

Company registration number: 2812116

**BAY DEFENDER LIMITED**

**FINANCIAL STATEMENTS**

**31 OCTOBER 2019**

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# **BAY DEFENDER LIMITED**

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**BAY DEFENDER LIMITED**

**DIRECTORS AND OTHER INFORMATION**

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**Directors**

Patrick Doherty  
James Fleming

**Secretary**

Patrick Doherty

**Company number**

2812116

**Registered office**

Unit 20/21 Bookham Industrial Park  
Bookham, Leatherhead  
Surrey, KT23 3EU  
England

**Business address**

Unit 20/21 Bookham Industrial Park,  
Church Road, Bookham,  
Surrey, KT23 3EU,  
England.

**Auditor**

Boylan & Dodd  
Chartered Accountants  
41 Percy Place,  
Dublin 4.

**Bankers**

Bank of Ireland Plc,  
20 Chapel Street,  
Liverpool,  
L3 9AG,  
England.

**Solicitors**

Canter Levin, & Berg,  
4th Floor, The Corn Exchange,  
Fenwick Street, Liverpool,  
L11 0EE, England.

## **BAY DEFENDER LIMITED**

### **DIRECTORS REPORT**

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The directors present their report and the financial statements of the company for the year ended 31 October 2019.

#### **Directors**

The directors who served the company during the year were as follows:

Patrick Doherty

James Fleming

#### **Other matters**

##### **Economic risk**

In December 2019, a novel strain of coronavirus ("COVID-19") was reported in Wuhan, China. As the epidemic evolves, it will be expected that many areas may detect imported cases and local transmission of COVID-19. As of now, COVID-19 has since spread to over 100 countries worldwide and on March 11, 2020 the World Health Organization ('WHO') declared COVID-19 a pandemic.

The spread of the COVID-19 outbreak has caused severe disruptions in the United Kingdom and global economy and financial markets and could potentially create widespread business continuity issues of an as yet unknown magnitude and duration. Many countries, including England, have reacted by instituting quarantines, mandating business and school closures and restricting travel. Many experts predict that the outbreak will trigger a period of global economic slowdown or a global recession.

The Company is closely monitoring the potential impact of COVID-19 on its 2020 financial results and cashflows and are preparing revised projections for the business. The Company's top priority remains the health and safety of its staff and clients.

Based on information provided by the Government, the NHS, the WHO and also available publicly, the Company is taking a number of measures to reduce any potential impact, including adjusting capacity to current demand environment. Measures have also been taken to ensure Operations adhere to current social distancing and NHS guidelines.

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**Directors responsibilities statement**

The directors are responsible for preparing the directors report and the 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). 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 the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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. 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.

**Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

**BAY DEFENDER LIMITED**


**DIRECTORS REPORT**

..... continued

**Small company provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 7/9/20 and signed on behalf of the board by:

  
\_\_\_\_\_  
Patrick Doherty  
Director

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BAY DEFENDER LIMITED**

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### **Opinion**

We have audited the financial statements of Bay Defender Limited for the year ended 31 October 2019 which comprise the income statement, statement of income and retained earnings, statement of financial position, statement of cash flows 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 FRS 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 October 2019 and of its loss 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.

### **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.

### **Other Information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

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

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.

We have nothing to report in respect of the following matters where 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 the 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 exemption in preparing the directors' report and from the requirement to prepare a strategic report.

**Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, 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.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
BAY DEFENDER LIMITED**

..... continued

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 auditors 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.



Donal P. Boylan (Senior Statutory Auditor)  
For and on behalf of

Boylan & Dodd  
Chartered Accountants and Statutory Auditor  
41 Percy Place,  
Dublin 4.



**BAY DEFENDER LIMITED****INCOME STATEMENT  
YEAR ENDED 31 OCTOBER 2019**

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	<b>Note</b>	<b>2019 £</b>	<b>2018 £</b>
<b>Turnover</b>		-	-
<b>Cost of sales</b>		-	-
<b>Gross profit</b>		<u>-</u>	<u>-</u>
<b>Administrative expenses</b>		(940)	(737)
<b>Operating loss</b>	<b>3</b>	<u>(940)</u>	<u>(737)</u>
<b>Loss before taxation</b>		<u>(940)</u>	<u>(737)</u>
<b>Tax on loss</b>	<b>5</b>	-	-
<b>Loss for the financial year</b>		<u><u>(940)</u></u>	<u><u>(737)</u></u>

The company has no other recognised items of income and expenses other than the results for the year as set out above.

**BAY DEFENDER LIMITED**

**STATEMENT OF INCOME AND RETAINED EARNINGS**  
**YEAR ENDED 31 OCTOBER 2019**

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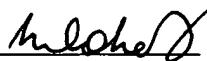
	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Loss for the year	(940)	(737)
Retained earnings at the start of the year	<u>(351,507)</u>	<u>(350,770)</u>
Retained earnings at the end of the year	<u><u>(352,447)</u></u>	<u><u>(351,507)</u></u>

**BAY DEFENDER LIMITED****STATEMENT OF FINANCIAL POSITION  
AS AT 31 OCTOBER 2019**

	Note	2019 £	£	2018 £	£
<b>Current assets</b>					
Debtors	6	182,657		182,657	
Cash at bank and in hand		77		23	
		<u>182,734</u>		<u>182,680</u>	
<b>Creditors: amounts falling due within one year</b>	7	<u>(285,181)</u>		<u>(284,187)</u>	
<b>Net current liabilities</b>			(102,447)		(101,507)
<b>Total assets less current liabilities</b>			(102,447)		(101,507)
<b>Net liabilities</b>			<u>(102,447)</u>		<u>(101,507)</u>
<b>Capital and reserves</b>					
Called up share capital	9	250,000		250,000	
Profit and loss account	10	(352,447)		(351,507)	
<b>Shareholders deficit</b>			<u>(102,447)</u>		<u>(101,507)</u>

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 7/9/20, and are signed on behalf of the board by:

  
Patrick Doherty  
Director

Company registration number: 2812116

**BAY DEFENDER LIMITED****STATEMENT OF CASH FLOWS  
YEAR ENDED 31 OCTOBER 2019**

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	2019 £	2018 £
<b>Cash flows from operating activities</b>		
Loss for the financial year	(940)	(737)
<i>Adjustments for:</i>		
Accrued expenses/(income)	750	750
Cash generated from operations	(190)	13
Net cash (used in)/from operating activities	(190)	13
<b>Cash flows from financing activities</b>		
Proceeds from loans from group undertakings	244	-
<b>Net increase/(decrease) in cash and cash equivalents</b>	54	13
Cash and cash equivalents at beginning of year	23	10
Cash and cash equivalents at end of year	77	23

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## **BAY DEFENDER LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 OCTOBER 2019**

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#### **1. General information**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Unit 20/21 Bookham Industrial Park, Bookham, Leatherhead, Surrey, KT23 3EU, England.

##### **Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

#### **2. Accounting policies**

##### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

##### **Taxation**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are 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. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

**Financial instruments**

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

**3. Operating loss**

Operating loss is stated after charging/(crediting):

	2019	2018
	£	£
Fees payable for the audit of the financial statements	<u>750</u>	<u>750</u>

**4. Staff costs**

There were no employees during the year apart from the directors.

**BAY DEFENDER LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
YEAR ENDED 31 OCTOBER 2019**

..... continued

**5. Tax on loss**

	2019 £	2018 £
<b>Current tax:</b>		
UK current tax expense	-	-
	<u>-</u>	<u>-</u>
<b>Reconciliation of tax expense</b>		
The tax assessed on the loss for the year is higher than (2018: higher than) the standard rate of corporation tax in the UK of 19.00% (2018: 19.00%).		
	2019 £	2018 £
Loss before taxation	(940)	(737)
	<u>(940)</u>	<u>(737)</u>
Loss multiplied by rate of tax	(179)	(140)
Unrelieved tax losses	179	140
	<u>179</u>	<u>140</u>
Tax on loss	-	-
	<u>-</u>	<u>-</u>

**6. Debtors**

	2019 £	2018 £
Amounts owed by group undertakings	182,657	182,657
	<u>182,657</u>	<u>182,657</u>

**7. Creditors: amounts falling due within one year**

	2019 £	2018 £
Amounts owed to group undertakings	274,896	274,652
Accruals and deferred income	10,285	9,535
	<u>285,181</u>	<u>284,187</u>



**BAY DEFENDER LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
YEAR ENDED 31 OCTOBER 2019**

..... continued

**8. Financial instruments**

The carrying amount for each category of financial instrument is as follows:

	2019 £	2018 £
<b>Financial assets that are debt instruments measured at amortised cost</b>		
Cash at bank and in hand	77	23
Amounts owed by group undertakings	182,657	182,657
	<u>182,734</u>	<u>182,680</u>
<b>Financial liabilities measured at amortised cost</b>		
Amounts owed to group undertakings	274,896	274,652
	<u>274,896</u>	<u>274,652</u>

**9. Called up share capital  
Issued, called up and fully paid**

	2019 No	£	2018 No	£
Ordinary shares of £ 1.00 each	5,000	5,000	5,000	5,000
Redeemable ordinary shares of £ 1.00 each	95,000	95,000	95,000	95,000
Preference shares of £ 1.00 each	150,000	150,000	150,000	150,000
	<u>250,000</u>	<u>250,000</u>	<u>250,000</u>	<u>250,000</u>

**10. Reserves**

The profit and loss account represents cumulative gains and losses recognised in the profit and loss account, net of transfers to and from other reserves and dividends paid.

**11. Capital commitments**

There were no capital commitments or contingencies at the year ended 31 October 2019.

**12. Events after the end of the reporting period**

Other than as described in the Principal Risks and Uncertainties section in the Directors Report in relation to COVID-19, there were no significant events between the Balance Sheet date and the date of signing of the financial statements, affecting the Company, which require adjustment to or disclosure in the financial statements.

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**13. Related party transactions**

In accordance with the exemption available in Section 33 of FRS 102; the company has not disclosed transactions with its 100% parent entity and fellow subsidiary companies within the group.

**14. Key management personnel**

The directors of the company are the key management personnel. There were no payments to the directors during the year.

**15. Controlling party**

The holders of the ordinary shares in Electro Automation (Group) Limited are regarded as being the ultimate controlling party of the company. Electro Automation (Group) Limited is incorporated and registered in the Republic of Ireland.

**16. Going Concern**

The financial statements have been prepared on a going concern basis which assumes the company will continue in operational existence for the foreseeable future.

During the year the company recorded a loss of £940 (2018 : loss of £737) and at the balance sheet date its liabilities exceeded its assets by £102,447 (2018 : £101,507). The company meets its day to day working capital requirements through group company financial support. At the balance sheet date the amount owed to other group companies was £274,896 (2018 : £274,652).

The board believes that it is appropriate for the financial statements to be prepared on a going concern basis due to continued group company support. Electro Automation (Group) Limited have reviewed the ongoing cash requirements of the company for the foreseeable future and have confirmed that it is their policy to continue to provide financial support to the company and sufficient funds will be in place to meet the projected requirements.

If the company were unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reduce the balance sheet value of assets to their recoverable amounts, to provide for further liabilities that might arise and to reclassify fixed assets as current assets.

**17. Approval of financial statements**

The board of directors approved these financial statements for issue on .