

Phoenix Objectives Limited

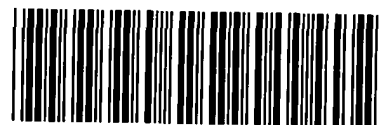
Report and Unaudited Financial Statements

Year Ended

31 December 2020

Company Number 05517894

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Phoenix Objectives Limited

Company Information

Directors	A Treverton P L Viner
Registered number	05517894
Registered office	Unit 2 Maybrook Road Walsall West Midlands United Kingdom WS8 7DG

Phoenix Objectives Limited

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Phoenix Objectives Limited

Directors' report For the year ended 31 December 2020

The directors present their annual report and the unaudited financial statements of Phoenix Objectives Limited ("the company") for the year ended 31 December 2020.

Principal activities

The principal activity of the company is that of a holding company providing management services to its subsidiary, the details of which are listed in note 6.

Going concern

In preparing the financial statements, the directors have considered the ability of the company to continue as a going concern and have prepared cash flow forecasts to inform their decisions.

The Directors and management of the business have reviewed the company's detailed forecast cash flows for the forthcoming twelve months from the date of the approval of the financial statements and consider that the company will have sufficient cash resources available to meet its liabilities as they fall due. These cash flow forecasts and re-forecasts are prepared regularly as part of the business planning process. These forecasts have been analysed, subjected to stress testing, scenario modelling and sensitivity analysis, which the Directors consider sufficiently robust.

The Company is a trading subsidiary of the Xstrahl Group Holdings Limited group ("the Group"). The Directors of the Group performed a "reverse stress test" in order to model a scenario to identify the adequacy of the Group's cash resources as a whole to fund all of the various parts of the Group (including the Company) for the next twelve months. This scenario assumed a large number of forecast and expected system sales did not occur. In performing this exercise, cash resources were more than adequate and there was no (three strike) breach of the Vendor Loan Note Covenants.

Whilst stress testing the business is important the Directors expect the Group, and therefore the Company, to continue to meet its day-to-day working capital requirements from the cash flows generated by its trading activities, loan facilities as well as cash resources available to it throughout the three trading divisions should it be required. Accordingly, these financial statements have been prepared on the going concern basis.

Directors

The directors who held office during the year and up to the date of signing of the financial statements were as follows:

A Treverton
P L Viner

Phoenix Objectives Limited

Directors' report (continued) For the year ended 31 December 2020

Statement of directors' responsibilities

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; and
- 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.

Post balance sheet events

There were no post balance sheet events that impacted the Company.

In preparing this report, the directors have taken advantage of the small companies' exemptions.

This report was approved by the board and signed on its behalf by:



P L Viner
Director

15 September 2021

Phoenix Objectives Limited

Statement of comprehensive income For the year ended 31 December 2020

	2020 £'000	2019 £'000
Administrative expenses	(7)	(7)
Other operating income	7	7
Operating profit	-	-
Profit on ordinary activities before taxation	-	-
Taxation on profit	-	-
Profit on ordinary activities and total comprehensive income for the financial year	-	-

All amounts relate to continuing activities.

The notes on pages 5 to 9 form part of these financial statements.

Phoenix Objectives Limited

Balance sheet As at 31 December 2020

	Note	2020 £'000	2019 £'000
Fixed assets			
Investments	5	49	49
Current assets			
Debtors: amounts falling due within one year	6	177	174
		<u>177</u>	<u>174</u>
Creditors: amounts falling due within one year	7	(13)	(10)
		<u>(13)</u>	<u>(10)</u>
Net current assets		164	164
Total assets less current liabilities		<u>213</u>	<u>213</u>
Capital and reserves			
Called up share capital		50	50
Profit and loss account		163	163
		<u>163</u>	<u>163</u>
Shareholder's funds		<u>213</u>	<u>213</u>

The directors consider that the company is entitled to exemption from audit under section 479A 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.

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



P L Viner
Director

15 September 2021

The notes on pages 5 to 9 form part of these financial statements.

Phoenix Objectives Limited

Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

1. General information

Phoenix Objectives Limited is a private company limited by shares, incorporated and domiciled in England and Wales under the Companies Act 2006. The address of the registered office can be found on the company information page and the nature of the company's operations and its principal activities are set out in the directors' report on page 1.

2. Accounting policies

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland Section 1A Small Entities ("FRS 102 Section 1A") and the Companies Act 2006. All values are rounded to the nearest thousand pounds (£'000) except when otherwise indicated.

The preparation of financial statements in compliance with FRS 102 Section 1A requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

Exemption from preparing consolidated financial statements

The financial statements contain information about Phoenix Objectives Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption conferred by section 400 of the Companies Act 2006 not to produce consolidated financial statements as it is included in EEA group accounts of a larger group (see note 13).

Going concern

In preparing the financial statements, the directors have considered the ability of the company to continue as a going concern and have prepared cash flow forecasts to inform their decisions.

The Directors and management of the business have reviewed the company's detailed forecast cash flows for the forthcoming twelve months from the date of the approval of the financial statements and consider that the company will have sufficient cash resources available to meet its liabilities as they fall due. These cash flow forecasts and re-forecasts are prepared regularly as part of the business planning process. These forecasts have been analysed, subjected to stress testing, scenario modelling and sensitivity analysis, which the Directors consider sufficiently robust.

The Company is a trading subsidiary of the Xstrahl Group Holdings Limited group ("the Group"). The Directors of the Group performed a "reverse stress test" in order to model a scenario to identify the adequacy of the Group's cash resources as a whole to fund all of the various parts of the Group (including the Company) for the next twelve months. This scenario assumed a large number of forecast and expected system sales did not occur. In performing this exercise, cash resources were more than adequate and there was no (three strike) breach of the Vendor Loan Note Covenants.

Whilst stress testing the business is important the Directors expect the Group, and therefore the Company, to continue to meet its day-to-day working capital requirements from the cash flows generated by its trading activities, loan facilities as well as cash resources available to it throughout the three trading divisions should it be required. Accordingly, these financial statements have been prepared on the going concern basis.

Phoenix Objectives Limited

Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

The following principal accounting policies have been applied:

Foreign currency translation

Foreign currency transactions are translated into pounds sterling at the rates ruling when they occurred. Foreign currency monetary assets and liabilities are translated at the rates ruling at the reporting dates. Any differences are taken to profit or loss.

Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss, except that an expense 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.

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 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.

Fixed asset investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Phoenix Objectives Limited

Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

Financial instruments

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than its legal form.

The company's cash at bank and in hand, amounts owed by group undertakings, amounts owed to group undertakings and its accruals are measured initially at the transaction price, including transaction costs, and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be paid or received.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have had to make the following judgements:

- Determine whether there are indicators of impairment of the company's fixed asset investments. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

The company's directors are of the opinion that there are no other judgements and no estimates or assumptions that have a significant risk of causing material adjustment to the carrying value of assets and liabilities for the company within the next financial year.

4. Employees

The average monthly number of employees, including directors, during the year was 2 (2019: 2).

Phoenix Objectives Limited

Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

5. Fixed asset investments

Investments
in
subsidiary
companies
£'000

Cost

At 1 January 2020 49

At 31 December 2020 49

Net book value

At 31 December 2020 49

At 31 December 2019 49

An impairment review has been carried out by the directors at 31 December 2020. The directors are of the opinion that the carrying value of the above fixed asset investments do not need to be impaired at the year end (2019: £Nil).

Subsidiary undertakings

The company holds more than 20% of the share capital of the following company:

Name	Registered office	Class of shares	Holding
Xstrahl, Inc.	480 Brogdon Road, Suite 300, Suwanee, GA 30024 USA	Ordinary	90%

Phoenix Objectives Limited

Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

6. Debtors: amounts falling due within one year

	2020 £'000	2019 £'000
Amounts owed by group undertakings	177	167
Prepayments and accrued income	-	7
	<u>177</u>	<u>174</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

7. Creditors: amounts falling due within one year

	2020 £'000	2019 £'000
Trade creditors	2	-
Amounts owed to group undertakings	-	4
Accruals	11	6
	<u>13</u>	<u>10</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

8. Guarantees

The former ultimate controlling party, the Estate of the late Mr M C Robinson, holds a fixed and floating charge over the assets of the company in respect of Vendor Loan Notes issued on the sale of shares to Xstrahl Group Holdings Limited on 8 March 2018.

9. Related party transactions

Transactions

At the balance sheet date, the company was owed £116,000 (2019: £116,000) by Xstrahl Inc, £52,000 from Xstrahl Group Holdings Limited (2019: £52,000) and £2,000 from Xstrahl Limited (2019: £4,000).

10. Ultimate parent undertaking and controlling party

The company is a wholly owned subsidiary of Xstrahl Group Holdings Limited, the company's immediate and ultimate parent company. The smallest group in which the results of the company are consolidated is that headed by Xstrahl Group Holdings Limited. The address of Xstrahl Group Holdings Limited's registered office is Unit 2 Maybrook Road, Walsall, West Midlands, United Kingdom, WS8 7DG.

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Notes to the financial statements For the year ended 31 December 2020

2. Accounting policies (continued)

Consolidated financial statements for Xstrahl Group Holdings Limited are available from Companies House. The ultimate controlling party is Mr L O Johnson.