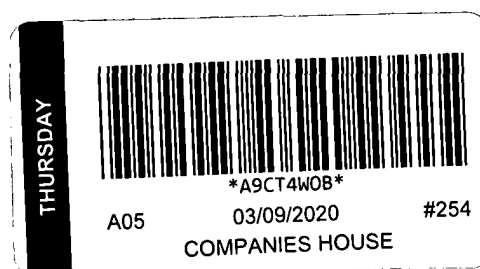


Company Registration No. 02765778 (England and Wales)

**AQUASOL LIMITED**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR**  
**THE YEAR ENDED 31 DECEMBER 2019**



## **AQUASOL LIMITED**

### **COMPANY INFORMATION**

<b>Directors</b>	P. R. Mines D. L. Brown
<b>Secretary</b>	D.R. Simpson-Strange
<b>Company number</b>	02765778
<b>Registered office</b>	Starpol Technology Centre North Road Marchwood Southampton Hampshire SO40 4BL
<b>Auditors</b>	Grant Thornton UK LLP Benham 5 Southampton Science Park Southampton SO16 7QJ

## **AQUASOL LIMITED**

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## **AQUASOL LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors present their report and financial statements for the year ended 31 December 2019.

#### **Principal activities and review of the business**

The company did not have any trading in the year, or prior year, other than interest receivable and payable on its intercompany balances.

#### **Results and dividends**

The results for the year are shown on page 9. The directors do not recommend payment of a dividend.

#### **Directors**

The following directors held office during the year:

P. R. Mines  
D. L. Brown

#### **Directors' insurance**

The company maintains an appropriate level of directors' and officers' insurance in respect of legal actions against their directors. The insurance does not provide cover where the director has acted fraudulently or dishonestly.

#### **Going concern**

The Directors have prepared forecasts for the period of 12 months following the approval of the accounts, which have been drawn up with appropriate regard for the current macroeconomic environment, including the current Covid-19 situation, the impact of Brexit at the end of the year, and the circumstances in which the Company operates. In particular the directors have put considerable focus on the potential impacts that the evolving Covid-19 situation may have on the Company's operations and performance, including potential delays to projected orders, product development, supply chain, operational capacity, and access to further development capital.

A number of scenarios have been modelled which assume limited sales for a three-month and six-month period as well as reverse stress testing using a worse case scenario where there are no sales for a protracted period running into quarter one of 2021. Our use of three months as one of the scenarios uses the experience of China, now experiencing a return to near normality following a twelve week period and also six months based on a continuation of the current situation, the Company's exposure to international markets and a longer timeframe before a return to normality. These scenarios have been combined with various cost cutting measures, including use of the government furlough scheme, to mitigate some of these downsides. Whilst there are multiple uncertainties associated with the evolving Covid-19 situation in determining the appropriateness of the going concern assumption the directors believe that, given the flexibility in the overhead base, the Group's cash resources should be sufficient to operate for a period of twelve months from the date of approval of the accounts.

As a result of this process, at the time of approving the financial statements, the Directors consider that the Company has sufficient resources to continue in operational existence for the foreseeable future, and accordingly, that it is appropriate to adopt the going concern basis in the preparation of the financial statements.

#### **Auditors**

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487 (2) of the Companies Act 2006 unless the company receives notice under section 488 (1) of the Companies Act 2006.

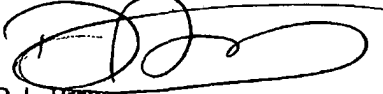
**AQUASOL LIMITED**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2019**

**Small company's exemption**

The report has been prepared in accordance with the special provisions for small companies under section 415A of the Companies Act 2006.

On behalf of the board

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

D. L. Brown

**Director**

15 April 2020

## **AQUASOL LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the Directors' Report and financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). 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 and profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently
- make judgements and estimates that are reasonable and prudent
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

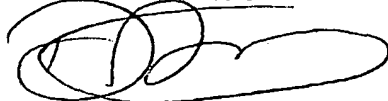
The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies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

The directors are responsible for the maintenance and integrity of the corporate and financial information included in the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The directors confirm that:

- so far as each director is aware there is no relevant audit information of which the company's auditors are unaware; and
- the directors have taken all reasonable steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

On behalf of the board



**D. L. Brown**  
**Director**  
15 April 2020

## AQUASOL LIMITED

### INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF AQUASOL LIMITED

#### Opinion

We have audited the financial statements of Aquasol Limited (the 'company') for the year ended 31 December 2019, which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Covid-19 and Brexit are amongst the significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.

#### Conclusions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the 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.

## **AQUASOL LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AQUASOL LIMITED**

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business model, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

#### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the directors report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

#### **Matter on which we are required to report under the Companies Act 2006**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

#### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemptions in preparing the directors' report from the requirement to prepare a strategic report.



## **AQUASOL LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AQUASOL LIMITED**

#### **Responsibilities of directors for the financial statements**

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the 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.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### **Use of report**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



**Norman Armstrong BSc FCA**

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP

Statutory Auditor, Chartered Accountants

Southampton

15 April 2020

**AQUASOL LIMITED****STATEMENT OF INCOME AND RETAINED EARNINGS  
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Notes	2019 £	2018 £
Turnover		-	-
Cost of sales		-	-
<b>Gross profit</b>		-	-
Other income		-	-
Administrative expenses		-	-
<b>Operating profit</b>		-	-
Interest receivable and similar income	5a	80,711	75,080
Interest payable and similar charges	5b	(1,187)	(1,104)
<b>Profit on ordinary activities before taxation</b>	6	79,524	73,976
Tax on profit on ordinary activities	8	-	-
<b>Profit for financial year</b>		79,524	73,976
Retained profits at 1 January		1,487,748	1,413,772
Dividends paid		-	-
<b>Retained profits at 31 December</b>		1,567,272	1,487,748

The accompanying accounting policies and notes form part of these financial statements.

# AQUASOL LIMITED

## STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2019

	Notes	2019 £	2019 £	2018 £	2018 £
<b>Fixed assets</b>					
Intangible assets	9	-	-	-	-
Tangible assets		-	-	-	-
<b>Current assets</b>					
Debtors	10	1,645,305	1,564,534		
Cash at bank and in hand		484	544		
		1,645,789	1,565,078		
<b>Creditors; amounts falling due within one year</b>	11	(17,017)	(15,830)		
<b>Net current assets</b>		1,628,772	1,549,248		
<b>Total assets less current liabilities</b>		1,628,772	1,549,248		
<b>Capital and reserves</b>					
Called up share capital	12	29,000	29,000		
Share premium account	13	32,500	32,500		
Profit and loss account	13	1,567,272	1,487,748		
<b>Shareholder's funds</b>		1,628,772	1,549,248		

The financial statements were approved by the Board of Directors on 15 April 2020.  
Signed on behalf of the Board of Directors:



D. L. Brown  
Director

Company registration no. 02765778

The accompanying accounting policies and notes form part of these financial statements.

## AQUASOL LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

#### 1 Company information

Aquasol Limited is a private limited company incorporated in the United Kingdom whose registered office, and principal place of business, is at:

Starpol Technology Centre  
North Road  
Marchwood Industrial Park  
Marchwood  
Southampton  
SO40 4BL

#### 2 Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in Sterling (£).

#### Financial reporting standard 102 – reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12 (a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21, and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.17.

Equivalent disclosures are made by the parent company Biome Technologies plc. The financial statements of Biome Technologies plc can be obtained from Companies House.

#### Going concern

The Directors have prepared forecasts for the period of 12 months following the approval of the accounts, which have been drawn up with appropriate regard for the current macroeconomic environment, including the current Covid-19 situation, the impact of Brexit at the end of the year, and the circumstances in which the Company operates. In particular the directors have put considerable focus on the potential impacts that the evolving Covid-19 situation may have on the Company's operations and performance, including potential delays to projected orders, product development, supply chain, operational capacity, and access to further development capital.

A number of scenarios have been modelled which assume limited sales for a three-month and six-month period as well as reverse stress testing using a worse case scenario where there are no sales for a protracted period running into quarter one of 2021. Our use of three months as one of the scenarios uses the experience of China, now experiencing a return to near normality following a twelve week period and also six months based on a continuation of the current situation, the Company's exposure to international markets and a longer timeframe before a return to normality. These scenarios have been combined with various cost cutting measures, including use of the government furlough scheme, to mitigate some of these downsides. Whilst there are multiple uncertainties associated with the evolving Covid-19 situation in determining the appropriateness of the going concern assumption the directors believe that, given the flexibility in the overhead base, the Group's cash resources should be sufficient to operate for a period of twelve months from the date of approval of the accounts.

## AQUASOL LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

As a result of this process, at the time of approving the financial statements, the Directors consider that the Company has sufficient resources to continue in operational existence for the foreseeable future, and accordingly, that it is appropriate to adopt the going concern basis in the preparation of the financial statements.

#### **3 Significant judgements and estimates**

No significant judgements or estimates were made in the preparation of the financial statements.

#### **4 Principal accounting policies**

##### **4.1 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.

##### **4.2 Creditors**

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

##### **4.3 Taxation**

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated. Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

##### **4.4 Turnover**

Turnover is measured at the fair value of the consideration received or receivable by the Company for royalty income, net of discounts and value added taxes.

##### **4.5 Foreign currency translation**

##### **Functional currency and presentational currency**

The financial statements are presented in the currency of the primary economic environment of the company which is Sterling (£).

##### **Transactions and balances**

In preparing the financial statements transactions in currencies other than Sterling are recognised at the spot rate at the dates of the transactions, or at an average rate where this rate approximates the actual rate at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

##### **4.6 Equity**

Equity comprises the following:

- "Share capital" represents the nominal value of equity shares;
- "Share premium" represents the excess over nominal value of the fair value of consideration received for equity shares net of expenses of the share issue; and
- "Profit and loss" represents retained profits

**AQUASOL LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****5a Interest receivable**

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Intragroup interest receivable	80,711	75,080
	<u>80,711</u>	<u>75,080</u>

**5b Interest payable and similar charges**

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Intragroup interest payable	1,187	1,104
	<u>1,187</u>	<u>1,104</u>

**6 Profit on ordinary activities before taxation**

Auditors' remuneration was borne by the parent company Biome Technologies plc.

Statutory information on remuneration for services provided by the company's auditors is given on a consolidated basis in the group financial statements of the parent company Biome Technologies plc.

**7 Directors and employees**

There were no employees of the company in either the current reporting period or the prior year.

Remuneration paid to the directors, P. R. Mines and D.L. Brown, was paid and accounted for by the holding company, Biome Technologies plc.

**AQUASOL LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****8 Tax on profit on ordinary activities**

The tax charge is based on the profit for the year and represents

	2019 £	2018 £
UK Corporation Tax	-	-
Adjustments in respect of previous periods	-	-
Foreign tax	-	-
	<hr/>	<hr/>
<b>Tax on results on ordinary activities</b>	<b>-</b>	<b>-</b>
	<hr/>	<hr/>
<b>Factors affecting the tax for the year</b>		
Profit on ordinary activities before taxation	<b>79,524</b>	73,976
	<hr/>	<hr/>
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 19% (2018: 19%)	<b>15,110</b>	14,055
	<hr/>	<hr/>
Effects of:		
Group relief surrendered before payment	<b>(15,110)</b>	(14,055)
Capital allowances in excess of depreciation	-	-
	<hr/>	<hr/>
	<b>(15,110)</b>	(14,055)
	<hr/>	<hr/>
<b>Tax on results on ordinary activities</b>	<b>-</b>	<b>-</b>
	<hr/>	<hr/>

**AQUASOL LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****9 Intangible fixed assets**

	<b>Patents £</b>	<b>Development costs £</b>	<b>Total £</b>
<b>Cost</b>			
At 1 January 2019	22,500	184,561	207,061
Additions	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 December 2019	22,500	184,561	207,061
	<hr/>	<hr/>	<hr/>
<b>Amortisation</b>			
At 1 January 2019	22,500	184,561	207,061
Charge for year	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 December 2019	22,500	184,561	207,061
	<hr/>	<hr/>	<hr/>
<b>Net book value</b>			
At 31 December 2019	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 December 2018	-	-	-
	<hr/>	<hr/>	<hr/>

**10 Debtors**

	<b>2019 £</b>	<b>2018 £</b>
Amounts owed by parent company and fellow subsidiary undertakings	1,645,305	1,564,534
	<hr/>	<hr/>
	1,645,305	1,564,534
	<hr/>	<hr/>

**11 Creditors: amounts falling due within one year**

	<b>2019 £</b>	<b>2018 £</b>
Amounts owed to parent company and fellow subsidiary undertakings	17,017	15,830
	<hr/>	<hr/>
	17,017	15,830
	<hr/>	<hr/>



**AQUASOL LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****12 Share capital**

	2019 £	2018 £
<b>Authorised</b>		
100,000 Ordinary Shares of £1 each	100,000	100,000
<b>Allotted, called up and fully paid</b>		
29,000 Ordinary Shares of £1 each	29,000	29,000

There were 29,000 ordinary shares of £1 in issue at 31 December 2019 (31 December 2018: 29,000 shares). All the ordinary shares carry equal participation in assets, rights to dividends and voting power.

**13 Reserves**

	Share premium account £	Profit and loss account £
Balance at 1 January 2019	32,500	1,487,748
Profit for the year	-	79,524
Balance at 31 December 2019	32,500	1,567,272

**14 Related party transactions**

The company has taken advantage of the exemption in section 33 of FRS 102 from the requirement to disclose transactions with 100% owned group companies on the grounds that consolidated financial statements are prepared by the parent company.

**15 Controlling Party**

Biome Technologies plc is the company's controlling related party and ultimate parent company by virtue of its 100% holding in the share capital. The largest and smallest group of undertakings for which group accounts are drawn up is that headed by Biome Technologies plc. Copies of the financial statements are available to the public and may be obtained by writing to the registered office of the ultimate parent company at Biome Technologies plc, North Road, Marchwood Industrial Park, Marchwood, Southampton, SO40 4BL.