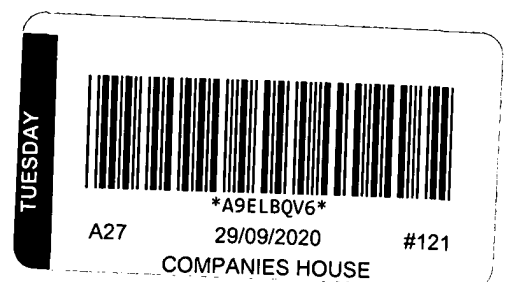


COMPANY REGISTRATION NUMBER: 11114986

MOBUS FABRICS HOLDINGS LIMITED
FINANCIAL STATEMENTS
30 SEPTEMBER 2019



MOBUS FABRICS HOLDINGS LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 30 SEPTEMBER 2019

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MOBUS FABRICS HOLDINGS LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

Mr M S Presley
Mr I Bostock
Mr G D R McConnell
Mr L Paxman
Mr D R Barnes

Registered office

Russell Way
Off Bradford Road
Brighouse
West Yorkshire
England
HD6 4LX

Auditor

Wheawill & Sudworth Limited
Chartered Accountants & statutory auditor
35 Westgate
Huddersfield
HD1 1PA

Bankers

HSBC Bank plc
33 Park Row
Leeds
LS1 1LD

MOBUS FABRICS HOLDINGS LIMITED

STRATEGIC REPORT

YEAR ENDED 30 SEPTEMBER 2019

The principal activity of the group continued to be the design, manufacture and sale of fabrics for the upholstery market.

Results, Performance and Developments during the year

We are pleased to report another profitable year of operations. Turnover increased by 27% to £22.9m. The gross profit was restrained by pressures on margins and uncertainties in the market.

Principal risks and uncertainties

The Directors consider that the key risks and principal uncertainties faced by the group are:

Raw material price volatility
Exchange rate variances
Supply chain disruption

These risks are managed through monitoring of the appropriate markets, the use of forward contracts and currency hedges, maintaining close supplier relationships and multiple sourcing of key resources.

Since the balance sheet date, the spread of COVID-19 has severely impacted many local economies around the globe. In many countries, businesses are being forced to cease or limit operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. Global stock markets have also experienced great volatility and a significant weakening. Governments and central banks have responded with monetary and fiscal interventions to stabilise economic conditions

The Group has determined that these events are non-adjusting subsequent events. Accordingly, the financial position and results of operations as of and for the year ended 30 September 2019 have not been adjusted to reflect their impact. The duration and impact of the COVID-19 pandemic, as well as the effectiveness of government and central bank responses, remains unclear at this time. It is not possible to reliably estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the group for future periods. The directors believe they have put suitable measures in place to ensure that the group's operations will continue satisfactorily going forward. Accordingly, the financial statements have been prepared on a going concern basis.

Financial Instruments

Due to the nature of the financial instruments used by the group there is no material exposure to price risk. The group's approach to managing other risk applicable to the financial instruments concerned are shown below.

In respect of bank balances the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of short term invoice finance and trade loan facilities.

Trade debtors are managed in respect of credit and cash flow by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

Key Performance indicators

Key performance indicators monitored by management include order in-take, gross margin, stock volumes and cash collection.

Outlook


Despite the lack of confidence in the traditional UK retail sector Mobus is confident the new collections coupled with expanding online retail demand puts us in a strong position. The recent relocation of the business to larger single site premises will provide Mobus with a great platform for future growth and enhancement of shareholder value.

MOBUS FABRICS HOLDINGS LIMITED

STRATEGIC REPORT *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

This report was approved by the board of directors on 15 September 2020 and signed on behalf of the board by:

A handwritten signature in black ink, appearing to be 'L Paxman', with a long horizontal line extending to the right.

Mr L Paxman
Director

MOBUS FABRICS HOLDINGS LIMITED

DIRECTORS' REPORT

YEAR ENDED 30 SEPTEMBER 2019

The directors present their report and the financial statements of the group for the year ended 30 September 2019.

Directors

The directors who served the company during the year were as follows:

Mr M S Presley
Mr I Bostock
Mr G D R McConnell
Mr L Paxman
Mr D R Barnes

Dividends

Particulars of recommended dividends are detailed in note 12 to the financial statements.

Future developments

Details of future developments are included within the strategic report.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and the company and 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 judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

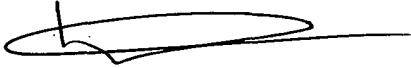
- so far as they are aware, there is no relevant audit information of which the group and the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group and the company's auditor is aware of that information.

MOBUS FABRICS HOLDINGS LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

This report was approved by the board of directors on 15 September 2020 and signed on behalf of the board by:

A handwritten signature in black ink, appearing to be 'L Paxman', written over a horizontal line.

Mr L Paxman
Director

MOBUS FABRICS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MOBUS FABRICS HOLDINGS LIMITED

YEAR ENDED 30 SEPTEMBER 2019

Opinion

We have audited the financial statements of Mobus Fabrics Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 September 2019 which comprise the consolidated statement of comprehensive income, consolidated statement of financial position, company statement of financial position, consolidated statement of changes in equity, company statement of changes in equity, consolidated statement of cash flows and the related notes, including a summary of 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 of the parent company's affairs as at 30 September 2019 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 group 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

MOBUS FABRICS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MOBUS FABRICS HOLDINGS LIMITED *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the 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 or the directors' report.

We have nothing to report in respect of the following matters in relation to which 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 group's and 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 group or the parent 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

MOBUS FABRICS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MOBUS FABRICS HOLDINGS LIMITED (continued)

YEAR ENDED 30 SEPTEMBER 2019

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's or the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group or the parent company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 Butterworth (Senior Statutory Auditor)

For and on behalf of
Wheawill & Sudworth Limited
Chartered Accountants & statutory auditor
35 Westgate
Huddersfield
HD1 1PA

15 September 2020

MOBUS FABRICS HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

YEAR ENDED 30 SEPTEMBER 2019

		Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Turnover	Note 4	22,915,826	9,669,942
Cost of sales		<u>18,907,538</u>	<u>7,808,125</u>
Gross profit		4,008,288	1,861,817
Administrative expenses		<u>2,467,527</u>	<u>1,097,366</u>
Operating profit	5	1,540,761	764,451
Share of profit of associates	15	8,993	3,581
Other interest receivable and similar income	9	497	414
Interest payable and similar expenses	10	<u>364,015</u>	<u>166,480</u>
Profit before taxation		1,186,236	601,966
Tax on profit	11	<u>260,437</u>	<u>123,246</u>
Profit for the financial year and total comprehensive income		<u>925,799</u>	<u>478,720</u>

All the activities of the group are from continuing operations.

The notes on pages 15 to 26 form part of these financial statements.

MOBUS FABRICS HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 SEPTEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Intangible assets	13	2,223,129	2,470,143
Tangible assets	14	277,536	318,345
Investments:	15		
Investments in associates		<u>183,741</u>	<u>174,748</u>
		2,684,406	2,963,236
Current assets			
Stocks	16	6,068,950	5,076,678
Debtors	17	5,323,699	3,340,475
Cash at bank and in hand		<u>1,052,773</u>	<u>479,652</u>
		12,445,422	8,896,805
Creditors: amounts falling due within one year	18	<u>8,290,579</u>	<u>5,753,113</u>
Net current assets		4,154,843	3,143,692
Total assets less current liabilities		6,839,249	6,106,928
Creditors: amounts falling due after more than one year	19	6,020,000	6,000,000
Provisions			
Taxation including deferred tax	20	<u>41,500</u>	<u>45,700</u>
Net assets		<u>777,749</u>	<u>61,228</u>
Capital and reserves			
Called up share capital	24	100	100
Profit and loss account		<u>777,649</u>	<u>61,128</u>
Shareholders funds		<u>777,749</u>	<u>61,228</u>

These financial statements were approved by the board of directors and authorised for issue on 15 September 2020, and are signed on behalf of the board by:



Mr L Paxman
Director

Company registration number: 11114986

MOBUS FABRICS HOLDINGS LIMITED

COMPANY STATEMENT OF FINANCIAL POSITION

30 SEPTEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Investments	15	10,065,364	10,065,364
Current assets			
Debtors	17	100	100
Creditors: amounts falling due within one year	18	<u>4,045,364</u>	<u>4,065,364</u>
Net current liabilities		<u>4,045,264</u>	<u>4,065,264</u>
Total assets less current liabilities		<u>6,020,100</u>	<u>6,000,100</u>
Creditors: amounts falling due after more than one year	19	<u>6,020,000</u>	<u>6,000,000</u>
Net assets		<u>100</u>	<u>100</u>
Capital and reserves			
Called up share capital	24	<u>100</u>	<u>100</u>
Shareholders funds		<u>100</u>	<u>100</u>

The profit for the financial year of the parent company was £209,278 (2018: £417,592).

These financial statements were approved by the board of directors and authorised for issue on 15 September 2020, and are signed on behalf of the board by:



Mr L Paxman
Director

Company registration number: 11114986

MOBUS FABRICS HOLDINGS LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 30 SEPTEMBER 2019

		Called up share capital £	Profit and loss account £	Total £
At 18 December 2017		—	—	—
Profit for the year			478,720	478,720
Total comprehensive income for the year		—	478,720	478,720
Issue of shares		100	—	100
Dividends paid and payable	12	—	(417,592)	(417,592)
Total investments by and distributions to owners		100	(417,592)	(417,492)
At 30 September 2018		100	61,128	61,228
Profit for the year			925,799	925,799
Total comprehensive income for the year		—	925,799	925,799
Dividends paid and payable	12	—	(209,278)	(209,278)
Total investments by and distributions to owners		—	(209,278)	(209,278)
At 30 September 2019		<u>100</u>	<u>777,649</u>	<u>777,749</u>

The notes on pages 15 to 26 form part of these financial statements.

MOBUS FABRICS HOLDINGS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 30 SEPTEMBER 2019

		Called up share capital £	Profit and loss account £	Total £
At 18 December 2017		–	–	–
Profit for the year			417,592	417,592
Total comprehensive income for the year		–	417,592	417,592
Issue of shares		100	–	100
Dividends paid and payable	12	–	(417,592)	(417,592)
Total investments by and distributions to owners		100	(417,592)	(417,492)
At 30 September 2018		100	–	100
Profit for the year			209,278	209,278
Total comprehensive income for the year		–	209,278	209,278
Dividends paid and payable	12	–	(209,278)	(209,278)
Total investments by and distributions to owners		–	(209,278)	(209,278)
At 30 September 2019		100	–	100

The notes on pages 15 to 26 form part of these financial statements.

MOBUS FABRICS HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED 30 SEPTEMBER 2019

	2019 £	2018 £
Cash flows from operating activities		
Profit for the financial year	925,799	478,720
<i>Adjustments for:</i>		
Depreciation of tangible assets	121,080	59,097
Amortisation of intangible assets	247,014	–
Share of profit of associates	(8,993)	(3,581)
Other interest receivable and similar income	(497)	(414)
Interest payable and similar expenses	364,015	166,480
Loss on disposal of tangible assets	–	2,872
Tax on profit	260,437	123,246
<i>Changes in:</i>		
Stocks	(992,272)	40,895
Trade and other debtors	(1,983,224)	159,525
Trade and other creditors	2,389,964	1,072,596
Cash generated from operations	1,323,323	2,099,436
Interest paid	(364,015)	(166,480)
Interest received	497	414
Tax paid	(111,750)	(38,579)
Net cash from operating activities	848,055	1,894,791
Cash flows from investing activities		
Purchase of tangible assets	(80,271)	(78,941)
Proceeds from sale of tangible assets	–	750
Acquisition of subsidiaries	–	(9,671,399)
Net cash used in investing activities	(80,271)	(9,749,590)
Cash flows from financing activities		
Proceeds from issue of ordinary shares	–	100
Proceeds from issue of shares classed as financial liabilities	–	1,400,000
Proceeds from borrowings	14,615	7,351,943
Dividends paid	(209,278)	(417,592)
Net cash (used in)/from financing activities	(194,663)	8,334,451
Net increase in cash and cash equivalents	573,121	479,652
Cash and cash equivalents at beginning of year	479,652	–
Cash and cash equivalents at end of year	1,052,773	479,652

The notes on pages 15 to 26 form part of these financial statements.

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 SEPTEMBER 2019

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Russell Way, Off Bradford Road, Brighouse, West Yorkshire, HD6 4LX, England.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in sterling, which is the functional currency of the entity and rounded to the nearest pound.

Disclosure exemptions

The parent company satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following reduced disclosures available under FRS 102:

- (a) Disclosures in respect of each class of share capital have not been presented.
- (b) No cash flow statement has been presented for the company.
- (c) Disclosures in respect of financial instruments have not been presented.
- (d) No disclosure has been given for the aggregate remuneration of key management personnel.

Consolidation

The financial statements consolidate the financial statements of Mobus Fabric Holdings Limited and all of its subsidiary undertakings.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

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

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

3. Accounting policies *(continued)*

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other 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. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

Goodwill

Goodwill arises on business acquisitions and represents the excess of the cost of the acquisition over the company's interest in the net amount of the identifiable assets, liabilities and contingent liabilities of the acquired business. Goodwill is measured at cost less accumulated impairment losses.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill	-	Over 10 years
----------	---	---------------

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

3. Accounting policies *(continued)*

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Long leasehold property	-	Over the life of the lease
Plant and machinery	-	20% reducing balance
Fixtures and fittings	-	33% straight line
Motor vehicles	-	25% reducing balance

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

Investments in associates

Investments in associates are accounted for using the equity method of accounting, whereby the investment is initially recognised at the transaction price and subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

3. Accounting policies *(continued)*

Financial instruments *(continued)*

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

4. Turnover

Turnover arises from:

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
UK	17,965,779	7,702,150
Europe	1,833,242	765,122
Asia	2,706,908	1,031,304
USA	409,897	171,366
	<u>22,915,826</u>	<u>9,669,942</u>

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

4. Turnover *(continued)*

The whole of the turnover is attributable to the principal activity of the group.

5. Operating profit

Operating profit or loss is stated after charging/crediting:

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Amortisation of intangible assets	247,014	–
Depreciation of tangible assets	121,080	59,097
Loss on disposal of tangible assets	–	2,872
Impairment of trade debtors	62,117	(3,985)
Foreign exchange differences	114,618	43,442

6. Auditor's remuneration

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Fees payable for the audit of the financial statements	25,000	11,777

7. Staff costs

The average number of persons employed by the group during the year, including the directors, amounted to:

	2019 No.	2018 No.
Production staff	5	5
Distribution staff	16	7
Administrative staff	12	12
Management staff	5	5
	38	29

The aggregate payroll costs incurred during the year, relating to the above, were:

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Wages and salaries	794,718	379,395
Social security costs	79,855	28,144
Other pension costs	119,050	56,859
	993,623	464,398

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

8. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services was:

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Remuneration	173,961	114,403
Company contributions to defined contribution pension plans	84,320	48,368
	<u>258,281</u>	<u>162,771</u>

The number of directors who accrued benefits under company pension plans was as follows:

	2019 No.	2018 No.
Defined contribution plans	<u>4</u>	<u>4</u>

9. Other interest receivable and similar income

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Interest on cash and cash equivalents	<u>497</u>	<u>414</u>

10. Interest payable and similar expenses

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Interest on banks loans and overdrafts	63,918	9,408
Dividends paid on shares classed as debt	61,555	33,651
Interest payable on loan notes	229,315	123,421
Other interest payable and similar charges	9,227	—
	<u>364,015</u>	<u>166,480</u>

11. Tax on profit

Major components of tax income

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Current tax:		
UK current tax income	279,135	116,685
Adjustments in respect of prior periods	(14,498)	—
Total current tax	<u>264,637</u>	<u>116,685</u>
Deferred tax:		
Origination and reversal of timing differences	(4,200)	6,561
Tax on profit	<u>260,437</u>	<u>123,246</u>

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

11. Tax on profit *(continued)*

Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is higher than (2018: higher than) the standard rate of corporation tax in the UK of 19% (2018: 19%).

	Year to 30 Sep 19 £	Period from 18 Dec 17 to 30 Sep 18 £
Profit on ordinary activities before taxation	<u>1,186,236</u>	<u>601,966</u>
Profit on ordinary activities by rate of tax	225,385	114,374
Adjustment to tax charge in respect of prior periods	(14,498)	–
Effect of expenses not deductible for tax purposes	62,464	7,485
Effect of capital allowances and depreciation	1,920	1,413
Effect of revenue exempt from tax	(1,709)	–
Rounding on tax charge	–	(26)
R&D tax relief	(18,526)	–
Effect of changes in tax rates and roundings	<u>5,401</u>	<u>–</u>
Tax on profit	<u>260,437</u>	<u>123,246</u>

12. Dividends

Equity dividends

	2019 £	2018 £
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year)	<u>209,278</u>	<u>417,592</u>

Dividends on shares classed as debt

	2019 £	2018 £
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year)	<u>61,555</u>	<u>33,651</u>

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 30 SEPTEMBER 2019

13. Intangible assets

Group	Goodwill £
Cost	
At 1 October 2018 and 30 September 2019	<u>2,470,143</u>
Amortisation	
At 1 October 2018	—
Charge for the year	<u>247,014</u>
At 30 September 2019	<u>247,014</u>
Carrying amount	
At 30 September 2019	<u>2,223,129</u>
At 30 September 2018	<u>2,470,143</u>

The company has no intangible assets.

14. Tangible assets

Group	Long leasehold property £	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Total £
Cost					
At 1 October 2018	108,071	183,251	17,295	65,447	374,064
Additions	<u>48,440</u>	<u>25,715</u>	<u>6,116</u>	<u>—</u>	<u>80,271</u>
At 30 September 2019	<u>156,511</u>	<u>208,966</u>	<u>23,411</u>	<u>65,447</u>	<u>454,335</u>
Depreciation					
At 1 October 2018	22,875	17,766	4,506	10,572	55,719
Charge for the year	<u>54,521</u>	<u>38,290</u>	<u>8,581</u>	<u>19,688</u>	<u>121,080</u>
At 30 September 2019	<u>77,396</u>	<u>56,056</u>	<u>13,087</u>	<u>30,260</u>	<u>176,799</u>
Carrying amount					
At 30 September 2019	<u>79,115</u>	<u>152,910</u>	<u>10,324</u>	<u>35,187</u>	<u>277,536</u>
At 30 September 2018	<u>85,196</u>	<u>165,485</u>	<u>12,789</u>	<u>54,875</u>	<u>318,345</u>

The company has no tangible assets.

15. Investments

Group	Interests in associates £
Share of net assets/cost	
At 1 October 2018	174,748
Share of profit or loss	<u>8,993</u>
At 30 September 2019	<u>183,741</u>
Impairment	
At 1 October 2018 and 30 September 2019	<u>—</u>

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 30 SEPTEMBER 2019

15. Investments (continued)

Group	Interests in associates £
Carrying amount At 30 September 2019	183,741
At 30 September 2018	174,748
Company	Shares in group undertakings £
Cost At 1 October 2018 and 30 September 2019	10,065,364
Impairment At 1 October 2018 and 30 September 2019	—
Carrying amount At 1 October 2018 and 30 September 2019	10,065,364
At 30 September 2018	10,065,364

Subsidiaries, associates and other investments

Details of the investments in which the group and the parent company have an interest of 20% or more are as follows:

	Registered office	Class of share	Percentage of shares held
Subsidiary undertakings			
Mobus Fabrics Limited	Russell Way Off Bradford Road Brighouse West Yorkshire HD6 4LX	Ordinary	100
Shaoxing Mobus Fabrics Co Limited	Zhuyuantongcun Yangxunqiao Town Keqiao District Shaoxing City Zhejiang Province China	Ordinary	100
Other significant holdings			
Shaoxing Sian Flame Retardant Technology Co Limited	Zhuyuantongcun xangzun Qiao Town Keqiao District Shaoxing City Zhejiang Province China	Ordinary	31

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

16. Stocks

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Finished goods and goods for resale	<u>6,068,950</u>	<u>5,076,678</u>	<u>-</u>	<u>-</u>

17. Debtors

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Trade debtors	4,764,063	2,971,657	-	-
Prepayments and accrued income	54,572	48,683	-	-
Other debtors	<u>505,064</u>	<u>320,135</u>	<u>100</u>	<u>100</u>
	<u>5,323,699</u>	<u>3,340,475</u>	<u>100</u>	<u>100</u>

18. Creditors: amounts falling due within one year

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Trade creditors	3,595,627	2,160,754	-	-
Amounts owed to group undertakings	-	-	3,365,364	3,065,364
Accruals and deferred income	527,293	686,535	-	-
Corporation tax	201,748	48,861	-	-
Social security and other taxes	17,723	32,817	-	-
Director loan accounts	32,242	17,627	-	-
Loan notes	1,419,894	1,000,000	680,000	1,000,000
Invoice finance facility	2,496,052	1,751,943	-	-
Other creditors	-	54,576	-	-
	<u>8,290,579</u>	<u>5,753,113</u>	<u>4,045,364</u>	<u>4,065,364</u>

The invoice finance facility is secured by a fixed and floating charge over the group's assets.

19. Creditors: amounts falling due after more than one year

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Shares classed as financial liabilities	1,400,000	1,400,000	1,400,000	1,400,000
Loan notes	<u>4,620,000</u>	<u>4,600,000</u>	<u>4,620,000</u>	<u>4,600,000</u>
	<u>6,020,000</u>	<u>6,000,000</u>	<u>6,020,000</u>	<u>6,000,000</u>

Included within creditors: amounts falling due after more than one year is an amount of £Nil (2018: £600,000) for the group and £Nil (2018: £600,000) for the company in respect of liabilities payable or repayable by instalments which fall due for payment after more than five years from the reporting date.

The loan notes are unsecured and repayable by annual instalments; with interest payable at 3.5% above the published base rate of Barclays Bank Plc.

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

20. Provisions

Group	Deferred tax (note 21) £
At 1 October 2018	45,700
Additions	(4,200)
At 30 September 2019	<u>41,500</u>

The company does not have any provisions.

21. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Included in provisions (note 20)	<u>41,500</u>	<u>45,700</u>	<u>-</u>	<u>-</u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Accelerated capital allowances	42,265	46,011	-	-
Provisions	(765)	(311)	-	-
	<u>41,500</u>	<u>45,700</u>	<u>-</u>	<u>-</u>

22. Employee benefits

Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution pension plans was £119,050 (2018: £56,859).

23. Financial instruments

The carrying amount for each category of financial instrument is as follows:

Financial liabilities measured at fair value through profit or loss

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Financial liabilities measured at fair value through profit or loss	<u>1,400,000</u>	<u>1,400,000</u>	<u>1,400,000</u>	<u>1,400,000</u>

MOBUS FABRICS HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 30 SEPTEMBER 2019

24. Called up share capital

Issued, called up and fully paid

	2019		2018	
	No.	£	No.	£
Amounts presented in equity:				
Ordinary shares of £1 each	100	100.00	100	100.00
Amounts presented in liabilities:				
Preference shares of £1 each	1,400,000	1,400,000.00	1,400,000	1,400,000.00

25. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	Group		Company	
	2019	2018	2019	2018
	£	£	£	£
Not later than 1 year	204,946	191,679	–	–
Later than 1 year and not later than 5 years	234,170	385,006	–	–
	439,116	576,685	–	–

26. Contingencies

The company is party to an unlimited multilateral bank guarantee with one of its trading subsidiaries.

The group has indemnified its bank in relation to an import VAT and duty guarantee provided by the bank in favour of H M Revenue & Customs.

27. Related party transactions

Company

At the year end the company had loans totalling £20,689 (2018: £33,976) owed by key management personnel and loans totalling £32,242 (2018: £17,627) owing to key management personnel. These loans are unsecured, repayable upon demand and currently interest free.

During the year the company paid rent totalling £119,987 (2018 £110,750) to related parties.

28. Controlling party

No one party has equity control of the company.