

Registered number: 06944607

**EMESS BIOSCIENCES LIMITED**  
**UNAUDITED**  
**FINANCIAL STATEMENTS**  
**YEAR ENDED 30 JUNE 2017**

RPG CROUCH CHAPMAN LLP  
Chartered Accountants  
82 Wilson Street  
London  
EC2A 2BU

WEDNESDAY



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21/02/2018      #62

COMPANIES HOUSE

**EMESS BIOSCIENCES LIMITED**  
**REGISTERED NUMBER:06944607**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2017**

|                                                | Note | 2017<br>£        | As restated<br>2016<br>£ |
|------------------------------------------------|------|------------------|--------------------------|
| Fixed assets                                   |      |                  |                          |
| Investments                                    | 4    | 2,057,287        | 932,949                  |
|                                                |      | <u>2,057,287</u> | <u>932,949</u>           |
| Current assets                                 |      |                  |                          |
| Debtors: amounts falling due within one year   | 5    | 6                | 6                        |
|                                                |      | <u>6</u>         | <u>6</u>                 |
| Creditors: amounts falling due within one year | 6    | (183,761)        | (183,373)                |
| Net current liabilities                        |      | <u>(183,755)</u> | <u>(183,367)</u>         |
| Total assets less current liabilities          |      | 1,873,532        | 749,582                  |
| Provisions for liabilities                     |      |                  |                          |
| Deferred tax                                   | 7    | (382,209)        | (157,419)                |
|                                                |      | <u>(382,209)</u> | <u>(157,419)</u>         |
| Net assets                                     |      | <u>1,491,323</u> | <u>592,163</u>           |
| Capital and reserves                           |      |                  |                          |
| Called up share capital                        |      | 6                | 6                        |
| Revaluation reserve                            |      | 1,529,998        | 630,450                  |
| Profit and loss account                        |      | (38,681)         | (38,293)                 |
|                                                |      | <u>1,491,323</u> | <u>592,163</u>           |

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

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.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

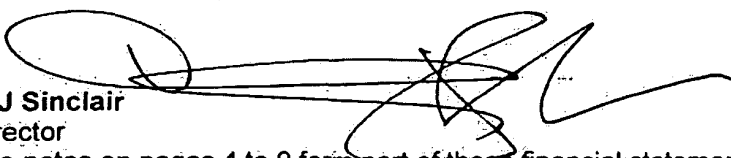
The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

**EMESS BIOSCIENCES LIMITED**  
**REGISTERED NUMBER 06944607**

**STATEMENT OF FINANCIAL POSITION (CONTINUED)**  
**AS AT 30 JUNE 2017**

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 January 2018.



**M J Sinclair**  
Director

The notes on pages 4 to 9 form part of these financial statements.

# **EMESS BIOSCIENCES LIMITED**

## **STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2017**

|                                              | Called up<br>share capital | Revaluation<br>reserve | Profit and<br>loss account | Total equity |
|----------------------------------------------|----------------------------|------------------------|----------------------------|--------------|
|                                              | £                          | £                      | £                          | £            |
| At 1 July 2015                               | 6                          | 898,195                | (37,905)                   | 860,296      |
| Comprehensive income for the year            |                            |                        |                            |              |
| Loss for the year                            | -                          | -                      | (268,133)                  | (268,133)    |
| Transfer of surplus on revaluation           | -                          | -                      | 267,745                    | 267,745      |
| Deficit on revaluation of other fixed assets | -                          | (267,745)              | -                          | (267,745)    |
| At 1 July 2016                               | 6                          | 630,450                | (38,293)                   | 592,163      |
| Comprehensive income for the year            |                            |                        |                            |              |
| Profit for the year                          | -                          | -                      | 899,160                    | 899,160      |
| Transfer of surplus on revaluation           | -                          | -                      | (899,548)                  | (899,548)    |
| Surplus on revaluation of other fixed assets | -                          | 899,548                | -                          | 899,548      |
| At 30 June 2017                              | 6                          | 1,529,998              | (38,681)                   | 1,491,323    |

## EMESS BIOSCIENCES LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

#### 1. General information

The company is a private company limited by shares registered in England. The company's registered office address is The Copper Room, Deva Centre, Trinity Way, Manchester M3 7BG.

The company's principal activity is that of investment in, management of and consultancy for businesses in the biosciences sector.

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

##### 2.2 Revaluation of tangible fixed assets

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the Statement of financial position date.

Fair values are determined from market based evidence normally undertaken by professionally qualified valuers.

Revaluation gains and losses are recognised in the Statement of comprehensive income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in profit or loss.

##### 2.3 Valuation of investments

Investments in listed company shares are remeasured to market value at each Statement of financial position date. Gains and losses on remeasurement are recognised in profit or loss for the period.

##### 2.4 Debtors

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

##### 2.5 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the

## EMESS BIOSCIENCES LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

#### 2. Accounting policies (continued)

##### 2.5 Financial instruments (continued)

effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an 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.

##### 2.6 Creditors

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

##### 2.7 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Statement of financial position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of financial position.

## EMESS BIOSCIENCES LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

#### 2. Accounting policies (continued)

##### 2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

#### 3. Employees

Staff costs were as follows:

The average monthly number of employees, including directors, during the year was 2 (2016 - 2).

# **EMESS BIOSCIENCES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017**

### **4. Fixed asset investments**

|                   | Listed<br>investments<br>£ |
|-------------------|----------------------------|
| Cost or valuation |                            |
| At 1 July 2016    | 932,949                    |
| Revaluations      | 1,124,338                  |
| At 30 June 2017   | <u>2,057,287</u>           |
| Net book value    |                            |
| At 30 June 2017   | <u>2,057,287</u>           |
| At 30 June 2016   | <u>932,949</u>             |

### **5. Debtors**

|               | 2017<br>£ | 2016<br>£ |
|---------------|-----------|-----------|
| Other debtors | 6         | 6         |
|               | <u>6</u>  | <u>6</u>  |

### **6. Creditors: Amounts falling due within one year**

|                              | 2017<br>£      | 2016<br>£      |
|------------------------------|----------------|----------------|
| Other creditors              | 182,372        | 181,984        |
| Accruals and deferred income | 1,389          | 1,389          |
|                              | <u>183,761</u> | <u>183,373</u> |

# **EMESS BIOSCIENCES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017**

### **7. Deferred taxation**

|                           | 2017<br>£        |
|---------------------------|------------------|
| At beginning of year      | (157,419)        |
| Charged to profit or loss | (224,790)        |
| At end of year            | <u>(382,209)</u> |

The provision for deferred taxation is made up as follows:

|                                | 2017<br>£        |
|--------------------------------|------------------|
| Fair value gain on investments | (382,209)        |
|                                | <u>(382,209)</u> |

### **8. Reserves**

#### **Revaluation reserve**

The revaluation reserves represents the excess of the current market value over the cost of the company's fixed assets investments.

#### **Profit and loss account**

The profit and loss account represents the cumulative net gains or losses recognised in the statement of comprehensive income.

### **9. Related party transactions**

Included under creditors is a loan of £182,372 (2016: £181,984) owed to a director of the company. The loan is interest free and repayable on demand.

### **10. First time adoption of FRS 102**

The Company transitioned to FRS 102 from previously extant UK GAAP as at 1 July 2015. The impact of the transition to FRS 102 is as follows:

#### **Reconciliation of equity at 1 July 2015**

|                                                        | Note | £              |
|--------------------------------------------------------|------|----------------|
| Equity at 1 July 2015 under previous UK GAAP           |      | (37,899)       |
| Fair value adjustment on investment                    |      | 1,122,647      |
| Deferred tax                                           |      | (224,452)      |
| Equity shareholders funds at 1 July 2015 under FRS 102 |      | <u>860,296</u> |

## EMESS BIOSCIENCES LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

#### 10. First time adoption of FRS 102 (continued)

##### Reconciliation of equity at 30 June 2016

|                                                         | Note | £              |
|---------------------------------------------------------|------|----------------|
| Equity at 30 June 2016 under previous UK GAAP           |      | (38,287)       |
| Fair value adjustment on investment                     |      | 787,869        |
| Deferred tax                                            |      | (157,419)      |
| Equity shareholders funds at 30 June 2016 under FRS 102 |      | <u>592,163</u> |

##### Reconciliation of profit and loss account for the year ended 30 June 2016

|                                                      |  | £              |
|------------------------------------------------------|--|----------------|
| Profit for the year under previous UK GAAP           |  | (388)          |
| Fair value adjustment on investment                  |  | 1,124,338      |
| Deferred tax                                         |  | (224,790)      |
| Profit for the year ended 30 June 2016 under FRS 102 |  | <u>899,160</u> |

The following were changes in accounting policies arising from the transition to FRS 102:

- 1 Under FRS 102, fair value gains and losses on fixed assets investments are to be recognised in the comprehensive income statement.
- 2 Under FRS 102, deferred tax is to be provided on fair value gains and losses in the comprehensive income statement