

REGISTERED NUMBER: SC303949 (Scotland)

AVANTICELL SCIENCE LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

JRD LLP
11 Portland Road
Kilmarnock
KA1 2BT

CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2017

	Page
Company Information	1
Balance Sheet	2
Notes to the Financial Statements	4

AVANTICELL SCIENCE LIMITED

COMPANY INFORMATION
FOR THE YEAR ENDED 31ST MARCH 2017

DIRECTORS:

Dr C J Wilde
P Bishop
D C Thomson

REGISTERED OFFICE:

Gibbs Yard Building
Auchencruive
Ayr
KA6 5HW

REGISTERED NUMBER:

SC303949 (Scotland)

ACCOUNTANTS:

JRD LLP
11 Portland Road
Kilmarnock
KA1 2BT

SOLICITORS:

Thorntons Law LLP
Kinburn Castle
St Andrews
KY16 9DR

BALANCE SHEET
31ST MARCH 2017

	Notes	2017 £	£	2016 £	£
FIXED ASSETS					
Tangible assets	4		151,847		214,067
Investments	5		<u>-</u>		<u>-</u>
			151,847		214,067
CURRENT ASSETS					
Stocks	6	211,611		248,303	
Debtors	7	577,930		602,361	
Cash at bank and in hand		<u>334,040</u>		<u>63,162</u>	
		1,123,581		913,826	
CREDITORS					
Amounts falling due within one year	8	<u>186,248</u>		<u>252,463</u>	
NET CURRENT ASSETS			<u>937,333</u>		<u>661,363</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			1,089,180		875,430
CREDITORS					
Amounts falling due after more than one year	9		(75,368)		(96,248)
ACCRUALS AND DEFERRED INCOME			<u>(502,717)</u>		<u>(417,818)</u>
NET ASSETS			<u>511,095</u>		<u>361,364</u>
CAPITAL AND RESERVES					
Called up share capital			248,938		248,938
Share premium			308,063		308,063
Revaluation reserve	11		37,894		59,998
Retained earnings			<u>(83,800)</u>		<u>(255,635)</u>
SHAREHOLDERS' FUNDS			<u>511,095</u>		<u>361,364</u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31st March 2017.

The members have not required the company to obtain an audit of its financial statements for the year ended 31st March 2017 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

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

BALANCE SHEET - continued
31ST MARCH 2017

The financial statements have been prepared and delivered in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors on 21st June 2017 and were signed on its behalf by:

D C Thomson - Director

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2017**

1. STATUTORY INFORMATION

AvantiCell Science Limited is a private company, limited by shares, registered in Scotland. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover includes net invoiced sales of goods, excluding value added tax, except in respect of service contracts where turnover is recognised when the company obtains the right to consideration. Service turnover includes grants for research and development where the income is in relation to the performance of the company's principal activities.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Fixtures and fittings	- 25% on cost
Lab equipment	- 33% on cost and 20% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value. Stocks values are subject to regular management review which takes account of changing market trends, items no longer deemed to have commercial value, and ongoing research and development programmes.

Research and development

Research and development expenditure is written off in the year in which it is incurred.

Foreign currencies

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

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2017**2. ACCOUNTING POLICIES - continued****Grants**

Grants are recognised when it is reasonable to expect that the grants will be received and that all related conditions will be met, usually on submission of a valid claim for payment. Grants in respect of capital expenditure are credited to a deferred income account and are released as income by equal annual amounts over the expected useful lives of the relevant assets. Grants of a revenue nature are credited to income so as to match them with the expenditure to which they relate.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 19 .

4. TANGIBLE FIXED ASSETS

	Plant and machinery £	Fixtures and fittings £	Lab equipment £	Totals £
COST				
At 1st April 2016	17,750	19,097	525,579	562,426
Additions	-	1,037	5,000	6,037
At 31st March 2017	<u>17,750</u>	<u>20,134</u>	<u>530,579</u>	<u>568,463</u>
DEPRECIATION				
At 1st April 2016	17,750	16,654	313,955	348,359
Charge for year	-	1,633	66,624	68,257
At 31st March 2017	<u>17,750</u>	<u>18,287</u>	<u>380,579</u>	<u>416,616</u>
NET BOOK VALUE				
At 31st March 2017	<u>-</u>	<u>1,847</u>	<u>150,000</u>	<u>151,847</u>
At 31st March 2016	<u>-</u>	<u>2,443</u>	<u>211,624</u>	<u>214,067</u>

The directors valued Lab equipment on a market value basis on 31st March 2012. The directors are of the opinion that the value is not less than that disclosed in the financial statements at 31st March 2017.

The historical cost of this equipment was £100,000. The net book value on this basis would be £nil.

Lab equipment purchased during the year at a cost of £134,720 has been revalued. The historical cost net book value of this equipment would be £101,041

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2017

4. TANGIBLE FIXED ASSETS - continued

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

	Lab equipment £
COST	
At 1st April 2016	344,806
Transfer to ownership	(249,111)
At 31st March 2017	<u>95,695</u>
DEPRECIATION	
At 1st April 2016	162,843
Charge for year	37,048
Transfer to ownership	(153,581)
At 31st March 2017	<u>46,310</u>
NET BOOK VALUE	
At 31st March 2017	<u>49,385</u>
At 31st March 2016	<u>181,963</u>

5. FIXED ASSET INVESTMENTS

	Other investments £
COST	
At 1st April 2016 and 31st March 2017	<u>20,202</u>
PROVISIONS	
At 1st April 2016 and 31st March 2017	<u>20,202</u>
NET BOOK VALUE	
At 31st March 2017	<u>-</u>
At 31st March 2016	<u>-</u>

6. STOCKS

	2017 £	2016 £
Cell assets	<u>211,611</u>	<u>248,303</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2017

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017	2016
	£	£
Trade debtors	40,136	127,453
Other debtors	116,797	116,792
Tax	42,747	140,074
VAT	4,970	5,879
Prepayments and accrued income	<u>373,280</u>	<u>212,163</u>
	<u>577,930</u>	<u>602,361</u>

Prepayments and accrued income includes £359,288 (2016: £199,128) in respect of R&D projects.

Other debtors includes an amount of £107,061 (2016: £107,061) due from AvantiCell Asia Pacific, an entity which involves common shareholdings with the company. The directors do not expect this balance to be fully repaid within 1 year.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017	2016
	£	£
Other loans	-	43,287
Hire purchase contracts	20,390	26,224
Trade creditors	54,689	42,402
Credit card control	3,900	-
Social security and other taxes	12,119	11,105
Proposed dividends	77,500	77,500
Other creditors	1,318	1,318
Wages control	(216)	-
Pension control	2,280	485
Accruals and deferred income	<u>14,268</u>	<u>50,142</u>
	<u>186,248</u>	<u>252,463</u>

The proposed dividends relate to the fixed cumulative dividend, which was payable from the year ended 31st March 2011, on the preference shares.

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

	2017	2016
	£	£
Hire purchase contracts	<u>75,368</u>	<u>96,248</u>

10. SECURED DEBTS

The following secured debts are included within creditors:

	2017	2016
	£	£
Hire purchase contracts	<u>95,758</u>	<u>122,472</u>

During the year, hire purchase contracts were secured by directors' personal guarantees, underwritten by the company, and a bond and floating charge over the company's assets.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2017**11. RESERVES**

	Revaluation reserve £
At 1st April 2016	59,998
Transfer	(22,104)
At 31st March 2017	37,894

12. RELATED PARTY DISCLOSURES

During the year ended 31st March 2017 no goods or services (2016 - £nil) were recharged to ASEACYTE SDN.BH, an associate company of which AvantiCell Science Ltd is a 49% shareholder. At 31st March 2017 there was no balance owed to the company (2016 - £3,073) by ASEACYTE SDN.BH.

During the year ended 31st March 2017 Barwell Consulting Limited, a company which is represented on the Board by Mr P Bishop provided professional services amounting to £10,203 (2016 - £11,968) to the company. At 31st March 2017 the company owed Barwell Consulting Ltd £1,945 (2016 - £1,998).

During the year ended 31st March 2017 Illetrop Limited, the company of Mr D Thomson non-executive director, provided professional services amounting to £61,269 (2016 - £19,648) to the company. At 31st March 2017 the company owed Illetrop Limited £18,246 (2016 - £8,507).

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.