



Company registration number 13075708 (England and Wales)

ASTRAEA BIDCO LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2022
PAGES FOR FILING WITH REGISTRAR

ASTRAEA BIDCO LIMITED

CONTENTS

	Page
Balance sheet	1
Notes to the financial statements	2 - 5

ASTRAEA BIDCO LIMITED

BALANCE SHEET

AS AT 30 SEPTEMBER 2022

	Notes	2022 £	£	2021 £	£
Fixed assets					
Investments	4		6,865,542		6,865,542
Current assets					
Debtors	5	10,792,502		11,233,502	
Creditors: amounts falling due within one year	6	(5,989,389)		(4,759,578)	
Net current assets			4,803,113		6,473,924
Total assets less current liabilities			11,668,655		13,339,466
Creditors: amounts falling due after more than one year	7		(14,288,974)		(14,111,234)
Net liabilities			(2,620,319)		(771,768)
Capital and reserves					
Called up share capital			510,000		510,000
Profit and loss reserves			(3,130,319)		(1,281,768)
Total equity			(2,620,319)		(771,768)

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 29 June 2023 and are signed on its behalf by:

D S Cooper
Director

Company Registration No. 13075708

ASTRAEA BIDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2022

1 Accounting policies

Company information

Astraea Bidco Limited is a private company limited by shares incorporated in England and Wales. The registered office is Units 1-15 Fenland Business Centre, Longhill Road, March, PE15 0BL.

1.1 Reporting period

The comparative accounting period is from 10 December 2020 to 30 September 2021 in order to align the period end with the other group companies. Therefore, the periods are not comparable.

1.2 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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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.

1.3 Going concern

These financial statements have been prepared on the going concern basis which is considered by the directors to be appropriate. This company is a holding company within a wider group and so whilst the negative net position of this company at the year end date is acknowledged, the wider group position remains strong and this company remains part of the strategic plan for the group going forwards.

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. 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 company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.5 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.

ASTRAEA BIDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

1 Accounting policies

(Continued)

1.6 Financial instruments

The company 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 company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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.

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 company 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.

1.7 Equity instruments

Equity instruments issued by the company 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 company.

1.8 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.

ASTRAEA BIDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

1 Accounting policies

(Continued)

1.9 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.

2 Judgements and key sources of estimation uncertainty

In the application of the company'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.

3 Employees

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

	2022 Number	2021 Number
Total	2	2

4 Fixed asset investments

	2022 £	2021 £
Shares in group undertakings and participating interests	6,865,542	6,865,542

5 Debtors

	2022 £	2021 £
Amounts falling due within one year:		
Amounts owed by group undertakings	10,792,502	11,233,502

ASTRAEA BIDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

6 Creditors: amounts falling due within one year

	2022	2021
	£	£
Amounts owed to group undertakings	4,336,968	3,798,872
Other creditors	1,652,421	960,706
	<u>5,989,389</u>	<u>4,759,578</u>

Other creditors include £1,000,000 (2021 - £600,000) of loan notes from related party investors. These loan notes are secured by way of a fixed and floating charge over the company's assets and also contain a negative pledge.

7 Creditors: amounts falling due after more than one year

	2022	2021
	£	£
Other creditors	14,288,974	14,111,234
	<u>14,288,974</u>	<u>14,111,234</u>

Creditors due after more than 1 year relate to loan notes from related party investors. These loan notes are secured by way of a fixed and floating charge over the company's assets and also contain a negative pledge. Loan notes are due to expire between 2025 and 2027 and bear interest at a rate of between 5% and 10% per annum.

Creditors which fall due after five years are as follows:

	2022	2021
	£	£
Payable other than by instalments	11,267,974	11,342,384
	<u>11,267,974</u>	<u>11,342,384</u>

8 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

Senior Statutory Auditor:	Mohamedraza Mavani
Statutory Auditor:	Moore

9 Parent company

The parent of the smallest group for which consolidated financial statements including this company are prepared is Astraea Topco Limited, a company incorporated in England & Wales. Astraea Topco Limited's registered office is c/o PCML Group, Units 1-15 Longhill Road, Fenland Business Centre, March, England, PE15 0BL.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.