

SP Market Limited

Unaudited Financial Statements
for the Year Ended 31 March 2018



SP Market Limited

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SP Market Limited

Company Information

Directors

Amit Dosani
Andrew Wolfson
Ben O'Brien
Daniel O'Neill

Registered office

C/O Xactima
Newton House
Northampton Science Park
Northampton
NN3 6LG

Accountants

Hawsons Chartered Accountants
Jubilee House
32 Duncan Close
Moulton Park
Northampton
NN3 6WL

SP Market Limited

(Registration number: 06845733)
Statement of Financial Position as at 31 March 2018

	Note	2018 £	2017 £
Non-Current Assets			
Investments	3	180,096	180,096
Current assets			
Trade and other receivables	4	3,107,125	2,206,629
Cash at bank and in hand		980	1,046
		<u>3,108,105</u>	<u>2,207,675</u>
Current liabilities	6	<u>(45,279)</u>	<u>(24,193)</u>
Net current assets		<u>3,062,826</u>	<u>2,183,482</u>
Total assets less current liabilities		3,242,922	2,363,578
Non-current liabilities	6	<u>(2,084,281)</u>	<u>(1,184,281)</u>
Net assets		<u>1,158,641</u>	<u>1,179,297</u>
Equity			
Called up share capital		131	131
Share premium reserve		1,279,877	1,279,877
Profit and loss account		<u>(121,367)</u>	<u>(100,711)</u>
Total equity		<u>1,158,641</u>	<u>1,179,297</u>

These annual accounts and reports have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the profit and loss account has been taken.

For the financial year ending 31 March 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved and authorised for issue by the Board and signed on its behalf by:



Ben O'Brien

Director

27 December 2018

SP Market Limited

Notes to the Financial Statements for the Year Ended 31 March 2018

1 Accounting policies

Summary of significant accounting policies and key accounting estimates

SP Market Limited is a company limited by shares incorporated in England within the United Kingdom. The address of the registered office is given in the company information on page 1 of these financial statements.

The financial statements are presented in sterling, which is the functional currency of the company.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention.

Going Concern

S P Market Limited currently has loans amounting to £2,084,281 that are repayable in more than one year. The company's ability to repay these loans will be dependent on the repayment of intercompany debt from the company's subsidiary Sourced Foods Trading Limited. Sourced Foods Trading Limited made a loss in the year to 31 March 2018 of £1,515,888 (2017: £1,156,192) and has net liabilities of £2,956,516 (2017: £1,440,628). The directors of the group have considered a plan to achieve a turnaround in Sourced Foods Trading Limited with a view to returning to a stronger financial footing and as such being able to repay the debt when it falls due. The directors therefore consider that the group is a going concern.

Investments

Fixed asset investments are stated at historical cost less provision for any diminution in value.

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Statement of Comprehensive Income over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the statement of comprehensive income.

SP Market Limited

Notes to the Financial Statements for the Year Ended 31 March 2018

2 Staff numbers

The average number of persons employed by the company (including directors) during the year, was as follows:

	2018 No.	2017 No.
Employees	<u>4</u>	<u>4</u>

3 Investments

	2018 £	2017 £
Investments in subsidiaries	<u>180,096</u>	<u>180,096</u>

Subsidiaries

Cost or valuation

At 1 April 2017 and at 31 March 2018

180,096

Carrying amount

At 31 March 2018

180,096

At 31 March 2017

180,096

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Holding	Proportion of voting rights and shares held	
		2018	2017
Subsidiary undertakings			
Sourced Foods Trading Limited	Ordinary	100%	100%
Sourced Foods Limited	Ordinary	100%	100%
Sourced Market Events Limited	Ordinary	100%	100%

The principal activity of Sourced Foods Trading Limited is retailing of food and beverages.

The principal activity of Sourced Foods Limited is retailing of food and wine.

The principal activity of Sourced Market Events Limited is event catering services.

The loss for the financial period of Sourced Foods Trading Limited was £1,515,888 and the aggregate amount of capital and reserves at the end of the period was £(2,956,516).

The loss for the financial period of Sourced Foods Limited was £570 and the aggregate amount of capital and reserves at the end of the period was £11,056.

The profit for the financial period of Sourced Market Events Limited was £33,280 and the aggregate amount of capital and reserves at the end of the period was £14,238.

SP Market Limited

Notes to the Financial Statements for the Year Ended 31 March 2018

4 Trade and other receivables

	Note	2018 £	2017 £
Amounts owed by group undertakings		2,987,112	2,086,616
Other receivables		<u>120,013</u>	<u>120,013</u>
		<u>3,107,125</u>	<u>2,206,629</u>

Included within amounts owed by group undertakings are loans to the company's subsidiary undertaking, Sourced Foods Trading Limited amounting to £2,111,000 (2017: £1,211,000). Interest was charged to Sourced Foods Trading Limited of £120,878 (2017: £70,919). In the year ended 31 March 2017, these loans were disclosed as being due in more than one year. Given that there are no formal terms surrounding the loans, they have been reclassified as falling due in less than one year.

5 Loans and borrowings

	2018 £	2017 £
Non-current loans and borrowings		
Other borrowings	<u>2,084,281</u>	<u>1,184,281</u>

Included within loans and borrowings are unsecured bonds of £934,281 which were issued in January 2016, and are repayable at par in January 2020. Interest is charged on these bonds at a rate of 8% per annum. There is a group cross guarantee in respect of the bonds between SP Market Limited, Sourced Foods Trading Limited, Sourced Foods Limited and Sourced Markets Events Limited.

Included within loans and borrowings are secured loan notes of £250,000 which were issued in March 2017 and are repayable in January 2020. Interest is charged on the loan notes at a rate of 10% per annum. The loans are secured with a floating charge over all the property or undertaking of the company.

Included within loans and borrowings are unsecured convertible loan facilities of £900,000 issued between October 2017 and January 2018, and are repayable in October 2022. Interest is charged on these facilities at a rate of 10% per annum.

6 Trade and other payables

	2018 £	2017 £
Due within one year		
Amounts owed to group undertakings	8,761	8,761
Other creditors	<u>36,518</u>	<u>15,432</u>
	<u>45,279</u>	<u>24,193</u>
Due after one year		
Loans and borrowings	<u>2,084,281</u>	<u>1,184,281</u>