

**WILLOUGHBY 1000 LIMITED**

**FINANCIAL STATEMENTS**

**INFORMATION FOR FILING WITH THE REGISTRAR**

**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

STATEMENT OF FINANCIAL POSITION  
AS AT 30 SEPTEMBER 2019

	Note	2019 £	2018 £
<b>FIXED ASSETS</b>			
Tangible assets	4	-	200,915
Investments	5	-	2,955,212
		<hr/>	<hr/>
		-	3,156,127
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	6	-	971,483
		<hr/>	<hr/>
		-	971,483
Creditors: amounts falling due within one year	8	(2,878,787)	(11,294,446)
		<hr/>	<hr/>
<b>NET CURRENT LIABILITIES</b>		(2,878,787)	(10,322,963)
		<hr/>	<hr/>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		(2,878,787)	(7,166,836)
Creditors: amounts falling due after more than one year	9	(300,000)	(1,379,351)
		<hr/>	<hr/>
<b>NET LIABILITIES</b>		(3,178,787)	(8,546,187)
		<hr/>	<hr/>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	11	23,500	23,500
Share premium account	12	776,546	776,546
Share based payment reserve	12	76,255	76,255
Other reserves	12	(2,168,744)	(2,168,744)
Merger reserve	12	-	1,114,670
Profit and loss account	12	(1,886,344)	(8,368,414)
		<hr/>	<hr/>
		(3,178,787)	(8,546,187)
		<hr/>	<hr/>

**STATEMENT OF FINANCIAL POSITION (CONTINUED)**  
**AS AT 30 SEPTEMBER 2019**

---

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

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

The Company has opted not to file the statement of comprehensive income in accordance with 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:

**M Y Michael**  
Director

Date: 26 February 2020

The notes on pages 4 to 11 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

	Called up share capital	Share premium account	Share based payment reserve	Other reserves	Merger reserve	Profit and loss account	Total equity
	£	£	£	£	£	£	£
<b>At 1 April 2017</b>	<b>23,500</b>	<b>776,546</b>	<b>76,255</b>	<b>(2,668,744)</b>	<b>3,091,470</b>	<b>(1,192,376)</b>	<b>106,651</b>
<b>COMPREHENSIVE INCOME FOR THE PERIOD</b>							
Loss for the period	-	-	-	-	-	(7,198,811)	(7,198,811)
Other comprehensive income	-	-	-	500,000	(1,976,800)	-	(1,476,800)
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>500,000</b>	<b>(1,976,800)</b>	<b>(7,198,811)</b>	<b>(8,675,611)</b>
Dividends paid	-	-	-	-	-	22,773	22,773
<b>At 1 October 2018</b>	<b>23,500</b>	<b>776,546</b>	<b>76,255</b>	<b>(2,168,744)</b>	<b>1,114,670</b>	<b>(8,368,414)</b>	<b>(8,546,187)</b>
<b>COMPREHENSIVE INCOME FOR THE YEAR</b>							
Profit for the year	-	-	-	-	-	5,367,400	5,367,400
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,367,400</b>	<b>5,367,400</b>
Transfer to/from profit and loss account	-	-	-	-	(1,114,670)	1,114,670	-
<b>AT 30 SEPTEMBER 2019</b>	<b>23,500</b>	<b>776,546</b>	<b>76,255</b>	<b>(2,168,744)</b>	<b>-</b>	<b>(1,886,344)</b>	<b>(3,178,787)</b>

The notes on pages 4 to 11 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

---

**1. GENERAL INFORMATION**

Willoughby 1000 Limited (formerly Hydrock Group Limited) is a private company, limited by shares, registered in the United Kingdom. The Company's registered number and registered office address can be found on the General Information page.

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

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

The following principal accounting policies have been applied:

**2.2 GOING CONCERN**

The financial statements have been prepared on a going concern basis. The company meets its day to day working capital requirements through loans from companies within the Hydrock group. The group is committed to supporting the company for the foreseeable future. On this basis the directors consider it appropriate to prepare the financial statements on a going concern basis.

**2.3 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.

**2.4 FINANCE COSTS**

Finance costs are charged to the Statement of comprehensive income 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.

**2.5 BORROWING COSTS**

All borrowing costs are recognised in the Statement of comprehensive income in the year in which they are incurred.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

---

**2. ACCOUNTING POLICIES (continued)**

**2.6 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 the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

**2.7 TAXATION**

Tax is recognised in the Statement of comprehensive income, 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.

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

**2.8 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.

**2.9 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.

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 and reducing balance basis..

Depreciation is provided on the following basis:

Computer equipment	-
	20% on cost

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 the Statement of comprehensive income.

**2.10 VALUATION OF INVESTMENTS**

Investments in subsidiaries are measured at cost less accumulated impairment.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

---

**2. ACCOUNTING POLICIES (continued)**

**2.11 DEBTORS**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.12 CREDITORS**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**2.13 DIVIDENDS**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

**3. EMPLOYEES**

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2019</b>	2018
	<b>No.</b>	No.
	<b>7</b>	<b>11</b>
Employees	<u>7</u>	<u>11</u>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019

4. TANGIBLE FIXED ASSETS

	Computer equipment £
<b>Cost</b>	
At 1 October 2018	334,600
Disposals	(334,600)
	<hr/>
At 30 September 2019	-
	<hr/>
At 1 October 2018	133,685
Charge for the year on financed assets	33,461
Disposals	(167,146)
	<hr/>
At 30 September 2019	-
	<hr/>
<b>NET BOOK VALUE</b>	
At 30 September 2019	-
	<hr/>
At 30 September 2018	200,915
	<hr/>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019

---

5. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
<b>COST OR VALUATION</b>	
At 1 October 2018	2,955,212
Disposals	(2,230,216)
	<hr/>
At 30 September 2019	724,996
	<hr/>
<b>IMPAIRMENT</b>	
Charge for the period	724,996
	<hr/>
At 30 September 2019	724,996
	<hr/>
<b>NET BOOK VALUE</b>	
At 30 September 2019	<hr/> <hr/> -
At 30 September 2018	<hr/> <hr/> 2,955,212

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**6. DEBTORS**

	2019 £	2018 £
Trade debtors	-	169,924
Amounts owed by group undertakings	-	541,853
Other debtors	-	200,367
Prepayments and accrued income	-	59,339
	<u>-</u>	<u>971,483</u>

**7. CASH AND CASH EQUIVALENTS**

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Cash at bank and in hand	-	-	-	-
Less: bank overdrafts	(1,437,082)	(1,644,260)	(1,437,082)	(1,644,260)
	<u>(1,437,082)</u>	<u>(1,644,260)</u>	<u>(1,437,082)</u>	<u>(1,644,260)</u>

**8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2019 £	2018 £
Bank overdrafts	1,437,082	1,644,260
Trade creditors	-	29,047
Amounts owed to group undertakings	496,656	7,959,078
Other taxation and social security	-	29,129
Obligations under finance lease and hire purchase contracts	-	91,766
Other creditors	941,686	1,513,164
Accruals and deferred income	3,363	28,002
	<u>2,878,787</u>	<u>11,294,446</u>

The bank overdraft is secured by a fixed and floating charge over all current and future assets of the companies within the Hydrock group. Hire purchase contracts are secured on the assets to which they relate.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**9. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2019 £	2018 £
Net obligations under finance leases and hire purchase contracts	-	37,665
Other creditors	300,000	1,341,686
	<u>300,000</u>	<u>1,379,351</u>

**10. HIRE PURCHASE AND FINANCE LEASES**

Minimum lease payments under hire purchase fall due as follows:

	2019 £	2018 £
Within one year	-	91,766
Between 1-5 years	-	37,665
	<u>-</u>	<u>129,431</u>

**11. SHARE CAPITAL**

	2019 £	2018 £
<b>ALLOTTED, CALLED UP AND FULLY PAID</b>		
23,500 (2018: 23,500) Ordinary shares of £1.00 each	<u>23,500</u>	<u>23,500</u>

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

---

**12. RESERVES**

**Share premium account**

Share premium represents the excess of proceeds received over the nominal value of new share issued.

**Other reserves**

**Share based payment reserve**

The share based payment reserve represents the fair value of shares granted by the EBT to employees in excess of the fair value of any consideration received.

**Other reserve**

On 20 April 2011 the company established the Hydrock Employee Benefit Trust 2011 ("EBT") to acquire shares in the company which are held for future issue to current and future employees. The other reserve relates to shares held by the EBT for which it has not unconditionally transferred the rights of ownership to any third party.

During the period ending 30 September 2018 the EBT acquired a total of 505 Ordinary B shares from former employees for a total consideration of £100,000. The EBT also agreed a discount to a deferred consideration for shares acquired in the prior year and accordingly reduced the cost of the shares held by the EBT by £600,000. On 22 September 2017 all 4,413 Ordinary shares held by the EBT were redesignated as Ordinary B shares.

QDS entered administration on 12 March 2018. At this time the EBT held 4,918 Ordinary shares (2017 - 4,413) of £1 each in the company at a cost of £2,168,744 (2017 - 2,668,744). Following on from this the directors recognised an impairment in the carrying value of the shares held by the EBT to reduce this to their nominal value of £4,918.

On 19 April 2018, the EBT unconditionally transferred the remaining shares it held in the company to various employees for nominal value which was deemed to be market value.

**Merger Reserve**

The merger reserve arose during the year ended 31 March 2009 on the business combination with Hydrock Consultants Limited, Hydrock Special Projects Limited and Structures One Limited. During the prior period the company released the elements of the reserve relating to Hydrock Special Projects Limited and Structures One Limited, offsetting this against the impairment of the investment to which they related. During the period the company released the elements of the reserve relating to Hydrock Consultants Limited, following its sale to Hydrock Holdings Limited.

**Profit and loss account**

Profit and loss account includes all current and prior period profits and losses.

**13. AUDITORS' INFORMATION**

The auditors' report on the financial statements for the year ended 30 September 2019 was unqualified.

The audit report was signed on 28 February 2020 by Ria Burridge FCCA (Senior statutory auditor) on behalf of Bishop Fleming LLP.



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.