

Company registration number 09123248 (England and Wales)

VENTUREPRISE PLC
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2022

WEDNESDAY



RBZVAVKJ

RM

22/03/2023

#59

COMPANIES HOUSE

VENTUREPRISE PLC

COMPANY INFORMATION

Directors	Mr J Patel	
	Mrs G Dobson	(Appointed 16 March 2022)
	Mr M J Bennett	(Appointed 16 March 2022)
	Mr E M Dutton	(Appointed 16 March 2022)

Company number	09123248
-----------------------	----------

Registered office	Parkhill Business Centre Padiham Road Burnley BB12 6TG
--------------------------	---

Auditor	AMS Accountants Corporate Ltd Chartered Accountants Statutory Auditor Floor 2 9 Portland Street Manchester M1 3BE
----------------	---

VENTUREPRISE PLC

CONTENTS

	Page
Strategic report	1 - 2
<i>Directors' report</i>	3 - 4
Independent auditor's report	5 - 7
Profit and loss account	8
Group statement of comprehensive income	9
Group balance sheet	10 - 11
Company balance sheet	12 - 13
Group statement of changes in equity	14
Company statement of changes in equity	15
Group statement of cash flows	16
Company statement of cash flows	17
Notes to the financial statements	18 - 37

VENTUREPRISE PLC

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MAY 2022

The directors present the strategic report for the year ended 31 May 2022.

Fair review of the business

The principal activities of the group are to provide insurance cover for boiler and home emergency, carry out a service and complete any repairs, installation of new boilers with the offer of cover plans. The provision of professional services to the legal industry is being wound down as the demand is no longer at a desired level.

The financial year to the end of May 2022 saw changes in the market for consumers and companies with the end of Covid lockdown in June 2021. Fortunately, this had only a minor detrimental effect on the existing business but did decelerate innovation and growth temporarily.

The financial year to the end of May 2022 did hold a significant strategic milestone for the group in that one of the main subsidiaries (247 Home Assist Ltd) became FCA regulated in October 2021 with permissions granted to sell insurance policies for boiler and home emergency. A partnership was formed with EVO Insurance Services who underwrite the business. This had and will have a significant impact on the ways of working for the group.

As a result, the first half of the financial year was concentrated around regulatory readiness – business structure, corporate governance and risk management, staff training, effortless customer journey and financial controls and framework.

The second half of the year was concentrated around existing book migration from plan to policy and ensuring best practices with FCA compliance.

Alongside the activity around FCA compliance the boiler installation entity (247 Staywarm Ltd) increased turnover by 68% turning this into a sustainable business offering.

Despite the unusual trading year, the financial results were positive. There was about a 12% increase in administrative expenses because of investment in the business structure and personnel, particular areas being risk and governance, compliance, finance and control framework driven by FCA compliance.

Marketing continues to be a key factor of success. Efforts and funds were channelled in areas with a proven result.

Technology was still one of the powerful tools of the group enabling a nimble and pro-active approach with a competitive edge maintained.

People have once again been recognised as 'the cogs that keep the wheel turning'. There was continuous investment in training and development to retain skills and bring in new talent. Coupled with this employee satisfaction remained a priority and focus.

The group successfully dealt with challenges that faced them in the last 12 months and will continue to embrace challenges which will arise in the future.

Key performance indicators

KPI's for the group are as follows

Turnover - £16,858k (2021 - £16,307k)

Gross profit % - 33.1% (2021 – 39.7%)

Operating profit – £239k (2021 - £1,735k)

EBITDA – £707k (2021 - £2,382k)

Cash & cash equivalents - £1,243k – (2021 £3,031k)

Net assets - £2,581k – (2021 £3,348k)

VENTUREPRISE PLC

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

Promoting the success of the company

The Board of Directors consider, both collectively and individually, that they have acted in ways that they believe in good faith to be the most likely to promote the success of the group for the benefit of its shareholders and employees in decisions made during the year ended 31 May 2022.

Priorities in year ahead are to strive to achieve the 'big rocks' objectives laid down for the 2 years to 2023.

- Customers Effortless Journey

Now encompassed in the FCA compliance principles around treating customer fairly, vulnerable customers cost of living awareness and most recently consumer duty

- Value for Money

Product offering re-enforced by FCA guidelines around 'value measures' 'pricing practices', 'enhanced product governance'.

- People engagement.

Improve attrition whilst retaining talent from training and development programs. Making the VP Group a desired employer and place of employment.

- Technology Wins

Define projects which enhance the business offering through IT development and integration across all platforms. Maintaining speed of development whilst supporting best practices.

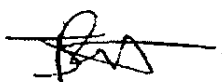
- Growth in Profitability

Focus on customer retention and customer journey, seek out opportunities with new partnerships, expand offerings around energy saving products.

We always aim to act responsibly and fairly in engagement with suppliers, bankers, insurers, and regulatory bodies. Collaborate closely with suppliers to ensure they are paid in accordance with agreed terms.

As the Board of Directors, it is our intention to behave responsibly and to make sure the business operates in a responsible manner, adhering to high standards of business conduct and good governance. We recognise that the maintenance of a good reputation, founded on responsible behaviour, is fundamental to our continuing ability to achieve profitable growth for the benefit of all stakeholders in the future.

On behalf of the board



Mr J Patel
Director

2 March 2023

VENTUREPRISE PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2022

The directors present their annual report and financial statements for the year ended 31 May 2022.

Principal activities

The principal activities of the group are offering boiler and home emergency insurance policies and boiler installation with associated research and development in the home heating sector.

Results and dividends

The results for the year are set out on page 8.

Ordinary dividends were paid amounting to £740,141. The directors do not recommend payment of a further dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr R Gohri	(Resigned 16 March 2022)
Mr J Patel	
Mr I Seth	(Resigned 16 March 2022)
Mr A I Patel	(Resigned 16 March 2022)
Mrs G Dobson	(Appointed 16 March 2022)
Mr M J Bennett	(Appointed 16 March 2022)
Mr E M Dutton	(Appointed 16 March 2022)

Financial Instruments

Liquidity risk

The group manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the group has sufficient liquid resources to meet the operating needs of the business.

One of the subsidiaries (247Home Assist Ltd) is now FCA regulated to sell insurance products, a key risk arises if there is no underwriter in place to allow trading to continue.

Interest rate risk

The group is exposed to fair value interest rate risk on its fixed rate borrowings and cash flow interest rate risk on floating rate deposits, bank overdrafts and loans. The group uses interest rate derivatives to manage the mix of fixed and variable rate debt so as to reduce its exposure to changes in interest rates.

Credit risk

Investments of cash surpluses, borrowings and derivative instruments are made through banks and companies which must fulfil credit rating criteria approved by the Board.

All customers who wish to trade on credit terms are subject to credit verification procedures. Trade debtors are monitored on an ongoing basis and provision is made for doubtful debts where necessary.

Future developments

The Group continues to be focused on delivering innovative and excellent value products to its customers, allowing them to differentiate themselves in an increasingly competitive landscape. A key area will be an eco-friendly offering driven by government decisions and guidelines on their recommendations and support to customers.

Auditor

In accordance with the company's articles, a resolution proposing that AMS Accountants Corporate Ltd be reappointed as auditor of the group will be put at a General Meeting.

VENTUREPRISE PLC

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

Energy and carbon report

As the group has not consumed more than 40,000 kWh of energy in this reporting period, it qualifies as a low energy user under these regulations and is not required to report on its emissions, energy consumption or energy efficiency activities.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board



Mr J Patel
Director

2 March 2023

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF VENTUREPRISE PLC

Opinion

We have audited the financial statements of Ventureprise PLC (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 May 2022 which comprise the group profit and loss account, the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows and notes to the financial statements, including 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 group's and the parent company's affairs as at 31 May 2022 and of the group's 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 group and parent 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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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 contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 our audit:

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

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF VENTUREPRISE PLC

Matters on which we are required to report by exception

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

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

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 parent 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 parent 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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to pensions legislation, UK tax legislation and UK employment legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to increase revenue or manipulate expenditure and management bias in accounting estimates. Audit procedures performed by the audit engagement team included:

- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Review of the financial statement disclosures to underlying supporting documentation;
- Challenging assumptions and judgements made by management in their significant accounting estimates;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations or posted by senior management.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transaction reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

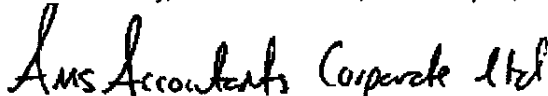
A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

VENTUREPRISE PLC

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF VENTUREPRISE PLC

Use of our 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.



Mr David Clegg BFP FCA (Senior Statutory Auditor)
For and on behalf of AMS Accountants Corporate Ltd

2 March 2023

Chartered Accountants
Statutory Auditor

Floor 2
9 Portland Street
Manchester
M1 3BE

VENTUREPRISE PLC

GROUP PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £	£
Turnover	3	16,858,235	16,307,160
Cost of sales		(11,275,154)	(9,825,222)
Gross profit		5,583,081	6,481,938
Administrative expenses		(5,344,169)	(4,746,495)
Operating profit	4	238,912	1,735,443
Interest payable and similar expenses	8	(30,976)	(21,606)
Amounts written off investments	9	(411)	(102,941)
Profit before taxation		207,525	1,610,896
Tax on profit	10	(142,775)	(146,710)
Profit for the financial year		64,750	1,464,186
Profit for the financial year is attributable to:			
- Owners of the parent company		50,285	1,474,207
- Non-controlling interests		14,465	(10,021)
		64,750	1,464,186

The profit and loss account has been prepared on the basis that all operations are continuing operations.

VENTUREPRISE PLC

GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MAY 2022

	2022 £	£
Profit for the year	64,750	1,464,186
Other comprehensive income	-	-
Total comprehensive income for the year	<u>64,750</u>	<u>1,464,186</u>
Total comprehensive income for the year is attributable to:		
- Owners of the parent company	50,285	1,474,207
- Non-controlling interests	14,465	(10,021)
	<u>64,750</u>	<u>1,464,186</u>

VENTUREPRISE PLC

GROUP BALANCE SHEET

AS AT 31 MAY 2022

	Notes	2022 £	£	£	£
Fixed assets					
Goodwill	13	2,151,069		2,476,239	
Other intangible assets	13	14,000		16,000	
Total intangible assets		2,165,069		2,492,239	
Tangible assets	14	1,953,258		2,021,001	
Investments	15	482,603		369,248	
		4,600,930		4,882,488	
Current assets					
Stocks	19	172,301		145,288	
Debtors	20	2,006,225		2,172,646	
Cash at bank and in hand		1,242,746		3,030,543	
		3,421,272		5,348,477	
Creditors: amounts falling due within one year	21	(4,389,201)		(5,842,182)	
Net current liabilities		(967,929)		(493,705)	
Total assets less current liabilities		3,633,001		4,388,783	
Creditors: amounts falling due after more than one year	22	(980,245)		(979,784)	
Provisions for liabilities					
Deferred tax liability	25	71,342		61,385	
		(71,342)		(61,385)	
Net assets		2,581,414		3,347,614	
Capital and reserves					
Called up share capital	27	612,206		612,206	
Share premium account		2,399,999		2,399,999	
Capital redemption reserve		12,500		12,500	
Profit and loss reserves		(170,835)		519,021	
Equity attributable to owners of the parent company		2,853,870		3,543,726	
Non-controlling interests		(272,456)		(196,112)	
		2,581,414		3,347,614	

VENTUREPRISE PLC

GROUP BALANCE SHEET (CONTINUED)

AS AT 31 MAY 2022

The financial statements were approved by the board of directors and authorised for issue on 2 March 2023 and are signed on its behalf by:



Mr J Patel
Director

Company registration number 09123248 (England and Wales)

VENTUREPRISE PLC

COMPANY BALANCE SHEET

AS AT 31 MAY 2022

	Notes	2022 £	£	£	£
Fixed assets					
Intangible assets	13	14,000			16,000
Tangible assets	14	1,582,249			1,617,490
Investments	15	4,764,962			4,651,607
		6,361,211			6,285,097
Current assets					
Debtors	20	2,374,743		1,431,840	
Cash at bank and in hand		36,752		1,747	
		2,411,495		1,433,587	
Creditors: amounts falling due within one year	21	(4,921,487)		(3,866,220)	
Net current liabilities			(2,509,992)		(2,432,633)
Total assets less current liabilities			3,851,219		3,852,464
Creditors: amounts falling due after more than one year	22		(822,957)		(783,333)
Provisions for liabilities					
Deferred tax liability	25	850		1,134	
			(850)		(1,134)
Net assets			3,027,412		3,067,997
Capital and reserves					
Called up share capital	27	612,206			612,206
Share premium account		2,399,999			2,399,999
Capital redemption reserve		12,500			12,500
Profit and loss reserves		2,707			43,292
Total equity			3,027,412		3,067,997

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's profit for the year was £699,556 (2021 - £2,253,616 profit).

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

VENTUREPRISE PLC

COMPANY BALANCE SHEET (CONTINUED)

AS AT 31 MAY 2022

The financial statements were approved by the board of directors and authorised for issue on 2 March 2023 and are signed on its behalf by:



Mr J Patel
Director

Company registration number 09123248 (England and Wales)

VENTUREPRISE PLC

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2022

	Notes	Share capital £	Share premium account £	Capital redemption reserve £	Profit and loss reserves £	Total controlling interest £	Non- controlling interest £	Total £
Balance at 1 June 2020		510,205	-	12,500	1,595,537	2,118,242	(119,306)	1,998,936
Year ended 31 May 2021:								
Profit and total comprehensive income for the year		-	-	-	1,474,207	1,474,207	(10,021)	1,464,186
Issue of share capital	27	102,001	2,398,999	-	-	2,502,000	-	2,502,000
Dividends	11	-	-	-	(2,550,723)	(2,550,723)	(66,785)	(2,617,508)
Balance at 31 May 2021		612,206	2,398,999	12,500	519,021	3,543,726	(196,112)	3,347,614
Year ended 31 May 2022:								
Profit and total comprehensive income for the year		-	-	-	50,285	50,285	14,465	64,750
Dividends	11	-	-	-	(740,141)	(740,141)	(90,809)	(830,950)
Balance at 31 May 2022		612,206	2,398,999	12,500	(170,835)	2,853,870	(272,456)	2,581,414

VENTUREPRISE PLC

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2022

	Notes	Share capital £	Share premium account £	Capital redemption reserve £	Profit and loss reserves £	Total £
Balance at 1 June 2020		510,205	-	12,500	340,399	863,104
Year ended 31 May 2021:						
Profit and total comprehensive income for the year		-	-	-	2,253,616	2,253,616
Issue of share capital	27	102,001	2,399,999	-	-	2,502,000
Dividends	11	-	-	-	(2,550,723)	(2,550,723)
Balance at 31 May 2021		612,206	2,399,999	12,500	43,292	3,067,997
Year ended 31 May 2022:						
Profit and total comprehensive income for the year		-	-	-	699,556	699,556
Dividends	11	-	-	-	(740,141)	(740,141)
Balance at 31 May 2022		612,206	2,399,999	12,500	2,707	3,027,412

VENTUREPRISE PLC

GROUP STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £	£	£	£
Cash flows from operating activities					
Cash (absorbed by)/generated from operations	31		(665,188)		3,319,467
Interest paid			(30,976)		(21,606)
Income taxes (paid)/refunded			(74,317)		16,959
Net cash (outflow)/inflow from operating activities			(770,481)		3,314,820
Investing activities					
Purchase of intangible assets		-		(1,468,464)	
Purchase of tangible fixed assets		(73,445)		(348,985)	
Proceeds from disposal of tangible fixed assets		384		412	
Loans made to group undertakings		(113,375)		-	
Purchase of associates		-		(300)	
Proceeds from disposal of investments		(391)		-	
Repayment of loans		-		(102,941)	
Net cash used in investing activities			(186,827)		(1,920,278)
Financing activities					
Proceeds from issue of shares		-		2,500,000	
Net proceeds (repayment) of bank loans		11,006		33,333	
Payment of finance leases obligations		(10,545)		86,996	
Dividends paid to equity shareholders		(740,141)		(2,550,723)	
Dividends paid to non-controlling interests		(90,809)		(66,785)	
Net cash (used in)/generated from financing activities			(830,489)		2,821
Net (decrease)/increase in cash and cash equivalents			(1,787,797)		1,397,363
Cash and cash equivalents at beginning of year			3,030,543		1,633,180
Cash and cash equivalents at end of year			1,242,746		3,030,543

VENTUREPRISE PLC

COMPANY STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £	£	£	£
Cash flows from operating activities					
Cash generated from/(absorbed by) operations	32		98,833		(262,665)
Interest paid			(19,936)		(18,962)
Net cash inflow/(outflow) from operating activities			78,897		(281,627)
Investing activities					
Proceeds from disposal of subsidiaries		(113,375)		(2,524,741)	
Dividends received		770,000		2,924,954	
Net cash generated from investing activities			656,625		400,213
Financing activities					
Proceeds from issue of shares		-		2,500,000	
Net proceeds (repayment) of bank loans		39,624		(66,667)	
Dividends paid to equity shareholders		(740,141)		(2,550,723)	
Net cash used in financing activities			(700,517)		(117,390)
Net increase in cash and cash equivalents			35,005		1,196
Cash and cash equivalents at beginning of year			1,747		551
Cash and cash equivalents at end of year			36,752		1,747

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

Company information

Ventureprise PLC ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Parkhill Business Centre, Padiham Road, Burnley, BB12 6TG.

The group consists of Ventureprise PLC and all of its subsidiaries.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Ventureprise PLC together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 May 2022. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

1.4 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates. Sales, interest and dividend income are recognised on an accruals basis.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

1.6 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.7 Intangible fixed assets - goodwill

Acquired goodwill is written off in equal annual installments over its estimated useful economic life of 10 years.

1.8 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Intellectual property	10% straight line
-----------------------	-------------------

1.9 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Land and buildings Freehold	2% straight line
Fixtures, fittings & equipment	20% / 25% reducing balance
Motor vehicles	25% reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the profit and loss account.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

1.10 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

1.11 Impairment of fixed assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.12 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.13 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.14 Financial Instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.15 Equity Instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.16 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.17 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.18 Retirement benefits

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

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

1.19 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

1.20 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

1.21 Subsidiary undertakings exempt from audit

Under Section 479a of the Companies Act 2006 available to subsidiary undertakings, the company provides a guarantee in respect of the below subsidiary undertakings claiming exemption from audit.

Costwise Limited (08371277)
Optima Medical Reports Limited (07097932)
RT8 Legal Limited (06979268)
VP Collections Limited (09385625)
247 Labs Limited (08376394)
247 Staywarm Limited (11387607)
Home Response 360 Ltd (09438697)

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

3 Turnover

An analysis of the group's turnover is as follows:

	2022	
	£	£
Turnover analysed by class of business		
Professional services to legal industry	460,485	1,139,308
Breakdown plans and warranty cover	16,066,175	15,167,852
Regulated insurance products	331,575	-
	<u>16,858,235</u>	<u>16,307,160</u>

4 Operating profit

	2022	
	£	£
Operating profit for the year is stated after charging:		
Research and development costs	156,356	403,389
Depreciation of owned tangible fixed assets	133,918	138,838
Loss on disposal of tangible fixed assets	6,886	307
Amortisation of intangible assets	327,170	327,170
(Profit)/loss on disposal of intangible assets	-	180,000
Operating lease charges	611	16,551
	<u>611</u>	<u>16,551</u>

5 Auditor's remuneration

	2022	
	£	£
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	7,500	7,500
Audit of the company's subsidiaries	5,000	-
	<u>12,500</u>	<u>7,500</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2022 Number	Number	Company 2022 Number	Number
Directors	19	8	4	4
Administrative	142	160	9	7
Total	161	168	13	11

Their aggregate remuneration comprised:

	Group 2022 £	£	Company 2022 £	£
Wages and salaries	5,906,231	4,965,172	964,691	304,335
Social security costs	519,133	375,477	94,493	28,279
Pension costs	26,543	6,689	9,431	1,379
	6,451,907	5,347,338	1,068,615	333,993

7 Directors' remuneration

	2022 £	£
Remuneration for qualifying services	50,000	45,417

8 Interest payable and similar expenses

	2022 £	£
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	28,171	18,795
Other finance costs:		
Interest on finance leases and hire purchase contracts	-	2,301
Other interest	2,805	510
Total finance costs	30,976	21,606

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

9 Amounts written off investments

	2022	
	£	£
Loss on disposal of financial assets held at cost	(391)	-
Amounts written back to/(written off) current loans	-	(102,941)
Other gains and losses	(20)	-
	<u>(411)</u>	<u>(102,941)</u>

10 Taxation

	2022	
	£	£
Current tax		
UK corporation tax on profits for the current period	132,818	133,485
	<u></u>	<u></u>
Deferred tax		
Origination and reversal of timing differences	9,957	13,225
	<u></u>	<u></u>
Total tax charge	<u>142,775</u>	<u>146,710</u>

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022	
	£	£
Profit before taxation	207,525	1,610,896
	<u></u>	<u></u>
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (: 19.00%)	39,430	306,070
Tax effect of expenses that are not deductible in determining taxable profit	855	19,318
Tax effect of utilisation of tax losses not previously recognised	2	(4,241)
Group relief	20,685	-
Permanent capital allowances in excess of depreciation	10,036	13,021
Depreciation on assets not qualifying for tax allowances	27	-
Research and development tax credit	-	(262,466)
Deferred tax adjustments in respect of prior years	9,957	13,225
Adjustments arising on consolidation	61,783	61,783
	<u></u>	<u></u>
Taxation charge	<u>142,775</u>	<u>146,710</u>

11 Dividends

	2022	
	£	£
Recognised as distributions to equity holders:		
Final paid	740,141	2,550,723
	<u></u>	<u></u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

12 Impairments

Impairment tests have been carried out where appropriate and the following impairment losses have been recognised in profit or loss:

	Notes	2022 £	£
In respect of:			
Investments in associates	15	20	100,000
Recognised in:			
Administrative expenses		-	100,000
Amounts written off investments		20	

The impairment losses in respect of financial assets are recognised in other gains and losses in the profit and loss account.

13 Intangible fixed assets

Group	Goodwill £	Intellectual property £	Total £
Cost			
At 1 June 2021 and 31 May 2022	3,251,703	20,000	3,271,703
Amortisation and impairment			
At 1 June 2021	775,464	4,000	779,464
Amortisation charged for the year	325,170	2,000	327,170
At 31 May 2022	1,100,634	6,000	1,106,634
Carrying amount			
At 31 May 2022	2,151,069	14,000	2,165,069
At 31 May 2021	2,476,239	16,000	2,492,239
Company			
		Intellectual property £	
Cost			
At 1 June 2021 and 31 May 2022		20,000	
Amortisation and impairment			
At 1 June 2021		4,000	
Amortisation charged for the year		2,000	
At 31 May 2022		6,000	

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

13 Intangible fixed assets (Continued)

Carrying amount	
At 31 May 2022	14,000
At 31 May 2021	16,000

14 Tangible fixed assets

Group	Land and buildings Freehold £	Fixtures, fittings & equipment £	Motor vehicles £	Total £
Cost				
At 1 June 2021	1,687,460	491,559	112,269	2,291,288
Additions	-	73,445	-	73,445
Disposals	-	(10,668)	-	(10,668)
At 31 May 2022	1,687,460	554,336	112,269	2,354,065
Depreciation and impairment				
At 1 June 2021	75,935	166,285	28,067	270,287
Depreciation charged in the year	33,749	79,119	21,050	133,918
Eliminated in respect of disposals	-	(3,398)	-	(3,398)
At 31 May 2022	109,684	242,006	49,117	400,807
Carrying amount				
At 31 May 2022	1,577,776	312,330	63,152	1,953,258
At 31 May 2021	1,611,525	325,274	84,202	2,021,001
Company		Land and buildings Freehold £	Fixtures, fittings & equipment £	Total £
Cost				
At 1 June 2021 and 31 May 2022		1,687,460	10,286	1,697,746
Depreciation and impairment				
At 1 June 2021		75,935	4,321	80,256
Depreciation charged in the year		33,749	1,492	35,241
At 31 May 2022		109,684	5,813	115,497
Carrying amount				
At 31 May 2022		1,577,776	4,473	1,582,249
At 31 May 2021		1,611,525	5,965	1,617,490

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

15 Fixed asset investments

	Notes	Group 2022 £	£	Company 2022 £	£
Investments in subsidiaries	16	-	-	4,282,659	4,282,659
Loans to subsidiaries	16	482,303	368,928	482,303	368,928
Investments in associates	17	300	320	-	20
		<u>482,603</u>	<u>369,248</u>	<u>4,764,962</u>	<u>4,651,607</u>

Movements in fixed asset investments Group

	Shares in associates £	Loans to subsidiaries £	Total £
Cost or valuation			
At 1 June 2021	320	368,928	369,248
Additions	-	113,375	113,375
Disposals	(20)	-	(20)
At 31 May 2022	<u>300</u>	<u>482,303</u>	<u>482,603</u>
Carrying amount			
At 31 May 2022	<u>300</u>	<u>482,303</u>	<u>482,603</u>
At 31 May 2021	<u>320</u>	<u>368,928</u>	<u>369,248</u>

Movements in fixed asset investments Company

	Shares in subsidiaries and associates £	Loans to subsidiaries £	Total £
Cost or valuation			
At 1 June 2021	4,282,679	368,928	4,651,607
Additions	-	113,375	113,375
Disposals	(20)	-	(20)
At 31 May 2022	<u>4,282,659</u>	<u>482,303</u>	<u>4,764,962</u>
Carrying amount			
At 31 May 2022	<u>4,282,659</u>	<u>482,303</u>	<u>4,764,962</u>
At 31 May 2021	<u>4,282,679</u>	<u>368,928</u>	<u>4,651,607</u>

16 Subsidiaries

Details of the company's subsidiaries at 31 May 2022 are as follows:

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

16 Subsidiaries

(Continued)

Name of undertaking	Registered office	Class of shares held	% Held Direct
247 Home Assist Limited	UK	Ordinary	100.00
Costswise Limited	UK	Ordinary	100.00
Optima Medical Reports Limited	UK	Ordinary	100.00
RT8 Legal Limited	UK	Ordinary	100.00
VP Collections Limited	UK	Ordinary	100.00
VP People Limited	UK	Ordinary	100.00
247 Labs Limited	UK	Ordinary	85.00
247 Staywarm Limited	UK	Ordinary	100.00
Razrlab Holding Limited	UK	Ordinary	51.00
Razr Tech DMCC	Emirate of Dubai	Ordinary	51.00
Home Response 360 Ltd	UK	Ordinary	100.00

The investments in subsidiaries are all stated at cost.

Each subsidiary undertaking has the same registered address as the parent company.

17 Associates

Details of associates at 31 May 2022 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Oops Insurance Services Limited	UK	Ordinary	20
Eminent4U (Private) Limited	Pakistan	Ordinary	30

18 Financial Instruments

	Group 2022 £	£	Company 2022 £	£
Carrying amount of financial assets				
Debt instruments measured at amortised cost	2,380,308	2,368,359	2,857,046	1,800,768
Carrying amount of financial liabilities				
Measured at amortised cost	4,637,708	5,519,665	5,713,533	4,613,757

19 Stocks

	Group 2022 £	£	Company 2022 £	£
Finished goods and goods for resale	172,301	145,288	-	-

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

20 Debtors

	Group 2022		Company 2022	
Amounts falling due within one year:	£	£	£	£
Unpaid share capital	12,200	12,200	12,200	12,200
Amounts owed by group undertakings	-	-	2,362,544	1,419,640
Other debtors	431,802	383,669	(1)	-
Prepayments and accrued income	1,562,223	1,776,777	-	-
	<u>2,006,225</u>	<u>2,172,646</u>	<u>2,374,743</u>	<u>1,431,840</u>

21 Creditors: amounts falling due within one year

	Notes	Group 2022		Company 2022	
		£	£	£	£
Bank loans	23	96,667	96,667	66,667	66,667
Obligations under finance leases	24	10,545	10,545	-	-
Trade creditors		883,058	945,461	-	-
Amounts owed to group undertakings		-	-	3,251,529	1,474,044
Amounts owed to undertakings in which the group has a participating interest	20	20	20	20	20
Corporation tax payable		243,561	185,060	-	-
Other taxation and social security		488,177	1,117,241	30,911	35,796
Other creditors		1,824,763	2,590,005	1,568,198	2,285,531
Accruals and deferred income		842,410	897,183	4,162	4,162
		<u>4,389,201</u>	<u>5,842,182</u>	<u>4,921,487</u>	<u>3,866,220</u>

22 Creditors: amounts falling due after more than one year

	Notes	Group 2022		Company 2022	
		£	£	£	£
Bank loans and overdrafts	23	914,339	903,333	822,957	783,333
Obligations under finance leases	24	65,906	76,451	-	-
		<u>980,245</u>	<u>979,784</u>	<u>822,957</u>	<u>783,333</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

23 Loans and overdrafts

	Group 2022 £	£	Company 2022 £	£
Bank loans	1,011,006	1,000,000	889,624	850,000
Payable within one year	96,667	96,667	66,667	66,667
Payable after one year	914,339	903,333	822,957	783,333

The group has four bank loans.

Bank loan 1 is secured by way of a fixed charge dated 16 July 2021 over the group's freehold property.

The group's banking facilities are secured by way of fixed and floating charges dated 19 April 2021 over all assets and undertakings of the group.

Bank loans 2 to 4 are unsecured.

Bank Loan 1 is capital repayment payable by July 2026.

The rate of interest is a margin of 2.25% over Bank of England Base Rate.

Bank loans 2 to 4 are capital repayment and repayable by May 2026.

The rate of interest is fixed at 2.5% per annum.

24 Finance lease obligations

	Group 2022 £	£	Company 2022 £	£
Future minimum lease payments due under finance leases:				
Within one year	10,545	10,545	-	-
In two to five years	65,906	76,451	-	-
	76,451	86,996	-	-

Finance lease payments represent rentals payable by the company or group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 5 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

25 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2022 £	Liabilities £
Group		
Accelerated capital allowances	71,342	61,385
	<u>71,342</u>	<u>61,385</u>
	Liabilities 2022 £	Liabilities £
Company		
Accelerated capital allowances	850	1,134
	<u>850</u>	<u>1,134</u>
	Group 2022 £	Company 2022 £
Movements in the year:		
Liability at 1 June 2021	61,385	1,134
Charge/(credit) to profit or loss	9,957	(284)
	<u>71,342</u>	<u>850</u>
Liability at 31 May 2022		

26 Retirement benefit schemes

	2022 £	£
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	26,543	6,689
	<u>26,543</u>	<u>6,689</u>

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

27 Share capital

Group and company	2022 Number	Number	2022 £	£
Ordinary share capital				
Issued and not fully paid				
Ordinary of £1 each	612,200	612,200	612,200	612,200
Ordinary A of £1 each	6	6	6	6
	<u>612,206</u>	<u>612,206</u>	<u>612,206</u>	<u>612,206</u>

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

27 Share capital

(Continued)

Ordinary £1 shares have full rights to voting (one vote per share), dividends and capital distribution on winding up.

Ordinary A £1 shares have full rights to dividends only.

At the balance sheet date, £12,200 Ordinary £1 shares remain unpaid. The remainder of the Group's issued share capital is fully paid.

28 Related party transactions

Transactions with related parties

The following amounts were outstanding at the reporting end date:

Amounts due to related parties	2022 £	£
Group		
Other related parties	140,800	180,046

The following amounts were outstanding at the reporting end date:

Amounts due from related parties	2022 Balance £	Balance £
Group		
Other related parties	424,513	376,541

Other information

The Group has taken advantage of FRS 102, section 33.1A available for transactions with wholly owned subsidiaries, and has chosen not to disclose related party transactions within the group.

29 Controlling party

No single individual has ultimate control by virtue of their shareholdings in the company.

30 Restricted Cash Balance

Included within the cash held by the group is £147,328 which is held under a self-imposed restriction and is therefore not available for use by the group. The funds are held in respect of potential future amounts which may become payable.

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

31 Cash (absorbed by)/generated from group operations

	2022 £	£
Profit for the year after tax	64,750	1,464,186
Adjustments for:		
Taxation charged	142,775	146,710
Finance costs	30,976	21,606
Loss on disposal of tangible fixed assets	6,886	307
(Gain)/loss on disposal of intangible assets	-	180,000
Amortisation and impairment of intangible assets	327,170	327,170
Depreciation and impairment of tangible fixed assets	133,918	138,838
Impairment of associated undertakings	-	100,000
Other gains and losses	411	102,941
Movements in working capital:		
Increase in stocks	(27,013)	(144,383)
Decrease/(increase) in debtors	166,421	(154,897)
(Decrease)/increase in creditors	(1,511,482)	1,136,989
Cash (absorbed by)/generated from operations	(665,188)	3,319,467

32 Cash generated from/(absorbed by) operations - company

	2022 £	£
Profit for the year after tax	699,556	2,253,616
Adjustments for:		
Taxation credited	(284)	(377)
Finance costs	19,936	18,962
Investment income	(770,000)	(2,924,954)
(Gain)/loss on disposal of intangible assets	-	180,000
Amortisation and impairment of intangible assets	2,000	2,000
Depreciation and impairment of tangible fixed assets	35,241	35,738
Impairment of associated undertakings	-	100,000
Other gains and losses	20	-
Movements in working capital:		
Increase in debtors	(942,903)	(1,199,900)
Increase in creditors	1,055,267	1,272,250
Cash generated from/(absorbed by) operations	98,833	(262,665)

VENTUREPRISE PLC

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

33 Analysis of changes in net funds - group

	1 June 2021 £	Cash flows £	31 May 2022 £
Cash at bank and in hand	3,030,543	(1,787,797)	1,242,746
Borrowings excluding overdrafts	(1,000,000)	(11,006)	(1,011,006)
Obligations under finance leases	(86,996)	10,545	(76,451)
	<u>1,943,547</u>	<u>(1,788,258)</u>	<u>155,289</u>

34 Analysis of changes in net debt - company

	1 June 2021 £	Cash flows £	31 May 2022 £
Cash at bank and in hand	1,747	35,005	36,752
Borrowings excluding overdrafts	(850,000)	(39,624)	(889,624)
	<u>(848,253)</u>	<u>(4,619)</u>	<u>(852,872)</u>