

SELBEY ANDERSON LTD
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

SELBEY ANDERSON LTD

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SELBEY ANDERSON LTD

COMPANY INFORMATION

Directors	D Hawes-Fairley H Lindner C Ogden S Quarendon T Chawner (appointed 3 March 2021)
Company secretary	M Carlton
Registered number	11151713
Registered office	87 Turnmill Street London EC1M 5QU
Accountants	Blick Rothenberg Limited Chartered Accountants Palladium House 1 - 4 Argyll Street London W1F 7LD

SELBEY ANDERSON LTD**BALANCE SHEET
AS AT 31 DECEMBER 2020**

	Note	2020 £	2019 £
Fixed assets			
Tangible assets	4	19,530	11,836
Investments	5	9,743,976	4,425,054
		<u>9,763,506</u>	<u>4,436,890</u>
Current assets			
Debtors: amounts falling due within one year	6	379,180	320,673
Cash at bank and in hand		992,400	148,297
		<u>1,371,580</u>	<u>468,970</u>
Creditors: amounts falling due within one year	7	(4,565,440)	(2,285,547)
Net current liabilities		<u>(3,193,860)</u>	<u>(1,816,577)</u>
Total assets less current liabilities		<u>6,569,646</u>	<u>2,620,313</u>
Creditors: amounts falling due after more than one year	8	(2,353,536)	(745,994)
Net assets		<u><u>4,216,110</u></u>	<u><u>1,874,319</u></u>
Capital and reserves			
Called up share capital	9	7,202	7,202
Share premium account		2,992,800	2,992,800
Other reserves		3,000,000	-
Profit and loss account		(1,783,892)	(1,125,683)
Total equity		<u><u>4,216,110</u></u>	<u><u>1,874,319</u></u>

SELBEY ANDERSON LTD

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2020

The directors consider that the company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime within Part 15 of the Companies Act 2006 and in accordance with Section 1A of Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime. The profit and loss account and the directors' report have not been filed.

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

S Quarendon
Director

Date: 29 September 2021

The notes on pages 4 to 13 form part of these financial statements.

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. General information

Selbey Anderson Ltd is a private company limited by shares incorporated in England and Wales. Its registered office is 87 Turnmill Street, London, England, EC1M 5QU.

The financial statements are presented in Sterling (£). Monetary amounts in these financial statements are rounded to the nearest £.

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 Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The company, and the group headed by it, qualify as small as set out in section 383 of the Companies Act 2006 and the parent and group are considered eligible for the exemption to prepare consolidated accounts.

2.3 Going concern

The World Health Organization declared the Coronavirus (COVID-19) outbreak a pandemic on 11 March 2020. The pandemic and measures to control its human impact have resulted in disruptions to economic activity and business operations worldwide. This could potentially have an impact on the company, depending on factors such as the duration and continued spread of the pandemic, the level of restrictions and advisories from governments around the world and the effects on the economy overall. The scale and duration of the pandemic and the impact on the company, its customers and suppliers remains uncertain and it may ultimately impact the company's activities, cash-flows and financial condition.

Notwithstanding this, the directors are satisfied that based on trading and cash-flow forecasts and the ongoing financial support offered by its shareholders, the company has sufficient facilities available to fund its working capital requirements for a period of at least twelve months from the date of approval of these financial statements. The directors believe that the assumptions underlying the company's forecasts are reasonable and accordingly they continue to adopt the going concern basis of accounting.

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is Sterling (£).

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'administrative expenses'.

2.5 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.

2.6 Operating leases: the company as lessee

Rentals paid under operating leases are charged to profit or loss 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, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.8 Finance costs

Finance costs are charged to profit or loss 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.

2.9 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 profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

2.10 Financial instruments

The company has elected to apply Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets and financial liabilities are recognised when the company becomes party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

The company's policies for its major classes of financial assets and financial liabilities are set out below.

Financial assets

Basic financial assets, including trade and other debtors, cash and bank balances, intercompany working capital balances, and intercompany financing are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Such assets are subsequently carried at amortised cost using the effective interest method, less any impairment.

2. Accounting policies (continued)

Financial instruments (continued)

Financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Impairment of financial assets

Financial assets 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 profit and loss account.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between the asset's carrying amount and the best estimate of the amount the company would receive for the asset if it were to be sold at the reporting date.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If the financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets and financial liabilities

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

Offsetting of financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.11 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares are shown in equity as a deduction, net of tax, from the proceeds.

2.12 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence.

2.13 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.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

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 and fittings	-	20%	reducing balance
Computer equipment	-	33%	straight-line

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 profit or loss.

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.14 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.15 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.16 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.

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.17 Taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the profit and loss account, 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.

Current tax is the amount of income tax payable in respect of taxable profit for the year or prior years.

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

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences 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 balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet 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 balance sheet date.

3. Employees

The average monthly number of employees, including directors, during the year was 4 (2019 - 3).

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

4. Tangible fixed assets

	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
Cost				
At 1 January 2020	10,531	-	2,592	13,123
Additions	9,552	1,742	-	11,294
At 31 December 2020	20,083	1,742	2,592	24,417
Depreciation				
At 1 January 2020	981	-	306	1,287
Charge for the year on owned assets	2,648	97	855	3,600
At 31 December 2020	3,629	97	1,161	4,887
Net book value				
At 31 December 2020	16,454	1,645	1,431	19,530
At 31 December 2019	9,550	-	2,286	11,836

5. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 January 2020	4,425,054
Additions	5,318,922
At 31 December 2020	9,743,976

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

6. Debtors

	2020 £	2019 £
Trade debtors	-	112,834
Amounts owed by group undertakings	282,485	177,221
Other debtors	50,707	2,017
Prepayments and accrued income	45,988	28,601
	<u>379,180</u>	<u>320,673</u>

7. Creditors: Amounts falling due within one year

	2020 £	2019 £
Trade creditors	49,709	35,507
Amounts owed to group undertakings	3,390,861	1,140,760
Other taxation and social security	11,857	8,068
Other creditors	753,038	1,098,212
Accruals and deferred income	359,975	3,000
	<u>4,565,440</u>	<u>2,285,547</u>

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

	2020 £	2019 £
Other creditors	<u>2,353,536</u>	<u>745,994</u>

SELBEY ANDERSON LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

9. Share capital

	2020 £	2019 £
Shares classified as equity		
Allotted, called up and fully paid		
360,000 Ordinary 'A' shares of £0.01 each	3,600	3,600
360,000 Ordinary 'B' shares of £0.01 each	3,600	3,600
200 Ordinary 'C' shares of £0.01 each	2	2
	<u>7,202</u>	<u>7,202</u>

Ordinary A shares have equal voting rights with all other classes of share. The shares have rights to dividends pro-rata and pari-passu with all other classes of share. The shares have a right to a preferential distribution on a liquidation event (including a sale or winding up) after which they have the right to participate pro-rata and pari-passu in distributions with all other classes of share. The shares are not redeemable.

Ordinary B shares have equal voting rights with all other classes of share. The shares have rights to dividends pro-rata and pari-passu with all other classes of share. The shares have a right to a preferential distribution on a liquidation event (including a sale or winding up) after which they have the right to participate pro-rata and pari-passu in distributions with all other classes of share. The shares are not redeemable.

Ordinary C shares have equal voting rights with all other classes of share. The shares have rights to dividends pro-rata and pari-passu with all other classes of share. Subject to a preference payment first having been made to ordinary A and ordinary B shares on a liquidation event, the shares have a right to participate pro-rata and pari-passu in further capital distributions (including a sale or winding up). The shares are not redeemable.

10. Reserves

Other reserves

Other reserves comprise of a capital injection from the shareholders in accordance with the shareholders' agreement dated 3 December 2018.

11. Related party transactions

The company has taken advantage of the exemption contained in FRS 102 section 33 "Related Party Disclosures" from disclosing transactions with entities which are a wholly owned part of the group.

Included within amounts owed by group undertakings is an amount of £6,200 (2019: £nil) due from a non-wholly owned subsidiary. The balance is interest free, unsecured and repayable on demand.

Included within other debtors is an amount of £454 (2019: £2,015) owed by the directors. The balance is interest free, unsecured and repayable on demand.

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