

C 78706
Vision Opticians Limited
Annual Financial Statements
for the financial year ended 31 December 2019

Vision Opticians Limited

Annual Financial Statements for the financial year ended 31 December 2019

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Vision Opticians Limited

Annual Financial Statements for the financial year ended 31 December 2019

General Information

Status	Vision Opticians Limited is a limited liability company registered in Malta under the Companies Act 1995 Chapter 386 of the Laws of Malta.
Directors	Cyril Gabarretta Robert Aldo Tua John Grech Maurice Zarb Adami Kerstien Cyril Gabarretta
Company number	C 78706
Auditors	Griffiths + Associates Ltd Level 1, Casal Naxaro Labour Avenue Naxxar Malta info@griffithsassoc.com
Business Address	UBT 13/14 San Gwann Industrial Estate San Gwann Malta

Vision Opticians Limited

Directors' report for the financial year ended 31 December 2019

Directors' Report

The directors present the report and the audited financial statements of the Company for the financial year ended 31 December 2019.

Principal activities

The company is mainly engaged in selling eyewear and optical goods for its retail shops.

Review of business development and state of affairs

The company registered a profit before tax of Eur 113,704. This is a decrease from the financial year ended 31st December 2018. The decrease in profit is mainly attributable to the increase in management charges. Management charges are charged by Class holding Ltd, which is the Company's parent company.

Dividend and Reserves

The results for the year are set out on page 4

The directors have paid an interim dividend of Eur 155,000 during the year. They do not recommend a final dividend.

Financial Risk Management

The financial risk management objectives and policies are set out in note 19 to the financial statements.

Post Balance Sheet Events

In 2020 the world experienced the spread of the pandemic of Covid-19. This has severely impacted many local economies around the globe. Measures taken by the Maltese authorities to contain the spread of the virus has triggered significant disruption of local business resulting in an economic slowdown.

The Company was affected by the measures taken by the Maltese authorities which resulted in reduction in business activity. The Company has taken a number of measures to limit the affect of the pandemic. The Company's board of directors does not deem that this situation will affect the Company's ability to continue as going concern.

Directors

The directors of the Company who held office during the year and up to date of authorisation of these financials were:

Cyril Gabarretta
Robert Aldo Tua
John Grech
Maurice Zarb Adami
Kerstien Cyril Gabarretta

Auditors

The auditors, Griffiths + Associates Ltd of Level 1, Casal Naxaro, have expressed their willingness to continue in office and a resolution proposing they reappointment will be put before the members at the next annual general meeting.



Cyril Gabarretta
Director

Date: 15 June 2020



Robert Aldo Tua
Director

Vision Opticians Limited

Directors' responsibilities for the financial year ended 31 December 2019

Company Law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of the affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- adopt the going concern basis unless it is inappropriate to presume that the Company will continue in the business;
- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- account for income and charges relating to the accounting period on the accrual basis;
- value separately the components of asset and liability items; and
- report comparative figures corresponding to those of the preceding accounting period.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1995 (Cap.386) enacted in Malta. This responsibility includes designing, implementing and maintaining 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. The directors 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.

Vision Opticians Limited**Income statement for the financial year ended 31 December 2019**

	Note	2019 Eur	2018 Eur
Revenue	4	2,048,749	2,277,698
Cost of sales		<u>(1,085,583)</u>	<u>(1,283,473)</u>
Gross profit		963,166	994,225
Sales and marketing		(43,875)	(51,186)
Administration expenses		(887,703)	(746,252)
Other income	5	81,962	59,225
Operating profit		<u>113,550</u>	<u>256,012</u>
Investment income	6	154	-
Profit before tax	7	<u>113,704</u>	<u>256,012</u>
Income tax expense	8	(39,793)	(89,604)
Profit for the year		<u><u>73,911</u></u>	<u><u>166,408</u></u>

The notes are an integral part of these financial statements.

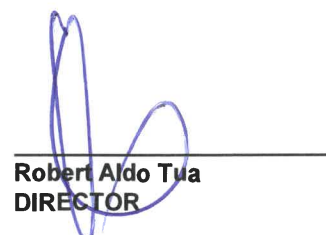
Vision Opticians Limited
Balance Sheet as at 31 December 2019

	Note	2019 Eur	2018 Eur
Assets			
Non-Current Assets			
Property, plant and equipment	9	212,157	110,446
Investments in subsidiary	10	2,550	2,550
		<u>214,707</u>	<u>112,996</u>
Current Assets			
Inventories	11	33,979	-
Trade and other receivables	12	168,675	91,999
Current tax asset		2,211	-
Cash and bank balances		126,739	301,970
		<u>331,604</u>	<u>393,969</u>
Total Assets		<u>546,311</u>	<u>506,965</u>
Equity and Liabilities			
Capital and reserves			
Share capital	14	100,000	100,000
Retained earnings		69,714	150,803
		<u>169,714</u>	<u>250,803</u>
Current Liabilities			
Trade and other payables	15	376,597	221,559
Current tax liability		-	34,603
		<u>376,597</u>	<u>256,162</u>
Total Equity and Liabilities		<u>546,311</u>	<u>506,965</u>

The notes are an integral part of these financial statements. The financial statements set out on pages 4 to 20 were approved by the board of directors and authorised on issue on 15 June 2020 and signed on its behalf by:



Cyril Gabarretta
DIRECTOR



Robert Aldo Tua
DIRECTOR

Vision Opticians Limited
Statement of Changes in Equity for the financial year ended 31 December 2019

	Retained Earnings Eur	Share Capital Eur	Total Eur
Balance at 01 January 2018	144,395	100,000	244,395
Profit for the year	166,408	-	166,408
Dividends paid	(160,000)	-	(160,000)
Balance at 31 December 2018	<u>150,803</u>	<u>100,000</u>	<u>250,803</u>
Balance at 01 January 2019	150,803	100,000	250,803
Profit for the year	73,911	-	73,911
Dividends paid	(155,000)	-	(155,000)
Balance at 31 December 2019	<u>69,714</u>	<u>100,000</u>	<u>169,714</u>

The notes are an integral part of these financial statements.

Vision Opticians Limited

Cash flows statement for the financial year ended 31 December 2019

		The Company	
		2019	2018
	Note	Eur	Eur
Profit before tax		113,704	256,012
Adjustments for:			
Depreciation		32,635	18,328
Inventory write down		9,600	-
Interest income		(17)	-
		<u>155,785</u>	<u>274,340</u>
Change in inventories		(43,579)	-
Change in trade and other receivables		(76,676)	23,331
Change in trade and other payables		165,038	163,099
Cash generated from operations		200,568	460,770
Income taxes paid		(76,470)	(92,909)
		<u>124,098</u>	<u>367,861</u>
Net cash generated from operating activities		124,098	367,861
Cash flows from investing activities			
Interest received		17	-
Acquisition of property, plant and equipment		(134,346)	(7,607)
Loans to related parties		(10,000)	(2,654)
		<u>(144,329)</u>	<u>(10,261)</u>
Net Cash used in investing activities		(144,329)	(10,261)
Cash flows from financing activities			
Dividends paid		(155,000)	(160,000)
		<u>(155,000)</u>	<u>(160,000)</u>
Net Cash used in financing activities		(155,000)	(160,000)
Net movement in cash and cash equivalents		(175,231)	197,600
Cash and cash equivalents at beginning of year		301,970	104,370
Cash and cash equivalents at end of year	13	<u>126,739</u>	<u>301,970</u>

The notes are an integral part of these financial statements.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

1 General Information

Vision Opticians Limited (the Company) is a limited liability company incorporated in Malta. The address of its registered office is UBT 13/14, San Gwann Industrial Estate, San Gwann, Malta.

The company is mainly engaged in selling eyewear and optical goods for its retail shops.

2 Basis of preparation

2.1 Statement of Compliance

These financial statements have been prepared in accordance with the Accountancy Profession (General Accounting Principles for Small and Medium-Sized Entities) Regulations, 2015 and the Schedule accompanying and forming an integral part of those Regulations ("GAPSME").

2.2 Basis of Measurement

The financial statements have been prepared on the historical cost basis.

2.3 Functional and presentation currency

The financial statements are presented in Eur (€), which is the Company's functional currency.

3 Significant Accounting Policies

3.1 Revenue

Revenue consists of goods sold and services provided, net of rebates, returns, taxes and similar allowances. Revenue is measured at the fair value of the considerations received or receivable.

Sales of goods

Revenue from sales of goods is usually recognised upon delivery and transfer of ownerships of the goods pursuing all the following conditions are satisfied.

- risk and rewards of ownership of the goods is transferred to the buyer
- the Company does not retain continuing managerial involvement normally associated with ownership nor effective control over the goods sold
- revenue is measured reliably
- economic benefits associated with the transactions will flow to the Company and
- the cost incurred in respect of the transactions are measured reliably

Rendering of services

Revenue from rendering services is recognised when the amount of revenue can be measured reliably and the economic benefit associated with the service will flow to the Company.

Interest income

Interest income is recognised when the inflow of economic benefits associated with the transaction is probable and the amount of income can be measured reliably. Interest is recognised on accrual basis. Interest income is included in profit or loss as part of investment income.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

3.2 Employee benefits

The Company contributes towards the state pension in accordance with local legislation. The only obligation of the Company is to make the required contributions. Costs are expensed in the period in which they are incurred.

3.3 Income taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that the tax arises from a transaction or event which is recognised directly in equity, in which case it is recognised in equity.

Current tax is based on the taxable profit for the year, as determined in accordance with tax laws, and measured using tax rates, which have been enacted or substantively enacted by the balance sheet date.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. The Company recognises a deferred tax liability in respect of all taxable temporary differences and a deferred tax asset in respect of all deductible temporary differences except to the extent that such deferred tax liability arises from the initial recognition of goodwill or the deferred tax asset/liability arises from the initial recognition of an asset or liability which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (loss). Recognition of a deferred tax asset is however limited to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The Company re-assesses any unrecognised deferred tax asset at each balance sheet date to determine whether future taxable profit has become probable that allows the deferred tax asset to be recovered.

3.4 Property, Plant and Equipment

The cost of an item of property, plant and equipment is recognised as an asset when it is probable that the future economic benefits that are associated with the asset will flow to the entity and the cost can be measured reliably.

Property, plant and equipment are initially measured at cost comprising the purchase price, any costs directly attributable to bringing the assets to a working condition for their intended use, and the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Subsequent expenditure is capitalised as part of the cost of property, plant and equipment only if it enhances the economic benefits of an asset in excess of the previously assessed standard of performance, or it replaces or restores a component that has been separately depreciated over its useful life.

After initial recognition, property, plant and equipment may be carried under the cost model, that is at cost less any accumulated depreciation and any accumulated impairment losses, or under the revaluation model, that is at their fair value at the date of revaluation less any accumulated depreciation and any accumulated impairment losses.

After initial recognition all property, plant and equipment are stated at cost less accumulated depreciation, and accumulated impairment.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

Depreciation

Depreciation is calculated to write down the carrying amount of the asset on a systematic basis over its expected useful life. Depreciation of an asset begins when it is available for use and ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) or the date that the asset is derecognised. The depreciation charge for each period is recognised in profit or loss.

The depreciation rates used for property, plant and equipment are as follows

Equipment	10% Straight line
Electronic equipment	25% Straight line
Furniture & fittings	10% Straight line
Air-Conditioners	16.67% Straight line

Depreciation method, useful life and residual value

The depreciation method applied, the residual value and the useful life are reviewed on a regular basis and when necessary, revised with the effect of any changes in estimate being accounted for prospectively.

Derecognition of property, plant and equipment

Property, plant and equipment are derecognised on disposal or when no future economic benefits are expected from their use or disposal. Gains and losses arising from derecognition represent the difference between the net proceeds (if any) and the carrying amount and are included in profit or loss in the period of derecognition.

3.5 Investments in subsidiary

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

Investments in subsidiaries are recognised initially at cost. After initial recognition, the investment in subsidiary is measured using the cost method.

Under the cost method, investment in subsidiary is measured at cost less any accumulated impairment losses. Dividends received from the subsidiary are recognised in profit or loss.

The investments are reviewed for recoverability. Where an indication of impairment exists, the carrying amount of the investments is assessed and written down to its recoverable amount.

3.6 Leases

A lease is classified as a finance lease when substantially all the risks and rewards incidental to ownership are transferred to the lessee. All other leases which are not finance leases are operating leases. A lease is classified as finance or operating lease depending on the substance rather than the legal form of transaction. A lease is classified at the inception of the lease and is not reclassified during the term of the lease unless the parties agree to change the conditions of the lease.

Operating leases as a lessee

Payments done for leasing an asset under operating lease are recognised as an expense in the profit or loss on straight line basis over the lease term, unless another systematic and rational basis is more appropriate.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

3.7 Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is calculated using first-in, first-out basis and comprises all costs of purchase cost of conversion (if any) and the costs incurred in bringing inventories to their present location and condition. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated cost of completion and the cost to be incurred in marketing, selling and distribution.

3.8 Financial assets and financial liabilities

A financial asset is any asset that is cash, equity instrument of another entity or a contractual right to receive cash or another financial asset or to exchange financial assets or financial liabilities with another party under potentially favourable conditions.

A financial liability is primarily a contractual obligation to deliver cash or another financial asset or to exchange financial assets or financial liabilities with another party under potentially unfavourable conditions.

An equity instrument is any contract that evidences the Company's residual interest in assets after deducting liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provision of the instrument and are derecognised if and to the extent that, it is no longer probable that any future economic benefits associated with the item will flow to or from the entity.

Financial assets

The Company's financial assets are classified as loan and receivables and are as follows:

- Trade and other receivables

Trade receivables comprise amount due from customers for services performed in the ordinary course of business. Trade and other receivables are initially recognised at fair value and subsequently stated at their nominal values unless the effect of discounting is material in which case trade and other receivables are measured at amortised cost using the effective interest method. A provision for impairment on trade receivable is established when there is an objective evidence that the Company will not be able to collect all amount due.

- Cash and bank balances

Cash and cash equivalents include cash in hand, deposits held at call with banks and other institutions. Bank overdrafts, which are repayable on demand are presented in current liabilities as borrowings in the balance sheet.

Financial liabilities

Financial liabilities are classified as financial liabilities measured at amortised cost. The Company's financial liabilities are as follows

- Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts 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 and other payables are initially measured at fair value. After initial recognition trade and other payables are stated at their nominal value unless the effect of discounting is material, in which case trade and other payables are measured at amortised cost using the effective interest method.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

3.9 Share capital

Ordinary shares issued by the Company are classified as equity. Ordinary share capital is recorded at the proceeds received, net of direct issue costs. Dividends to ordinary shareholders are included directly to equity and are recognised as liabilities in the period in which they are declared.

3.10 Impairment

Impairment is recognised when the carrying value of an asset exceeds the recoverable amount. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The Company's property, plant and equipment, investment in subsidiaries and financial assets (other than held for trading) are tested for impairment.

i) Property, plant and equipment and investment in subsidiaries

The carrying amounts of the Company's property, plant and equipment and investment in subsidiaries are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognised and the carrying amount of the asset is reduced to its recoverable amount. Impairment losses are recognised immediately in profit or loss.

The carrying amounts of Company's assets are also reviewed at each balance sheet date to determine whether there is any indication that an impairment loss recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss previously recognised is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, to the extent that it does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Impairment reversals are recognised immediately in profit or loss.

ii) Financial assets

A financial asset or a group of financial assets are impaired and impairment losses are incurred if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

All Company's financial assets are subject to impairment review at each balance sheet date. If there is an objective evidence that carrying amount of financial assets exceeds the recoverable amount, the carrying value is adjusted to reflect the recoverable amount. Any decrease in the carrying amount due to impairment is recognised in the profit or loss.

A reversal of impairment is recognised when in a subsequent period, the amount of impairment loss previously recognised decreases. A reversal of impairment loss is recognised in profit or loss.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

4 Revenue

The Company derives its income primarily from the sales of sunglasses, eyewear, optical goods and other related products and services.

	2019 Eur	2018 Eur
Sales of Goods	1,979,281	2,214,923
Income from rendering services	69,468	62,775
	<u>2,048,749</u>	<u>2,277,698</u>

5 Other income

	2019 Eur	2018 Eur
Management Fees Receivable	81,962	59,225
Realised difference on exchange	-	-
	<u>81,962</u>	<u>59,225</u>

6 Investment income

	2019 Eur	2018 Eur
Interest from Banks	17	-

7 Profit before tax

7.1 Profit before tax is stated after charging the following:

	2019 Eur	2018 Eur
Cost of sales		
Inventory write down	9,600	-

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

	2019 Eur	2018 Eur
<i>Expenses</i>		
Employee benefit expenses	380,565	361,706
Professional fees	11,036	4,807
Management fees	182,388	24,000
Insurance	333	-
Motor Vehicle Expenses	1,287	1,234
Depreciation charge	32,635	18,328
Property rentals	200,917	264,901
Offices expenses	357	160
Utilities	14,000	15,477
Repairs and replacements	19,224	13,841
Bank charges	21,593	24,702
Marketing and selling expenses	43,875	51,186
Other expenses	23,368	17,096
	<u>931,578</u>	<u>797,438</u>

7.2 The remuneration paid to the Company's auditors during the year amounts:

	2019 Eur	2018 Eur
Annual statutory audit	2,400	2,400
Other non-audit services	200	200
	<u>2,600</u>	<u>2,600</u>
	2019 Eur	2018 Eur

7.3 Employees benefit expenses

Wages and salaries	387,500	370,594
Social security costs	23,218	23,931
Recharges of wages	(30,153)	(32,819)
	<u>380,565</u>	<u>361,706</u>

The average number of persons employed by the Company during the year was 20 (2018: 21). All employees for both year ended 31st December 2019 and 31st December 2018 were employed in the retail operations.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

8 Income tax expense

	2019 Eur	2018 Eur
Tax expense	39,793	89,604
Deferred tax expense	-	-
	<u>39,793</u>	<u>89,604</u>

The tax expense and the result of accounting profit multiplied by the statutory domestic income tax rate is reconciled as follows:

	2019 Eur	2018 Eur
Profit before tax	113,704	256,012
Tax at 35%	39,796	89,604
Other	(3)	-
	<u>39,793</u>	<u>89,604</u>

9 Property, Plant and Equipment

	Air- Conditioners Eur	Electronic equipment Eur	Furniture & fittings Eur	Plant and equipment Eur	Total Eur
At 01 January 2019					
Revaluation/cost amounts	5,182	22,410	116,080	2,541	146,213
Accumulated depreciation	(1,727)	(10,990)	(22,542)	(508)	(35,767)
Net book amount	<u>3,455</u>	<u>11,420</u>	<u>93,538</u>	<u>2,033</u>	<u>110,446</u>
Year ended 31 December 2019					
Opening net book amount	3,455	11,420	93,538	2,033	110,446
Additions	3,350	4,326	69,543	57,127	134,346
Depreciation charge	(1,422)	(6,684)	(18,562)	(5,967)	(32,635)
Closing net book amount	<u>5,383</u>	<u>9,062</u>	<u>144,519</u>	<u>53,193</u>	<u>212,157</u>
At 31 December 2019					
Revaluation/cost amounts	8,532	26,736	185,623	59,668	280,559
Accumulated depreciation	(3,149)	(17,674)	(41,104)	(6,475)	(68,402)
Net book amount	<u>5,383</u>	<u>9,062</u>	<u>144,519</u>	<u>53,193</u>	<u>212,157</u>

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

10 Investments in subsidiary

	Eur
At 01 January 2019	
Carrying amount	2,550
Net Carrying amount	2,550
2019	
Net Carrying amount	2,550
Foreign exchange	-
Net Carrying amount	2,550
At 31 December 2019	
Carrying amount	2,550
Net Carrying amount	2,550

The company's subsidiary is as follows

	Registered Office	Class of shares held	2019	2018
Eyewearthese Limited	350, Zabbar Road, Fgura, Malta	Ordinary A shares	50%	50%

11 Inventories

	2019 Eur	2018 Eur
Finished goods	33,979	-
	33,979	-

The company inventory consist of medical equipment. It is stated net of write-downs of Eur 9600 (2018: nil).

12 Trade and other receivables

	2019 Eur	2018 Eur
Trade receivables	25,445	7,808
Amounts receivables from related parties	18,668	5,352
VAT refundable	28,170	13,547
Prepayments	14,430	6,067
Accrued income	81,962	59,225
	168,675	91,999

Amounts receivables from related parties are unsecured, interest free and repayable on demand.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

13 Cash and cash equivalents

Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:

	2019 Eur	2018 Eur
Cash at bank	98,489	290,168
Cash in hand	28,250	11,802
	<u>126,739</u>	<u>301,970</u>

14 Share Capital

	2019 Eur	2018 Eur
<i>Authorised</i>		
100,000 Ordinary Shares of Eur1 each	<u>100,000</u>	<u>100,000</u>
<i>Issued</i>		
100,000 Ordinary Shares of Eur1 each	<u>100,000</u>	<u>100,000</u>

15 Trade and other payables

	2019 Eur	2018 Eur
Trade payables	21,059	25,881
Amount payable to related parties	316,447	157,919
Deposits Received	11,179	5,970
Social Security and FSS due	6,989	6,964
Accruals	20,923	24,825
	<u>376,597</u>	<u>221,559</u>

Amount payable to related parties are unsecured, interest free and repayable on demand.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

16 Related parties

Controlling Parties and related parties

The Company forms part of a group whose ultimate parent is Class Holding Ltd. Class holding limited is also the Company's immediate parent company. Class holding Ltd is registered in Malta, having its registered address UBT 13/14, San Gwann Industrial Estate, San Gwann, Malta.

The Company is the parent company of Eyewearthese Limited whose registered address is listed in note 10.

16.1 *Transactions with related parties*

During the year, the company entered into the following transactions with related parties:

Trading Transactions

	2019 Eur	2018 Eur
Sales to other related parties	3,163	102
Recharges of expenses to other related parties	2,170	-
Purchases from fellow subsidiaries	(1,104,583)	(1,283,471)
Recharges to fellow subsidiaries	(124,123)	(62,427)
Management fee charge by parent company	(182,388)	-
Management fee charged by a fellow subsidiaries	-	(24,000)

Financial Transactions

	2019 Eur	2018 Eur
Amount transferred to subsidiary	(10,000)	(2,654)
Dividends to the parent company	(155,000)	(160,000)

16.2 *Amounts at reporting date*

The following balances were outstanding at the reporting date:

	2019 Eur	2018 Eur
<i>Balances from trading transactions</i>		
Amounts due from subsidiary	15,250	5,250
Amounts due from other related parties	3,418	102
Amounts to immediate parent	(40,530)	-
Amounts to fellow subsidiaries	(275,917)	(157,919)

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

The amounts outstanding are unsecured, interest-free and repayable on demand. No guarantees have been given. No expenses have been recognised within the current year for bad or doubtful debts in respect of the amounts owed by related parties.

16.3 Transactions with key management personnel

During the year there were no transactions with key management employees.

17 Events after year end

In 2020 the world experienced the spread of the pandemic of Covid-19. This has severely impacted many local economies around the globe. Measures taken by the authorities to contain the spread of the virus has triggered significant disruption of local business resulting in an economic slowdown.

The Company was affected by the measures taken by the Maltese authorities which resulted in reduction in business activity during months of partial lockdown. The Company has taken a number of measures to limit the affect of the pandemic. The Company's board of directors does not deem that the Covid-19 situation will affect the Company's ability to continue as going concern.

18 Comparative figures

Certain comparative figures have been changed to conform with the current year's presentation.

19 Financial risk

The Company's activities exposed to a number of financial risks, including credit risk and liquidity risk.

Credit risk

Credit risk is the risk that a debtor or counterparty is unable or unwilling to meet its financial commitments that it has entered into and therefore causing the Company to incur a financial loss.

The Company's Credit risk arises mainly on cash at bank and amounts due from other receivables. The maximum exposure to credit risk at the end of reporting period in respect of cash and cash equivalents is equivalent to the carrying amount as disclosed in note 13. The Company banks only with local quality financial institutions with high standing or rating.

The maximum exposure to credit risk at the end of reporting year with respect trade and other receivables is disclosed in note 12.

Vision Opticians Limited

Notes to the financial statements for the financial year ended 31 December 2019

Liquidity risk

Liquidity risk is the risk that the Company will have difficulties in paying its financial liabilities. The Company is exposed to liquidity risk in relation to trade and other payables. Trade and other payables consist mainly of amount due to related parties.

The Company's management monitors liquidity risk by means of cash flow forecasts on the expected cash flows over a twelve-month period. All Company's financial liabilities fall due within one year and consist only of trade and other payables

Independent Auditor's Report

To the Shareholders of Vision Opticians Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Vision Opticians Limited set out on pages 4 to 20, which comprise the balance sheet as at 31 December 2019 the income statement and notes to the financial statements including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the Company as at 31 December 2019, and of its financial performance for the year then ended in accordance with the Accounting Profession (General Accounting Principles for Small and Medium-sized Entities) and have been properly prepared in accordance with the requirements of the Companies Act (Cap. 386).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in accordance with the Accountancy Profession (Code of Ethics for Warrant Holders) Directive issued in terms of the Accountancy Profession Act (Cap. 281) in Malta, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information, which comprises the general information. Our opinion on the financial statements does not cover the other information, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. 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.

Responsibilities of the Directors

The directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with the General Accounting Principles for Small and Medium-sized Entities, 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 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 has 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 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.

As part of an audit in accordance with ISAs, 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 on 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 auditor's 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 auditor's 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.

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

Report on Other Legal and Regulatory Requirements

We also have responsibilities under the Maltese Companies Act, 1995 to report to you if, in our opinion:

- The information given in the directors' report is not consistent with the financial statements.
- Adequate accounting records have not been kept, or that proper returns adequate for our audit have not been received from branches not visited by us.
- The financial statements are not in agreement with the accounting records and returns.
- We have not received all the information and explanations we require for our audit.
- Certain disclosures of directors' remuneration specified by law are not made in the financial statements, giving the required particulars in our report.

We have nothing to report to you in respect of these responsibilities.



Alexander Micallef
For Griffiths + Associates Ltd
Level 1, Casal Naxaro
Labour Avenue
Naxxar
Malta
info@griffithsassoc.com
Date: 15 June 2020

Vision Opticians Limited**Cost of Sales for the financial year ended 31 December 2019**

	2019	2018
	Eur	Eur
Cost of sales		
Purchases of stock	1,119,562	1,283,473
Stock Write off	9,600	-
Closing Stock	(43,579)	-
	<u>1,085,583</u>	<u>1,283,473</u>

Vision Opticians Limited**Sales and marketing and administration expenses for the financial year ended 31 December 2019**

	2019	2018
	Eur	Eur
Sales and marketing		
Advertising	34,904	28,386
Promotion	2,633	2,439
Meals & entertainment	1,694	391
Commissions payable	2,984	18,791
Travel Expenses	1,660	1,179
	<u>43,875</u>	<u>51,186</u>

	2019	2018
	Eur	Eur
Administration expenses		
Wages - Regular	358,148	337,775
Employers' Share of NI Contributions	22,417	23,931
Staff training & Education	2,770	4,100
Staff Safety	-	229
Staff Uniforms	2,363	510
Sub Contracting and Out-sourcing	-	112
Professional Fees	8,636	2,407
Management and Administration Fees	182,388	24,000
Audit Fees	2,400	2,400
Insurance	333	-
Fuel Costs	1,287	1,234
Repairs and maintenance - machinery and equipment	7,606	5,761
Computer-related expenses	11,618	8,080
Cleaning	7,506	8,472
Water and electricity	10,077	11,142
Telephone and Communications	3,923	4,335
Office Stationery and supplies	357	160
General expenses	9,083	1,735
Property Rental	200,917	264,901
Membership and subscription fees	1,306	1,258
Company Registration Fees	340	680
Depreciation	32,635	18,328
Bank charges	21,593	24,702
	<u>887,703</u>	<u>746,252</u>