Registered	number:	13068406
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ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2021

### **COMPANY INFORMATION**

**Directors** M E Campbell (appointed 16 April 2021)

E J Isaacs (appointed 20 February 2021) D Pearson (appointed 20 February 2021) T Pemberton (appointed 10 February 2021)

E M Fraser (appointed 7 December 2020, resigned 10 February 2021)

F Rizzi (appointed 10 February 2021, resigned 16 April 2021)

Registered number 13068406

Registered office 730 Centennial Park

Elstree Hertfordshire WD6 3SZ

Independent auditors BKL Audit LLP

Chartered Accountants & Statutory Auditor

35 Ballards Lane

London N3 1XW

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## STRATEGIC REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2021

#### Introduction

The Directors present the Company's Strategic Report for the period ended 30 September 2021.

Globe Midco 1 Limited was incorporated on 7 December 2020 as a holding company as part of the acquisition of Pangaea Laboratories Limited. Its principal activity is to act as an intermediary holding company of its parent Company, Globe Topco Limited, along with its subsidiaries Globe Bidco Limited, Globe Midco 1 Limited and Globe Midco 2 Limited.

#### **Business review**

During the period, the Company had both Interest receivable and payable of £12,242,724.

At the period end, the Company had net assets of £139,610,541.

### Principal risks and uncertainties

The directors consider the principal risks and uncertainties are those of the Group as a whole. These are detailed in Globe Topco Limited's Strategic Report.

# Key performance indicators

The Company acts as an intermediary holding company to its immediate parent and its subsidiaries. The directors believe the KPI's are those of the Group as a whole. These are detailed in Globe Topco Limited's Strategic Report.

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

D Pearson
Director

Date: 1 June 2022

# DIRECTORS' REPORT FOR THE PERIOD ENDED 30 SEPTEMBER 2021

The directors present their report and the audited financial statements for the period ended 30 September 2021.

### Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' Report and the audited financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare audited financial statements for each financial year. Under that law the directors have elected to prepare the audited financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the audited financial statements unless they are satisfied that they are a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements 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 audited financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the audited financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## Principal activity

The Principal activity of Globe Midco 1 Limited ("the Company") is that of a holding company. The Company was incorporated on 7 December 2020 and started trading on the same day.

# Results and dividends

The loss for the period, after taxation, amounted to £22,750.

The directors recommended dividends for the year amounting to £nil.

#### Directors

The directors who served during the period were:

M E Campbell (appointed 16 April 2021)

E J Isaacs (appointed 20 February 2021)

D Pearson (appointed 20 February 2021)

T Pemberton (appointed 10 February 2021)

E M Fraser (appointed 7 December 2020, resigned 10 February 2021)

F Rizzi (appointed 10 February 2021, resigned 16 April 2021)

# DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2021

#### **Future developments**

The Company will continue to act as an intermediary investment holding company.

#### Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### Post balance sheet events

There have been no significant events affecting the Company since the year end.

#### **Auditors**

During the year, Berg Kaprow Lewis LLP acted as auditor to the company until 31 March 2022. On 31 March 2022, Berg Kaprow Lewis LLP transferred its audit business to a new LLP, BKL Audit LLP. The directors consented to treating the appointment of Berg Kaprow Lewis LLP as extending to BKL Audit LLP with effect from 1 April 2022.

The auditors, BKL Audit LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

D Pearson
Director

Date: 1 June 2022

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLOBE MIDCO 1 LIMITED

#### Opinion

We have audited the financial statements of Globe Midco 1 Limited (the 'Company') for the period ended 30 September 2021, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 Company's affairs as at 30 September 2021 and of its loss for the period 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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 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.

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLOBE MIDCO 1 LIMITED (CONTINUED)

#### Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' 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.

### Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial period 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.

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

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and 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 set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLOBE MIDCO 1 LIMITED (CONTINUED)

#### Auditors' 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 Auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- · Enquiring of management around actual and potential litigation and claims;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditors' Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditors' Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLOBE MIDCO 1 LIMITED (CONTINUED)

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### 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 Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Michael Wedge FCA (Senior Statutory Auditor)

for and on behalf of BKL Audit LLP

Chartered Accountants Statutory Auditor

London

10 June 2022

# STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 SEPTEMBER 2021

	Note	Period ended 30 September 2021 £
Administrative expenses		(22,750)
Interest receivable and similar income	5	12,242,724
Interest payable and similar expenses	6	(12,242,724)
(Loss)/profit before tax		(22,750)
(Loss)/profit for the financial period		(22,750)

There were no recognised gains and losses for 2021 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2021.

The notes on pages 11 to 17 form part of these financial statements.

# GLOBE MIDCO 1 LIMITED REGISTERED NUMBER: 13068406

# STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2021

			30 September 2021
Fixed seeds	Note		£
Fixed assets			
Investments	7		100
		•	100
Current assets			
Debtors: amounts falling due after more than one year	8	139,633,191	
Debiors, amounts failing due after more than one year	o	3,400	
Debtors: amounts falling due within one year	8		
		139,636,591	
Creditors: amounts falling due within one year	9	(26,150 )	
Net current assets			139,610,441
Total assets less current liabilities			139,610,541
Creditors: amounts falling due after more than one year	10		(139,633,191)
Net (liabilities)/assets			(22,650)
Capital and reserves		•	
Called up share capital	12		100
Profit and loss account	13		(22,750)
			(22,650)

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

D Pearson

**D Pearson**Director

Date: 1 June 2022

The notes on pages 11 to 17 form part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 SEPTEMBER 2021

	Called up share capital £	Profit and loss account £	Total equity £
Comprehensive income for the period			
Loss for the period	-	(22,750)	(22,750)
Shares issued during the period	100	-	100
At 30 September 2021	100	(22,750)	(22,650)

The notes on pages 11 to 17 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

#### 1. General information

The principal activity of Globe Midco 1 Limited ('the Company') is that of a holding company.

The company is a private company limited by shares and is incorporated in England and Wales.

The address of its registered office is 730 Centennial Park, Elstree, Herts, United Kingdom, WD6 3SZ.

#### 2. Accounting policies

### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

#### 2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Globe Topco Limited as at 30 September 2021 and these financial statements may be obtained from the Registered Office.

# 2.3 Exemption from preparing consolidated financial statements

The Company is a parent company that is also a subsidiary included in the consolidated financial statements of a larger group by a parent undertaking established under the law of an EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

# 2.4 Going concern

The financial statements have been prepared on the going concern basis, which assumes that the Company will continue to trade for the foreseeable future, being a period of at least twelve months from the date of approval of these financial statements, and will be able to meet its debts as they fall due.

Although the Company has made a loss, the directors have considered future prospects and are confident that the Company can continue to pay its liabilities for the next 12 months. From an operational point of view, the expectation is that growth level year on year will be maintained on a fast growth pattern.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

### 2. Accounting policies (continued)

### 2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

#### 2.6 Finance costs

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

#### 2.7 Borrowing costs

All borrowing costs are initially recognised as a reduction in the proceeds of the associated debt instrument and subsequently recognised in profit or loss on a straight line over the period of the debt instrument.

#### 2.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

#### 2.9 Financial instruments

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

#### (i) Financial assets

Basic financial assets, including trade and other debtors, and amounts due from related companies, are initially recognised at transaction price, 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.

Such assets are subsequently carried at amortised cost using the effective interest method. At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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 the Statement of Comprehensive Income.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

# (ii) Financial liabilities

Basic financial liabilities, including trade and other creditors and accruals, 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 receipts discounted at a market rate of interest.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

### 2. Accounting policies (continued)

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors 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.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

### (iii) Offsetting

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.

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

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the Statement of Financial Position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. Estimates and judgements are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

There are no judgements or estimates which materially affect the amounts in the accounts.

## 4. Auditors' remuneration

Period ended 30 September 2021 £

Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements

5,000

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

Period ended 30 September 2021

£

Interest receivable from group companies

12,242,724

#### 6. Interest payable and similar expenses

Period ended 30 September 2021 £

Loans from group undertakings

12,242,724

#### 7. Fixed asset investments

Investments in subsidiary companies

£

# Cost or valuation

Additions

100

At 30 September 2021

100

# Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Globe Midco 2 Limited	730 Centennial Park, Elstree, Herts, United Kingdom, WD6 3SZ	3	Ordinary	100 %

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

### 8. Debtors

30 September

2021

£

Due after more than one year

Amounts owed by group undertakings

139,633,191

Amounts included within amounts owed by group undertakings are repayable in February 2027 and accrue interest at 12% per annum.

30 September

2021

£

Due within one year

Other debtors 2,400

Prepayments and accrued income 1,000

3,400

9. Creditors: Amounts falling due within one year

30 September

2021 £

Amounts owed to group undertakings 21,150

Accruals and deferred income 5,000

26,150

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

#### Creditors: Amounts falling due after more than one year 10.

30 September

2021

£

102,724,448 Other loans Amounts owed to group undertakings

36,908,743

139,633,191

Amounts included within other loans and amounts owed to group undertakings are repayable in February 2027 and accrue interest at 12% per annum.

#### **11**. Loans

Analysis of the maturity of loans is given below:

30 September

2021

£

Amounts falling due after more than 5 years

102,724,448 Other loans

Share capital 12.

30 September

2021 £

Allotted, called up and fully paid

100 10,000 Ordinary shares of £0.01 each

On 7 December 2020 10,000 Ordinary £0.01 shares were issued at par value.

#### Reserves 13.

# Profit and loss account

Comprises current retained profits and losses.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

# 14. Related party transactions

Where possible the company has taken advantage of the exemption conferred by section 33.1A of FRS 102 from the requirement to disclose transactions with other wholly owned group undertakings.

# 15. Controlling party

The immediate parent undertaking is Globe Topco Limited, copies of the group financial statements are available from its trading address, 730 Centennial Park, Elstree, Herts, United Kingdom, WD6 3SZ.

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.