

Company Registration No. 09123248 (England and Wales)

VENTUREPRISE PLC
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2021

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VENTUREPRISE PLC

COMPANY INFORMATION

Directors	Mr R Gohri Mr J Patel Mr I Seth Mr A I Patel
Secretary	Mr Arif Patel
Company number	09123248
Registered office	Parkhill Business Centre Padiham Road Burnley BB12 6TG
Auditor	AMS Accountants Corporate Limited Chartered Accountants Statutory Auditor Floor 2 9 Portland Street Manchester M1 3BE

VENTUREPRISE PLC

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VENTUREPRISE PLC

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MAY 2021

The directors present the strategic report for the year ended 31 May 2021.

Fair review of the business

Despite a very turbulent year due to events outside of our control the financial results are very pleasing with growth in all key areas. Turnover has increased by 10%, gross profit increased by 8.3% and operating profit increased by 5%. This is a result of our priceless customer loyalty and greater focus on efficiencies around service delivery. Due to careful planning and management we maintained a remarkably high percentage of the workforce with minimal support from the JRS.

The Covid situation has heightened our recognition that our employees are one of our most important assets in the business in that employee engagement has become a high priority in the current and coming year. We have heavily invested in employee engagement with an external employee survey amongst many other internal incentives to drive the desired culture, to retain personnel and provide progression and development paths to ultimately benefit the organisation and enable us to achieve our goals. The health, safety and wellbeing of our employees remains of high importance as Covid continues to be a challenge for the world over. The workforce is to be commended on their loyalty and commitment with engagement exceeding all expectations.

The principal activity of the group continues to be boiler installation and providing cover for gas, plumbing, drainage and car breakdown. On 1 June 2020 the group acquired Home Response 360 Ltd which manages the claims and services for 247 Home Assist Ltd. this created a share premium value of £2.4m thereby strengthening the balance sheet. The Installation income showed growth of 17% and product cover income growth was 8% which exceeded expectations.

There has been a continued investment in people in key areas in both the field and office to enable growth and the business to mature, adding to our successful operation.

Technology played an important part in 2020-21 on sales process improvements and automated renewal system to improve the customer journey and engineer stock replenishment system launched in the year to improve fix rates thereby customer satisfaction.

As of 31 May 2021 the company's cash and cash equivalents were £3,030k (Prior year £1,633k). Gearing at both year ends was £nil. Net assets as of 31 May 2021 was £3,348k (Prior year £1,999k).

The group faces the future with a positive attitude despite the challenges ahead with confidence in its staff resources, products and services, and a strong balance sheet. The group extends its thanks and appreciation to all members of the Venterprise group and to its key business partners all of whom have made a significant contribution to its success.

Key performance indicators

KPI's for the group are as follows:

Turnover – £16,307,161 (2020 £14,839,275)

Gross Profit Percentage – 39.7% (2020 – 31.4%)

Operating profit - £1,735,444 (2020 - £835,558)

EBITDA - £2,381,759 (2020 - £1,018,755)

VENTUREPRISE PLC

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

Promoting the success of the company

The Board of Directors consider, both collectively and individually, that they have acted in ways that they believe in good faith to be the most likely to promote the success of the Group for the benefit of its shareholders and employees in decisions made during the year ended 31 May 2021.

Treating customers fairly has become a fundamental way of life in the organisation but making the customer journey effortless is our winning aspiration. The key to our success will be making it easy to find us, buy from us and recommend us. With the right customer, providing the right product at the right price and the right service we will create a value that is beyond price. We continue to respond to and respect our customers' needs and requests however difficult.

Investment in our people will continue as we endeavor to engage, support, develop and communicate regularly to enable us to celebrate our success.

Technology remains a priority being an agile organisation to provide solutions to reach our objectives for customers, communities, shareholders and our people.

We are constantly looking for new opportunities to evaluate and roll out. One key area is the green energy boiler solution. We are committed to investing in an eco-friendly solution collaborating with our suppliers to provide a solution that is affordable to our customers. This will be driven by the Heat and Buildings Strategy in which the government has set out its plan to incentivise people to install low-carbon heating systems in a simple, fair and cheap way as they come to replace their old boilers over the coming decade. Grants will be available from April 2022.

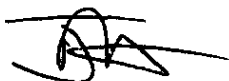
Investment in partnerships will be key in the coming year to sign up new distribution and affinity partners, enabling them to contribute to our growth.

Community value is high on our objectives, we have always supported local charities and have now committed to contributing £1m in community value over the next two years.

We aim to act responsibly and fairly in our engagement with suppliers, bankers, insurers and regulatory bodies. We have and always do collaborate closely with our suppliers to make sure they are paid in accordance with their agreed terms.

~~As the Board of Directors, our intention is always to behave responsibly and to ensure that the business operates in a responsible manner, adhering to high standards of business conduct and good governance. We recognise that the maintenance of our good reputation, founded on responsible behaviour, is fundamental to our continuing ability to achieve profitable growth for the benefit of all stakeholders in the future.~~

On behalf of the board



Mr J Patel
Director

16 January 2022

VENTUREPRISE PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2021

The directors present their annual report and financial statements for the year ended 31 May 2021.

Principal activities

The main principal activities of the group are handling breakdown and service plans in the home heating sector, and associated research and development into new heating systems.

The group also provides professional services to the legal industry.

Results and dividends

The results for the year are set out on page 8.

Ordinary dividends were paid amounting to £2,550,723. The directors do not recommend payment of a further dividend.

Directors

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

Mr R Gohri
Mr J Patel
Mr I Seth
Mr A I Patel

Financial instruments

Liquidity risk

The group manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the group has sufficient liquid resources to meet the operating needs of the business.

Interest rate risk

The group is exposed to fair value interest rate risk on its fixed rate borrowings and cash flow interest rate risk on floating rate deposits, bank overdrafts and loans. The group uses interest rate derivatives to manage the mix of fixed and variable rate debt so as to reduce its exposure to changes in interest rates.

Credit risk

Investments of cash surpluses, borrowings and derivative instruments are made through banks and companies which must fulfil credit rating criteria approved by the Board.

All customers who wish to trade on credit terms are subject to credit verification procedures. Trade debtors are monitored on an ongoing basis and provision is made for doubtful debts where necessary.

Post reporting date events

Post year end, the Group has been granted permission from The Financial Conduct Authority to sell fully insured product cover policies. This will provide greater customer confidence in our products and enable greater affiliate partnerships for business growth.

Future developments

The Group continues to be focused on delivering innovative and excellent value products to its customers, allowing them to differentiate themselves in an increasingly competitive landscape. A key area will be an eco-friendly offering driven by government decisions and guidelines on their recommendations and support to customers.

VENTUREPRISE PLC

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

Auditor

In accordance with the company's articles, a resolution proposing that AMS Accountants Corporate Limited be reappointed as auditor of the group will be put at a General Meeting.

Energy and carbon report

As the group has not consumed more than 40,000 kWh of energy in this reporting period, it qualifies as a low energy user under these regulations and is not required to report on its emissions, energy consumption or energy efficiency activities.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 group and company, and of the profit or loss of the group 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board



Mr J Patel
Director

16 January 2022

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF VENTUREPRISE PLC

Opinion

We have audited the financial statements of Ventureprise PLC (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 May 2021 which comprise the group profit and loss account, the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 May 2021 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF VENTUREPRISE PLC

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and the directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF VENTUREPRISE PLC

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to pensions legislation, UK tax legislation and UK employment legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to increase revenue or manipulate expenditure and management bias in accounting estimates. Audit procedures performed by the audit engagement team included:

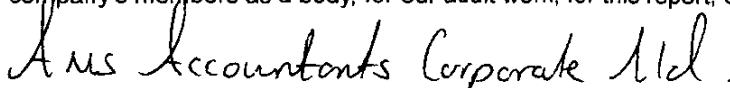
- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Review of the financial statement disclosures to underlying supporting documentation;
- Challenging assumptions and judgements made by management in their significant accounting estimates;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations or posted by senior management.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transaction reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



David Clegg (Senior Statutory Auditor)
For and on behalf of AMS Accountants Corporate Limited

16 January 2022

Chartered Accountants
Statutory Auditor

Floor 2
9 Portland Street
Manchester
M1 3BE

VENTUREPRISE PLC

GROUP PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2021

	Notes	2021 £	2020 £
Turnover	3	16,307,160	14,839,275
Cost of sales		(9,825,222)	(10,184,732)
Gross profit		6,481,938	4,654,543
Administrative expenses		(4,746,495)	(3,868,985)
Other operating income		-	50,000
Operating profit	4	1,735,443	835,558
Interest payable and similar expenses	8	(21,606)	(26,446)
Amounts written off investments	9	(102,941)	-
Profit before taxation		1,610,896	809,112
Tax on profit	10	(146,710)	(27,929)
Profit for the financial year		1,464,186	781,183
Profit for the financial year is attributable to:			
- Owners of the parent company		1,474,207	792,232
- Non-controlling interests		(10,021)	(11,049)
		1,464,186	781,183

~~The profit and loss account has been prepared on the basis that all operations are continuing operations.~~

VENTUREPRISE PLC

GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MAY 2021

	2021 £	2020 £
Profit for the year	1,464,186	781,183
Other comprehensive income	-	-
Total comprehensive income for the year	<u>1,464,186</u>	<u>781,183</u>
Total comprehensive income for the year is attributable to:		
- Owners of the parent company	1,474,207	792,232
- Non-controlling interests	(10,021)	(11,049)
	<u>1,464,186</u>	<u>781,183</u>

VENTUREPRISE PLC

GROUP BALANCE SHEET

AS AT 31 MAY 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Goodwill	12	2,476,239		1,332,945	
Other intangible assets	12	16,000		198,000	
Total intangible assets		2,492,239		1,530,945	
Tangible assets	13	2,021,001		1,811,573	
Investments	14	369,248		468,948	
		4,882,488		3,811,466	
Current assets					
Stocks	17	145,288		905	
Debtors	18	2,172,646		2,015,749	
Cash at bank and in hand		3,030,543		1,633,180	
		5,348,477		3,649,834	
Creditors: amounts falling due within one year	19	(5,842,182)		(4,530,647)	
Net current liabilities			(493,705)		(880,813)
Total assets less current liabilities		4,388,783		2,930,653	
Creditors: amounts falling due after more than one year	20		(979,784)		(900,000)
Provisions for liabilities					
Deferred tax liability	23	61,385		31,717	
			(61,385)		(31,717)
Net assets		3,347,614		1,998,936	
Capital and reserves					
Called up share capital	25	612,206		510,205	
Share premium account		2,399,999		-	
Capital redemption reserve		12,500		12,500	
Profit and loss reserves		519,021		1,595,537	
Equity attributable to owners of the parent company		3,543,726		2,118,242	
Non-controlling interests		(196,112)		(119,306)	
		3,347,614		1,998,936	

VENTUREPRISE PLC

GROUP BALANCE SHEET (CONTINUED)

AS AT 31 MAY 2021

The financial statements were approved by the board of directors and authorised for issue on 16 January 2022 and are signed on its behalf by:



Mr J Patel
Director

VENTUREPRISE PLC

COMPANY BALANCE SHEET

AS AT 31 MAY 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Intangible assets	12		16,000		198,000
Tangible assets	13		1,617,490		1,653,228
Investments	14		4,651,607		2,226,866
			<u>6,285,097</u>		<u>4,078,094</u>
Current assets					
Debtors	18	1,431,840		229,940	
Cash at bank and in hand		1,747		551	
		<u>1,433,587</u>		<u>230,491</u>	
Creditors: amounts falling due within one year	19	(3,866,220)		(2,593,970)	
Net current liabilities			<u>(2,432,633)</u>		<u>(2,363,479)</u>
Total assets less current liabilities			<u>3,852,464</u>		<u>1,714,615</u>
Creditors: amounts falling due after more than one year	20		(783,333)		(850,000)
Provisions for liabilities					
Deferred tax liability	23	1,134		1,511	
		<u>1,134</u>	<u>(1,134)</u>	<u>1,511</u>	<u>(1,511)</u>
Net assets			<u>3,067,997</u>		<u>863,104</u>
Capital and reserves					
Called up share capital	25		612,206		510,205
Share premium account			2,399,999		-
Capital redemption reserve			12,500		12,500
Profit and loss reserves			43,292		340,399
Total equity			<u>3,067,997</u>		<u>863,104</u>

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's profit for the year was £2,253,616 (2020 - £250,501 profit).

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.

VENTUREPRISE PLC

COMPANY BALANCE SHEET (CONTINUED)

AS AT 31 MAY 2021

The financial statements were approved by the board of directors and authorised for issue on 16 January 2022 and are signed on its behalf by:



Mr J Patel
Director

Company Registration No. 09123248

VENTUREPRISE PLC

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2021

	Notes	Share capital £	Share premium account £	Capital redemption reserve £	Profit and loss reserves £	Total controlling interest £	Non- controlling interest £	Total £
Balance at 1 June 2019		500,005	-	12,500	1,225,039	1,737,544	(34,283)	1,703,261
Year ended 31 May 2020:								
Profit and total comprehensive income for the year		-	-	-	792,232	792,232	(11,049)	781,183
Issue of share capital	25	10,200	-	-	-	10,200	-	10,200
Dividends	11	-	-	-	(421,734)	(421,734)	(73,484)	(495,218)
Acquisition of subsidiary		-	-	-	-	-	(490)	(490)
Balance at 31 May 2020		510,205	-	12,500	1,595,537	2,118,242	(119,306)	1,998,936
Year ended 31 May 2021:								
Profit and total comprehensive income for the year		-	-	-	1,474,207	1,474,207	(10,021)	1,464,186
Issue of share capital	25	102,001	2,399,999	-	-	2,502,000	-	2,502,000
Dividends	11	-	-	-	(2,550,723)	(2,550,723)	(66,785)	(2,617,508)
Balance at 31 May 2021		612,206	2,399,999	12,500	519,021	3,543,726	(196,112)	3,347,614

VENTUREPRISE PLC

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MAY 2021

	Notes	Share capital £	Share premium account £	Capital redemption reserve £	Profit and loss reserves £	Total £
Balance at 1 June 2019		500,005	-	12,500	511,632	1,024,137
Year ended 31 May 2020:						
Profit and total comprehensive income for the year		-	-	-	250,501	250,501
Issue of share capital	25	10,200	-	-	-	10,200
Dividends	11	-	-	-	(421,734)	(421,734)
Balance at 31 May 2020		510,205	-	12,500	340,399	863,104
Year ended 31 May 2021:						
Profit and total comprehensive income for the year		-	-	-	2,253,616	2,253,616
Issue of share capital	25	102,001	2,399,999	-	-	2,502,000
Dividends	11	-	-	-	(2,550,723)	(2,550,723)
Balance at 31 May 2021		612,206	2,399,999	12,500	43,292	3,067,997

VENTUREPRISE PLC

GROUP STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MAY 2021

	Notes	2021 £	£	2020 £	£
Cash flows from operating activities					
Cash generated from operations	29	3,219,467		2,236,154	
Interest paid		(21,606)		(26,446)	
Income taxes refunded		16,959		423	
Net cash inflow from operating activities		3,214,820		2,210,131	
Investing activities					
Purchase of intangible assets		(1,468,464)		(911,703)	
Purchase of tangible fixed assets		(348,985)		(19,014)	
Proceeds on disposal of tangible fixed assets		412		210	
Proceeds on disposal of subsidiaries		-		(368,928)	
Receipts from associates		99,700		368,928	
Receipts arising from loans made		(102,941)		-	
Net cash used in investing activities		(1,820,278)		(930,507)	
Financing activities					
Proceeds from issue of shares		2,500,000		-	
Repayment of bank loans		33,333		(16,597)	
Payment of finance leases obligations		86,996		-	
Dividends paid to equity shareholders		(2,550,723)		(421,734)	
Dividends paid to non-controlling interests		(66,785)		(73,484)	
Net cash generated from/(used in) financing activities		2,821		(511,815)	
Net increase in cash and cash equivalents		1,397,363		767,809	
Cash and cash equivalents at beginning of year		1,633,180		865,371	
Cash and cash equivalents at end of year		3,030,543		1,633,180	

VENTUREPRISE PLC

COMPANY STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MAY 2021

	Notes	2021 £	£	2020 £	£
Cash flows from operating activities					
Cash (absorbed by)/generated from operations	30		(362,665)	1,003,375	
Interest paid			(18,962)	(26,022)	
Net cash (outflow)/inflow from operating activities			(381,627)	977,353	
Investing activities					
Purchase of subsidiaries		(2,524,741)		(1,281,191)	
Proceeds on disposal of associates		100,000		368,928	
Dividends received		2,924,954		421,734	
Net cash generated from/(used in) investing activities			500,213	(490,529)	
Financing activities					
Proceeds from issue of shares		2,500,000		-	
Repayment of bank loans		(66,667)		(66,667)	
Dividends paid to equity shareholders		(2,550,723)		(421,734)	
Net cash used in financing activities			(117,390)	(488,401)	
Net increase/(decrease) in cash and cash equivalents			1,196	(1,577)	
Cash and cash equivalents at beginning of year			551	2,128	
Cash and cash equivalents at end of year			1,747	551	

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

Company information

Ventureprise PLC ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Parkhill Business Centre, Padiham Road, Burnley, BB12 6TG.

The group consists of Ventureprise PLC and all of its subsidiaries.

1.1 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.

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.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Ventureprise PLC together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 May 2021. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

1.4 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates. Sales, interest and dividend income are recognised on an accruals basis.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

1.6 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.7 Intangible fixed assets - goodwill

Acquired goodwill is written off in equal annual installments over its estimated useful economic life of 10 years.

1.8 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 where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation 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:

Intellectual property	No depreciation
-----------------------	-----------------

1.9 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:

Land and buildings Freehold	2% straight line
Fixtures, fittings & equipment	20% / 25% reducing balance
Motor vehicles	25% reducing balance

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 recognised in the profit and loss account.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

1.10 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

1.11 Impairment of fixed assets

At each reporting period end date, the group 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.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

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.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.12 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 cost and replacement 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.

1.13 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.14 Financial instruments

The group 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 in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and 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 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 transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

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 group after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, 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. Financial liabilities classified as payable within one year are not amortised.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.15 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.16 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.17 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.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.18 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

1.19 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss 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 leased asset are consumed.

1.20 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.

1.21 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

1.22 ~~Subsidiary undertakings exempt from audit~~

Under Section 479a of the Companies Act 2006 available to subsidiary undertakings, the company provides a guarantee in respect of the below subsidiary undertakings claiming exemption from audit.

Costwise Limited (08371277)
Optima Medical Reports Limited (07097932)
RT8 Legal Limited (06979268)
VP Collections Limited (09385625)
247 Home Assist Limited (09438900)
247 Labs Limited (08376394)
247 Staywarm Limited (11387607)
Home Response 360 Ltd (09438697)

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The 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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Turnover and other revenue

An analysis of the group's turnover is as follows:

	2021 £	2020 £
Turnover analysed by class of business		
Professional services to legal industry	1,139,308	1,441,296
Breakdown plans and warranty cover	15,167,852	13,397,979
	<u>16,307,160</u>	<u>14,839,275</u>
	2021 £	2020 £
Other significant revenue		
Grants received	-	20,000
	<u>-</u>	<u>20,000</u>

4 Operating profit

	2021 £	2020 £
Operating profit for the year is stated after charging/(crediting):		
Exchange differences apart from those arising on financial instruments measured at fair value through profit or loss	1,134	2,361
Research and development costs	403,389	406,780
Government grants	-	(20,000)
Depreciation of owned tangible fixed assets	138,838	74,076
Loss/(profit) on disposal of tangible fixed assets	307	(33)
Amortisation of intangible assets	327,170	109,154
Loss on disposal of intangible assets	180,000	-
Operating lease charges	16,551	-
	<u>1,067,989</u>	<u>770,348</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

5 Auditor's remuneration

	2021 £	2020 £
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	7,500	7,500

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2021 Number	2020 Number	Company 2021 Number	2020 Number
Directors	4	4	4	5
Administrative	160	74	7	4
Total	164	78	11	9

Their aggregate remuneration comprised:

	Group 2021 £	2020 £	Company 2021 £	2020 £
Wages and salaries	4,965,172	2,185,148	304,335	81,662
Social security costs	375,477	60,968	28,279	3,594
Pension costs	6,689	6,822	1,379	-
	5,347,338	2,252,938	333,993	85,256

7 Directors' remuneration

	2021 £	2020 £
Remuneration for qualifying services	45,417	45,833

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

8 Interest payable and similar expenses

	2021 £	2020 £
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	18,795	26,023
Other finance costs:		
Interest on finance leases and hire purchase contracts	2,301	-
Other interest	510	423
Total finance costs	21,606	26,446

9 Amounts written off investments

	2021 £	2020 £
Amounts written off current loans	(102,941)	-

10 Taxation

	2021 £	2020 £
Current tax		
UK corporation tax on profits for the current period	133,485	29,913
Deferred tax		
Origination and reversal of timing differences	13,225	(1,984)
Total tax charge	146,710	27,929

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2021 £	2020 £
Profit before taxation	1,610,896	809,112
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2020: 19.00%)	306,070	153,731
Tax effect of expenses that are not deductible in determining taxable profit	19,318	-
Tax effect of utilisation of tax losses not previously recognised	(4,241)	(14,284)
Permanent capital allowances in excess of depreciation	13,021	(27,969)
Research and development tax credit	(262,466)	(98,124)
Deferred tax adjustments in respect of prior years	13,225	(1,984)
Adjustments arising on consolidation	61,783	16,559
Taxation charge	146,710	27,929

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

11 Dividends

	2021 £	2020 £
Recognised as distributions to equity holders:		
Final paid	2,550,723	421,734

12 Intangible fixed assets

Group	Goodwill £	Intellectual property £	Total £
Cost			
At 1 June 2020	1,783,239	220,000	2,003,239
Additions	1,468,464	-	1,468,464
Disposals	-	(200,000)	(200,000)
At 31 May 2021	3,251,703	20,000	3,271,703
Amortisation and impairment			
At 1 June 2020	450,294	22,000	472,294
Amortisation charged for the year	325,170	2,000	327,170
Disposals	-	(20,000)	(20,000)
At 31 May 2021	775,464	4,000	779,464
Carrying amount			
At 31 May 2021	2,476,239	16,000	2,492,239
At 31 May 2020	1,332,945	198,000	1,530,945

Company

	Intellectual property £
Cost	
At 1 June 2020	220,000
Disposals	(200,000)
At 31 May 2021	20,000
Amortisation and impairment	
At 1 June 2020	22,000
Amortisation charged for the year	2,000
Disposals	(20,000)
At 31 May 2021	4,000

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

12 Intangible fixed assets

(Continued)

Carrying amount

At 31 May 2021	16,000
At 31 May 2020	198,000

13 Tangible fixed assets

Group	Land and buildings Freehold £	Fixtures, fittings & equipment £	Motor vehicles £	Total £
Cost				
At 1 June 2020	1,687,460	255,562	-	1,943,022
Additions	-	236,716	112,269	348,985
Disposals	-	(719)	-	(719)
At 31 May 2021	1,687,460	491,559	112,269	2,291,288
Depreciation and impairment				
At 1 June 2020	42,186	89,263	-	131,449
Depreciation charged in the year	33,749	77,022	28,067	138,838
At 31 May 2021	75,935	166,285	28,067	270,287
Carrying amount				
At 31 May 2021	1,611,525	325,274	84,202	2,021,001
At 31 May 2020	1,645,274	166,299	-	1,811,573
Company				
	Land and buildings Freehold £	Fixtures, fittings & equipment £		Total £
Cost				
At 1 June 2020 and 31 May 2021	1,687,460	10,286		1,697,746
Depreciation and impairment				
At 1 June 2020	42,186	2,332		44,518
Depreciation charged in the year	33,749	1,989		35,738
At 31 May 2021	75,935	4,321		80,256
Carrying amount				
At 31 May 2021	1,611,525	5,965		1,617,490
At 31 May 2020	1,645,274	7,954		1,653,228

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

14 Fixed asset investments

	Notes	Group 2021 £	2020 £	Company 2021 £	2020 £
Investments in subsidiaries	15	-	-	4,282,659	1,757,918
Loans to subsidiaries	15	368,928	368,928	368,928	368,928
Investments in associates	16	320	100,020	20	100,020
		<u>369,248</u>	<u>468,948</u>	<u>4,651,607</u>	<u>2,226,866</u>

Movements in fixed asset investments Group

	Shares in associates £	Loans to subsidiaries £	Total £
Cost or valuation			
At 1 June 2020	100,020	368,928	468,948
Additions	300	-	300
At 31 May 2021	<u>100,320</u>	<u>368,928</u>	<u>469,248</u>
Impairment			
At 1 June 2020	-	-	-
Impairment losses	100,000	-	100,000
At 31 May 2021	<u>100,000</u>	<u>-</u>	<u>100,000</u>
Carrying amount			
At 31 May 2021	<u>320</u>	<u>368,928</u>	<u>369,248</u>
At 31 May 2020	<u>100,020</u>	<u>368,928</u>	<u>468,948</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

14 Fixed asset investments

(Continued)

Movements in fixed asset investments Company	Shares in subsidiaries and associates £	Loans to subsidiaries £	Total £
Cost or valuation			
At 1 June 2020	1,857,938	368,928	2,226,866
Additions	2,524,741	-	2,524,741
At 31 May 2021	4,382,679	368,928	4,751,607
Impairment			
At 1 June 2020	-	-	-
Impairment losses	100,000	-	100,000
At 31 May 2021	100,000	-	100,000
Carrying amount			
At 31 May 2021	4,282,679	368,928	4,651,607
At 31 May 2020	1,857,938	368,928	2,226,866

15 Subsidiaries

Details of the company's subsidiaries at 31 May 2021 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
247 Home Assist Limited	UK	Ordinary	100.00
Costswise Limited	UK	Ordinary	100.00
Optima Medical Reports Limited	UK	Ordinary	100.00
RT8 Legal Limited	UK	Ordinary	100.00
VP Collections Limited	UK	Ordinary	100.00
VP People Limited	UK	Ordinary	100.00
247 Labs Limited	UK	Ordinary	85.00
247 Staywarm Limited	UK	Ordinary	100.00
Razrlab Holding Limited	UK	Ordinary	51.00
Razr Tech DMCC	Emirate of Dubai	Ordinary	51.00
Home Response 360 Ltd	UK	Ordinary	100.00

The investments in subsidiaries are all stated at cost.

Each subsidiary undertaking has the same registered address as the parent company.

16 Associates

Details of associates at 31 May 2021 are as follows:

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

16 Associates

(Continued)

Name of undertaking	Registered office	Class of shares held	% Held Direct
THSA Technology Limited	UK	Ordinary	20
Insurein1 Global Limited	UK	Ordinary	20
Eminent4U (Private) Limited	Pakistan	Ordinary	30

17 Stocks

	Group 2021 £	2020 £	Company 2021 £	2020 £
Finished goods and goods for resale	145,288	905	-	-

18 Debtors

	Group 2021 £	2020 £	Company 2021 £	2020 £
Amounts falling due within one year:				
Unpaid share capital	12,200	10,200	12,200	10,200
Amounts owed by group undertakings	-	-	1,419,640	219,740
Amounts owed by undertakings in which the company has a participating interest	-	102,931	-	-
Other debtors	383,669	286,711	-	-
Prepayments and accrued income	1,776,777	1,615,907	-	-
	<u>2,172,646</u>	<u>2,015,749</u>	<u>1,431,840</u>	<u>229,940</u>

19 Creditors: amounts falling due within one year

	Notes	Group 2021 £	2020 £	Company 2021 £	2020 £
Bank loans	21	96,667	66,667	66,667	66,667
Obligations under finance leases	22	10,545	-	-	-
Trade creditors		945,461	196,164	-	-
Amounts owed to group undertakings		-	-	1,474,044	1,602,759
Amounts owed to undertakings in which the group has a participating interest		20	20	20	20
Corporation tax payable		185,060	51,059	-	-
Other taxation and social security		1,117,241	606,224	35,796	2,264
Other creditors		2,590,005	3,089,288	2,285,531	909,862
Accruals and deferred income		897,183	521,225	4,162	12,398
		<u>5,842,182</u>	<u>4,530,647</u>	<u>3,866,220</u>	<u>2,593,970</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

20 Creditors: amounts falling due after more than one year

	Notes	Group 2021 £	2020 £	Company 2021 £	2020 £
Bank loans and overdrafts	21	903,333	900,000	783,333	850,000
Obligations under finance leases	22	76,451	-	-	-
		<u>979,784</u>	<u>900,000</u>	<u>783,333</u>	<u>850,000</u>

21 Loans and overdrafts

	Group 2021 £	2020 £	Company 2021 £	2020 £
Bank loans	<u>1,000,000</u>	<u>966,667</u>	<u>850,000</u>	<u>916,667</u>
Payable within one year	96,667	66,667	66,667	66,667
Payable after one year	<u>903,333</u>	<u>900,000</u>	<u>783,333</u>	<u>850,000</u>

The group has four bank loans.

Bank loan 1 is secured by way of a fixed charge dated 8 February 2019 over the group's freehold property.

The group's banking facilities are secured by way of fixed and floating charges dated 16 June 2015 over all assets and undertakings of the group.

Bank loans 2 to 4 are unsecured.

Bank Loan 1 is capital repayment to be repaid in equal quarterly instalments payable by January 2024.

The rate of interest is a margin of 2% over LIBOR.

Bank loans 2 to 4 are capital repayment, with repayments to be made monthly starting in Month 13 and repayable by May 2026.

The rate of interest is fixed at 2.5% per annum.

22 Finance lease obligations

	Group 2021 £	2020 £	Company 2021 £	2020 £
Future minimum lease payments due under finance leases:				
Within one year	10,545	-	-	-
In two to five years	<u>76,451</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>86,996</u>	<u>-</u>	<u>-</u>	<u>-</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

22 Finance lease obligations

(Continued)

Finance lease payments represent rentals payable by the company or group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 5 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

23 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2021 £	Liabilities 2020 £
Group		
Accelerated capital allowances	61,385	31,717
	<u>61,385</u>	<u>31,717</u>
	Liabilities 2021 £	Liabilities 2020 £
Company		
Accelerated capital allowances	1,134	1,511
	<u>1,134</u>	<u>1,511</u>
	Group 2021 £	Company 2021 £
Movements in the year:		
Liability at 1 June 2020	31,717	1,511
Charge/(credit) to profit or loss	29,668	(377)
	<u>29,668</u>	<u>(377)</u>
Liability at 31 May 2021	61,385	1,134
	<u>61,385</u>	<u>1,134</u>

24 Retirement benefit schemes

	2021 £	2020 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	6,689	6,822
	<u>6,689</u>	<u>6,822</u>

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

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NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

25 Share capital

Group and company	2021	2020	2021	2020
Ordinary share capital	Number	Number	£	£
Issued and not fully paid				
Ordinary of £1 each	612,200	510,200	612,200	510,200
Ordinary A of £1 each	6	5	6	5
	<u>612,206</u>	<u>510,205</u>	<u>612,206</u>	<u>510,205</u>

Ordinary £1 shares have full rights to voting (one vote per share), dividends and capital distribution on winding up.

Ordinary A £1 shares have full rights to dividends only.

At the balance sheet date, £12,200 Ordinary £1 shares remain unpaid. The remainder of the Group's issued share capital is fully paid.

During the year, 2,000 Ordinary £1 shares were issued at par value. These shares remain unpaid.

1 Ordinary A £1 share was also issued at par value.

In addition, 100,000 Ordinary £1 shares were issued at a premium of £24 per share.

26 Related party transactions

Transactions with related parties

During the year the group entered into the following transactions with related parties:

	Services received	
	2021	2020
	£	£
Group		
Other related parties	-	600,000
	<u>-</u>	<u>600,000</u>

The following amounts were outstanding at the reporting end date:

Amounts due to related parties	2021	2020
	£	£
Group		
Other related parties	-	2,179,175
	<u>-</u>	<u>2,179,175</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

26 Related party transactions

(Continued)

The following amounts were outstanding at the reporting end date:

Amounts due from related parties

	2021 Balance £	2020 Balance £
Group		
Other related parties	-	287,164
	<u> </u>	<u> </u>

Other information

The Group has taken advantage of FRS 102, section 33.1A available for transactions with wholly owned subsidiaries, and has chosen not to disclose related party transactions within the group.

27 Directors' transactions

Dividends totalling £0 (2020 - £112,000) were paid in the year in respect of shares held by the company's directors.

At the year end, a balance of £1,343,017 (2020: £9,347) was due to the directors.

The above balance is interest free with no fixed date for repayment.

28 Controlling party

No single individual has ultimate control by virtue of their shareholdings in the company.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2021

29 Cash generated from group operations

	2021 £	2020 £
Profit for the year after tax	1,464,186	781,183
Adjustments for:		
Taxation charged	146,710	27,929
Finance costs	21,606	26,446
Loss/(gain) on disposal of tangible fixed assets	307	(33)
Loss on disposal of intangible assets	180,000	-
Amortisation and impairment of intangible assets	327,170	109,154
Depreciation and impairment of tangible fixed assets	138,838	74,076
Other gains and losses	102,941	-
Movements in working capital:		
Increase in stocks	(144,383)	-
Increase in debtors	(154,897)	(1,099,206)
Increase in creditors	1,136,989	2,316,605
Cash generated from operations	<u>3,219,467</u>	<u>2,236,154</u>

30 Cash (absorbed by)/generated from operations - company

	2021 £	2020 £
Profit for the year after tax	2,253,616	250,501
Adjustments for:		
Taxation (credited)/charged	(377)	1,511
Finance costs	18,962	26,022
Investment income	(2,924,954)	(421,734)
Loss on disposal of intangible assets	180,000	-
Amortisation and impairment of intangible assets	2,000	22,000
Depreciation and impairment of tangible fixed assets	35,738	35,738
Movements in working capital:		
(Increase)/decrease in debtors	(1,199,900)	621
Increase in creditors	1,272,250	1,088,716
Cash (absorbed by)/generated from operations	<u>(362,665)</u>	<u>1,003,375</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

31 Analysis of changes in net funds - group

	1 June 2020 £	Cash flows £	31 May 2021 £
Cash at bank and in hand	1,633,180	1,397,363	3,030,543
Borrowings excluding overdrafts	(966,667)	(33,333)	(1,000,000)
Obligations under finance leases	-	(86,996)	(86,996)
	<u>666,513</u>	<u>1,277,034</u>	<u>1,943,547</u>

32 Analysis of changes in net debt - company

	1 June 2020 £	Cash flows £	31 May 2021 £
Cash at bank and in hand	551	1,196	1,747
Borrowings excluding overdrafts	(916,667)	66,667	(850,000)
	<u>(916,116)</u>	<u>67,863</u>	<u>(848,253)</u>