

Company registration number 11661374 (England and Wales)

**SODAFLO LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**  
**PAGES FOR FILING WITH REGISTRAR**

**SODAFLO LIMITED**

**CONTENTS**

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	<b>Page</b>
Balance sheet	1
Notes to the financial statements	2 - 8

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# SODAFLO LIMITED

## BALANCE SHEET

AS AT 30 NOVEMBER 2022

		2022	2021
	Notes	£	£
<b>Fixed assets</b>			
Intangible assets	4	88,173	70,670
Tangible assets	5	6,066	7,583
Investments	6	8	-
		<u>94,247</u>	<u>78,253</u>
<b>Current assets</b>			
Debtors	7	117,303	116,054
Cash at bank and in hand		100,668	113,933
		<u>217,971</u>	<u>229,987</u>
<b>Creditors: amounts falling due within one year</b>	8	<u>(69,242)</u>	<u>(88,782)</u>
<b>Net current assets</b>		<u>148,729</u>	<u>141,205</u>
<b>Total assets less current liabilities</b>		<u>242,976</u>	<u>219,458</u>
<b>Creditors: amounts falling due after more than one year</b>	9	<u>(30,000)</u>	<u>(30,000)</u>
<b>Net assets</b>		<u><u>212,976</u></u>	<u><u>189,458</u></u>
<b>Capital and reserves</b>			
Called up share capital		18,664	16,270
Share premium account		1,283,588	809,980
Profit and loss reserves		(1,089,276)	(636,792)
<b>Total equity</b>		<u><u>212,976</u></u>	<u><u>189,458</u></u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 19 January 2023 and are signed on its behalf by:

I A Aldred  
Director

Company Registration No. 11661374

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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### **1 Accounting policies**

#### **Company information**

Sodaflo Limited is a private company limited by shares incorporated in England and Wales. The registered office is Cromwell House, The Lane, West Deeping, Peterborough, United Kingdom, PE6 9HS.

#### **1.1 Accounting convention**

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

#### **1.2 Going concern**

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The directors consider that the research and development project and market research is going well and therefore consider that the going concern basis remains appropriate.

#### **1.3 Research and development expenditure**

Research expenditure is written off against profits in the year in which it is incurred.

#### **1.4 Intangible fixed assets other than goodwill**

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Patents & licences	10 years straight line
Development costs	10 years straight line

#### **1.5 Tangible fixed assets**

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and equipment	5 years straight line
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 1 Accounting policies

(Continued)

#### 1.6 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

#### 1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### 1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 1 Accounting policies

(Continued)

#### 1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

##### **Basic financial assets**

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method 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. Financial assets classified as receivable within one year are not amortised.

##### **Classification of financial liabilities**

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.

##### **Basic financial liabilities**

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, 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. Financial liabilities classified as payable within one year are not amortised.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### 1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### 1.11 Taxation

The tax expense represents the sum of the tax currently payable or repayable and deferred tax.

##### **Current tax**

The tax currently payable or repayable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 1 Accounting policies

(Continued)

#### *Deferred tax*

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

#### 1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

#### 1.13 Share-based payments

The company operates an equity-settled share-based payment scheme. The company reflects the economic cost of awarding share options by recording an expense in profit or loss equal to the fair value of the benefit awarded. The expense is recognised over the vesting period of the award. A corresponding adjustment is made to equity. Where options lapse due to the conditions of the option agreement, any adjustment required is recognised immediately. An observable market price for the equity instruments is not available and therefore the expense is recognised only if directors consider where there is sufficient available evidence to provide a reliable estimate of fair value and that there is a reasonable expectation that the value will be realised.

#### 1.14 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 3 Employees

The average monthly number of persons employed by the company during the year (excluding directors) was:

	2022 Number	2021 Number
Total	3	1

### 4 Intangible fixed assets

	Other £
<b>Cost</b>	
At 1 December 2021	70,670
Additions	26,710
At 30 November 2022	97,380
<b>Amortisation and impairment</b>	
At 1 December 2021	-
Amortisation charged for the year	9,207
At 30 November 2022	9,207
<b>Carrying amount</b>	
At 30 November 2022	88,173
At 30 November 2021	70,670

### 5 Tangible fixed assets

	Plant and machinery etc £
<b>Cost</b>	
At 1 December 2021 and 30 November 2022	7,583
<b>Depreciation and impairment</b>	
At 1 December 2021	-
Depreciation charged in the year	1,517
At 30 November 2022	1,517
<b>Carrying amount</b>	
At 30 November 2022	6,066
At 30 November 2021	7,583



# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 6 Fixed asset investments

	2022 £	2021 £
Shares in group undertakings and participating interests	8	-

Sodaflo Limited has a 100% shareholding in Sodaflo Inc, a dormant company incorporated in the United States.

### Movements in fixed asset investments

	Shares in subsidiaries £
<b>Cost or valuation</b>	
At 1 December 2021	-
Additions	8
At 30 November 2022	8
<b>Carrying amount</b>	
At 30 November 2022	8
At 30 November 2021	-

### 7 Debtors

	2022 £	2021 £
<b>Amounts falling due within one year:</b>		
Corporation tax recoverable	109,429	101,328
Other debtors	7,874	14,726
	117,303	116,054

### 8 Creditors: amounts falling due within one year

	2022 £	2021 £
Trade creditors	6,355	23,268
Amounts owed to group undertakings	8	-
Taxation and social security	1,997	5,372
Other creditors	60,882	60,142
	69,242	88,782

# SODAFLO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

### 9 Creditors: amounts falling due after more than one year

	2022 £	2021 £
Other creditors	30,000	30,000

### 10 Share-based payment transactions

The company operates an equity-settled share-based payment scheme for the benefit of certain employees/suppliers. There were options outstanding over 290,186 shares at 30 November 2022 with an exercise price between £1.25 and £5.00 and with contractual lives ending between 2030 and 2032. Additional conditions are attached to some of the options.

During the year, the company has not recognised any share-based payment expense relating to these options in the accounts on the basis that the fair value cannot be calculated with certainty at this point in the company's life cycle.

### 11 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Mr Mark Jackson FCA DChA and the auditor was Azets Audit Services.

### 12 Related party transactions

#### Transactions with related parties

During the year the company had a number of transactions with its shareholder companies. The total of these transactions in the profit and loss account during the year are as follows:

	2022 £	2021 £
Administrative expenses	136,599	149,012

Included within creditors is an amount of £3,300 (2021: £2,040) due to shareholders.

### 13 Directors' transactions

Included within other creditors is an amount of £65,020 (2021: £65,020) due to I Aldred, a director and shareholder, of which £30,000 is due after more than one year (2021: £30,000).

### 14 Ultimate controlling party

No individual has a controlling interest in the company.

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.