>Registered office</b>	2nd Floor, 20 St Dunstan's Hill London EC3R 8HL
<b>Independent auditor</b>	BDO LLP 55 Baker Street London W1U 7EU

# **TEBC Limited**

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# **TEBC Limited**

## **Directors' Report For the Year Ended 31 December 2021**

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The directors present their report and the financial statements for TEBC Limited ("the Company") for the year ended 31 December 2021.

### **Introduction**

The Company is a wholly owned subsidiary of Foster Denovo Group Limited ("the Group") and is incorporated and domiciled in England & Wales. Its principal activity is the provision of financial advice and associated services to corporate clients on employee benefit schemes. The Company is authorised and regulated by the Financial Conduct Authority ("FCA").

The company's business is wholly within Great Britain.

### **Review of business**

The loss for the year, before taxation, amounted to £(150)k (2020 a profit of £150k). Dividends proposed in the year amounted to £NIL (2020 - NIL). The reduction in profit follows a decision within the Foster Denovo Group to migrate the client base over to Foster Denovo Limited, another Group company.

### **New funding received in early 2022 – post balance sheet event**

The Group announced in early April 2022 that it had secured up to £100m of funding from Crestline Investors Inc. The investment will fund the Group's acquisition and growth strategy and the transaction was completed in February 2022. The Group has used the initial funding to undertake a series of acquisitions in the form of adviser practice buy-outs covering four of the largest private client and corporate practices operating under the Group. The Group expects to use further drawdowns to fund further acquisitions in line with strategy.

### **Going concern**

As noted in the review of business section above the Company has had a reduction in profit in 2021 compared to 2020 as a result of the decision within the Group to migrate the client base over to Foster Denovo Limited, another Group company. The Company has maintained a healthy shareholders reserves balance in 2021 of over £0.5m. Since the 2021 year end the remaining clients and costs in the Company are in the process of being transferred over to Foster Denovo Limited. At the date of these financial statements as no decision has been taken to wind up the Company and the Group overall has sufficient EBITDA to absorb the Company's cost base then the Company is treated by Management as a going concern.

Overall, the Group had a more profitable year in 2021 than in 2020 and this enabled the Directors to enter into discussions with potential investors resulting in the completion of a funding transaction in early 2022. As noted immediately above in the post balance sheet event section, the first drawdown of this additional funding has been immediately put to use by the Group though the initial acquisition of the four largest adviser practice buy-outs. The funding and acquisitions increase both the EBITDA of the Group and the operational cash flow of the Group, putting the Group in a stronger financial position.

Management has determined that there is no material uncertainty that casts doubt on the entity's ability to continue as a going concern. In reaching this conclusion Management considered the results on a number of scenario tests on the Company's and the Group's forward looking results and cash flow projections.

### **Directors**

The directors who served during the year were:

S B Lewis  
R N Brosch  
H M Lovett

# TEBC Limited

## Directors' Report For the Year Ended 31 December 2021

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### Disclosure of information to auditor

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

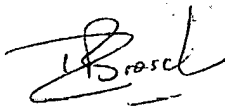
- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor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

### Auditor

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

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 1 December 2022 and signed on its behalf:



**R N Brosch**  
Director

# **TEBC Limited**

## **Directors' Responsibilities Statement For the Year Ended 31 December 2021**

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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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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.

# TEBC Limited

## Independent Auditor's Report to the Members of TEBC Limited For the Year Ended 31 December 2021

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### Opinion on the financial statements

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 loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of TEBC Limited ("the Company") for the year ended 31 December 2021 which comprise the statement of comprehensive income, statement of financial position, 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 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

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

### Independence

We remain 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.

### 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.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the 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. 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.

# TEBC Limited

## Independent Auditor's Report to the Members of TEBC Limited For the Year Ended 31 December 2021

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We have nothing to report in this regard.

### Other Companies Act 2006 reporting

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.

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.

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 take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

### Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement, 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.

#### *Extent to which the audit was capable of detecting irregularities, including fraud*

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:



# TEBC Limited

## Independent Auditor's Report to the Members of TEBC Limited For the Year Ended 31 December 2021

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We gained an understanding of the legal and regulatory framework applicable to Company and the industry in which they operate and considered the risk of acts by the Company which were contrary to applicable laws and regulations, including fraud. These included but were not limited to compliance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice.

We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including but not limited to compliance with Companies Act 2006, relevant accounting standards and UK tax legislation. We assessed the extent of compliance as part of our procedures on the related financial statement areas. We considered compliance through discussions with management and those charged with governance and performed audit procedures on these areas as considered necessary.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of override of controls and determined that the principal risks were related to management bias in accounting estimates. We addressed the risk of management override of internal controls through testing journals and other adjustments, evaluating the business rationale of any significant transactions that were unusual or outside the normal course of business.

We evaluated whether there was evidence of bias by the Directors in accounting estimates that represented a risk of material misstatement due to fraud. We challenged assumptions and judgements made by management in their significant accounting estimates.

We read minutes of board minutes to identify any non-compliance with laws and regulations.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members, including any specialists, to ensure we remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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

### Use of our report

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

DocuSigned by:

*Andrew Barclay*

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Andrew Barclay (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
London, UK  
1 December 2022

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# TEBC Limited

## Statement of Comprehensive Income For the Year Ended 31 December 2021

	Note	2021 £'000	2020 £'000
Revenue	4	433	582
Administrative expenses		(583)	(432)
<b>Operating (loss) / profit</b>	5	<b>(150)</b>	150
Interest receivable and similar income		-	-
<b>(Loss) / Profit before tax</b>		<b>(150)</b>	150
Tax on profit	8	25	(28)
<b>Total comprehensive (loss) / income for the year</b>		<b>(125)</b>	122

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

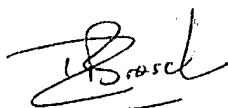
The notes on pages 10 to 19 form part of these financial statements.

**TEBC Limited**  
Registered number: 04674059

**Statement of Financial Position**  
**As at 31 December 2021**

	Note	2021 £'000	2021 £'000	2020 £'000	2020 £'000
<b>Fixed assets</b>					
Tangible assets	9		-		1
<b>Current assets</b>					
Debtors	10	678		571	
Cash at bank and in hand		40		139	
		<u>718</u>		<u>710</u>	
<b>Current liabilities</b>					
Creditors: amounts falling due within one year	11	(186)		(54)	
<b>Net current assets</b>			<u>532</u>		<u>656</u>
<b>Total assets less current liabilities</b>			<u>532</u>		<u>657</u>
<b>Net assets</b>			<u><u>532</u></u>		<u><u>657</u></u>
<b>Capital and reserves</b>					
Called up share capital	12		20		20
Profit and loss account	13		512		637
<b>Shareholders' funds</b>			<u><u>532</u></u>		<u><u>657</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 1 December 2022:



**R N Brosch**  
Director

The notes on pages 10 to 19 form part of these financial statements.

# TEBC Limited

## Statement of Changes in Equity For the Year Ended 31 December 2021

	Called up share capital	Profit and loss account	Total equity
	£'000	£'000	£'000
At 1 January 2021	20	637	657
<b>Comprehensive (loss) for the year</b>			
(Loss) for the year	-	(125)	(125)
<b>Total comprehensive (loss) for the year</b>	-	(125)	(125)
<b>At 31 December 2021</b>	<b>20</b>	<b>512</b>	<b>532</b>

## Statement of Changes in Equity For the Year Ended 31 December 2020

	Called up share capital	Profit and loss account	Total equity
	£'000	£'000	£'000
At 1 January 2020	20	515	535
<b>Comprehensive income for the year</b>			
Profit for the year	-	122	122
<b>Total comprehensive income for the year</b>	-	122	122
<b>At 31 December 2020</b>	<b>20</b>	<b>637</b>	<b>657</b>

The notes on pages 10 to 19 form part of these financial statements.

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

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### 1. General information

TEBC Limited is a private company limited by shares incorporated in England and Wales under the Companies Act. The address of the registered office is shown on the company information page. The nature of the company's operations and its principal activities are outlined in the directors' report.

### 2. Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom 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).

#### 2.2 Going concern

The directors have a reasonable expectation that the company and Group of which is part have adequate resources to continue in operational existence for the foreseeable future. In reaching this conclusion the directors have considered the following: budgeted and projected results of the business, projected cash flow and the risks that could impact on the company's liquidity and capital over the next twelve months including the impact of the COVID-19 pandemic. To help inform their conclusion the directors assessed the impact of scenarios covering reductions in revenue across different business areas. Accordingly, the Directors have prepared the financial statements on a going concern basis.

#### 2.3 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 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; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Foster Denovo Group Limited as at 31 December 2021 and these financial statements may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

#### 2.4 Revenue

Revenue comprises the value of commissions and fees receivable, excluding VAT, in the normal course of business. All revenue arises in the United Kingdom. Initial commissions are accounted for when the policies are accepted by the product providers, or mortgages complete, after taking into account provisions for the potential cancellation of policies where commission is received under indemnity terms. Non-indemnity fees and commissions are recognised on an accruals basis.

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

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### 2. Accounting policies (continued)

#### 2.5 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.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

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.

The estimated useful lives range as follows:

Equipment, fixtures and fittings - 5 years

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.

#### 2.6 Impairment of fixed assets

Assets that are subject to depreciation or amortisation are assessed at each reporting 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 'CGU' 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 value 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 they are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

#### 2.7 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.

#### 2.8 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.

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

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### 2. Accounting policies (continued)

#### 2.9 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors.

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, such as 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 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 reporting date.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position 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.

#### 2.10 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.

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

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### 2. Accounting policies (continued)

#### 2.11 Pensions

##### Defined contribution pension plan

Foster Denovo Group Services Limited operates a defined contribution plan for employees of group companies. 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 statement of financial position. The assets of the plan are held separately from the company in independently administered funds.

#### 2.11 Interest income

Interest income is recognised in the statement of comprehensive income using the effective interest method.

#### 2.12 Provision 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 statement of financial position 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 statement of financial position.

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

In preparing these financial statements, the directors have made the following judgements:

- Determine whether there are indicators of impairment of the company's tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Other key sources of estimation uncertainty

- Provisions are made where an event has taken place that gives the company a legal or constructive obligation at the year end. Estimates, assumptions and judgements relate to the determination of carrying value of these provisions.



# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

### 4. Revenue

Revenue is wholly attributable to the principal activity of the Company and arises solely within the United Kingdom.

### 5. Operating loss

The operating loss is stated after charging:

	2021 £'000	2020 £'000
Depreciation	1	1
Fees payable to the Company's auditor for the audit of the company's annual accounts	8	7
Fees payable to the Company's auditor or an associate of the company's auditor for taxation compliance services	4	4

### 6. Staff numbers and costs

The aggregate payroll costs of these persons for the services during the year were as follows:

	2021 £'000	2020 £'000
Wages and salaries	325	281
Social security costs	34	27
Contributions to defined contribution plans	15	16
	<u>374</u>	<u>324</u>

The average monthly number of persons employed by the Company (including directors) during the year, analysed by category, was as follows:

	2021 No.	2020 No.
Employed Advisers / Director	1	1
Administration	5	5
	<u>6</u>	<u>6</u>

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

### 7. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	192	148
Directors pension costs	10	7
	<u>202</u>	<u>155</u>

### Remuneration of highest paid Director

	2021 £	2020 £
Total remuneration (excluding pension contributions)	<u>192</u>	<u>148</u>

Key management personnel include all directors and senior managers across the Company who together have authority and responsibility for planning, directing and controlling the activities of the Group. The total compensation paid to key management personnel for services provided to the Group was £202k (2020 £155k).

### 8. Taxation on ordinary activities

	2021 £	2020 £
<b>UK Corporation tax</b>		
Current tax (credit) / charge on loss / profit for the year	(25)	28
<b>Current tax on (loss) / income for the year</b>	<u>(25)</u>	<u>28</u>

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

### 8. Taxation on ordinary activities (continued)

#### Factors affecting the current tax (credit) / charge for the year

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

	2021 £'000	2020 £'000
(Loss) / Profit on ordinary activities before tax	<u>(150)</u>	<u>150</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 19%)	(29)	28
<b>Effects of:</b>		
Expenses not deductible for tax purposes	-	-
Capital Allowances in excess of depreciation	-	-
Group relief surrendered/(claimed)	25	(28)
Payment / (receipt (credit)) for group relief	(25)	28
Remeasurement of deferred tax for changes in tax rates	(1)	-
Movement in deferred tax not recognised	5	-
<b>Total tax (credit) / charge for the year</b>	<u>(25)</u>	<u>28</u>

#### Factors that may affect future tax charges

There were no factors that may affect future tax charges.

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

### 9. Tangible fixed assets

	Equipment, fixtures and fittings £'000
<b>Cost</b>	
At 1 January 2021	62
At 31 December 2021	<u>62</u>
<b>Depreciation</b>	
At 1 January 2021	61
Charge for the year	<u>1</u>
At 31 December 2021	<u>62</u>
<b>Net book value</b>	
At 31 December 2021	<u><u>-</u></u>
At 31 December 2020	<u><u>1</u></u>

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2021

### 10. Debtors

	2021 £'000	2020 £'000
<b>Due after more than one year</b>		
Other debtors	-	8
<b>Due within one year</b>		
Trade debtors		22
Amounts owed by Group undertakings	662	532
Prepayments and accrued income	8	9
Other debtors	8	-
	<b>678</b>	<b>563</b>

### 11. Creditors: Amounts falling due within one year

	2021 £'000	2020 £'000
Trade creditors	-	1
Amounts owed to Group undertakings	88	4
Accruals and deferred income	98	49
	<b>186</b>	<b>54</b>

# TEBC Limited

## Notes to the Financial Statements For the Year Ended 31 December 2020

### 12. Share capital

	2021 £'000	2020 £'000
<b>Allotted, called up and fully paid:</b>		
20,001 Ordinary shares of £1 each	<u>20</u>	<u>20</u>

### 13. Capital and reserves

The company's capital and reserves comprise the following:

#### **Called up share capital**

Called up share capital represents the nominal value of the shares issued.

#### **Profit and loss account**

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments.

### 14. Pension commitments

The company is under the group pension scheme and the group 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 charge amounted to £15k (2020 £19k). Contributions amounting to £NIL (2020 £Nil) were payable to the fund and are included in creditors.

### 15. Ultimate parent company

Foster Denovo Group Limited, a company incorporated in England and Wales, is the ultimate parent company.

The largest and smallest group in which the results of the company are consolidated is that headed by Foster Denovo Group Limited. The consolidated accounts of this company are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ. No other group accounts include the results of the company.