# PARNALL GROUP LIMITED

GROUP STRATEGIC REPORT, REPORT OF THE DIRECTORS AND

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

Mark Holt & Co Limited Chartered Accountants 7 Sandy Court Ashleigh Way Langage Business Park Plymouth Devon PL7 5JX





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# PARNALL GROUP LIMITED

# COMPANY INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2020

DIRECTORS:

R M B Parnall A R B Parnall M F Joce N B Buckland M K Quirk

SECRETARY:

R M B Parnall

**REGISTERED OFFICE:** 

15-19 Westgate Street

Launceston Cornwall PL15 7AB

REGISTERED NUMBER:

08382896 (England and Wales)

**ACCOUNTANTS:** 

Mark Holt & Co Limited Chartered Accountants

7 Sandy Court Ashleigh Way

Langage Business Park

Plymouth Devon PL7 5JX

# GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The directors present their strategic report of the company and the group for the year ended 31 December 2020.

#### **REVIEW OF BUSINESS**

The Parnall Group operates a number of Companies from Trelonk on the Roseland in Cornwall and from offices in Launceston.

During the period to the 31st December 2020 activity from the Law Services provided by Parnalls Solicitors Limited which has served its customers in Cornwall and Devon since the 1700s was profit making.

During a year of COVID, considerable effort was placed in monetising the huge amount of research & development work done in the past few years and this was inspired in the launching of three websites in 2021 Trelonk Wellbeing, https://www.trelonkwellbeing.com/, Wild Cornwall, - https://wildcornwall.net/ and Parnall Aircraft Company, - https://parnallaircraftcompany.com/

Also the creation of an IT software, including considerable investment in marketing software (HubSpot) and pack and despatch facilities. Production facilities and laboratory facilities were all begun during the year(completed 2021) to reinforce the process. Teams organised for a production of goods and all three websites are operating well, although with sales failing to meet expectations at present.

Little work was done in connection with PBE Limited (Hemposite Building Products), SARA (immersive technology) and WHISPA (the electric boat). In 2021 these have been relaunched in association with active investor interest.

The Company has also matured its investments in Phytome Life Sciences Limited and in 2021 when its formal trading has begun and its fast trajectory to Listing on a Stock Exchange in 2022.

The CEO foresees considerable further investment in real estate infrastructure to allow the businesses to fully operate efficiently and Parnall Group is likely to reduce its core services to its subsidiaries to allow each subsidiary to successfully build its own management teams independent of Group.

It is intended in late 2021 to launch a pathway for Trelonk Limited with its three brands (Wild Cornwall, Trelonk Wellbeing and TCT) into a fast journey to Listing.

R&D Tax Credits recovered have been disappointing and due to COVID and other external factors of progress, amortisation and write downs of some of the assets of Parnall Group have enhanced the losses. The return on that investment and expectation will begin to be realised during 2021 with strong management teams and more certain pathways to profitability for the subsidiaries. The Company across all its activities managed to contain COVID despite all its challenges, by strict health & safety measures, whilst in the main continuing to work in as normal as it was possible to do so during COVID. This investment of endeavour as opposed to temptations of furlough and mothballing has enabled the Company to reach 2021 with a strong platform of talent intact and ambitions undimmed.

As mentioned above, during the period to 31 December 2020, activity from the law services provided by Parnalls Solicitors Limited was profit making. However, the activities of other members of the group were still in the early stages and contributed losses to the Group. Furthermore, intangible assets have suffered amortisation and impairment, which is the main contributory factor when reviewing the movement between the underlying loss and the loss before tax.

	2020	2019
	£000	£000
Turnover	2,202	4,177
Underlying Profit / (Loss) Before Tax	(1,467)	(383)
Profit / (Loss) Before Tax	(4,594)	(1,886)
Intangible Fixed Assets	16,063	19,232
Shareholders Funds	18,108	22,640

# GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

#### PRINCIPAL RISKS AND UNCERTAINTIES

The Parnall Group, like all businesses, faces a number of operating risks and uncertainties. The most fundamental issues faced by the Group are:

- credit risk of customers;
- uncertainty as a result of Brexit and COVID-19;
- achieving quality standards; and
- attracting and retaining high quality qualified staff.

The Group manages its risk via tight management controls and open discussions with customers and suppliers.

#### COVID-19

It is widely accepted that Coronavirus will have a financial impact on business and the wider economy. The Directors have therefore assessed the financial stability of the company in light of the current outbreak. There are clear plans and protocols in place to reduce the risk of infection transmission.

In the short term the group has cash reserves available to fund operational costs, and retains the confidence of its bankers. On this basis, the Board is confident that the company and group could survive a substantial financial impact and that we continue to remain a going concern for well beyond the next 12 months of trading.

ON BEHALF OF THE BOARD:

Ma	rk Parnall
RMBI	arnall - Director
Date:	11-12-2021   5:06 AM GMT

# REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2020

The directors present their report with the financial statements of the company and the group for the year ended 31 December 2020.

# PRINCIPAL ACTIVITY

Parnall Group operates a diversified portfolio of brands and investments, with significant holdings in agriculture, biotechnology, professional services, Spitfire construction and advanced engineering.

Included within the professional services, the Group provides a range of solicitor services for both private and commercial clients.

The Parnall Group includes the Parnall Foundation Limited which was founded by Mark Parnall in 2016, to inspire young people by providing training and creating opportunities to work on exciting unique projects in Cornwall. The Group provides them with unique opportunities in science and technology to develop their skills, enabling them to stay in Cornwall to build their careers.

#### DIVIDENDS

No dividends will be distributed for the year ended 31 December 2020.

#### DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2020 to the date of this report.

R M B Parnall A R B Parnall M F Joce N B Buckland

Other changes in directors holding office are as follows:

M K Quirk - resigned 7 October 2020 T C Sawyer - resigned 1 September 2020 A J Daly - resigned 26 August 2020 M Belcher - resigned 16 December 2020 D J Cates - appointed 12 August 2020

M K Quirk was appointed as a director after 31 December 2020 but prior to the date of this report.

D J Cates ceased to be a director after 31 December 2020 but prior to the date of this report.

ON BEHALF OF THE BOARD:

Ma	rk farnall
RMB	Parnall - Director
Date:	11-12-2021   5:06 AM GMT
Date.	

# CHARTERED ACCOUNTANTS' REPORT TO THE MEMBERS ON THE UNAUDITED FINANCIAL STATEMENTS OF PARNALL GROUP LIMITED

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Parnall Group Limited for the year ended 31 December 2020 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and the related notes from the company's and the group's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed within the ICAEW's regulations and guidance at http://www.icaew.com/en/membership/regulations-standards-and-guidance.

This report is made solely to the Board of Directors of Parnall Group Limited, as a body, in accordance with our terms of engagement. Our work has been undertaken solely to prepare for your approval the financial statements of Parnall Group Limited and state those matters that we have agreed to state to the Board of Directors of Parnall Group Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Parnall Group Limited the company and the group and the company's Board of Directors, as a body, for our work or for this report.

It is your duty to ensure that Parnall Group Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of Parnall Group Limited. You consider that Parnall Group Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Parnall Group Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

Mark Holt & Co Limited Chartered Accountants

lash Molt elo Ct

7 Sandy Court Ashleigh Way

Langage Business Park

Plymouth Devon

PL7 5JX

Date:

# CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

	2020		2019		
				as restated	
	Notes	£	£	£	£
TURNOVER					·
Group and share of joint ventures			2,202,540		4,176,810
Less:			(762)		
Share of joint ventures' turnover	-		<u>(762)</u>		
GROUP TURNOVER			2,201,778		4,176,810
Cost of sales			1,108,252		2,565,919
GROSS PROFIT			1,093,526		1,610,891
Administrative expenses – exceptional items	5		1,095,322		-
Administrative expenses	-		4,446,462		3,661,103
			(4,448,258)		(2,050,212)
Other operating income			274,009		264,104
OPERATING LOSS	5		(4,174,249)		(1,786,108)
Income from other participating interests		(271,962)		(69,800)	
Interest receivable and similar income		2,668		11,007	
			(269,294)		(58,793)
			(4,443,543)		(1,844,901)
Interest payable and similar expenses	6		150,416		41,017
LOSS BEFORE TAXATION			(4,593,959)		(1,885,918)
Tax on loss	7		(61,512)		(81,781)
LOSS FOR THE FINANCIAL YEAR			(4,532,447)		(1,804,137)
Loss attributable to:					
Owners of the parent			(4,532,447)		(1,804,137)

# CONSOLIDATED OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2020

		2020	2019 as restated
	Notes	£	£
LOSS FOR THE YEAR		(4,532,447)	(1,804,137)
OTHER COMPREHENSIVE INCOME		_	_
OTTER COMPRETERSIVE INCOME			
TOTAL COMPREHENSIVE INCOME	FOR THE YEAR	(4,532,447)	
	Note		
Prior year adjustment	9		(216,000)
TOTAL COMPREHENSIVE INCOME	SINCE LAST		
ANNUAL REPORT			(2,020,137)
		•	
Total comprehensive income attrib	utable to:		
Owners of the parent		<u>(4,532,447</u> )	(2,020,137)

# CONSOLIDATED BALANCE SHEET 31 DECEMBER 2020

		2020		201 as rest	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		16,063,155		19,232,287
Tangible assets	11		596,620		542,037
Investments	12				
Interest in joint venture					
Share of gross assets			80,220		3,634
Share of gross liabilities			(325,056)		(18,519)
			(244,836)		(14,885)
Interest in associate					357,932
			16,414,939		20,117,371
CURRENT ASSETS					
Stocks	13	863,873		174,434	
Debtors	14	4,030,655		4,317,243	
Cash at bank and in hand		53,919		45,460	
		4,948,447		4,537,137	
CREDITORS					
Amounts falling due within one year	15	2,979,037		1,982,714	•
NET CURRENT ASSETS			1,969,410		2,554,423
TOTAL ASSETS LESS CURRENT LIABILITIES			18,384,349		22,671,794
CREDITORS	-				
Amounts falling due after more than one year	16		(270,000)		(25,000)
PROVISIONS FOR LIABILITIES	18		(6,517)		(6,517)
NET ASSETS			18,107,832		22,640,277

# CONSOLIDATED BALANCE SHEET - continued 31 DECEMBER 2020

		2020		2019 as restated	
	Notes	£	£	£	£
CAPITAL AND RESERVES					
Called up share capital	19		24,433,753		24,433,751
Retained earnings	20	-	(6,325,921)	-	(1,793,474)
SHAREHOLDERS' FUNDS		=	18,107,832	_	22,640,277

The company and the group are entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2020.

The members have not required the company and the group to obtain an audit of its financial statements for the year ended 31 December 2020 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

.......

R M B Parnall - Director

- (a) ensuring that the group keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company and the group as at the end of each financial year and of the group's profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company and the group.

The financial statements were approved by the Board of Directors and authorised for issue on were signed on its behalf by:	11-12-2021   5:06 AM GMT
Mark Parnall	

## COMPANY BALANCE SHEET 31 DECEMBER 2020

		20	20	20	19
	Notes	£	£	£	£
FIXED ASSETS		•			
Intangible assets	10		-		-
Tangible assets	11		497,047		428,218
Investments	12		19,601,167		19,553,915
			20,098,214		19,982,133
CURRENT ASSETS					
Stocks	13	•		100,000	
Debtors	14	5,460,582		4,613,330	
Cash at bank		30,284		14,348	
		5,490,866		4,727,678	
CREDITORS					
Amounts falling due within one year	15	2,384,194		1,087,410	
NET CURRENT ASSETS			3,106,672		3,640,268
TOTAL ASSETS LESS CURRENT LIABILITIES			23,204,886		23,622,401
CAPITAL AND RESERVES					
Called up share capital	19		24,433,753		24,433,752
Retained earnings	20		(1,228,867)		(811,351)
SHAREHOLDERS' FUNDS			23,204,886		23,622,401
Company's loss for the financial year			(417,516)		(668,237)

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2020.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 December 2020 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

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

Parnall
 all Director

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2020

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2019 Prior year adjustment	601,000	226,663	827,663 (216,000)
As restated ,	601,000	10,663	611,663
Changes in equity Issue of share capital Total comprehensive income  Balance at 31 December 2019  Prior year adjustment	23,832,751	(311,663) (301,000) (1,492,474)	23,832,751 (311,663) 24,132,751 (1,492,474)
As restated	24,433,751	(1,793,474)	22,640,277
Changes in equity Issue of share capital Total comprehensive income		- (4,532,447)	2 (4,532,447)
Balance at 31 December 2020	24,433,753	(6,325,921)	18,107,832

# COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2020

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2019	601,000	72,886	673,886
Prior year adjustment	<u> </u>	(216,000)	(216,000)
As restated	601,000	(143,114)	457,886
Changes in equity			
Issue of share capital	23,832,752	-	23,832,752
Total comprehensive income	<del></del>	(668,237)	(668,237)
Balance at 31 December 2019	24,433,752	(811,351)	23,622,401
Changes in aguity			
Changes in equity Issue of share capital	1	-	1
Total comprehensive income	·	(417,516)	(417,516)
Balance at 31 December 2020	24,433,753	(1,228,867)	23,204,886

# CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

		2020	2019
	1-4	£	as restated £
	lotes	£	Ľ
Cash flows from operating activities Cash generated from operations	1	(172,916)	(1,465,054)
Interest paid	1	(150,416)	(1,403,034)
R&D tax credit received		(130,410)	110,950
N&D tax credit received		<del></del>	
Net cash from operating activities		<u>(323,332</u> )	(1,395,121)
Cash flows from investing activities		(25,524)	(4.5.207)
Purchase of tangible fixed assets		(26,681)	(16,287)
Sale of fixed asset investments		357,932 3.668	11.007
Interest received		<u> 2,668</u>	11,007
Net cash from investing activities		333,919	(5,280)
Cash flows from financing activities			
New loans in year		484,262	581,844
Loan repayments in year		(449,046)	(341,702)
Amount introduced by directors		-	351,049
Amount withdrawn by directors		-	(307,330)
Share issue			1,008,195
Net cash from financing activities		35,216	1,292,056
		<u> </u>	
Increase/(decrease) in cash and cash equivalent:	•	45,803	(108,345)
Cash and cash equivalents at beginning of year	2	(93,703)	14,642
con and con edurations of peliming of lear	-	<del></del>	
Cash and cash equivalents at end of year	2	(47,900)	(93,703)
	-		(22),00)

# NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

1. RECONCILIATION	F LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS
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	2020	2019
		as restated
	£	£
Loss before taxation	(4,593,959)	(1,885,918)
Depreciation charges	2,144,019	1,527,666
Loss/(profit) on disposal of fixed assets	5,578	(22,151)
Finance income - non cash adjustment	(271,962)	(69,800)
Impairment	1,096,872	44,685
Finance costs	150,416	41,017
Finance income	269,294	58,793
	(1,199,742)	(305,708)
(Increase)/decrease in stocks	(789,439)	1,586,112
Decrease/(increase) in trade and other debtors	183,101	(619,998)
Increase/(decrease) in trade and other creditors	<u>1,633,164</u>	(2,125,460)
Cash generated from operations	(172,916)	(1,465,054)

#### 2. **CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Y	ear	ended	31	December 2020	
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Cash and cash equivalents Bank overdrafts	31.12.20 £ 53,919 (101,819)	1.1.20 £ 45,460 (139,163)
	(47,900)	(93,703)
Year ended 31 December 2019		
·	31.12.19	1.1.19 as restated
	£	£
Cash and cash equivalents	45,460	14,642
Bank overdrafts	(139,163)	. ——-
	(93,703)	14,642

#### ANALYSIS OF CHANGES IN NET DEBT 3.

	At 1.1.20	Cash flow	At 31.12.20
	£	£	£
Net cash			
Cash at bank and in hand	45,460	8,459	53,919
Bank overdrafts	(139,163)	37,344	<u>(101,819</u> )
	(93,703)	45,803	(47,900)
Debt			
Debts falling due within 1 year	(503,466)	183,505	(319,961)
Debts falling due after 1 year	(25,000)	(245,000)	(270,000)
	<u>(528,466</u> )	(61,495)	<u>(589,961</u> )
Total	<u>(622,169</u> )	(15,692)	(637,861)

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

#### 1. STATUTORY INFORMATION

Parnall Group Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

#### 2. STATEMENT OF COMPLIANCE

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

#### 3. ACCOUNTING POLICIES

#### Basis of preparing the financial statements

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.

#### **Basis of consolidation**

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries.

Subsidiaries, joint ventures and associates are not consolidated if their influence on Parnall Group's asset, financial and earnings position is considered to be immaterial, either individually or in total.

All subsidiaries utilise the same accounting framework and accounting policies. Assets and liabilities of subsidiaries are shown in the consolidated accounts at their fair value on the date of acquisition.

#### Joint ventures

The Group accounts for Joint Ventures under the equity method of accounting. The Group's share of a Joint Venture's profit after tax is included from the date on which the Group acquires joint control.

Within the consolidated balance sheet the investment is recorded at cost and subsequently adjusted to reflect the Group's share of the movements in the Joint Venture's net assets post-acquisition. The results, assets and liabilities of Joint Ventures are stated in accordance with Group accounting policies.

#### **Associates**

Fixed asset investments relate to investments in an unlisted company which is classed as an associate. The associate is stated at fair value with annual changes being taken to the revaluation reserve, or if impaired below cost to the profit and loss account. The fair value is ascertained from the value of shares allotted pre and post year-end.

## Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Transactions between group entities which have been eliminated on consolidation are not disclosed within the financial statements.

#### Significant judgements and estimates

Critical accounting 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### 3. ACCOUNTING POLICIES - continued

#### Turnove

Revenue is recognised to the extent that is probably that the economic benefits will flow to the group and the revenue can be reliably measured.

Included within turnover is legal services that the group provides on the basis of No Win / No Fee conditional fee arrangements. The uncertainty around the fees ultimately receivable under these types of contracts is generally only resolved when a matter is concluded. Fees are only included in revenue to the extent that it is highly probable that the cumulative amount of revenue recognised in respect of a contract at the end of a reporting period will not be subject to significant reversal when a matter is concluded.

Unbilled revenue is included as amounts recoverable on contract within other receivables.

Also included within turnover is services provided in relation to the maintenance of vintage aircraft, THC licence work, property maintenance, contributions to the endeavours of the Foundation, and work to date on the boat.

#### Goodwil

Goodwill, being the amount paid in connection with the acquisition of a business in 2019, is being amortised over the useful economic life of each component, ranging from 3 to 10 years.

#### Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

#### **Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life.

Plant and machinery

- 25% on reducing balance and not provided

Fixtures and fittings

- 25% on reducing balance and 15% on reducing balance

Computer equipment - 33% on cost, 25% on reducing balance and Straight line over 3 years

No depreciation has been charged on the heritage assets that are included within plant and machinery assets as they are of historical, scientific and technological importance and they are held and maintained principally for its contribution to knowledge and culture.

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

# Impairment of assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

#### Debtors

Short term debtors are measured at transaction price, less any impairment.

## **Creditors**

Short term creditors are measured at the transaction price.

#### Investments in associates

Investments in subsidiary undertakings are recognised at cost.

#### Stocks

Included in Stock are dried seeds, which are classed as Biological Assets, and these assets have been valued at fair value. The fair value is determined by the active market for dried seeds. The remaining Stock is valued at the lower of cost and net realisable value, after making due allowances for obsolete and slow moving items.

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### 3. ACCOUNTING POLICIES - continued

#### **Taxation**

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

#### Research and development

Expenditure on research and development is written off in the year in which it is incurred.

#### **Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

#### Leases

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

At inception the Company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is a finance lease or an operating lease based on the substances of the arrangement.

#### Operating leases

Leases that do no transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

#### Pension costs and other post-retirement benefits

Short- term employee benefits and contributions to defined contribution plans are recognised as an expense in the period in which they are incurred.

#### **Provisions for liabilities**

Provisions are recognised when the Company has a present (legal or constructive) obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, 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 using a pre-tax discount rate. The unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

# **Employee benefits**

Short-term employee benefits and contributions to defined contribution plans are recognised as an expense in the period in which they are incurred.

#### **Grant income**

Income received in relation to grants are classified either as relating to revenue or to assets.

Grants relating to revenue are recognised in other income on a systematic basis over the periods in which the entity recognises the related costs for which the grant is intended to compensate. Where a timing difference arises, the income is held on the balance sheet. When received in arrears the expected income is recognises as a debtor so long as the relevant conditions have been satisfied. When received in advance of costs, the income is held as deferred income and systematically released to the profit and loss in the periods the cost is incurred.

Grants relating to assets are recognised initially as deferred income and released to other income on a systematic basis over the expected useful life of the asset.

4.

5.

# PARNALL GROUP LIMITED (REGISTERED NUMBER: 08382896)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

EMPLOYEES AND DIRECTORS		
	2020	2019
	£	£
Wages and salaries	1,844,375	1,451,970
Social security costs	122,292	93,624
Other pension costs	13,799	5,680
	1,980,466	1,551,274
The average number of employees during the year was as follows:		
	2020	2019 as restated
Support staff	45	. 41
Fee earners	11	8
	56	<u>49</u>
	2020	2019
	£	£
Directors' remuneration	438,782	508,166
Information regarding the highest paid director is as follows:	2020	2019
Emoluments etc	£ 95,531	£ 90,000
OPERATING LOSS		
The operating loss is stated after charging/(crediting):		
	2020	2019 as restated
	£	£
Hire of plant and machinery	29,931	21,770
Other operating leases	216,389	297,188
Depreciation - owned assets	71,761	24,336
Loss/(profit) on disposal of fixed assets	5,578	(22,151)
Goodwill amortisation	2,032,078	1,503,330
Development costs amortisation	40,182 1,095,322	-
Impairment of development costs	1,035,322	-

The exceptional item on the statutory consolidated income statement relates to the impairment of development costs included in intangible fixed assets, as shown in the above table. The directors have decided that with reduced activity during the pandemic in connection with certain divisions within the group, especially Parnall Bio-Engineering Limited, Smart Alternative Reality Area Limited and Parnall Marine Limited, the development costs have no value and could be written off.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

## 6. INTEREST PAYABLE AND SIMILAR EXPENSES

	2020	2019
	£	£
Bank interest	20,731	13,603
Bank loan interest	55,860	27,414
Other interest	73,825	
	150,416	41,017

#### 7. TAXATION

# Analysis of the tax credit

The tax credit on the loss for the year was as follows:

,	2020	2019
	£	£
Current tax:	(61,512)	43,652
UK corporation tax	(61,512)	•
Under / over provision		<u>(110,950</u> )
Total current tax	(61,512)	(67,298)
Deferred tax		(14,483)
Tax on loss	(61,512)	(81,781)

# Reconciliation of total tax credit included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2020 £	2019 as restated £
Loss before tax	<u>(4,593,959</u> )	(1,885,918)
Loss multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	(872,852)	(358,324)
Effects of:		
Expenses not deductible for tax purposes	1,270	10,063
Capital allowances in excess of depreciation	(17,200)	-
Depreciation in excess of capital allowances	-	10,955
Utilisation of tax losses	(3,323)	-
Carry forward of tax losses	441,284	46,897
Consolidation adjustments	450,821	290,409
Research and development claims	(61,512)	(67,298)
Deferred tax		(14,483)
Total tax credit	(61,512)	(81,781)

## 8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### **PRIOR YEAR ADJUSTMENT**

Goodwill was created on the creation of the group in April 2019. It has been decided that the goodwill is to be amortised from this point, and the prior year adjustment reflects that. The amortisation recognised as a prior year adjustment in the year to 31 December 2019 amounts to £1,492,474, increasing the loss and reducing the balance sheet value by that amount accordingly.

#### 10. **INTANGIBLE FIXED ASSETS**

11.

				• •
Group				
•			Development	
		Goodwill	costs	Totals
		£	£	£
		as restated		
COST				
At 1 January 2020				
and 31 December 2020		19,518,199	1,217,418	20,735,617
AMORTISATION				
At 1 January 2020		1,503,330	-	1,503,330
Amortisation for year		2,032,078	40,182	2,072,260
Impairments		-	1,096,872	1,096,872
	•			
At 31 December 2020		3,535,408	1,137,054	4,672,462
	•	<del></del> -	<del></del>	
NET BOOK VALUE				•
At 31 December 2020		15,982,791	80,364	16,063,155
At 31 December 2020	;			
A4 24 Barrack as 2040		10.014.000	1 217 410	10 222 207
At 31 December 2019	;	18,014,869	1,217,418	19,232,287
TANGIBLE FIXED ASSETS				
Group				
		Fixtures		
	Plant and	and	Computer	
	machinery	fittings	equipment	Totals
	£	£	£	£
COST				
At 1 January 2020	445,937	65,969	57,883	569,789
Additions	66,830	6,404	53,447	126,681
Disposals	<u> </u>		<u>(809</u> )	<u>(809)</u>
At 31 December 2020	512,767	<u>72,373</u>	110,521	695,661
•				
DEPRECIATION				
At 1 January 2020	11,400	3,959	12,393	27,752
Charge for year	28,085	13,781	29,895	71,761
Eliminated on disposal	•	•	(472)	(472)
•			<del></del>	
At 31 December 2020	39,485	17,740	41,816	99,041
THE DECEMBER EDEC				
NET BOOK VALUE				
At 31 December 2020	473,282	54,633	68,705	596,620
At 31 December 2020	4/3,202	34,033	06,703	330,020
		<del></del>		
At 31 December 2019	434,537	62,010	45,490	542,037

Included within Plant and Machinery are Heritage Assets with a cost of £390,000, and this is deemed to be their valuation. These assets relate to aircraft memorabilia, as ancestors of the director, Mr R M B Parnall, were involved in the production of aircraft in the early 1900's, and therefore have historical, scientific and technological importance and they are held and maintained principally for its contribution to knowledge and culture.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

# 11. TANGIBLE FIXED ASSETS - continued

12.

At 31 December 2019

THE PASE OF THE PA				
Company		<b></b> -		
	DIAd	Fixtures		
	Plant and	and	Computer	Totals
	machinery £	fittings £	equipment £	£
COST	£	£	Ľ	r.
At 1 January 2020	390,715	24,599	16,522	431,836
Additions	54,499	6,404	42,573	103,476
Disposals	-	-	(809)	(809)
At 31 December 2020	445,214	31,003	58,286	534,503
		<del></del>		
DEPRECIATION At 1 formula 2020			2.640	2.640
At 1 January 2020	11 615	- - 730	3,618	3,618
Charge for year	11,615	5,720	16,975	34,310
Eliminated on disposal	<del></del>	<del></del>	(472)	<u>(472</u> )
At 31 December 2020	11,615	5,720	20,121	37,456
NET BOOK VALUE				
At 31 December 2020	433,599	25,283	38,165	497,047
At 31 Determoer 2020	<u> </u>		30,103	437,047
At 31 December 2019	390,715	24,599	12,904	428,218
FIXED ASSET INVESTMENTS				
Group				
Group		Interest	Interest	
		in joint	in	
		venture	associate	Totals
		£	£	£
COST OR VALUATION				
At 1 January 2020		(14,885)	357,932	343,047
Additions		47,252	-	47,252
Disposals		(5,241)	(357,932)	(363,173)
Share of profit/(loss)		<u>(271,962</u> )		<u>(271,962</u> )
At 31 December 2020		(244,836)		(244,836)
NET BOOK VALUE				
At 31 December 2020		(244,836)		(244,836)

(14,885)

357,932

343,047

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

# Group

# Interest in joint venture

The group's aggregate share of joint ventures at the year end is as follows:

	2020	2019
Loss before tax	<u>£</u> (271,962)	£ (69,800)
Taxation Loss after tax	( <u>271,962)</u>	(69,800)
Share of assets Fixed assets Current assets	58,231 21,989	3,634
Share of liabilities Share of liabilities due within one year Share of liabilities due after one year or more	(325,056) -	(11,158) -
Share of net liabilities	(244,836)	(7,524)
Phytome Life Sciences Limited The group's share of Phytome Life Sciences Limited is as follows:		
	2020	2019
Turnover	£	£
Loss before tax Taxation	(268,466)	(69,800)
Loss after tax	(268,466)	(69,800)
Share of assets Fixed assets Current assets	58,231 21,989	- 3,634
Share of liabilities Liabilities due within one year Liabilities due after one year or more	(325,056) -	(11,158)
Share of net liabilities	<u>(244,836)</u>	<u>(7,524)</u>
Cost or valuation at 31 December 2020 is represented by:		
	·	Interest in joint
Cost		venture £ (244,836)

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### 12. **FIXED ASSET INVESTMENTS - continued**

Com	pany

Company	Shares in group undertakings £	Interest in joint venture £	Totals £
COST			
At 1 January 2020	19,499,000	54,915	19,553,915
Additions	<u> </u>	47,252	47,252
At 31 December 2020	19,499,000	102,167	19,601,167
NET BOOK VALUE			
At 31 December 2020	19,499,000	102,167	19,601,167
At 31 December 2019	19,499,000	54,915	19,553,915

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

#### **Subsidiaries**

## **Parnalls Solicitors Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Solicitors

Class of shares: holding 100.00 Ordinary

## **Parnall Engineering Advanced Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Development of engineering projects

Class of shares: holding Ordinary 100.00

# **Parnall Foundation Limited**

Registered office:15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Training local engineering talent

This company is limited by guarantee.

# **Parnall Bio-Engineering Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Engineering design activities

holding Class of shares: Ordinary 100.00

## **Smart Alternative Reality Area Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Virtual and alternative reality technology

holding Class of shares: 100.00 Ordinary

#### **Parnall Marine Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Marine design engineering

Class of shares: holding 100.00 Ordinary

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### 12. **FIXED ASSET INVESTMENTS - continued**

## **Parnall Aircraft Company Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Repair and maintenance of aircraft

holding Class of shares: Ordinary 100.00

# **Trelonk Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Growing of crops

holding Class of shares: Ordinary 100.00

## Joint venture

# **Phytome Life Sciences Limited**

Registered office: 15-19 Westgate Street, Launceston, Cornwall, PL15 7AB

Nature of business: Medical research

Class of shares:

holding

Ordinary

50.00

#### 13. **STOCKS**

	Gro	Group		Company	
	2020	2019	2020	2019	
	£	£	£	£	
Stocks	863,873	174,434	<u> </u>	100,000	

Biological assets are included in stock and relate to dried seeds. The fair value of the dried seeds is determined by the active market, and equates to £99,860. The increase from the figure brought forward at 31 December 2019 of £62,700 relates to changes resulting from Harvest, totalling £37,160. The remainder of the stock of £764,013 is at cost.

#### **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR** 14.

	Group		Com	pany
	2020	2019	2020	2019
	£	£	£	£
Trade debtors	1,012,116	714,432	65,939	-
Provision for bad debts	(240,000)	(240,000)	•	-
Amounts owed by group undertakings	-	-	3,609,086	2,771,792
Amounts owed by joint ventures	136,615	14,717	136,615	12,217
Other debtors	70,668	748,818	1,459	4,000
Tax	61,512	-	27,471	-
VAT	-	-	•	40,310
Called up share capital not paid	1,500,012	1,665,011	1,500,012	1,665,011
Prepayments and accrued income	1,489,732	1,414,265	120,000	120,000
	4,030,655	4,317,243	5,460,582	4,613,330

16.

17.

# PARNALL GROUP LIMITED (REGISTERED NUMBER: 08382896)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

# 15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Gr	Group		pany
·	2020	2019	2020	2019
	£	£	£	£
Bank loans and overdrafts (see note 17)	106,819	139,163	-	-
Other loans (see note 17)	314,961	503,466	-	-
rade creditors	1,130,492	60,240	153,481	24,826
mounts owed to group undertakings		-	121,047	43,076
ocial security and other taxes	157,123	51,625	40,635	18,426
AT	137,915 253,250	79,720 396,680	94,296 1,252,016	- 382,282
Other creditors Accruals and deferred income	253,230 878,477	751,820	722,719	618,800
cerdais and deferred income	878,477			
	2,979,037	1,982,714	2,384,194	1,087,410
CREDITORS: AMOUNTS FALLING DUE AFTER M	ORE THAN ONE YEAR			
			Gre	oup
			2020	2019
			£	£
ank loans (see note 17)			245,000	-
Other loans (see note 17)			25,000	25,000
			270,000	25,000
OANS .				
An analysis of the maturity of loans is given belo	ow:			
			Gro	oup
			2020	2019
			£	£
Amounts falling due within one year or o Jemand:	on			
semano: Bank overdrafts			101,819	139,163
Bank loans			5,000	133,103
Other loans	•		314,961	503,466
other loans			<u> </u>	
			421,780	642,629
Amounts falling due between one and two year	s:			
Other loans - 1-2 years			25,000	25,000
Amounts falling due between two and five year	s:			
lank laama - 3 E voore			245 000	

# 18. PROVISIONS FOR LIABILITIES

Bank loans - 2-5 years

	Grou	Group	
	2020	2019	
	£	£	
Deferred tax	6,517	6,517	

245,000

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

## 18. PROVISIONS FOR LIABILITIES - continued

Gı	ou	р
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Cioup			Deferred tax
			£
Balance at 1 January 2020			6,517
Balance at 31 December 2020	· <del>-</del> ·	· ·	6,517

#### 19. CALLED UP SHARE CAPITAL

ΔI	lotte	d a	hn	issi	ied:

Number:	Class:	Nominal value:	2020	2019
			£	£
24,433,741	Share capital 1	· <b>1</b>	24,433,741	24,433,740
2,118,627	Share capital 2	0.000005	12	11
•		=	24,433,753	24,433,751

Both the Ordinary Shares and Ordinary A Shares have attached to them voting rights, dividend rights and capital distribution (including on winding up) rights, they do not confer any right of redemption.

# 20. RESERVES

·	Retained earnings £
At 1 January 2020 Prior year adjustment	(301,000) (1,492,474)
Deficit for the year	(1,793,474) (4,532,447)
At 31 December 2020	<u>(6,325,921)</u>
Company	Retained earnings £
At 1 January 2020 Deficit for the year	(811,351) (417,516)
At 31 December 2020	(1,228,867)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2020

#### 21. RELATED PARTY DISCLOSURES

#### Mr R M B Parnall

During the year ended 31 December 2020, a company within the group (Trelonk Limited) paid rent of £156,954 in relation to property owned by the director, Mr R M B Parnall.

## Mr R M B Parnall, Mr J R B Parnall, Mr J H B Parnall and Mrs K Flashman-Kitson

During the year ended 31 December 2020, a company within the group (Parnalls Solicitors Limited) paid rent of £144,000 (2019: £144,000) in relation to property rented by Mr R M B Parnall, Mr J R B Parnall, Mr J H B Parnall and Mrs K Flashman-Kitson. Mr R M B Parnall is a director of Parnall Group Limited.

#### **Parnall Properties Services Limited**

During the year ended 31 December 2020, a company within the group (Parnall Aircraft Company Limited) purchased a vintage aircraft from Parnall Properties Services Limited for £710,000. Mr R M B Parnall is a director of both Parnall Group Limited and Parnall Properties Services Limited.

At the year-end, Parnall Properties Services Limited owes Parnall Group £42,049 (2019: £328,708).

## Key management personnel

Key management includes the directors and members of senior management. The compensation paid or payable to key management for employee services for the group as a whole is shown below:

	2020	2019
	£	£
Salaries and other short-term benefits	650,781	508,166
Post-employment benefits		
	650,781	508,166