

APS Legal & Associates Limited

**Directors' report and financial
statements**

Registered number 05627636

31 December 2019



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Company information

Directors	KE Davy R Ardron NM Stevens T Maxfield SR Musson EL Hancock EH Holding
Registered office	St. Andrews House St. Andrews Road Huddersfield HD1 6NA
Registered number	05627636 (England and Wales)
Auditor	KPMG LLP 1 Sovereign Square Sovereign Street Leeds LS1 4DA

Directors' report

The directors present their report together with the financial statements for the year ended 31 December 2019.

Principal activities and business review

The principal activity of the company in the year under review was that of providing estate planning, will writing and probate services. The results for the year are summarised on page 7.

Directors

The directors of the company during the year and up to the date of signing this report were :

KE Davy
SC Turvey (resigned 30 April 2019)
R Ardron
NM Stevens
T Maxfield
SR Musson
EL Hancock
EH Holding

Dividends

The directors do not recommend payment of a dividend (2018: £nil).

Future Developments

The Directors do not anticipate any material change in the activities of the company for the foreseeable future.

Principal risks and uncertainties

The Directors review and where possible mitigate known business risks. The principal risks of the Group are detailed in the financial statements of The SimplyBiz Group plc. The directors do not believe that there are any significant risks and uncertainties associated with this company.

Actions taken to ensure that the business is well position to fully support the requirements of its customers and colleagues during the Covid 19 pandemic have been successful. The business has continued to provide all services to its customers during the lockdown period and employees were able to work from remote locations immediately, avoiding any material impact to trading.

Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors manage the Company alongside the other companies within the group, with group banking facilities in place of £45m until March 2024. The Group Directors have prepared cash flow forecasts for the Group for the period to December 2021 which indicate that, taking account of severe but plausible downside scenarios, the Group, including this Company will have sufficient funds, through the Group's combined banking facilities to meet its liabilities as they fall due for that period.

The SimplyBiz Group plc has indicated its intention to continue to make available such funds as are needed by the company, and that it does not intend to seek repayment of the amounts due at the balance sheet date, for the period covered by the forecasts. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due until at least December 2021 and therefore have prepared the financial statements on a going concern basis.

Directors' report (*continued*)

Brexit

The Directors continue to monitor the uncertainties surrounding the UK's withdrawal from the EU, and the potential impacts on the business and its stakeholders, with the largest risk believed to be associated impacts that a financial shock could have on the UK economy. The Directors believe that the Company's diversified and solely UK revenue streams, together with regular monitoring of the financial markets, provide some degree of mitigation.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of a Directors' and Officers' liability insurance, which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. This indemnity, purchased by The SimplyBiz Group plc and applicable to the directors of the Company was in force throughout the last financial year and is currently in force.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board



NM Stevens
Director

St. Andrews House
St, Andrews Road
Huddersfield
HD1 6NA

15 December 2020

Statement of directors' responsibilities in respect of The Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK 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 estimates that are reasonable and prudent;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA
United Kingdom

Independent Auditor's report to the members of APS Legal & Associates Limited

Opinion

We have audited the financial statements of APS Legal & Associates Limited ("the company") for the year ended 31 December 2019 which comprise the Profit and Loss account and Other Comprehensive Income, Balance sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

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 UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. 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.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Claire Needham (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 Sovereign Square
West Yorkshire
LS1 4DA
15 December 2020

Profit and loss account and other comprehensive income

for the year ended 31 December 2019

	<i>Note</i>	31 December 2019	31 December 2018 (Restated - note 15) £
Turnover		1,303,908	1,253,132
Administrative expenses		(1,407,053)	(1,279,001)
Operating loss	<i>3-4</i>	(103,145)	(25,869)
Interest receivable and similar income	<i>5</i>	108,572	77,839
Profit on ordinary activities before taxation		5,427	51,970
Tax on profit on ordinary activities	<i>6</i>	-	-
Profit for the financial year		5,427	51,970

The profit and loss account for the year ended 31 December 2018 has been restated as the Company amended its method of accounting for revenue, to comply with IFRS 15. This led to a restatement of the opening balance sheet and prior year revenue with an associated impact on cost which is recognised on a consistent basis, as explained in note 15.

There are no items to be included in Other Comprehensive Income in the current or preceding year.

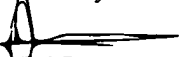
The notes on pages 10 to 19 form part of these financial statements.

Balance sheet

at 31 December 2019

	Note	31 December 2019		31 December 2018 (Restated – note 15)	
		£	£	£	£
Fixed assets					
Tangible assets	7		-		-
Current assets					
Debtors	8	718,786		211,287	
Cash and cash equivalents		379,060		804,699	
		1,097,846		1,015,986	
Creditors: amounts falling due within one year	9	(1,027,230)		(950,797)	
Net current assets			70,616		65,189
Total assets less current liabilities			70,616		65,189
Net assets			70,616		65,189
Capital and reserves					
Called up share capital	11	16,000		16,000	
Share premium		172,981		172,981	
Profit and loss account		(118,365)		(123,792)	
Shareholders' funds			70,616		65,189

These financial statements were approved by the board of directors on 15 December 2020 and were signed on its behalf by:


NM Stevens
 Director

Company registered number: 05627636

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

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

	Called up share capital £	Share premium £	Profit and loss account £	Total equity £
Balance at 1 January 2018	16,000	172,981	(100,652)	88,329
Effect of restatement (note 15)	-	-	(75,110)	(75,110)
Balance at 1 January 2018 (restated)	16,000	172,981	(175,762)	13,219
Total comprehensive income for the year				
Profit for the year (restated)	-	-	51,970	51,970
Total comprehensive income for the year	-	-	51,970	51,970
Transactions with owners, recorded directly in equity				
Dividends paid	-	-	-	-
Total contributions by and distributions to owners	-	-	-	-
Balance at 31 December 2018 (restated)	16,000	172,981	(123,792)	65,189
Balance at 1 January 2019	16,000	172,981	(123,792)	65,189
Total comprehensive income for the year				
Profit for the year	-	-	5,427	5,427
Total comprehensive income for the year	-	-	5,427	5,427
Transactions with owners, recorded directly in equity				
Dividends paid	-	-	-	-
Total contributions by and distributions to owners	-	-	-	-
Balance at 31 December 2019	16,000	172,981	(118,365)	70,616

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

Notes

(forming part of the financial statements)

1 Accounting policies

APS Legal & Associates Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK. The address of its principal place of business is The Worksop Turbine, Shireoaks Triangle Business Park, Coach Close, Worksop, Nottinghamshire, S81 8AP.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* applicable in the UK and Republic of Ireland ("*FRS 101*"). The presentation currency of these financial statements is sterling.

The Company's ultimate parent undertaking, The SimplyBiz Group plc includes the Company in its consolidated financial statements. The consolidated financial statements of The SimplyBiz Group plc are available to the public and may be obtained from St. Andrews House, St. Andrews Road, Huddersfield, HD1 6NA. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes;
- Key Management Personnel compensation;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Presentation of a third balance sheet as required under IAS1 where there is a prior year restatement
- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

1.2 Change in accounting policy

The Company has adopted the following IFRSs in these financial statements:

- IFRS 16: Leases. This has been adopted using the modified retrospective method and as a result the comparatives have not been restated and are reported under IAS 17.

1.3 Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors manage the Company alongside the other companies within the group, with group banking facilities in place of £45m until March 2024, of which £45m is drawn as of 30 June, 2020. The Group Directors have prepared cash flow forecasts for the Group for the period to December 2021 which indicate that, taking account of severe but plausible downside scenarios, the Group, including this Company will have sufficient funds, through the Group's combined banking facilities to meet its liabilities as they fall due for that period.

The cash flow forecasts include the impact of the recent global outbreak of Covid-19, which has led to a net 1% drop of revenue in the first half of the year across the Group. Various sensitivity analyses have been performed to assess the impact of more severe but plausible downside scenarios to future trading including a 10% reduction in revenue streams for the period to 31 December 2021, with the exception of a 50% reduction in revenue for the same period linked to the housing market. This downside is reflective of that experienced in the initial lockdown, albeit it the sensitivity is for a much longer period. These scenarios do not include any potential cost mitigating action plans.

Notes (continued)

1 Accounting policies (continued)

1.3 Going concern (continued)

Under these severe but plausible downside scenarios the Group continues to operate within its available facilities and does not incur any covenant breaches. The position of the company is dependent on The SimplyBiz Group plc not seeking repayment of the amounts currently due to other entities within the group, which at 31 December 2019 amounted to £525,025. The SimplyBiz Group plc has indicated its intention to continue to make available such funds as are needed by the company, and that it does not intend to seek repayment of the amounts due at the balance sheet date, for the period covered by the forecasts. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due until at least December 2021 and therefore have prepared the financial statements on a going concern basis.

1.4 Critical accounting estimates and judgements

The Company makes estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

- Client Money - The Company commonly provides administrative services in respect of a deceased estate which can result in holding client monies. The Company will hold any money forming part of the estate in a client account, which is separate from our trading account. Such assets are excluded from these financial statements, as they are not assets of the Company. These monies do not satisfy the definition of a Company asset as the Company is not beneficially entitled to the money, acts under instruction from the client and the monies are repayable on demand of the client or their executors. At the 31 December 2019 client money held amounted to £14,588,923 (2018: £10,058,660). Management has taken the judgement that interest accrued on balance held in separate client accounts belongs to the Company.

1.5 Classification of financial instruments issued by the Company

In accordance with FRS 101, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Notes (continued)

1 Accounting policies (continued)

1.6 Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other receivables, cash and cash equivalents, loans and borrowings and trade and other payables.

Trade and other receivables

Trade and other receivables are recognised at fair value, minus expected future losses. A provision for impairment of trade receivables is recognised based on lifetime expected losses, but principally comprise balances where objective evidence exists that the amount will not be collectible. Such amounts are written down to their estimated recoverable amounts, with the charge being made to operating expenses.

Trade and other payables

Trade and other payables are recognised at fair value.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the statement of cash flows.

Amounts owed by / to Group Undertakings (Company only)

Amounts owed by / to group undertakings are classified as current assets / liabilities, unless specific payment terms are in place

1.7 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets, for example land is treated separately from buildings.

The company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Leased assets are depreciated over the shorter of the lease term and their useful lives. Land is not depreciated. The estimated useful lives are as follows:

- fixtures and fittings: 33% straight line

Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since last annual reporting date in the pattern by which the company expects to consume an asset's future economic benefits.

1.8 Leases

The Company has applied IFRS 16 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17.

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. IFRS 16.

Notes (continued)

1 Accounting policies (continued)

1.8 Leases (continued)

As a lessee

At commencement or on modification of a contract that contains a lease component, along with one or more other lease or non-lease components, the Company accounts for each lease component separately from the non-lease components. However, for the leases of class of underlying asset, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component. The Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone price and the aggregate stand-alone price of the non-lease components.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise,
- lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and
- penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, to the extent that the right-of-use asset is reduced to nil, with any further adjustment required from the remeasurement being recorded in profit or loss.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for lease of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Notes *(continued)*

1 Accounting policies *(continued)*

1.9 Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date.

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

1.10 Revenue recognition

Revenue is recognised by reference to the five-step model set out in IFRS 15. Revenue is recognised when an entity transfers goods or services to a customer, measured at the amount to which the entity expects to be entitled. Depending on whether certain criteria are met, revenue is recognised:

- over time, in a manner that depicts the entity's performance; or
- at a point in time, when control of the good or service is transferred to the customer.

Probate services

Revenue from probate services is recognised over time, in line with set milestones achieved in each case (output method). Milestones used are managements estimate of the percentage completion of a case. The period of time over which revenue is recognised and the milestones used have been revised to reflect a more accurate representation of the entity's performance. This has led to a restatement of prior year revenue as outlined in note 15.

Will writing

Revenue from will writing is recognised at a point in time at which the service is delivered. Based on the value agreed with the customer.

1.11 Expenses

Interest receivable and Interest payable

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account (see foreign currency accounting policy).

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

1.12 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Notes (continued)

1 Accounting policies (continued)

1.12 Taxation (continued)

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

2 Change in significant accounting policies

The Company has applied IFRS 16 using the modified retrospective with cumulative effect method – i.e. by recognising the cumulative effect of initially applying IFRS 16 as an adjustment to the opening balance of equity at 1 January 2019. Therefore, the comparative information has not been restated and continues to be reported under IAS 17. The disclosure requirements in IFRS 16 have not been applied to comparative information.

The total commitment to non-cancellable lease payments is £27,780.

3 Profit and loss account information

The company's activities consist solely of the Company's principal activity in the UK.

The operating loss is stated after charging:

	31 December 2019 £	31 December 2018 £
Other short-term lease expense	44,449	38,315

Auditors remuneration of £2,700 (2018: £2,700) is borne by a fellow group company.

4 Staff numbers and costs

There were no employees during the year other than directors. All staff costs, including directors' costs, are paid by the parent company and recharged to the company via management charges. The Company was recharged £46,000 with respect to Directors' costs (2018: £46,000). This is considered to be equivalent to the amount attributable to the services provided by the directors to the Company.

5 Interest receivable and similar income

	31 December 2019 £	31 December 2018 £
Bank interest received	108,572	77,839

Notes (continued)

6 Taxation

Total tax charge recognised in the profit and loss account

	31 December 2019 £	31 December 2018 £
Current tax		
Current tax on income for the period	1,910	(294)
Adjustments in respect of prior periods	(1,910)	294
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences	-	-
Total deferred tax (see note 10)	-	-
Total tax charge	-	-

Reconciliation of effective tax rate

	31 December 2019 £	31 December 2018 (restated – note 15) £
Profit for the year	5,427	51,970
Total tax charge	-	-
Profit before taxation	5,427	51,970
Tax using the UK corporation tax rate of 19% (2018: 19%)	1,031	9,874
Effects of:		
Expenses not deductible for tax purposes	279	194
Group relief surrendered/(claimed)	718	(10,362)
Adjustments in respect of prior periods	(1,910)	294
Capital allowances	(118)	-
Total tax charge included in the profit or loss	-	-

Changes affecting the future tax charge

Reductions in the UK corporation tax rate from 19% to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020

Notes (continued)

7 Tangible fixed assets

	Fixtures and Fittings £
<i>Cost</i>	
At 31 December 2018 and 31 December 2019	9,707
<i>Depreciation</i>	
At 31 December 2018	9,707
Charge for year	-
At 31 December 2019	9,707
<i>Net book value</i>	
At 31 December 2019	-
At 31 December 2018	-

8 Debtors

	31 December 2019 £	31 December 2018 (restated – note 15) £
Trade debtors	17,407	21,093
Prepayments	74,009	64,806
Accrued income	186,788	125,388
Amounts owed by group undertakings	440,582	-
	718,786	211,287

Amounts owed by group undertakings are receivable on demand and do not attract interest.

9 Creditors: amounts falling due within one year

	31 December 2019 £	31 December 2018 (restated – note 15) £
Trade creditors	9,550	42,137
Amounts owed to group undertakings	525,025	555,579
Social security and other taxes	54,248	45,951
Deferred income	217,358	120,294
Accruals	221,049	186,836
	1,027,230	950,797

Amounts owed to group undertakings are repayable on demand and do not attract interest.

Notes (continued)

10 Deferred tax, assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities		Net	
	31 December	31 December	31 December	31 December	31 December	31 December
	2019	2018	2019	2018	2019	2018
	£	£	£	£	£	£
Accelerated capital allowances	539	658	-	-	539	658
Tax assets / (liabilities)	539	658	-	-	539	658

Of the above deferred tax assets £539 (2018: £658) has not been recognised due to uncertainty over future recovery.

11 Called up share capital

Allotted, issued and fully paid:

Number	Class:	Nominal value:	31 December	31 December
			2019	2018
			£	£
15,999	Ordinary A	£1	15,999	15,999
1	Ordinary B	£1	1	1
			16,000	16,000

Both class of share carry voting rights. There are no restrictions on the distribution of dividends or the repayment of capital on either class of share.

12 Contingencies

The company has provided a guarantee against the bank loans of The SimplyBiz Group plc, the ultimate parent company. The total amount outstanding at 31 December 2019 amounted to £38,000,000 (2018: £7,500,000).

13 Related party disclosures

The company has taken advantage of the exemption within FRS 101 and therefore not disclosed details of transactions with fellow companies within the group headed by The SimplyBiz Group plc.

14 Ultimate parent company

The company's immediate parent undertaking is Simply Biz Limited.

The company's ultimate parent undertaking is The SimplyBiz Group plc. These are the only consolidated set of financial statements which include the results of the company and are available from the company's registered office.

In the opinion of the directors, the ultimate controlling party is The SimplyBiz Group plc (formerly The SimplyBiz Group Limited).

Notes (continued)

15 Prior year restatement

Revenue and cost recognition

During the period, the Company amended its method of accounting for revenue, to comply with IFRS 15, changing the period over which probate services revenue is recognised and the milestones against which it is recognised. This led to a restatement of the opening balance sheet and prior year revenue with an associated impact on cost which is recognised on a consistent basis.

The restatement led to a reduction in the reserves and net assets recognised at 1 January 2018 of £75,110 as revenue and associated costs were moved from the year ending 31 December 2017 to 31 December 2018. Revenue and costs were also restated in respect of the year ending 31 December 2018 with a net cumulative reduction in reserves and net assets impact of £136,083. The impact by line item is detailed below.

	Previously reported at 31 Dec 2018 £	Restatement £	Restated balance at 31 Dec 2018 £
Turnover	1,335,070	(81,938)	1,253,132
Administrative expenses	(1,299,966)	20,965	(1,279,001)
Operating profit / (loss)	35,104	(60,973)	(25,869)
Other interest receivable and similar income	77,839	-	77,839
Profit before taxation	112,943	(60,973)	51,970
Taxation on profit on ordinary taxation	-	-	-
Profit for the financial year	112,943	(60,973)	51,970
Fixed assets			
Tangible assets	-	-	-
Current assets			
Debtors	319,476	(108,189)	211,287
Cash and cash equivalents	804,699	-	804,699
	1,124,175	(108,189)	1,015,986
Creditors: amounts falling due within one year	(922,903)	(27,894)	(950,797)
Net current assets and net assets	201,272	(136,083)	65,189
Capital and reserves			
Called up share capital	16,000	-	16,000
Share premium	172,981	-	172,981
Profit and loss account	12,291	(136,083)	(123,792)
Shareholders' funds	201,272	(136,083)	65,189