

Company Registration No. 08590852 (England and Wales)

FitnessGenes Limited

**Unaudited financial statements
for the year ended 31 December 2019**

Pages for filing with the Registrar



FitnessGenes Limited

**Statement of financial position
As at 31 December 2019**

		2019		2018	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	3		26,207		34,661
Current assets					
Stocks		55,200		86,540	
Debtors	4	251,542		569,066	
Cash at bank and in hand		9,248		227,345	
		<u>315,990</u>		<u>882,951</u>	
Creditors: amounts falling due within one year	5	<u>(900,471)</u>		<u>(666,934)</u>	
Net current (liabilities)/assets			<u>(584,481)</u>		<u>216,017</u>
Total assets less current liabilities			<u>(558,274)</u>		<u>250,678</u>
Capital and reserves					
Called up share capital	6		1,568		1,568
Share premium account			5,029,464		5,029,464
Profit and loss reserves			(5,589,306)		(4,780,354)
Total equity			<u>(558,274)</u>		<u>250,678</u>

The directors of the company have elected not to include a copy of the income statement within the financial statements.

For the financial year ended 31 December 2019 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

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.

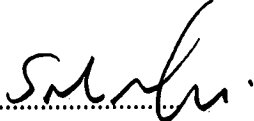
The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

FitnessGenes Limited

**Statement of financial position (continued)
As at 31 December 2019**

The financial statements were approved by the board of directors and authorised for issue on 20.2.20 and are signed on its behalf by:



S Murfin
Director

Company Registration No. 08590852

1 Accounting policies

Company information

FitnessGenes Limited is a private company limited by shares incorporated in England and Wales. The registered office is Bicester Innovation Centre, Commerce House, Telford Road, Bicester, Oxfordshire, OX26 4LD.

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Going concern

The directors believe that notwithstanding current year losses of £809,972, net current liabilities of £584,481 and net liabilities of £558,274 the company's financial statements should be prepared on a going concern basis on the grounds that current and future sources of funding or support from shareholders and investors will be adequate to meet the company's need for a period of at least 12 months from the date of approval of these financial statements.

1.3 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.

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

1.4 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.

Notes to the financial statements (continued)
For the year ended 31 December 2019

1 Accounting policies (continued)

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:

Fixtures, fittings & equipment	20% Straight line
Computer equipment	20% Straight line

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 credited or charged to profit or loss.

1.5 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.

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.

1.6 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.

1.7 Financial instruments

The company 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 company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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, 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.

1 Accounting policies (continued)

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 company 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.

1.8 Equity instruments

Equity instruments issued by the company 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 company.

1.9 Taxation

The tax expense represents the sum of the tax currently payable and the R&D credit.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement 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 company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

1.10 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.

**Notes to the financial statements (continued)
For the year ended 31 December 2019**

1 Accounting policies (continued)

1.11 Retirement benefits

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

1.12 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.

1.13 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 are included in the income statement for the period.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 16 (2018 - 24).

Notes to the financial statements (continued)
For the year ended 31 December 2019

3 Tangible fixed assets

	Fixtures, fittings & equipment £	Computer equipment £	Total £
Cost			
At 1 January 2019	7,714	44,963	52,677
Additions	-	150	150
At 31 December 2019	<u>7,714</u>	<u>45,113</u>	<u>52,827</u>
Depreciation and impairment			
At 1 January 2019	4,169	13,847	18,016
Depreciation charged in the year	1,343	7,261	8,604
At 31 December 2019	<u>5,512</u>	<u>21,108</u>	<u>26,620</u>
Carrying amount			
At 31 December 2019	<u>2,202</u>	<u>24,005</u>	<u>26,207</u>
At 31 December 2018	<u>3,545</u>	<u>31,116</u>	<u>34,661</u>

4 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Trade debtors	34,187	7,200
Other debtors	217,355	561,866
	<u>251,542</u>	<u>569,066</u>

FitnessGenes Limited

**Notes to the financial statements (continued)
For the year ended 31 December 2019**

5 Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	110,869	102,013
Taxation and social security	110,134	59,287
Other creditors	679,468	505,634
	<u>900,471</u>	<u>666,934</u>

Included within other creditors is a loan is due to SGHF (BVI) Holding Co Limited totalling £588,415 on which interest is charged between 5% and 8%.

6 Called up share capital

	2019	2018
	£	£
Ordinary share capital		
Issued and fully paid		
13,195 Ordinary A of 10p each	1,319	1,319
	<u>1,319</u>	<u>1,319</u>
Preference share capital		
Authorised		
Issued and fully paid		
2,489 Preference shares of 10p each	249	249
	<u>249</u>	<u>249</u>
Preference shares classified as equity	249	249
	<u>249</u>	<u>249</u>
Total equity share capital	<u>1,568</u>	<u>1,568</u>

7 Operating lease commitments

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2019	2018
	£	£
	15,090	13,305
	<u>15,090</u>	<u>13,305</u>

8 Directors' transactions

During the year £Nil (2018: £Nil) was advanced to one of the directors Dr D J Reardon. An amount of £5,423 (2018: £5,423) is owed from Dr D J Reardon and is included within other debtors. There is no interest accruing on this amount and no repayments have been made after the year end.

Included within other creditors is £10,000 (2018: £10,000) owed to S Murfin, a director.

9 Ultimate controlling party

The ultimate controlling parties are Dr D J Reardon, Dr S E Decombel and Dr S Grice who hold a majority shareholding at the year end.