

Cell Therapy Limited
Financial Statements
for the Year Ended 31 March 2022

Grenfell James Audit LLP, Statutory Auditor
13 The Courtyard
Timothy's Bridge Road
Stratford Upon Avon
Warwickshire
CV37 9NP

**Contents of the Financial Statements
for the year ended 31 March 2022**

	Page
Company Information	1
Statement of Financial Position	2 to 3
Notes to the Financial Statements	4 to 9

Cell Therapy Limited

**Company Information
for the year ended 31 March 2022**

DIRECTORS:

Celixir Limited
Mr A T Reginald

REGISTERED OFFICE:

Celixir House, Stratford-upon-Avon
Business & Technology Park
Innovation Way
Stratford-upon-Avon
Warwickshire
CV37 7GZ

REGISTERED NUMBER:

06970743 (England and Wales)

AUDITORS:

Grenfell James Audit LLP, Statutory Auditor
13 The Courtyard
Timothy's Bridge Road
Stratford Upon Avon
Warwickshire
CV37 9NP

Statement of Financial Position
31 March 2022

	Notes	2022 £	£	2021 £	£
FIXED ASSETS					
Intangible assets	4		726,808		714,004
Property, plant and equipment	5		12,113		21,620
Investments	6		<u>8,113</u>		<u>8,113</u>
			747,034		743,737
CURRENT ASSETS					
Debtors	7	1,321,901		2,039,248	
Cash at bank and in hand		<u>263,058</u>		<u>720,378</u>	
		1,584,959		2,759,626	
CREDITORS					
Amounts falling due within one year	8	<u>4,090,669</u>		<u>4,285,563</u>	
NET CURRENT LIABILITIES			<u>(2,505,710)</u>		<u>(1,525,937)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			(1,758,676)		(782,200)
CREDITORS					
Amounts falling due after more than one year	9		(8,333,333)		(8,958,333)
PROVISIONS FOR LIABILITIES			-		(85,000)
NET LIABILITIES			<u>(10,092,009)</u>		<u>(9,825,533)</u>
CAPITAL AND RESERVES					
Called up share capital			19,964		19,964
Share premium			10,454,868		10,454,868
Capital contribution reserve			1,442,528		1,303,865
Retained earnings			<u>(22,009,369)</u>		<u>(21,604,230)</u>
			<u>(10,092,009)</u>		<u>(9,825,533)</u>

Statement of Financial Position - continued
31 March 2022

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors and authorised for issue on 10 June 2022 and were signed on its behalf by:

Mr A T Reginald - Director

**Notes to the Financial Statements
for the year ended 31 March 2022**

1. STATUTORY INFORMATION

Cell Therapy Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Revenue is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

**Notes to the Financial Statements - continued
for the year ended 31 March 2022**

2. ACCOUNTING POLICIES - continued

Intangible assets

Intangible assets represent costs relating to the Company's patent and trademark applications, specialist software and intangible assets identified in respect of acquired businesses in accordance with FRS 102.

Costs associated with patent applications, provided the patent is expected to be granted in due course, are carried at cost until the first patent in the respective patent family is granted. The costs are then amortised on a straight-line basis over the period to patent expiry. If it becomes likely that a patent will not be granted, a patent is abandoned or an application is rejected, the costs associated with that patent will be fully impaired immediately.

Costs associated with software are carried at cost and amortised over a period of 2-5 years. Expenditure on research activities is recognised in the statement of comprehensive income as an expense as incurred.

Expenditure on development activities is capitalised if the product or process is technically and commercially feasible; the Company intends and has the technical ability and sufficient resources to complete development; future economic benefits are probable and if the expenditure attributable to the intangible asset during its development can be reliably measured.

Development activities involve a plan or design for the production of new or substantially improved products or processes. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads and capitalised borrowing costs. Other development expenditure is expensed as incurred.

Amortisation

Amortisation is charged to the statement of comprehensive income on a straight-line basis over the estimated useful lives of the Company's intangible assets.

Impairment of non-financial assets

The carrying amounts of non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated.

The recoverable amount of an asset is the greater of its value in use and its fair value less costs of disposal. If the carrying amount of an asset exceeds its estimated recoverable amount an impairment loss is recognised and expensed.

Tangible fixed assets

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to the statement of comprehensive income on a straight-line basis over the estimated useful life of each asset on the following bases:

Office and laboratory equipment 2 - 5 years
Motor vehicles Up to 3 years (with appropriate residual values)
Laboratory equipment 2 - 5 years
Leasehold improvements 2 - 5 years
Fixtures and fittings 3 years

Depreciation methods, useful lives and residual values are reviewed at each statement of financial position date.

**Notes to the Financial Statements - continued
for the year ended 31 March 2022**

2. ACCOUNTING POLICIES - continued

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

Financial instruments

Classification of financial instruments issued by the Company

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

a) they include no contractual obligations on 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

b) 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 exchanging a fixed amount of cash or other financial asset for a fixed number of its own equity instruments.

To the extent that this definition is not met, the financial investment is classified as a financial liability. Where the financial liability is in the 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.

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.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

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.

Research and development

Expenditure on research and development is written off in the year in which it is incurred.

**Notes to the Financial Statements - continued
for the year ended 31 March 2022**

2. ACCOUNTING POLICIES - continued

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

Share-based payments

The parent company, Celixir limited, issues equity settled share options to certain employees of the Group, and the Company. Full details of the scheme are set out in the financial statements of Celixir limited. The Black-Scholes option model is used to estimate the fair value of each option at date of grant. The fair value relating to Company employees participating in the scheme is expensed on a straight-line basis over the vesting period, based on the parent company's estimate of the shares that will eventually vest.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 6 (2021 - 11) .

4. INTANGIBLE FIXED ASSETS

	Patents and licences £	Computer software £	Totals £
COST			
At 1 April 2021	1,400,554	4,853	1,405,407
Additions	94,973	-	94,973
At 31 March 2022	<u>1,495,527</u>	<u>4,853</u>	<u>1,500,380</u>
AMORTISATION			
At 1 April 2021	686,550	4,853	691,403
Amortisation for year	60,083	-	60,083
Impairments	22,086	-	22,086
At 31 March 2022	<u>768,719</u>	<u>4,853</u>	<u>773,572</u>
NET BOOK VALUE			
At 31 March 2022	<u>726,808</u>	<u>-</u>	<u>726,808</u>
At 31 March 2021	<u>714,004</u>	<u>-</u>	<u>714,004</u>

Notes to the Financial Statements - continued
for the year ended 31 March 2022

5. **PROPERTY, PLANT AND EQUIPMENT**

	Leasehold improvements £	Fixtures and fittings £	Office and laboratory equipment £	Totals £
COST				
At 1 April 2021 and 31 March 2022	<u>501,563</u>	<u>14,423</u>	<u>345,200</u>	<u>861,186</u>
DEPRECIATION				
At 1 April 2021	498,686	14,309	326,571	839,566
Charge for year	<u>2,272</u>	<u>114</u>	<u>7,121</u>	<u>9,507</u>
At 31 March 2022	<u>500,958</u>	<u>14,423</u>	<u>333,692</u>	<u>849,073</u>
NET BOOK VALUE				
At 31 March 2022	<u>605</u>	<u>-</u>	<u>11,508</u>	<u>12,113</u>
At 31 March 2021	<u>2,877</u>	<u>114</u>	<u>18,629</u>	<u>21,620</u>

6. **FIXED ASSET INVESTMENTS**

	Shares in group undertakings £
COST	
At 1 April 2021 and 31 March 2022	<u>8,113</u>
NET BOOK VALUE	
At 31 March 2022	<u>8,113</u>
At 31 March 2021	<u>8,113</u>

7. **DEBTORS**

	2022 £	2021 £
Amounts falling due within one year:		
Trade debtors	64,806	-
Amounts owed by group undertakings	911,863	889,276
Other debtors	<u>345,232</u>	<u>394,600</u>
	<u>1,321,901</u>	<u>1,283,876</u>

**Notes to the Financial Statements - continued
for the year ended 31 March 2022**

7. DEBTORS - continued

	2022 £	2021 £
Amounts falling due after more than one year: Amounts owed by group undertakings	-	755,372
Aggregate amounts	1,321,901	2,039,248

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Trade creditors	101,985	151,210
Amounts owed to group undertakings	3,213,450	3,311,776
Taxation and social security	8,897	16,545
Other creditors	766,337	806,032
	4,090,669	4,285,563

9. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2022 £	2021 £
Other creditors	8,333,333	8,958,333

10. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2022 £	2021 £
Within one year	41,250	165,000
Between one and five years	-	41,250
	41,250	206,250

11. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006

The Report of the Auditors was unqualified.

Edward Grenfell James (Senior Statutory Auditor)
for and on behalf of Grenfell James Audit LLP, Statutory Auditor

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.