

QUADRANT TECHNOLOGIES LIMITED
04740427
DIRECTORS REPORT AND FINANCIAL STATEMENTS
FOR THE TEN MONTH PERIOD ENDED
31 OCTOBER 2017



QUADRANT TECHNOLOGIES LIMITED

COMPANY INFORMATION
FOR THE TEN MONTH PERIOD ENDED 31 OCTOBER 2017

DIRECTORS: J Ward-Lilley
J Murphy

COMPANY SECRETARY: J Murphy

REGISTERED OFFICE: One Prospect West
Chippenham
Wiltshire
SN14 6FH
United Kingdom

REGISTERED NUMBER: 04740427 (England and Wales)

BANKERS: Barclays Bank Plc
28 Chesterton Road
Cambridge
CB4 3AZ
United Kingdom

Quadrant Technologies Limited ("the Company") is a wholly-owned subsidiary of Vectura Group plc ("Vectura Group" or "the Group"). This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies. During the period, the accounting reference date was shortened from 31 December to 31 October 2017, representing a ten-month period.

PRINCIPAL ACTIVITY

The Company is a holding company and has not traded during the current or the previous financial period. The Directors do not expect that there will be a change in the principal activity of the Company for the foreseeable future. The financial statements continue to be prepared on a break up basis as it is the intention of the directors to liquidate the Company by the means of a solvent Members Voluntary Liquidation as soon as practically possible.

DIRECTORS

On 31 May 2017 J Murphy was appointed as a Director following the same date resignation of T M Phillips.

On 31 July 2018 J Ward-Lilley was appointed as a Director following the same date resignation of M A Derodra.

The ultimate parent company has granted an indemnity to its Directors against liability in respect of any proceedings brought by third parties, which remains in force as at the date of approving the Directors' Report.

STATEMENT OF COMPREHENSIVE INCOME

During the financial period and the preceding financial year, the Company did not trade and received no income and incurred no expenditure. Consequently, during these years the Company made neither a profit or loss, nor any other recognised gains or losses.

POST BALANCE SHEET EVENTS

Events occurring after the Balance Sheet date are disclosed in note 7 of the financial statements.

On behalf of the Board,


.....
John Murphy - Director

22 October 2018

	Note	31 October 2017 £'000	31 December 2016 £'000
ASSETS			
NON-CURRENT ASSETS			
Investments	4	191	191
		191	191
CURRENT ASSETS			
Receivable - Innovata Limited		310	310
		310	310
TOTAL ASSETS		501	501
EQUITY			
SHAREHOLDERS' EQUITY			
Called up share capital	5	1	1
Other reserve		500	500
Retained earnings		-	-
TOTAL EQUITY		501	501

For the period ended 31 October 2017, the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

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

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the Directors on 22 October 2018.



John Murphy - Director

1. General information

The Company, a wholly owned subsidiary of Vectura Group plc, is a private company limited by shares incorporated under the Companies Act 2006 and registered in England and Wales. The address of the registered office is One Prospect West, Chippenham Wiltshire, SN14 6FH.

The Company has shortened its accounting period from the reference date 31 December to the ten-month period ended 31 October 2017.

2. Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 and International Financial Reporting Standards ("IFRSs") and related interpretations as adopted by the European Union.

As explained in the Directors' report, the Company's Directors have determined that the Company has reached the end of its useful life and will seek to enter the Company into Members Voluntary Liquidation as soon as is practically possible. The financial statements therefore continue to be prepared on a break up basis. The costs of terminating the business will be borne by the ultimate parent company, Vectura Group plc.

The Company is domiciled in the United Kingdom and is a wholly owned subsidiary of another company incorporated in the European Economic Community ("EEC"). In accordance with section 400 of the Companies Act 2006, the Company is not required to produce and has not published consolidated financial statements.

New standards

IFRS 15 and IFRS 9 will be effective for accounting periods beginning on or after 1 January 2018, and IFRS 16 is effective for accounting periods beginning on or after 1 January 2019. The Company has not early adopted the new standards.

Due to the dormant nature of the Company, and anticipated liquidation, these standards will have no impact on the financial statements.

3. Significant accounting policies

Investments

Fixed asset investments are shown at cost, less provisions for any impairment in use. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value only of the shares issued less any provision for impairment.

At the balance sheet date, the Company reviews the carrying values of its investments to determine whether there is any indication of impairment. If an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of any impairment loss.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to each asset for which the estimates for future cash flows have not been adjusted.

If the recoverable amount is estimated to be less than its carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised immediately in the income statement unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

As a result of the proposed solvent Members Voluntary Liquidation, the carrying value of the investments is deemed to equal the value on a break up basis, as this represented the nominal value of the shares held in the subsidiary undertaking which will be recovered under the liquidation.

Trade and other receivables

Trade receivables do not carry interest and are stated at their nominal value as reduced by allowances for estimated irrecoverable amounts. The carrying value of these assets approximates their fair value.

4. Investment in subsidiaries

The Company's investments at the balance sheet date relate to share capital of other Group companies, which share the same registered office include the following:

Name of undertaking	Country of incorporation	Holding	Proportion held	Nature of Business
Quadrant Drug Delivery Limited	United Kingdom	Ordinary	100%	Non-trading
Quadrant Healthcare Limited ¹	United Kingdom	Ordinary	100%	Non-trading
QDose Limited ²	United Kingdom	Ordinary	50%	Non-trading
Quadrant Healthcare (UK) Limited ²	United Kingdom	Ordinary	100%	Liquidation
Quadrant Bioresources Limited ³	United Kingdom	Ordinary	100%	Liquidation
Quadrant (USA), Inc. ³	United States	Ordinary	100%	Liquidation
Quadrant Trustee Limited ³	United Kingdom	Ordinary	100%	Liquidation
Andaris Group Limited ³	United Kingdom	Ordinary	100%	Liquidation
Quadrant Holdings Cambridge Limited ⁴	United Kingdom	Ordinary	100%	Liquidation
Andaris (DDS) Limited ⁵	United Kingdom	Ordinary	100%	Liquidation
Microshot Limited ⁵	United Kingdom	Ordinary	100%	Liquidation
Protosome Limited ⁵	United Kingdom	Ordinary	100%	Liquidation

¹A subsidiary of Quadrant Drug Delivery Limited

²A subsidiary of Quadrant Healthcare Limited

³A subsidiary of Quadrant Healthcare (UK) Limited

⁴A subsidiary of Andaris Group Limited

⁵A subsidiary of Quadrant Holdings Cambridge Limited

On 7 December 2017, the Group disposed of 14 dormant UK-based subsidiaries by appointing KPMG as liquidator pursuant to a member voluntary liquidation process. Nine of these subsidiaries were previously relevant to the investments held by the Company (refer to note 7).

5. Called up share capital

Allotted, called up and fully paid up share capital at 31 October 2017 and 31 December 2016 was as follows:

	Number	GBP
A Ordinary shares of £0.001 each	20,000	20
B Ordinary shares of £0.001 each	50,000	50
C Ordinary shares of £0.001 each	14,000	14
D Ordinary shares of £0.001 each	16,000	16
Deferred shares of £0.001 each	600,000	600
Total called up share capital	700,000	700

All classes of ordinary shares rank pari passu in all respects as if they were one class of shares. The deferred shares do not confer on the holders' entitlement to participate in the profits or assets of the Company, neither do they confer any entitlement to receive notice of, attend, or vote at any General Meeting of the Company.

6. Ultimate parent company

The Company's immediate parent undertaking is Innovata Limited, a company incorporated in England and Wales.

The Company's ultimate parent undertaking and ultimate controlling party is Vectura Group plc, a company incorporated in England and Wales. Vectura Group plc is both the smallest and largest entity to consolidate the results of the Company.

The consolidated financial statements are available within the investors section of the Group's corporate website www.vectura.com/investors/financial-reports, and from Vectura Group plc, One Prospect West, Chippenham, Wiltshire, SN14 6FH.

7. Post balance sheet events

On 7 December 2017, the Group disposed of 14 dormant UK-based subsidiaries by appointing KPMG as liquidator pursuant to a member voluntary liquidation process.

As these entities were dormant they were disposed of for nil consideration, and as these entities only contained intercompany positions, thereby already fully eliminated out upon consolidation, there was no impact on the Group's results.

The entities subject to the member voluntary liquidation process are as follows;

(1) Quadrant Healthcare (UK) Limited, (2) Andaris Group Limited, (3) Quadrant Holdings Cambridge Limited, (4) Microshot Limited, (5) Quadrant Bioresource Limited, (6) Andaris (DDS) Limited, (7) Quadrant Trustee Limited, (8) Protosome Limited, (9) Sun Wharf Stratford Limited, (10) Vine (Building Maintenance) Limited, (11) Vine Industries Limited, (12) Vinestand Limited, (13) Playscheme Limited and (14) Big Ben Scaffolding Limited.

The liquidation process has completed and no liabilities contingent or otherwise were identified and hence no further costs in relation to these entities are expected to be incurred.

As part of this liquidation process, the Company received a dividend from its subsidiary and subsequently declared an onward dividend. As the conditions for these events did not exist at the balance sheet they are considered non-adjusting and hence disclosed.