

Company Registration No. 05230854 (England and Wales)

SALUNDA LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2018
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SALUNDA LIMITED

COMPANY INFORMATION

Directors	R Lyons A Finlay D Richardson I Broadhurst
Secretary	D Richardson
Company number	05230854
Registered office	6 Avonbury Business Park Howes Lane Bicester Oxfordshire OX26 2UA
Auditor	RSM UK Audit LLP Chartered Accountants Davidson House Forbury Square Reading Berkshire RG1 3EU

SALUNDA LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors are responsible for preparing 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 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.

SALUNDA LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 DECEMBER 2018**

	Notes	2018 £	£	2017 £	£
Fixed assets					
Intangible assets	7		381,311		298,644
Tangible assets	8		152,470		50,407
Investments	9		-		525
			<u>533,781</u>		<u>349,576</u>
Current assets					
Stocks			318,786		95,350
Debtors	4,10		1,917,102		439,109
Cash at bank and in hand			973,760		810,463
			<u>3,209,648</u>		<u>1,344,922</u>
Creditors: Amounts falling due within one year	11		<u>(381,385)</u>		<u>(140,353)</u>
Net Current Assets			<u>2,828,263</u>		<u>1,204,569</u>
Total Assets less Current liabilities			<u>3,362,044</u>		<u>1,554,145</u>
Provisions for liabilities	12		<u>(55,000)</u>		<u>(48,000)</u>
Net assets			<u>3,307,044</u>		<u>1,506,145</u>
Capital and reserves					
Called up share capital	14		526,534		397,757
Share premium account			9,594,036		7,972,457
Share option reserve			187,211		107,052
Profit and loss reserves			<u>(7,000,737)</u>		<u>(6,971,121)</u>
Total equity			<u>3,307,044</u>		<u>1,506,145</u>

These financial statements have been prepared 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 30th April 2019 and are signed on its behalf by:



A Finlay
Director

SALUNDA LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	Share capital £	Share premium account £	Share option reserve £	Profit and loss reserves £	Total £
Balance at 1 January 2017		397,757	7,972,457	34,943	(5,753,367)	2,651,790
Year ended 31 December 2017:						
Loss and total comprehensive income for the year		-	-	-	(1,217,754)	(1,217,754)
Issue of share capital		-	-	-	-	-
Credit to equity for equity settled share-based payments		-	-	72,109	-	72,109
Balance at 31 December 2017		397,757	7,972,457	107,052	(6,971,121)	1,506,145
Year ended 31 December 2018:						
Loss and total comprehensive income for the year		-	-	-	(29,616)	(29,616)
Issue of share capital	14	128,777	1,621,579	-	-	1,750,356
Credit to equity for equity settled share-based payments	5	-	-	80,159	-	80,159
Balance at 31 December 2018		526,534	9,594,036	187,211	(7,000,737)	3,307,044

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

Company information

Salunda Limited is a private company limited by shares incorporated in England and Wales. The registered office is 6 Avonbury Business Park, Howes Lane, Bicester, Oxfordshire, OX26 2UA.

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.

Going concern

The company made a loss for the year after tax of £29,616 (2017: £1,217,754 loss) and had net assets of £3,307,044 (2017: £1,506,145 net assets). The directors have considered the forecasts and projections for the company for the next 12 months from the date of this report and are satisfied that these funds will provide sufficient funding for the company to meet its debts as and when they fall due. The directors therefore consider it appropriate to prepare the financial statements on a going concern basis.

Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

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. Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date if the fair value can be measured reliably.

Patents are being written off evenly over their contractual life or useful economic life if shorter.

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:

Leasehold land and buildings	Over the life of the lease
Plant and machinery	25% straight line
Fixtures and fittings	25% straight line
Computer equipment	50% straight line

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.

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.

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.

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalents include cash in hand and deposits held at call with banks.

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 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 trade and other 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 financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

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 trade and other creditors 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.

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

Equity instruments

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

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting period.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination and the amounts that can be deducted or assessed for tax. The deferred tax recognised is adjusted against goodwill.

Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

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.

Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

Share-based payments

Equity-settled share-based payments are measured at fair value at the date of grant by reference to the fair value of the equity instruments granted using the Black-Scholes model. The fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the estimate of shares that will eventually vest. A corresponding adjustment is made to equity.

Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 16 (2017 - 14).

3 Directors' remuneration

	2018 £	2017 £
Remuneration paid to directors	235,021	222,412

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2015 - 2).

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

4 Taxation

	2018	2017
	£	£
Deferred tax		
Origination and reversal of timing differences	(57,345)	-

The company had unutilised tax losses of approximately £3,665,000 (2017: £3,665,000) to carry forward and offset against future trading profits. The directors have recognised a deferred tax asset of £57,345 (2017: £nil) as forecasts indicated this amount will be utilised in the foreseeable future. There is also an unrecognised deferred tax asset of approximately £565,855 (2017: £623,200).

5 Share-based payment transactions

During the year, the company recognised total share-based payment expenses of £80,159 (2017: £72,109) which related to equity settled share-based payment transactions.

6 Operating loss

	2018	2017
	£	£
Operating loss for the year is stated after charging/(crediting):		
Fees payable to the company's auditor for the audit of the company's financial statements	12,000	9,750

7 Intangible fixed assets

	Other £
Cost	
At 1 January 2018	428,735
Additions	129,668
Disposals	(27,319)
At 31 December 2018	531,084
Amortisation and impairment	
At 1 January 2018	130,091
Amortisation charged for the year	28,405
Disposals	(8,723)
At 31 December 2018	149,773
Carrying amount	
At 31 December 2018	381,311
At 31 December 2017	298,644

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

8 Tangible fixed assets

	Leasehold land and buildings	Plant and machinery	Fixtures and fittings	Computer equipment	Total
	£	£	£	£	£
Cost					
At 1 January 2018	49,989	134,295	8,086	96,977	289,347
Additions	-	93,340	188	62,787	156,315
At 31 December 2018	49,989	227,635	8,274	159,764	445,662
Depreciation					
At 1 January 2018	44,249	113,205	7,907	73,579	238,940
Depreciation charged in the year	1,397	19,309	95	33,451	54,252
At 31 December 2018	45,646	132,514	8,002	107,030	293,192
Carrying amount					
At 31 December 2018	4,343	95,121	272	52,734	152,470
At 31 December 2017	5,740	21,090	179	23,398	50,407

9 Investments

	2018 £	2017 £
Investments	-	525

Movements in fixed asset investments

	Shares in group undertakings £
Cost or Valuation	
At 1 January 2018	525
Impairment charged in the year	(525)
At 31 December 2018	-
Carrying amount	
At 31 December 2018	-
At 31 December 2017	525

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

10 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Trade debtors	1,384,525	171,465
Corporation tax recoverable	198,095	209,000
Deferred tax	57,345	-
Other debtors	277,137	58,644
	<u>1,917,102</u>	<u>439,109</u>

11 Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	292,998	54,169
Other taxation and social security	44,324	27,584
Other creditors	44,063	58,600
	<u>381,385</u>	<u>140,353</u>

12 Provisions for liabilities

	Dilapidation £	Total £
Balance at 1 st January 2018	48,000	48,000
Charged to profit and loss in the year	7,000	7,000
Dilapidations provision	<u>55,000</u>	<u>55,000</u>

13 Retirement benefit schemes

	2018 £	2017 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	<u>39,735</u>	<u>33,904</u>

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

SALUNDA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

14 Called up share capital

	2018 £	2017 £
Ordinary share capital		
Issued and fully paid		
526,534,309 Ordinary shares of 0.1p each	526,534	397,757

During the year, 128,777,284 (2017:£nil) ordinary shares were issued with a nominal value of £0.001 for a cash consideration of £1,763,063 (2017:£nil).

During the year an equity settled share based payment charge of £80,159 (2017:£72,109) has been recognised in the statement of comprehensive income.

Shareholders are entitled to one vote per share. Shares also hold the right to participate in a distribution of profits by way of a dividend. Upon a return of assets on a liquidation, reduction of capital or otherwise, the surplus assets of the company remaining after payment of its liabilities shall be distributed amongst the shareholders pro rata according to the number of ordinary shares held by each of them. Shares are however not redeemable.

15 Operating lease commitments

Lessee

At the reporting end date, the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2018 £	2017 £
Within one year	53,639	53,639
Due within 2-5 years	5,527	58,525

16 Related party transactions

Transactions with related parties

During the year, a director, Mr A Finlay purchased ordinary shares of £140 (2017: £nil).

17 Parent company

The ultimate controlling party is the directors.

18 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 Perry Linton FCA.

The auditor was RSM UK Audit LLP.