

Registered number: 03170194

GENIE CARE LIMITED

UNAUDITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021



GENIE CARE LIMITED

CONTENTS

	Page(s)
Company Information	1
Directors' Report	2
Statement of Income and Retained Earnings	3
Balance Sheet	4
Notes to the Financial Statements	5 - 10

GENIE CARE LIMITED

COMPANY INFORMATION

Directors	M J Bambery Dr M B Jackson
Company secretary	M J Bambery
Registered number	03170194
Registered office	Innova One Tredegar Business Park Tredegar Blaenau Gwent NP22 3EL

GENIE CARE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The directors present their annual report and the unaudited financial statements of Genie Care Limited (the "Company") for the year ended 31 March 2021.

Directors

The directors who served during the year and up to the date of signing the financial statements, unless otherwise stated, were:

M J Bambery
S T Jackson (resigned 10 November 2021)
Dr M B Jackson (appointed 24 September 2021)

Going concern

The Company meets its day to day working capital requirements through its cash and bank facilities via the Group. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence in the foreseeable future. On 10 July 2020 the Group sold its Infection Prevention business in a carve-out to Vernacare (Verna Group International Limited), which included the two trading entities Frontier Plastics Limited and Frontier NX Limited. Proceeds from this sale were used to settle the outstanding bank and shareholder debt.

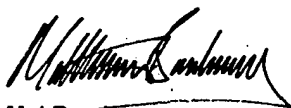
Impact of COVID-19

Given the nature of the medical products that we supply, the COVID-19 outbreak and subsequent pandemic has not resulted in any concerns with regards the Group's cashflows nor its ability to continue operating as a going concern. Our COVID-19 policy is regularly updated in line with UK Government guidelines and this is communicated to staff on a regular basis. As part of this we have embedded controls throughout the business to safeguard, as best as practicably possible, the well-being and safety of our employees, customers and suppliers.

Small companies exemption

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:



M J Bambery
Director

Date: 3 February 2022

GENIE CARE LIMITED**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 MARCH 2021**

	2021 £000	2020 £000
Turnover	124	110
Cost of sales	(75)	(68)
Gross profit	49	42
Distribution costs	(2)	(2)
Administrative expenses	(47)	(59)
Other operating income	-	13
Operating result/(loss)	-	(6)
Tax on result/(loss)	-	-
Result/(loss) for the financial year	-	(6)
Retained earnings:		
Retained earnings at the beginning of the financial year	72	78
Result/(loss) for the financial year	-	(6)
Retained earnings at the end of the financial year	72	72

The notes on pages 5 to 10 form part of these financial statements.

GENIE CARE LIMITED
REGISTERED NUMBER: 03170194

BALANCE SHEET
AS AT 31 MARCH 2021

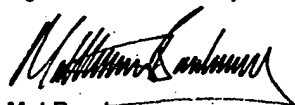
	Note	2021 £000	2020 £000
Fixed assets			
Tangible assets	6	1	7
Current assets			
Stocks	7	23	27
Debtors	8	7	9
Cash at bank and in hand		66	48
		<u>96</u>	<u>84</u>
Creditors: amounts falling due within one year	9	(25)	(19)
Net current assets		<u>71</u>	<u>65</u>
Total assets less current liabilities		<u>72</u>	<u>72</u>
Capital and reserves			
Called up share capital		-	-
Retained earnings		72	72
Total shareholders' funds		<u>72</u>	<u>72</u>

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

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

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

The financial statements on pages 3 to 10 were approved and authorised for issue by the board and were signed on its behalf by:



M J Bambery
 Director

Date: 3 February 2022

The notes on pages 5 to 10 form part of these financial statements.

GENIE CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1. General information

Genie Care Limited (the "Company") is a private company, limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is Innova One, Tredegar Business Park, Tredegar, Blaenau Gwent, NP22 3EL.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis, under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied consistently throughout the year:

2.2 Going concern

The Company meets its day to day working capital requirements through its cash and bank facilities via the Group. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence in the foreseeable future. On 10 July 2020 the Group sold its Infection Prevention business in a carve-out to Vernacare (Verna Group International Limited), which included the two trading entities Frontier Plastics Limited and Frontier NX Limited. Proceeds from this sale were used to settle the outstanding bank and shareholder debt.

2.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.4 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

GENIE CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

2.5 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on a reducing balance basis.

Depreciation is provided on the following basis:

Plant and machinery	-	20%
Motor vehicles	-	25%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Income and Retained Earnings.

2.6 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each Balance Sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.7 Debtors

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

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

2. Accounting policies (continued)

2.9 Financial instruments

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

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

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

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.10 Creditors

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

2.11 Finance costs

Finance costs are charged to the Statement of Income and Retained Earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

GENIE CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

2.12 Current taxation

Tax is recognised in the Statement of Income and Retained Earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

3. Judgements in applying accounting policies and key sources of estimation uncertainty

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.

(a) Key sources of estimation uncertainty

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.

(i) Inventory provisioning

The Company designs, manufactures and sells shoes and is subject to changing consumer demands and fashion trends. As a result it is necessary to consider the recoverability of the cost of inventory and the associated provisioning required. When calculating the inventory provision, management considers the nature and condition of the inventory, as well as applying assumptions around anticipated saleability of finished goods and future usage of raw materials. See note 7 for the net carrying amount of the inventory.

(ii) Impairment of debtors

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 8 for the net carrying amount of the debtors and associated impairment provision.

4. Auditors' remuneration

Fees payable to the Company's auditors for the audit of the Company's annual financial statements totalled £Nil (2020: £3,000).

5. Employees

The average monthly number of employees, including directors, during the year was 3 (2020: 3).

GENIE CARE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

6. Tangible assets

	Plant and machinery £000	Motor vehicles £000	Total £000
Cost			
At 1 April 2020	45	36	81
At 31 March 2021	45	36	81
Accumulated depreciation			
At 1 April 2020	44	30	74
Charge for the year	1	5	6
At 31 March 2021	45	35	80
Net book value			
At 31 March 2021	-	1	1
At 31 March 2020	1	6	7

7. Stocks

	2021 £000	2020 £000
Raw materials and consumables	23	27

8. Debtors

	2021 £000	2020 £000
Trade debtors	7	9

GENIE CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

9. Creditors: amounts falling due within one year

	2021 £000	2020 £000
Trade creditors	15	15
Amounts owed to group undertakings	6	-
Taxation and social security	4	3
Accruals and deferred income	-	1
	<u>25</u>	<u>19</u>

10. Post balance sheet events

On 31 May 2021 Agilitas Private Equity completed their buyout of the Group. As part of this transaction the Non-Executive directors of the Group resigned.

11. Ultimate parent undertaking and controlling party

The Company is controlled by Frontier Therapeutics Limited, a company incorporated within the United Kingdom, of which it is a wholly owned subsidiary. The ultimate controlling party is Agilitas 2020 Private Equity Fund SCSP.

Frontier Medical Group Limited is the ultimate parent company and parent of both the smallest and largest group to prepare a consolidated financial statements in which the results of the Company are consolidated. The financial statements of Frontier Medical Group Limited can be obtained from Innova One, Tredegar Business Park, Tredegar, Blaenau Gwent, Wales, NP22 3EL.