

Melbourn Scientific Limited

Annual report and financial statements

Registered number 02358299

31 December 2017

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Strategic Report for the year ended 31 December 2017

The Directors present their Strategic Report for the year ended 31 December 2017.

Principal activities

The principal activities of Melbourn Scientific Limited (the "Company") in the year were scientific research and chemical analysis.

Business review

The results for the year and the state of affairs of the Company at 31 December 2017 are shown in the financial statements and the notes on pages 8 to 22. The loss for the financial year was £66,000 (2016: profit £603,000). This has been driven by stronger business pipeline but with reduced profitability on the mix of projects.

The Company has net current liabilities of £1,591,000 (2016: £891,000) due to funding from group companies to grow and support the Company.

Going concern

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Intertek Group plc, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements. Refer to Note 1.3 for more details.

Key performance indicators

The Company's management use certain financial Key Performance Indicators (KPIs) to assess how well the Company has performed during the year. The Company currently use non-financial KPIs to measure employee productivity and management are developing metrics specific to the Company to measure energy usage

| | 2017 | 2016 | Variance |
|------------------|-------|-------|----------|
| | £'000 | £'000 | % |
| Revenue | 9,035 | 8,100 | 11.5% |
| Operating profit | 287 | 867 | (66.9%) |
| Operating margin | 3.2% | 10.7% | (7.5%) |

Principal risks and uncertainties

The principal risks and uncertainties affecting the Company are closely aligned with those discussed in the Group's annual report, which is publicly available from the Group Company Secretary, Intertek Group plc, 33 Cavendish Square, London, W1G 0PS or on the website www.intertek.com. Risks relating specifically to the Company are as follows:

Market risk

The trading activity of the Company and its financial position may be adversely impacted by downturns in general economic conditions or any future periods of economic recession.

Foreign exchange risk

The amounts payable to and receivable from Group undertakings include amounts denominated in currencies other than sterling; therefore, fluctuations in currency exchange rates will impact the results and financial position of the Company.

Liquidity risk

The management of operational liquidity risk is aimed primarily at ensuring that the Company always has a liquidity buffer that is able, in the short term, to absorb both the net effects of transactions made and expected changes in liquidity under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Employees

The Company employed on average 128 persons in 2017 (2016: 112).

Strategic Report for the year ended 31 December 2017 (continued)

Business outlook

The management expects that future performance will show modest growth on current performance, based on current trends and focus on managing the cost base.

Environment

The Company is committed to complying with relevant environmental legislation and preventing any adverse impact on the environment as a result of its operations. Where an adverse environmental impact is identified, a practicable, timely and environmentally sympathetic solution will be implemented. If a serious risk to the environment is identified, that activity will be halted and appropriate remedial action taken to eliminate the risk.

Policy and practice on payment of suppliers

The Company does not follow a single standard on payment practice but has a variety of payment terms with its suppliers. The Company aims to develop relationships that are based upon mutual trust. The Company is aware of the importance of prompt payment, especially to small businesses, and it undertakes to pay suppliers on time and according to terms of trade. The Company has a wide range of suppliers and no individual supplier is of crucial importance. At 31 December 2017, the period of credit taken from the Company's suppliers amounted to 45 days (2016: 67 days). The decrease from prior year is due to the accounting software upgrade at the end of 2016.

On behalf of the Board



J C Burge
Director

26 September 2018

Directors' Report for the year ended 31 December 2017

The Directors of the Company present their report and the audited financial statements for the year ended 31 December 2017.

The business review, principal risks and uncertainties, going concern and future developments are included in the Strategic Report.

Dividends

Dividends of £Nil were paid during the year (2016: £2,000,000). The Directors do not propose the payment of any further dividends in respect of the year.

Charitable and political contributions

No charitable or political donations were made during the year (2016: £Nil).

Directors

The Directors who held office during the year, together with their dates of appointment and resignation as appropriate, are given below:

| | |
|-------------|---|
| N Bainsfair | (resigned 26 April 2017) |
| R van Dorp | |
| J Hadfield | (appointed 26 April 2017, resigned 25 September 2017) |
| J C Burge | (appointed 06 April 2018) |

Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 Company and of the profit or loss of the Company for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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.

The Directors 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.

Disclosure of information to the auditor

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each Director has taken all the steps that he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Directors' Report for the year ended 31 December 2017 (continued)

Independent auditor

Pursuant to Section 487 of the Companies Act 2006, the Auditor will be deemed to be reappointed and PricewaterhouseCoopers LLP ("PwC") will therefore continue in office.

On behalf of the Board



J C Burge
Director

26 September 2018

Independent auditor's report to the members of Melbourn Scientific Limited

Report on the audit of the financial statements

Opinion

In our opinion, Melbourn Scientific Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the statement of financial position as at 31 December 2017; the income statement and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

- 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 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Independent auditor's report to the members of Melbourn Scientific Limited (continued)*Strategic Report and Directors' Report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit*Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting**Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Andrew Hodgekins (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
St Albans
26 September 2018

Income Statement

for the year ended 31 December 2017

| | <i>Note</i> | 2017 | 2016 |
|---|-------------|--------------|--------------|
| | | £'000 | £'000 |
| Revenue | 3 | 9,035 | 8,100 |
| Cost of sales | | (7,841) | (6,152) |
| Gross profit | | 1,194 | 1,948 |
| Operating costs | | (1,010) | (1,141) |
| Other operating income | | 103 | 60 |
| Operating profit | 4 | 287 | 867 |
| Finance income | 7 | 10 | 77 |
| Finance costs | 8 | (144) | (165) |
| Profit before taxation | | 153 | 779 |
| Tax on profit | 9 | (219) | (176) |
| (Loss)/profit for the financial year | | (66) | 603 |

The results shown above arise from continuing activities and are presented on an historical cost basis.

The Company has no other comprehensive income other than those stated above.

The notes on pages 11 to 22 form an integral part of these financial statements.

Statement of Financial Position
 as at 31 December 2017

| | Note | 2017 £'000 | 2017 £'000 | 2016 £'000 | 2016 £'000 |
|---|------|---------------|---------------|---------------|---------------|
| Fixed assets | | | | | |
| Property, plant and equipment | 10 | | 2,386 | | 1,735 |
| Current assets | | | | | |
| Receivables | 11 | 4,517 | | 3,989 | |
| Cash and cash equivalents | | - | | 440 | |
| | | <u>4,517</u> | | <u>4,429</u> | |
| Payables: amounts falling due within one year | 12 | (6,108) | | (5,320) | |
| Net current liabilities | | | (1,591) | | (891) |
| Net assets | | | <u>795</u> | | <u>844</u> |
| Capital and reserves | | | | | |
| Called up share capital | 13 | | - | | - |
| Share premium account | | | 52 | | 52 |
| Retained earnings | | | 743 | | 792 |
| Total shareholders' funds | | | <u>795</u> | | <u>844</u> |

The notes on pages 11 to 22 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 26 September 2018 and were signed on its behalf by:



J C Burge
Director

Statement of Changes in Equity

for the year ended 31 December 2017

| | Called up share capital £'000 | Share premium account £'000 | Retained earnings £'000 | Total shareholders' funds £'000 |
|---|--|--|--|--|
| Balance at 1 January 2016 | - | 52 | 2,189 | 2,241 |
| Total comprehensive income for the year | | | | |
| Profit for the financial year | - | - | 603 | 603 |
| Total comprehensive income for the year | - | - | 603 | 603 |
| Transactions recorded directly in equity | | | | |
| Dividends paid | - | - | (2,000) | (2,000) |
| Total transactions recorded directly in equity | - | - | (2,000) | (2,000) |
| Balance at 31 December 2016 | - | 52 | 792 | 844 |
| | Called up share capital £'000 | Share premium account £'000 | Retained earnings £'000 | Total shareholders' funds £'000 |
| Balance at 1 January 2017 | - | 52 | 792 | 844 |
| Total comprehensive expense for the year | | | | |
| Loss for the financial year | - | - | (66) | (66) |
| Total comprehensive expense for the year | - | - | (66) | (66) |
| Transactions recorded directly in equity | | | | |
| Share based payments | - | - | 17 | 17 |
| Total transactions recorded directly in equity | - | - | 17 | 17 |
| Balance at 31 December 2017 | - | 52 | 743 | 795 |

The notes on pages 11 to 22 form an integral part of these financial statements.

Notes to the financial statements

1. Accounting policies

General information

Melbourn Scientific Limited is a private company limited by shares incorporated and domiciled in England and Wales. The registered office is Saxon Way, Melbourn, Hertfordshire, Royston, SG8 6DN.

1.1 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.2 Basis of preparation

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires the Directors to exercise their judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment' (details of the number and weighted-average exercise prices of share options, and how the fair value of goods or services received was determined).
- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 'Property, plant and equipment';
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d), (statement of cash flows),
 - 16 (statement of compliance with all IFRS),
 - 38A (requirement for minimum of two primary statements, including cash flow statements),
 - 38B-D (additional comparative information),
 - 111 (cash flow statement information), and
 - 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

1.3 Going concern

The Company's business activities, together with the factors likely to affect its future development and position, are set out in the Business Review section of the Strategic Report on page 2-3. The Company generated a loss for the financial year of £66,000 (2016: profit of £603,000) and had net current liabilities of £1,591,000 at 31 December 2017 (2016: £891,000). The Company participates in the Intertek group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries.

Notes to the financial statements (continued)**1. Accounting policies (continued)****1.3 Going concern (continued)**

The Company has appropriate financial resources together with contracts with a number of customers and suppliers across different geographic areas and industries. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

The Directors, having assessed the response of the Directors of the Company's ultimate parent, Intertek Group plc, to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern or its ability to continue as part of Intertek Group plc's current banking arrangements. The Directors of Intertek Group plc have confirmed that the Company will be supported for the foreseeable future, thus the Company's Directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

1.4 New standards, amendments and IFRIC interpretations

No new accounting standards, or amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2017, have had a material impact on the Company.

1.5 Foreign currency translation**(a) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£), which is also the Company's functional currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

1.6 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Where parts on an item of property, plant and equipment have different useful lives, they are accounted for as separate items.

Leases in which the Company assumes substantially all the risks and rewards of ownership of the leased asset are classified as finance leases. Where land and buildings are held under leases the accounting treatment of the land is considered separately from that of buildings. Leased assets acquired by way of finance lease are stated at an amount equal to the lower of their fair value and the present value of the minimum lease payments at inception of the lease, less accumulated depreciation and less accumulated impairment losses. Lease payments are accounted for as described below.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Land is not depreciated. Depreciation is charged at the following rates:

- Improvements to property – over the lease term
- Buildings – 50 years
- Plant and machinery – 3-10 years
- Office equipment – 3-10 years
- Fixtures and fittings – 3-10 years
- Computer hardware – 3 years

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

Notes to the financial statements (continued)**1. Accounting policies (continued)*****1.7 Impairment excluding deferred tax assets***

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment, an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through income statement.

Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units, or ("CGU"). Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment is tested reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is reversed if and only if the reasons for the impairment have ceased to apply.

1.8 Trade and other receivables

Trade and other receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Notes to the financial statements (continued)**1. Accounting policies (continued)****1.9 Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the balance sheet, bank overdrafts are shown within borrowings in current liabilities.

1.10 Payables

Payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

1.11 Employee benefits***Defined contribution plans***

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of any plan assets are deducted.

In calculating the defined benefit deficit, the discount rate is the yield at the reporting date on bonds that have a credit rating of at least AA, that have maturity dates approximating the terms of the Company's obligations and that are denominated in the currency in which the benefits are expected to be paid. The calculation is performed annually by a qualified actuary using the Projected Unit credit method.

The increase in the present value of the liabilities expected to arise from the employees' services in the accounting period is charged to the operating profit in the income statement. The expected return on the schemes' assets and the interest on the present value of the schemes' liabilities, during the accounting period, are shown as finance income and finance expense respectively.

The Group recognises all actuarial re-measurement in each year in equity through the consolidated statement of comprehensive income.

Some of the Company's employees are members of a group wide defined benefit pension plan. As there is no contractual agreement or stated group policy for charging the net defined benefit cost of the plan to participating entities, the net defined benefit cost of the pension plan is recognised fully by the sponsoring employer, which is another member of the group. The Company then recognises a cost equal to its contribution payable for the period.

Share based payment transactions

The ultimate parent of the Company runs a share ownership programme that allows group employees to acquire shares in Intertek Group plc. The cost of awards to employees that take the form of shares or rights to shares is recognised over the period of the employee's related performance.

The Company took advantage of the option available in IFRS 1 to apply IFRS 2 only to equity instruments that were granted after 7 November 2002 and that have not vested by 1 January 2014.

Notes to the financial statements (continued)**1. Accounting policies (continued)****1.11 Employee benefits (continued)****Share based payment transactions (continued)**

The fair value of options granted to employees of the Company is recognised as an expense with a corresponding increase in equity. The fair value is measured at grant date and is spread over the period during which the employee becomes unconditionally entitled to the shares. The fair value of the options and share awards granted is measured using the Monte Carlo method. This method, in calculating the fair value, takes into account various factors including the expected volatility of the shares, the dividend yield and risk free interest rate.

The fair value of shares granted under the long term incentive plan is also measured using the Monte Carlo method and is spread over the period during which the employee becomes unconditionally entitled to the shares.

Where the Company's parent grants rights to its equity instruments to the Group's or the Company's employees, which are accounted for as equity-settle in the consolidated accounts of the parent, the Group or the Company as the case may be account for these share-based payments as equity-settled. Amounts recharged by the parent are recognised as a recharge liability with a corresponding debit to equity.

1.12 Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risk specific to the liability.

1.13 Revenue recognition

Revenue represents the total income and expenses receivable excluding VAT for services provided in the ordinary course of business.

The Company records transactions as sales on the basis of value of work done with the corresponding amount being included in trade receivables if the customer has been invoiced or in accrued income if no billing has been completed. Advance payments received from customers are included in creditors and amounts are set off against the value of work undertaken as the contracts progress.

1.14 Expenses**Operating lease payments**

Payments (excluding costs for services and insurance) made under operating leases are recognised in the profit and loss account on a straight-line basis over the term of the lease. Lease incentives received are recognised in the income statement as an integral part of the total lease expense.

Finance lease payments

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent rents are charged as expenses in the periods which they are incurred.

Interest receivable and interest payable

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in the income statement using the effective rate of interest method, unwinding of the discount provisions, and net foreign exchange losses that are recognised in the statement of comprehensive income (see foreign currency accounting policy). Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes substantial time to be prepared for use, are capitalised as part of the cost of that asset. Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Notes to the financial statements (continued)**1. Accounting policies (continued)****1.15 Taxation**

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss of the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner or realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

2.1 Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Useful economic lives of property, plant and equipment

The annual depreciation charge for property, plant and equipment is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 10 for the carrying amount of the property plant and equipment, and note 1.6 for the useful economic lives for each class of assets.

(b) Impairment of trade receivables

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other receivables, management considers factors including the credit rating of the receivable, the ageing profile of receivables and historical experience. See note 11 for the net carrying amount of the receivables.

(c) Defined benefit pension scheme

The Company has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation in the statement of financial position. The assumptions reflect historical experience and current trends. See note 15 for the disclosures of the defined benefit pension scheme.

Notes to the financial statements (continued)**3. Revenue**

| | | |
|-----------------------|--------------|--------------|
| By geographic market: | 2017 | 2016 |
| | £'000 | £'000 |
| United Kingdom | 4,279 | 3,564 |
| Europe | 3,063 | 3,290 |
| North America | 1,048 | 818 |
| Other | 645 | 428 |
| | 9,035 | 8,100 |

4. Operating profit

| | | |
|--|--------------|--------------|
| Operating profit is stated after charging/(crediting) | 2017 | 2016 |
| | £'000 | £'000 |
| Wages and salaries | 3,749 | 3,201 |
| Social security costs | 378 | 312 |
| Other pension costs (see note 15) | 118 | 111 |
| Share based payments | 21 | 29 |
| | 4,266 | 3,653 |
| R&D above the line tax credit | (103) | (60) |
| Depreciation of property, plant and equipment (note 10) | 455 | 392 |
| Rentals payable under operating leases: property | 209 | 212 |
| Auditor's remuneration for audit of these financial statements | 12 | 12 |

Amounts receivable by the Company's auditor in respect of services to the Company, other than the audit of the Company's financial statements have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's ultimate parent, Intertek Group plc.

5. Remuneration of Directors

| | | |
|--|--------------|--------------|
| | 2017 | 2016 |
| | £'000 | £'000 |
| Directors' emoluments | - | 100 |
| Company contribution to money purchase pension schemes | - | 4 |
| | - | 104 |

No Directors (2016: one) are remunerated by Melbourn Scientific Limited, the remaining Directors of the Company are remunerated by other Group Companies, due to no qualifying services being provided to the Company during the year.

6. Employees

The average monthly number of employees during the year was:

| | | |
|--------------------------|---------------|---------------|
| | 2017 | 2016 |
| | Number | Number |
| Testing | 109 | 91 |
| Sales and administration | 19 | 21 |
| | 128 | 112 |

Notes to the financial statements (continued)**7. Finance income**

| | 2017 £'000 | 2016 £'000 |
|----------------|---------------|---------------|
| Exchange gains | 10 | 77 |
| | <u>10</u> | <u>77</u> |

8. Finance costs

| | 2017 £'000 | 2016 £'000 |
|--|---------------|---------------|
| Interest payable to Group undertakings | 143 | 165 |
| Bank and other interest payable | 1 | - |
| | <u>144</u> | <u>165</u> |

9. Tax on profit

| | 2017 £'000 | 2017 £'000 | 2016 £'000 | 2016 £'000 |
|--|---------------|---------------|---------------|---------------|
| a) Analysis of charge in year | | | | |
| <i>UK Corporation tax</i> | | | | |
| Current tax on profit for the year | 149 | | 252 | |
| Adjustments in respect of prior years | <u>(46)</u> | | <u>18</u> | |
| Total current tax | | 103 | | 270 |
| Deferred tax | | | | |
| Origination/reversal of timing differences | (20) | | (87) | |
| Adjustment in respect of prior years | 136 | | (22) | |
| Effect of changes in tax rate | <u>-</u> | | <u>15</u> | |
| Total deferred tax (see note 11) | | 116 | | (94) |
| Total income tax charge | | <u>219</u> | | <u>176</u> |

b) Factors affecting tax charge for the current year

The tax charge for the year is higher (2016: higher) than the standard rate of corporation tax in the UK of 19.25% (2016: 20.00%). The differences are explained below.

| | 2017 £'000 | 2016 £'000 |
|---|---------------|---------------|
| Total tax reconciliation | | |
| Profit before taxation | 153 | 779 |
| Current tax at 19.25% (2016: 20.00%) | 29 | 156 |
| <i>Effects of:</i> | | |
| Changes in UK tax rate | - | 15 |
| Expenses not deductible for tax purposes | 8 | 9 |
| Movement in unrecognised deferred tax | 93 | - |
| Adjustments to tax charge in respect of prior years | 90 | (4) |
| Income not taxable | <u>(1)</u> | <u>-</u> |
| Total income tax charge | <u>219</u> | <u>176</u> |

Notes to the financial statements (continued)**9. Tax on profit (continued)****(c) Factors affecting current and future tax charges**

During 2015, the UK Government announced a phased reduction in the main rate of corporation tax from 20% to 18% over a period of three years from 1 April 2017. The reduction in the UK corporation tax rate to 19% from 1 April 2017 and to 18% from 1 April 2020 was substantively enacted in October 2015. In 2016, a further reduction in the UK corporation tax rate to 17% by 1 April 2020 was enacted.

Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realised or the liability is settled, based on the rates that have been enacted or substantively enacted at the balance sheet date.

10. Property, plant and equipment

| | Improvements to property | Buildings | Plant and machinery | Office equipment | Computer hardware | Total |
|---------------------------------|-----------------------------|-----------|------------------------|---------------------|----------------------|--------------|
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Cost | | | | | | |
| At beginning of year | 1,394 | 46 | 2,624 | 308 | 20 | 4,392 |
| Additions | - | - | 1,014 | 76 | 16 | 1,106 |
| At end of year | 1,394 | 46 | 3,638 | 384 | 36 | 5,498 |
| Accumulated depreciation | | | | | | |
| At beginning of year | 809 | 2 | 1,537 | 299 | 10 | 2,657 |
| Charge for the year | 117 | 1 | 313 | 14 | 10 | 455 |
| At end of the year | 926 | 3 | 1,850 | 313 | 20 | 3,112 |
| Net Book Value | | | | | | |
| At 31 December 2017 | 468 | 43 | 1,788 | 71 | 16 | 2,386 |
| At 31 December 2016 | 585 | 44 | 1,087 | 9 | 10 | 1,735 |

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

| | 2017 £'000 | 2016 £'000 |
|---------------------|---------------|---------------|
| Plant and machinery | 11 | 21 |

Notes to the financial statements (continued)**11. Receivables**

| | 2017 | 2016 |
|------------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Trade receivables | 3,304 | 2,724 |
| Receivable from Group undertakings | 87 | 458 |
| Prepayments and accrued income | 1,070 | 556 |
| Other receivables | - | 80 |
| Deferred tax asset | 56 | 171 |
| | <u>4,517</u> | <u>3,989</u> |

Debtors includes amounts due after more than one year of £56,000 (2016: £171,000) which is relating to the deferred tax asset.

Amounts receivable from Group undertakings are unsecured, have no fixed date of repayment and are repayable on demand. A mixture of the amounts due are interest bearing and interest free.

| Deferred tax | 2017 | 2016 |
|--------------------------------------|-----------|------------|
| | £'000 | £'000 |
| Asset at beginning of year | 171 | 77 |
| Credit to the income statement | 20 | 72 |
| Adjustment in respect of prior years | (135) | 22 |
| Deferred tax asset at end of year | <u>56</u> | <u>171</u> |

The elements of deferred taxation are:

| | 2017 | 2016 |
|--|-----------|------------|
| | £'000 | £'000 |
| Difference between accumulated depreciation and capital allowances | - | 132 |
| Other short term timing differences | - | 3 |
| R&D tax credit expenditure | 56 | 36 |
| Deferred tax asset | <u>56</u> | <u>171</u> |

12. Payables: amounts falling due within one year

| | 2017 | 2016 |
|---------------------------------------|--------------|--------------|
| | £'000 | £'000 |
| Trade payables | 467 | 549 |
| Other taxation and social security | 203 | 211 |
| Accruals and deferred income | 693 | 691 |
| Amounts payable to Group undertakings | 3,963 | 3,466 |
| Group tax relief payable | 207 | 210 |
| Bank overdraft | 126 | - |
| Other payables | 449 | 193 |
| | <u>6,108</u> | <u>5,320</u> |

Amounts payable to Group undertakings are unsecured, have no fixed date of repayment and are repayable on demand. A mixture of the amounts due are interest bearing and interest free.

Notes to the financial statements (continued)**13. Called up share capital***Share capital*

| | 2017 | 2016 |
|---|-------|-------|
| | £'000 | £'000 |
| Allotted, called up and fully paid | | |
| 6,853 (2016: 6,853) Ordinary shares of £0.01 each | - | - |

14. Operating lease commitments

The Company had the following future minimum lease payments under non-cancellable operating leases for each of the following periods:

| | 2017 | 2016 |
|---|------------|------------|
| | £'000 | £'000 |
| Not later than one year | 208 | 129 |
| Later than one year and not later than five years | 497 | 192 |
| Later than five years | 87 | 135 |
| | <u>792</u> | <u>456</u> |

15. Employee benefits*Pension*

The Company contributes to a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Company to the scheme and amounted to £118,000 (2016: £111,000).

Share based payments

Intertek Group plc runs a share ownership programme that allows group employees to acquire shares in Intertek Group plc. A share option scheme for senior management was established in March 1997. This option programme was discontinued in 2006 and was replaced by a new Long Term Incentive Plan.

During the year ended 31 December 2017, the Company recognised an expense of £21,000 (2016: £29,000) in respect of the Long Term Incentive Plan.

The deferred shares, under the Long-Term Incentive Plan, vest after three years and are granted under a service condition. Such condition is not taken into account in the fair value measurement at grant date. The matching shares, under the Long Term Incentive Plan, are granted under a performance related market condition and as a result this condition is taken into account in the fair value measurement at grant date.

Long Term Incentive Plan

Deferred and matching shares in Intertek Group plc are awarded under this plan. The first awards were granted on 7 April 2006. The awards vest three years after grant subject to fulfilment of the performance and market conditions for the matching shares.

Full details in relation to the Long Term Incentive Plan are contained in the consolidated accounts of Intertek Group plc for the year ended 31 December 2017.

Notes to the financial statements (continued)**16. Contingent liability**

The Company is a member of a group of UK companies that are part of a composite banking cross guarantee arrangement. This is a joint and several guarantee given by all members of the Intertek UK cash pool, guaranteeing the total gross liability position of the pool which was £1,479,000 at 31 December 2017 (2016: £5,944,000). The Company has treated this financial guarantee contract as an insurance contract. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

17. Related party transactions

Under FRS 101.8 (k), "Related Party Disclosures", the Company has taken advantage of the exemption from disclosing transactions with entities that are wholly owned by the Group.

18. Parent Company and ultimate controlling party

The immediate parent undertaking is Intertek UK Holdings Limited.

The ultimate parent undertaking and controlling party is Intertek Group plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Intertek Group plc's consolidated financial statements can be obtained from the Group Company Secretary at 33 Cavendish Square, London, W1G 0PS or on the website www.intertek.com.

19. Capital commitments

At 31 December, the Company had the following capital commitments:

| | 2017 £'000 | 2016 £'000 |
|---|---------------|---------------|
| Contracts for future capital expenditure not provided in the financial statements | - | 199 |

20. Subsequent events

There are no subsequent events to note that would affect the balance sheet as at 31 December 2017.