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OS AA01

Statement of details of parent law and other information for an overseas company





What this form is for You may use this form to accompany your accounts disclosed under parent law. What this form is NOT f You cannot use this form an alteration of manner of with accounting requirem 10/06/2022

COMPANIES HOUSE *AB37K0F7*

#37

A07 03/05/2022 **COMPANIES HOUSE**

Part 1	Corporate company name	→ Filling in this form Please complete in typescript or in	
Corporate name of	PEROLA INVESTMENTS LIMITED	bold black capitals.	
overseas company •		All fields are mandatory unless specified or indicated by *	
UK establishment number	B R 0 2 3 5 9 1	This is the name of the company in its home state.	
Part 2	Statement of details of parent law and other information for an overseas company		
A1	Legislation		
	Please give the legislation under which the accounts have been prepared and audited.	This means the relevant rules or legislation which regulates the preparation of accounts.	
Legislation 2	The BVI Business Companies Act, 2004	preparation of decoding.	
A2	Accounting principles		
Accounts	Have the accounts been prepared in accordance with a set of generally accepted accounting principles? Please tick the appropriate box.	Please insert the name of the appropriate accounting organisation or body.	
	 No. Go to Section A3. ✓ Yes. Please enter the name of the organisation or other body which issued those principles below, and then go to Section A3. 		
Name of organisation or body 9	The UK Financial Reporting Council		

OS AA01

Statement of details of parent law and other information for an overseas company

A3	Audited accounts	
Audited accounts	Have the accounts been audited in accordance with a set of generally accepted auditing standards?	• Please insert the name of the appropriate accounting
	Please tick the appropriate box.	organisation or body.
	No. Go to Part 3 'Signature'.	
	Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'.	
Name of organisation or body •		
Part 3	Signature	
	I am signing this form on behalf of the overseas company.	
Signature	Signature	
-	X DocuSigned by: X 56D60BF793F248A	
	This form may be signed by:	

OS AA01

Statement of details of parent law and other information for an overseas company

Presenter information You do not have to give any contact information, but if you do it will help Companies House if there is a query on the public record. on the form. The contact information you give will be visible to searchers of the public record. Where to send Contact name Company Secretariat House address: Company name LabTech London Limited **England and Wales:** Address LABS Dockray DX 33050 Cardiff. 1--7 Dockray Place Scotland: London DX ED235 Edinburgh 1 County/Region Northern Ireland: Postcode Η Country DX DX 481 N.R. Belfast 1. Telephone Checklist We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: ☐ The company name and, if appropriate, the registered number, match the information held on the public Register. You have completed all sections of the form, if appropriate. ☐ You have signed the form.

Important information

Please note that all this information will appear

You may return this form to any Companies

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ.

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.

The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG.

Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Company Regstration No. 1824849 (BVI)

Perola Investments Limited

Annual Report and Financial Statements for the year ended 31 March 2021

UK Company No: FC038496

Perola Investments Limited

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Company Information

Directors Eylon Garfunkel

Margarita Nikolaeva Milosavljevic

Company number

1824849

Registered Office

Quastisky Building, 3rd Floor, P.O. Box 905 Road Town, Tortola, VG1 110

British Virgin Islands

Directors' report for the year ended 31 March 2021

The directors present their annual report and financial statements for the year ended 31 March 2021

Principal activity

The principal activity of the company is property rental.

Directors

The directors who held office during the Period and up to the date of signature of the financial statements were as follows: Eylon Garfunkel (appointed 02/07/2020)

Yaron Shahar (appointed 02/07/2020 and resigned 06/09/2021)

The following director was appointed after the year end:

Margarita Nikolaeva Milosavljevic (appointed 06/09/2021)

Results and dividends

No ordinary dividends were paid or declared during the year (2020: Nil). The directors do not recommend a final dividend payment.

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

Approved by the Board on 10.03.2022... and signed on its behalf by:

Eylon Garfunkel

Director

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2021

	Notes	2021	2020
		£	. .
Revenue	4	256,725	385,372
Gross profit		256,725	385,372
Administrative expenses		(248,903)	(105,599)
Operating profit	6	7,822	279,773
Other gains and losses	5	3,626	(230,019)
Interest payable and similar expenses	7	(324,277)	(264,739)
Interest receivable and similar income	'8	(1)	-
Loss before taxation		(312,830)	(214,985)
Tax for the year	9	-	-
Total comprehensive loss for financial y	year	(312,830)	(214,985)

The above results were derived from continuing operations.

There were no items of other comprehensive income in the current or prior year.

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2021

lotes	2021	2020
	£	£
• • •		17,800
10		8,020,000
	8,329,027	8,037,800
12	380,210	105,520
13	525	337_
	380,735	105,857
14	(3,172,713)	(2,294,115)
	(2,791,978)	(2,188,258)
	5,537,049	5,849,542
15	(4,117,275)	(4,116,938)
	1,419,774	1,732,604
16	6,385	6,385
	5,000,000	5,000,000
	(3,586,611)	(3,273,781)
	1,419,774	1,732,604
	11 10 12 13 14	£ 11

Approvided and authorised by the Board of 0.03.2022, and signed on its behalf by:

Eylon Garfunkel Director

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2021

	Share capital £		Retained earnings	Total £
Balance as at 31 March 2019	6,385	5,000,000	(3,058,796)	1,947,589.
Year ended 31 March 2020 Total comprehensive loss	-	-	(214,985)	(214,985)
Balance as at 31 March 2020	6,385	5,000,000	(3,273,781)	1,732,604
Total comprehensive loss	-		(312,830)	(312,830)
Balance as at 31 March 2021	6,385	5,000,000	(3,586,611)	1,419,774

FOR THE YEAR ENDED 31 MARCH 2021

1 Accounting policies

General information

Perola Investments Limited is a private company limited by shares incorporated in the British Virgin Islands. The address of its registered office is Quastisky Building, 3rd Floor, P.O. Box 905, Road Town, Tortola, VG1 110, British Virgin Islands.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

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

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value

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

Summary of disclosure exemptions

The Company has taken advantages of the following exemptions in preparing financial statements, as permitted by FRS 102:

- the requirements of Section 7 Statement of Cash Flows as the Company is small;
- the requirements of Section 9 for preparation of consolidated financial statements and
- the requirements of Section 33 Related Party Disclosures paragraph 33.1A

The Company has taken advantage of the exemption available in section 414B of the Companies Act 2006 not to prepare a Strategic Report.

Going concern

The Company is a member of the Labtech Investments Limited group ('the Group').

As at 31 March 2021 the Company has net current liabilities of £2,791,978 (2020: net current liabilities of £2,188,258). The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Labtech Investments Limited, Labtech Investments Limited has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are required by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. Based on this undertaking the Director believes that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basic of preparation being inappropriate.

Revenue recognition

Revenue is recognised to the extent that is probable that the economic benefits will flow to the company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligation in all the revenue arrangements but still have management fee income included in revenue, has pricing latitude and is also exposed to credit risks. The specific recognition criteria describe below must also be met before revenue is recognised.

FOR THE YEAR ENDED 31 MARCH 2021

2 Accounting policies (continued)

Revenue arising from rental income is recognised to the extent that is probable that the economic benefits will flow to the company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligation in all the revenue arrangements, has pricing latitude and is also exposed to credit risks. The specific recognition criteria describe below must also be met before revenue is recognised.

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

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 are included in the income statement for the period

Tax

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

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.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statements because it exclude 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 company's liability for current year is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses. The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

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:

Asset class

Furniture and fittings

Freehold building

Plant and machinery

Depreciation method and rate
5-10 years
50 years
4-5 years

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

FOR THE YEAR ENDED 31 MARCH 2021

Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Changes in fair value are recognised in profit or loss.

Intangible assets

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

Investments

Interest in subsidiaries 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 reversal 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

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 overdraft. Bank overdrafts are shown within borrowings in current liabilities.

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 statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts being 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, 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.

FOR THE YEAR ENDED 31 MARCH 2021

Borrowings

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset.

Borrowing costs are charged to profit or loss over the term of the debt instrument so that the amount charged is at a constant rate on the carrying amount. Borrowing costs include issue costs, which are initially recognised as a reduction in the proceeds of the associated capital instrument.

Provisions

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the income statement net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Rental 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.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risk and rewards of ownership to the lessees. All other leases are classified as operating leases. Lease of investment property are recognised as finance leases regardless of the lease term.

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 statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest element. The interest is charged to the income statement so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Equity instruments

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

3 Critical accounting judgements and key sources of estimation uncertainty

In 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.

The directors do not consider there to be any estimates and assumptions which have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities.

FOR THE YEAR ENDED 31 MARCH 2021

Key sources of estimation uncertainty

The following estimates have had the most significant effect on amounts recongised in the financial statements.

Investment property

Investment properties are valued to fair value annually. The company recognises the property at fair value, defined as the estimated amount for which a property should exchange on the date of the valuation between a willing buyer and seller in an arm's length transaction, through the use of comparable values of similar properties observable in the market. The directors of the company assess the carrying value at each reporting date to ensure that its carrying value is adjusted to fair value. The main assumptions in the valuation are typically market related, such as market rents and yields and are based on the professional judgement and market observations. Each property has been valued in isolation based on the unique nature, characteristics and perceived risk of that property.

Judgements

The estimates and assumptions which have a significant risk of causing a material adjustments to the carrying amount of assets and liabilities are outlined below

Provisions and contingent liabilities

The company exercises judgement in measuring and recognising provision and the exposures to contingent liabilities related to damages to assets under development. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of financial settlement. Because of inherent uncertainty in this evaluation process, actual losses may be different from the originally estimate provision.

FOR THE YEAR ENDED 31 MARCH 2021

4 Revenue		
The analysis of the company's revenue for the year from conti		
	2021	2020
	£	3
Rent	250,591	385,372
Other income	6,135 256,725	385,372
	250,725	303,312
5 Other gains and losses		
The analysis of the company's other gains and losses for the	year is as follows:	
	2021	2020
	£	£
Gain/(loss) on investment properties	<u>3,617</u>	(230,000)
	3,617	(230,000)
6 Operating profit/(loss)		
Arrived at after charging/(crediting)		
	2021	2020
Depresentian symposes	£ 5,280	£ 5,280
Depreciation expense Foreign exchange gains	5,280	19
1 dreigh exertange game		
7 Interest payable and similar expenses		
Interest on bank overdrafts and loans	153,336	153,738
Interest payable to group undertakings	170,941	111,001
Total finance cost	324,277	264,739
8 Interest receivable and similar income		
	2021	2020
	£	£
Interest income on bank deposits	(1)	<u>-</u>
	(1)	•
9 Taxation		
Tax charged/(credited) in the income statement		
· · · · · ·	2021	2020
	£	£
Current taxation		
UK corporation tax	-	-
Adjustment in respect of priod period		-
	-	-

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2020 - 19) (2020 - 20%)

FOR THE YEAR ENDED 31 MARCH 2021

10 Investment property		
	2021	2020
	£	£
Fair value		
At 1 April	8,020,000	8,250,000
Additions	292,890	-
Fair value adjustments	3,617_	(230,000)
At 31 March	8,316,507	8,020,000

The entity's investment property is valued at 31 March 2021 by an independent valuer based on the fair value in accordance with The RICS Valuation Professional Standards. The valuations are based on information provided by the entity which includes a tenancy schedule (tenant, rent, lease commencement, lease expiry, applicable break options, areas, details of any additional income, operating costs and net operating income forecast) and any supplementary documentation, such as copy leases and details of tenure.

Included within the property valuation is an amount of £58,493 (2020: £nil) in respect of rent free period, which presented within prepayments in Note 12. The balance arises through FRS102 treatment of leases containing such arrangements, which requires the recognition of rental income on a straight-line basis over the lease term, with the difference between this and the cash receipt changing the carrying value of the property against which revaluations are measured.

11 Property, plant & equipment

	Fixtures & Fittings	Total
Cost		
1 April 2020	26,400	26,400
Additions	-	-
31 March 2021	26,400	26,400
Depreciation		
1 April 2020	8,600	8,600
Charge for the year	5,280	5,280
31 March 2021	13,880	13,880
Carrying amount		
1 April 2020	17,800	17,800
31 March 2021	12,520	12,520
12 Trade and other receivables		
12 Trade and outer receivables	2021	2020
	£	
Trade receivables	8,968	61,921
Amounts owed by group undertakings	199,549	456,042
Other receivables	51,042	•
Prepayments	120,651	-
riopaymonto	380,210	561,562
Amounts owed by group undertakings are in	terest free and have not fixed terms of repa	yment.
13 Cash and cash equivalents		
	2021	2020
	•	£
Cash at bank	525	
		<u> </u>

FOR THE YEAR ENDED 31 MARCH 2021

14 Creditors: amounts falling due within one year

	2021	2020
	£	£
Trade payables	255,909	15,349
Amounts owed to group undertakings	2,781,409	2,678,015
Other payables	34,968	25,332
Accruals	15,681	4,215
Deferred income	87,500	30,000
Taxes payable	(2,753)	(2,753)
• •	3,172,713	2.750.157

Amounts owed to group undertakings include the accrued interest in respect of intergroup interest bearing loans. Trade and other payables principally comprise amounts outstanding for trade purchase and ongoing costs and are normally settled within 30 to 60- day terms.

15 Creditors: amounts falling after one year

	2021	2020
	3	£
Loans and borrowings	4,117,275	4,116,938
	4,117,275	4,116,938

0004

Loans and borrowings comprises of a loan from AIG, repayable on 15 December 2025. The loans are secured by way of fixed and floating charges over the assets of the group.

16 Called up share capital

	2021	2020
Ordinary share capital	£	£
Issued and fully paid		
1 ordinary shares of £1 each	6,385	6,385_
	6 385	6 385

17 Parent and ultimate parent undertakings

The company's immediate parent is Divanyx Investments Limited, incorporated in BVI.

The ultimate controlling party is The Goodheart Trust, a trust established under the laws of the Isle of Man. The parent of the largest group in which these financial statements are consolidated is Labtech Investments Limited incorporated in Guernsey.

The address of Labtech Investments Limited is:

P.O. Box 186, Royal Chambers, St. Julian's Avenue, St. Peter Port, GY1 4HP, Guernsey.

The consolidated financial statements of Labtech Investments Limited are not available to the public.

The parent of the smallest group in which these financial statements are consolidated is Divanyx Investments Limited, incorporated in British Virgin Islands.

The address of Divanyx Investments Limited is:

Quastisky Building, 3rd Floor, P.O. Box 905, Road Town, Tortola, VG1 110, BVI