

Love Energy Savings.com Limited

Registered number: 06322305

Annual report and financial statements

For the year ended 31 December 2019

COMPANY INFORMATION

Directors	P Foster S Evans (appointed 10 August 2019) P Windass (appointed 10 August 2019)
Registered number	06322305
Registered office	Unit 2 Springfield Court Summerfield Road Bolton BL3 2NT
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor One St Peter's Square Manchester M2 3DE

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**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

Introduction

The Directors have pleasure in presenting their report and the financial statements for the year ended 31 December 2019.

Business review

In September 2018 LDC (Managers) Limited invested in the group now headed by Seahawk Bidco Limited to support the continued development and growth of the company as a market leader in energy services. The investment has provided the group with long term capital to further invest in its people, customer facing technology and expand its market reach into new channels such as digital.

The Group operates an energy comparison and procurement service for UK businesses to help them make smarter choices around their energy bills and usage.

Love Energy Savings continues to be recognised as one of the most trusted comparison businesses and has significantly grown its customer base through online and offline activity.

Operating profit increased to £3,030,556 (2018: £1,955,533) by increasing contract volumes and revenues, utilising inhouse tech capability to improve operating efficiencies, growing the talent pool, maintaining a five-star review score on Trustpilot and capitalising on the online position. Gross margins have improved from 30.7% to 32.3% although the Company continues to invest in its staff base to deliver business growth.

Other achievements in the year were:

1. Improving its customer facing tech platform to procure, onboard and manage its customers
2. Improving its operational structures to operate in harmony and efficiently
3. Consolidation of its exceptional employee brand with third party accreditation

At the end of the financial year the Company had net assets of £6,461,696 (2018: £3,812,749) with the growth reflective of the result for the year.

Principal risks and uncertainties

The key inherent industry risks that the Group faces are competition, market operating change and staff retention. The Group actively monitors such risks through regular business performance reviews. The Group strives to provide exceptional service to its customers and staff with a continual focus on communication and an easy to do business attitude. Changes in the market operating environment are monitored closely by internal compliance teams and tight relationships with its supplier panel. The Group has strong relationships with staff and provides ongoing training, development, support and recognition.

The directors of Love Energy continue to monitor the impact of COVID19 on the business and its key risks and business performance metrics. At present the directors are not aware of any material impact on the performance of the business due to COVID19, however they continue to monitor business performance and the potential risks COVID19 and impact on the business on an ongoing basis.

Brexit

The Group and its customers are UK based therefore the impact of Brexit is not expected to be significant although it's under continued review as events progress.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Financial key performance indicators

The Company continually reviews its main KPIs in real time via an internal management information dashboard. More formal reviews take place on a weekly basis and management consider the following as the key drivers:

- EBITDA
- Revenue
- Revenue per customer / Margin per enquiry
- Customer numbers
- Supplier live rates
- Customer trust score
- Cashflow headroom
- Staff productivity

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

P Foster
Director

Date: 2 September 2020

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

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

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

Results and dividends

The profit for the year, after taxation, amounted to £2,757,369 (2018 - £2,313,580).

The directors have not proposed a dividend (2019: Nil).

Research and Development

The company is engaged in research and development activities as part of its trade.

Directors

The directors who served during the year were:

P Foster

C Todd (resigned 30 June 2019)

S Evans (appointed 10 August 2019)

P Windass (appointed 10 August 2019)

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Future developments

The Group is set for significant growth over the coming years by continuing to offer a competitive pricing strategy to new and existing customers. There will be a greater focus to mature the market towards self-service and create a further savings ecosystem with additional products and services whilst operating with a tightly controlled cost based to enhance value for customers and margins.

Disclosure of information to auditor

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

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

Post balance sheet events

The directors of Love Energy continue to monitor the impact of COVID19 on the business and its key risks and business performance metrics. At present the directors are not aware of any material impact on the performance of the business due to COVID19, however they continue to monitor business performance and the potential risks COVID19 and impact on the business on an ongoing basis

Auditor

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

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

P Foster

Director

Date: 2 September 2020

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LOVE ENERGY SAVINGS.COM LIMITED

Opinion

We have audited the financial statements of Love Energy Savings.com Limited (the 'Company') for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Impact of the outbreak of COVID-19 on the financial statements

In forming our opinion on the Company financial statements, which is not modified, we draw your attention to the directors' view on the impact of the COVID-19 as disclosed on page 1, and the consideration in the going concern basis of preparation on page 12 and non-adjusting post balance sheet events on page 4.

Since the balance sheet date there has been a global pandemic from the outbreak of COVID-19, the potential impact of COVID-19 became significant in March 2020 and is causing widespread disruption to normal patterns of business activity across the world, including the UK.

The full impact following the recent emergence of the COVID-19 is still unknown. It is therefore not currently possible to evaluate all the potential implications to the Company and Company's trade, customers, suppliers and the wider economy.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LOVE ENERGY SAVINGS.COM LIMITED

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LOVE ENERGY SAVINGS.COM LIMITED

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

Use of the audit report

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

Neil Barton (Senior statutory auditor)

for and on behalf of

Mazars LLP

Chartered Accountants and Statutory Auditor

One St Peter's Square

Manchester
M2 3DE

2 September 2020

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Turnover	4	29,857,884	25,755,669
Cost of sales		(20,207,999)	(17,859,421)
Gross profit		<u>9,649,885</u>	<u>7,896,248</u>
Administrative expenses		(6,619,329)	(5,930,014)
Operating profit	5	<u>3,030,556</u>	<u>1,966,234</u>
Interest payable and similar charges	9	(4,609)	(10,701)
Profit before tax		<u>3,025,947</u>	<u>1,955,533</u>
Tax on profit	10	(268,578)	358,047
Profit for the financial year		<u><u>2,757,369</u></u>	<u><u>2,313,580</u></u>

There was no other comprehensive income for 2019 (2018:£NIL).

The notes on pages 11 to 24 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Intangible assets	11	105,632	-
Tangible assets	12	39,047	28,539
		<u>144,679</u>	<u>28,539</u>
Current assets			
Debtors: amounts falling due after more than one year	13	8,018,631	9,301,848
Debtors: amounts falling due within one year	13	16,768,829	10,535,686
Cash at bank and in hand	14	1,219,954	766,218
		<u>26,007,414</u>	<u>20,603,752</u>
Creditors: amounts falling due within one year	15	(15,151,629)	(12,500,261)
Net current assets		<u>10,855,785</u>	<u>8,103,491</u>
Total assets less current liabilities		<u>11,000,464</u>	<u>8,132,030</u>
Creditors: amounts falling due after more than one year	16	(4,426,278)	(4,319,281)
Provisions for liabilities			
Deferred tax	17	(4,068)	-
		<u>(4,068)</u>	<u>-</u>
Net assets		<u><u>6,570,118</u></u>	<u><u>3,812,749</u></u>
Capital and reserves			
Called up share capital	18	95	95
Profit and loss account	19	6,570,023	3,812,654
		<u><u>6,570,118</u></u>	<u><u>3,812,749</u></u>

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

P Foster
Director

Date: 2 September 2020

The notes on pages 11 to 25 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2018	95	1,499,074	1,499,169
Comprehensive income for the year			
Profit for the year	-	2,313,580	2,313,580
At 1 January 2019	95	3,812,654	3,812,749
Comprehensive income for the year			
Profit for the year	-	2,757,369	2,757,369
At 31 December 2019	<u>95</u>	<u>6,570,023</u>	<u>6,570,118</u>

The notes on pages 11 to 24 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

1. General information

Love Energy Savings.com Limited ('the Company') is a private company, limited by shares, incorporated in the United Kingdom and registered in England. The address of its registered office and principal place of business is:

Unit 2 Springfield Court

Summerfield Road

Bolton

BL3 2NT

The principal activity of the Company is that of a commercial utilities intermediary.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The company has adopted the triennial review of FRS 102 effective for periods commencing 1 January 2019.

Information in respect of the differences from the previous accounting framework are detailed within note 25.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

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

This information is included in the consolidated financial statements of Seahawk Bidco Limited as at 31 December 2019 and these financial statements may be obtained from Unit 2 Springfield Court, Summerfield Road, Bolton, BL3 2NT.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.3 Going concern

These financial statements have been prepared on a going concern basis. The directors, having considered the financial position of the Company for a period of at least twelve months from the date of signing these financial statements, have no reason to believe that a material uncertainty exists that may cast doubt about the ability of the Company to continue as a going concern.

Accordingly the directors have a reasonable expectation that the Company will continue in operational existence and thus they adopt the going concern basis of accounting in preparing the financial statements.

Post year end the developments and circumstances around COVID 19 have been assessed by the directors. Due to the fact that the business continues to deliver its services remotely and that turnover is wholly derived from public bodies who follow Cabinet Office Procurement Policy note – Supplier relief due to COVID-19 PPN 02/20, which has directed public bodies to continue to fund suppliers at pre COVID 19 levels until at least the 30th of June 2020, then the directors believe there to be no adverse impact to Turnover in the foreseeable future and therefore no adverse financial impact to going concern. Models have been run and the Company is forecast to have sufficient funds and cost flexibility to manage through worst case scenarios for at least 12 months.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.6 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.7 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.8 Pensions

Defined contribution pension plan

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

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.9 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.10 Intangible assets

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

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

2.11 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.11 Tangible fixed assets (continued)

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.

Depreciation is provided on the following basis:

Fixtures & fittings	-	33%	on cost
Office equipment	-	33%	on cost

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.

2.12 Debtors

Trade debtors that are receivable within one year and do not constitute a financing transaction are measured at transaction price, less any impairment.

2.13 Cash and cash equivalents

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

2.14 Creditors

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

2.15 Provisions for liabilities

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

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the 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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.16 Financial instruments

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

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

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.

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

The key assumptions concerning the future, and other key sources of estimation uncertainty, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Estimating the value of services delivered

The Company recognises a provision against revenue for signed customer contracts that are ultimately not delivered due to the energy provider being unable to complete the switching process. This estimate is reviewed and updated monthly.

The Company also estimates the proportion of sales which may be clawed back at the end of the contract, reflecting amounts not entitled to be invoiced and this estimate is reviewed at least annually against actual.

4. Turnover

All turnover arose within the United Kingdom and is attributable to the Company's principal activity.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

5. Operating profit

The operating profit is stated after charging:

	2019	2018
	£	£
Research and development charged as an expense	-	82,049
Depreciation of tangible fixed assets	22,859	44,003
Amortisation of intangible assets	49,572	-
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	20,000	33,350
Operating lease rentals (note 21)	148,793	161,679
Defined contribution pension cost	<u>115,457</u>	<u>62,886</u>

6. Auditor's remuneration

	2019	2018
	£	£
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	<u>20,000</u>	<u>17,250</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

7. Employees

Staff costs, including directors' remuneration, were as follows:

	2019	2018
	£	£
Wages and salaries	7,272,603	7,355,736
Social security costs	714,344	675,148
Cost of defined contribution scheme	115,457	62,886
	<u>8,102,404</u>	<u>8,093,770</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2019	2018
	No.	No.
Office and admin staff	<u>253</u>	<u>249</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

8. Directors' remuneration

	2019	2018
	£	£
Directors' emoluments	277,500	294,714
Company contributions to defined contribution pension schemes	2,285	1,494
	<u>279,785</u>	<u>296,208</u>

During the year retirement benefits were accruing to 3 directors (2018 - 3) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £186,586 (2018 - £173,333).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £1,188 (2018 - £703).

9. Interest payable and similar expenses

	2019	2018
	£	£
Bank interest and similar charges	<u>4,609</u>	<u>10,701</u>

10. Taxation

	2019	2018
	£	£
Corporation tax		
Adjustments in respect of previous periods	(85,752)	-
Total current tax	<u>(85,752)</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	366,080	(358,047)
Adjustments in respect of previous periods	26,356	-
Effect of tax rate change on opening balance	(38,106)	-
Total deferred tax	<u>354,330</u>	<u>(358,047)</u>
Taxation on profit/(loss) on ordinary activities	<u>268,578</u>	<u>(358,047)</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	<u>3,025,947</u>	<u>1,955,533</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	574,930	371,551
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	407	407
Group relief surrendered/(claimed)	(170,972)	-
Adjustments to tax charge in respect of prior periods	(85,752)	-
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	(38,285)	-
Adjustments to tax charge in respect of previous periods - deferred tax	26,357	-
Adjust opening deferred tax to average rate of 19.00%	(38,107)	-
Changes in provisions leading to an increase (decrease) in the tax charge	-	42,124
Share scheme deduction	-	(772,129)
Total tax charge for the year	<u>268,578</u>	<u>(358,047)</u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

11. Intangible assets

	Development expenditure £
Cost	
Additions	155,204
At 31 December 2019	155,204
Amortisation	
Charge for the year on owned assets	49,572
At 31 December 2019	49,572
Net book value	
At 31 December 2019	105,632
At 31 December 2018	-

12. Tangible fixed assets

	Fixtures & fittings £	Office equipment £	Total £
Cost			
At 1 January 2019	15,813	118,778	134,591
Additions	20,826	12,541	33,367
At 31 December 2019	36,639	131,319	167,958
Depreciation			
At 1 January 2019	11,143	94,909	106,052
Charge for the year on owned assets	4,729	18,130	22,859
At 31 December 2019	15,872	113,039	128,911
Net book value			
At 31 December 2019	20,767	18,280	39,047
At 31 December 2018	4,670	23,869	28,539

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

13. Debtors

	2019 £	2018 £
Due after more than one year		
Prepayments and accrued income	<u>8,018,631</u>	<u>9,301,848</u>
	2019 £	2018 £
Due within one year		
Trade debtors	1,950,987	1,265,417
Other debtors	91,390	5,710
Prepayments and accrued income	14,726,452	8,914,297
Deferred taxation	-	350,262
	<u>16,768,829</u>	<u>10,535,686</u>

14. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	<u>1,219,954</u>	<u>766,218</u>

15. Creditors: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	1,351,866	1,611,025
Amounts owed to group undertakings	3,801,997	4,555,583
Other taxation and social security	1,080,812	808,808
Other creditors	76,301	72,534
Accruals and deferred income	8,840,653	5,452,311
	<u>15,151,629</u>	<u>12,500,261</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

	2019	2018
	£	£
Accruals and deferred income	<u>4,426,278</u>	<u>4,319,281</u>

17. Deferred taxation

	2019	2018
	£	£
At beginning of year	350,262	(7,785)
Charged to the profit or loss	(354,330)	358,047
At end of year	<u>(4,068)</u>	<u>350,262</u>

The deferred taxation balance is made up as follows:

	2019	2018
	£	£
Accelerated capital allowances	(4,068)	(1,262)
Tax losses carried forward	-	351,524
	<u>(4,068)</u>	<u>350,262</u>

18. Share capital

	2019	2018
	£	£
Allotted, called up and fully paid		
9,500 (2018 - 9,500) ordinary shares of £0.01 each	<u>95</u>	<u>95</u>

The Company has one class of ordinary shares which carry the right to vote and receive dividends.

19. Reserves

Profit & loss account

This reserve represents cumulative profits and losses.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

20. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £115,457 (2018: £62,886). Contributions totalling £26,842 (2018: £16,009) were payable to the fund at the balance sheet date.

21. Commitments under operating leases

At 31 December 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Not later than 1 year	218,138	190,400
Later than 1 year and not later than 5 years	169,473	319,554
Later than 5 years	52,900	79,350
	<u>440,511</u>	<u>589,304</u>

22. Related party transactions

During the year the Company incurred costs of £100,000 (2018: £19,495) relating to monitoring fees from a related party by virtue of being a shareholder in the ultimate controlling party. The balance outstanding at the year end was £nil (2018: £nil).

During the year the Company paid £2,312 (2018: £3,125) for consultancy fees to a related party by virtue of a common director. At the year end, the company owed £262 (2018: £nil) to the related party.

During the year the Company incurred costs of £nil (2018: £167,787) relating to the rent of their office space from a related party by virtue of a common director.

The Company has taken advantage of the exemption conferred by FRS 102 Section 33 not to disclose transactions with members of the group headed by Love Saving Group Limited on the grounds that 100% of the voting rights in the Company are controlled within that group and the Company's results are included in consolidated financial statements.

23. Post balance sheet events

Post year end the developments and circumstances around COVID 19 have been identified as a significant but non-adjusting event that would affect the Company. Due to the uncertainties surrounding the potential implications to the Company, no estimate can be made at this time as to the financial effect thereof, however the impact of this on the entities ability to continue as a going concern has been included within note 2.3.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

24. Controlling party

The Company's immediate parent undertaking, and immediate controlling party by virtue of their ownership of the Company's issued shares is Sandown Holdings Limited, a Company registered in England and Wales.

The Company has no ultimate controlling party with majority voting control.

The largest and smallest group into which the Company is consolidated is that of Seahawk Bidco Limited and the consolidated accounts of Seahawk Bidco Limited may be obtained from The Registrar of Companies, Crown Way, Cardiff, CF14 3UZ.

25. Adoption of the triennial review of FRS 102

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

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