

## CHAPTER 10

# PROFIT OR LOSS PRE AND POST INCORPORATION

### INTRODUCTION

1. Profit and loss of a such business for the period prior to the date the company incorporated is referred to as Pre-incorporation Profit and Losses.
2. Such Profit and Losses, though belonging to the company or payable by it, are of capital nature.
3. It is necessary to disclose them separately from trading profits or losses.

### Treatment of Pre-Incorporation Profit/Loss?

| S.No. | Pre-incorporation Profits  | Pre-incorporation Losses  |
|-------|--|---|
| 1     | It is transferred to Capital Reserve Account (i.e. capitalized).   | It is treated as a part of business acquisition cost (i.e. Goodwill)<br>Or Shown as Negative Balance in Reserves under BS.  |
| 2     | It can be used for : <ul style="list-style-type: none"><li>• writing off Goodwill on acquisition</li><li>• writing off Preliminary Expenses</li><li>• writing down over-valued assets</li><li>• issuing of bonus shares</li><li>• paying up partly paid shares</li></ul> | It can be used for : <ul style="list-style-type: none"><li>• setting off against Post Incorporation Profits</li><li>• addition to Goodwill on acquisition</li><li>• writing off capital profits</li></ul> |

- ❖ **In short, Pre-incorporation Profits/Losses are not included in Free Reserves therefore it can-not be distributed as Dividend to shareholders.**
- ❖ Sometimes, Vendor (i.e. Seller) demands Interest on Late discharge of Purchase consideration, then such interest shall be calculated from the date of transfer of business to the date of actual payment of PC. **This interest will be expense for the company (Pre period till the date of incorporation and Post period after date of incorporation).**

### How to calculate Profit/Loss Pre and Post Incorporation?

- ❖ All the Incomes and Expenses of the business apportioned on a reasonable basis in to Pre incorporation period and Post incorporation period.
- ❖ Such reasonable basis may be Time Ratio, Sales Ratio, or any other method suitable to the nature of Income and Expense.

Following basis of **apportionment** can generally be used for the various incomes and expenses:

| <b>Items of Incomes and Expenses</b>   | <b>Basis of Apportionment between pre and Post incorporation period</b>   |
|--|---|
| <b>Gross Profit or Gross Loss</b>  | <p><b>First preference-</b><br/>Sales Ratio- On the basis of turnover in there spective periods<br/>Or<br/><b>Second preference</b><br/>On the basis of cost of goods sold in the respective periods in the absence of any information regarding turnover<br/>Or<br/><b>Third preference</b><br/>Time Ratio- On the basis of time in the respective periods in the absence of any information regarding turnover and cost of goods sold</p> |
| <p><b>Variable expenses linked with Turnover</b><br/>[e.g. Carriage/Cartage outward, Selling and distribution expenses, Commission to selling agents/travelling agents, advertisement expenses, Bad debts, Brokerage, Sales Promotion]</p>                                     | Sales Ratio   |
| <p><b>Fixed Common charges</b><br/>[e.g., Salaries, Office and Administration Expenses, Rent, Rates and Taxes, Printing and Stationery, Telephone, Telegram and Postage, Depreciation, Miscellaneous Expenses]</p>   | Time Ratio  |
| <p><b>Expenses exclusively relating to pre-Incorporation period</b><br/>[e.g. Interest on Vendor's Capital]</p>  | <p>Charge to pre-incorporation period<br/><br/>(but if the purchase consideration is not paid on taking over of business, interest for the subsequent period is charged to post incorporation period)</p>   |
| <p><b>Expenses exclusively relating to post-incorporation period</b><br/>[e.g. Formation expenses, interest on debentures, director's fees, Directors' remuneration, Preliminary Expenses, Share issue Expenses, Underwriting commission, Discount on issue of securities.</p> | Charge to Post-incorporation period   |

|   |  |
|---|--|
| <b>Audit Fees</b>   |  |
| (i) For Company's Audit under the Companies Act.                                  | Charge to Post-incorporation period                |
| (ii) For Tax Audit under section 44AB of the Income tax Act, 1961                 | On the basis of turnover in the respective periods |
| <b>Interest on purchase consideration to vendor:</b>                              |  |
| For the period from the date of acquisition of business to date of incorporation. | Charge to Pre-incorporation period                 |
| From the date of incorporation  | Charge to Post-incorporation period                |

**DO NOT FORGET THIS:-**

| Time Ratio        | Sales Ratio         | Pre Incorporation Exp       | Post Incorporation Exp  |
|-------------------|---------------------|-----------------------------|-------------------------|
| Salary exp        | Sales               | Interest on Vendors capital | Company Audit fees      |
| Rent exp          | COGS                |                             | Directors' Remuneration |
| Rents/Taxes       | GP                  |                             | Preliminary Exp         |
| Office Exp        | Commission on Sales |                             | Interest on Debentures  |
| Depreciation      | Bad-debts           |                             | Underwriting exp        |
| Interest on Loans | Selling exp         |                             |                         |
| Stationary Exp    | Sales promotion     |                             |                         |
| Electricity Exp   | Tax Audit Fees      |                             |                         |
| General Exp       | Discount Allowed    |                             |                         |
|                   | Advertisement Exp   |                             |                         |

**\*Time Ratio means Pre period months and Post period months**

**Class Example:**

Lion Ltd. was incorporated on 1.8.20X1 to take over the running business of M/s Happy with assets from 1.4.20X1. The accounts of the company were closed on 31.3.20X2.

The average monthly sales during the first four months of the year (20X1-X2) was twice the average monthly sales during each of the remaining eight months.

Calculate time ratio and sales ratio for pre and post incorporation periods.

**Solution-**

**Time ratio:**

Pre-incorporation period (1.4.20X1 to 1.8.20X1) = 4 months  
 Post incorporation period (1.8.20X1 to 31.3.20X2) = 8 months  
 Time ratio = 4 : 8 or 1 : 2

**Sales ratio:**

Average monthly sale before incorporation was twice the average sale per month of the post incorporation period. If weightage for each post-incorporation month is x, then

Weighted sales ratio =  $4 * 2x : 8 * 1x = 8x : 8x$  or 1 : 1

## IMPORTANT QUESTIONS

### QUESTION - 1.

Rama Udyog Limited was incorporated on August 1, 20X1. It had acquired a running business of Rama & Co. with effect from April 1, 20X1. During the year 20X1-X2, the total sales were 36,00,000. The sales per month in the first half year were half of what they were in the later half year. The net profit of the company, Rs. 2,00,000 was worked out after charging the following expenses:

- Depreciation- 1,23,000,
- Directors'fees-50,000,
- Preliminaryexpenses-12,000,
- Office expenses -78,000,
- Selling expenses -72,000
- Interest to vendors up to August 31, 20 X1 - 5,000.

Please ascertain pre-incorporation and post-incorporation profit for the year ended 31<sup>st</sup> March, 20X2.

### SOLUTION:

#### Statement showing Pre and Post Incorporation Profit for the year ended 31<sup>st</sup> March, 20X2

| Particulars          | Total<br>Amount        | Basis of<br>Allocation | Pre-<br>incorporation | Post-<br>Incorporation |
|----------------------|------------------------|------------------------|-----------------------|------------------------|
| Gross Profit (W.N.3) | 5,40,000               | 2:7                    | 1,20,000              | 4,20,000               |
| Less: Depreciation   | 1,23,000               | 1:2                    | 41,000                | 82,000                 |
| Director's Fees      | 50,000                 | Post                   | -                     | 50,000                 |
| Preliminary Expenses | 12,000                 | Post                   | -                     | 12,000                 |
| Office Expenses      | 78,000                 | 1:2                    | 26,000                | 52,000                 |
| Selling Expenses     | 72,000                 | 2:7                    | 16,000                | 56,000                 |
| Interest to vendors  | 5,000                  | Actual                 | 4,000                 | 1,000                  |
|                      | <b><u>2,00,000</u></b> |                        | <b><u>33,000</u></b>  | <b><u>1,67,000</u></b> |

**Net Profit (33,000 being pre- incorporation profit is transferred to Capital Reserve Accounts)**

#### 1. Sales ratio

The sales per month in the first half year were half of what they were in the later half year. If in the later half year, sales per month is x then it should be 0.5 x per month in the first half year. So sales for the first four months (i.e. from 1<sup>st</sup>April, 20X1 to 31<sup>st</sup>July, 20X1) will be  $4 \times 0.5 = 2$  and for the last eight months (i.e. from 1<sup>st</sup>August, 20X1 to 31<sup>st</sup>March, 20X2) will be  $(2 \times 0.5 + 6 \times 1) = 7$ . **Thus sales ratio is 2:7.**

#### 2. Time ratio

1<sup>st</sup> April, 20X1 to 31<sup>st</sup> July, 20X1: 1<sup>st</sup> August, 20X1 to 31<sup>st</sup> March, 20X2  
= 4 months: 8 months = 1:2 Thus, **time ratio is 1:2.**

#### 3. Gross Profit

$$\begin{aligned} \text{Gross profit} &= \text{Net profit} + \text{All expenses} \\ &= 2,00,000 + (1,23,000 + 50,000 + 12,000 + 78,000 + 72,000 + 5,000) \\ &= 2,00,000 + 3,40,000 = 5,40,000. \end{aligned}$$

**QUESTION – 2. (ICAI MODULE)**

The partners of Maitri Agencies decided to convert the partnership into a private limited company called MA (P) Ltd. with effect from 1st January, 20X2. The consideration was agreed at ` 1,17,00,000 based on the firm's Balance Sheet as at 31st December, 20X1. However, due to some procedural difficulties, the company could be incorporated only on 1st April, 20X2. Meanwhile the business was continued on behalf of the company and the consideration was settled on that day with interest at 12% per annum. The same books of account were continued by the company which closed its account for the first time on 31st March, 20X3 and prepared the following summarised profit and loss account.

|                                  |             |             |
|----------------------------------|-------------|-------------|
| Sales                            |             | 23,40,0000  |
| Less: Cost of goods sold         | 1,63,80,000 |             |
| Salaries                         | 11,70,000   |             |
| Depreciation                     | 1,80,000    |             |
| Advertisement                    | 7,02,000    |             |
| Discounts                        | 11,70,000   |             |
| Managing Director's remuneration | 90,000      |             |
| Miscellaneous office expenses    | 1,20,000    |             |
| Office-cum-show room rent        | 7,20,000    |             |
| Interest                         | 9,51,000    |             |
| Total Expenses                   |             | 2,14,83,000 |
| Profit                           |             | 19,17,000   |

The company's only borrowing was a loan of ` 50,00,000 at 12% p.a. to pay the purchase consideration due to the firm and for working capital requirements.

The company was able to double the average monthly sales of the firm, from 1st April, 20X2 but the salaries tripled from that date. It had to occupy additional space from 1st July, 20X2 for which rent was ` 30,000 per month.

Prepare statement of apportioning cost and revenue between pre-incorporation and post-incorporation periods and calculation of profits/losses for such periods.

**SOLUTION:**

**MA (P) Ltd.**  
**Statement showing calculation of Profit/Losses**  
**for Pre and Post Incorporation periods**

|                                 | Basis of allocation | Pre-inc.  | Post-inc.   |
|---------------------------------|---------------------|-----------|-------------|
|                                 |                     | Amount `  | Amount `    |
| Sales                           | Sales ratio         | 26,00,000 | 2,08,00,000 |
| <b>Less:</b> Cost of goods sold | Sales ratio         | 18,20,000 | 1,45,60,000 |
| Salaries                        | W.N.4               | 90,000    | 10,80,000   |
| Depreciation                    | Time ratio          | 36,000    | 1,44,000    |
| Advertisement                   | Sales ratio         | 78,000    | 6,24,000    |
| Discounts                       | Sales ratio         | 1,30,000  | 10,40,000   |

|                          |            |                 |                  |
|--------------------------|------------|-----------------|------------------|
| M.D.'s remuneration      | Post-inc   | —               | 90,000           |
| Misc. Office Expenses    | Time ratio | 24,000          | 96,000           |
| Rent                     | W.N.5      | 90,000          | 6,30,000         |
| Interest                 | Time ratio | 3,51,000        | 6,00,000         |
| <b>Net Profit/(Loss)</b> |            | <b>(19,000)</b> | <b>19,36,000</b> |

**Working Notes:**

**(1) Calculation of Sales ratio:**

Let the average sales per month in pre-incorporation period be  $x$ . Then the average sales in post-incorporation period are  $2x$ . Thus total sales are  $(3 \times x) + (12 \times 2x)$  or  $27x$ . Ratio of sales will be  $3x: 24x$  or  $1:8$ .

**Time ratio is 3 months: 12 months or 1:4**

**(2)** Expenses apportioned on turnover ratio basis are cost of goods sold, advertisement, discounts.

**(3)** Expenses apportioned on time ratio basis are Depreciation, and misc. office expenses.

**(4) Ratio for apportionment of Salaries:**

If pre-incorporation monthly average is  $x$ , for 3 months  $3x$ . Average for balance 12 months  $3x$ , for 12 months  $36x$ .

**Hence ratio for division, 1:12.**

**(5) Apportionment of Rent:**

| Particulars   |                 | Amount           |
|---|-----------------|------------------|
| <b>Total Rent</b>   |                 | 7,20,000         |
| Additional rent for 9 months (From 1st July 20X2 to 31st March, 20X3) |                 | (2,70,000)       |
| Rent for old premises for 15 months at ` 30,000 p.m.                  |                 | 4,50,000         |
|   | <b>Pre-Inc.</b> | <b>Post-Inc.</b> |
| Old Premises  | 90,000          | 3,60,000         |
| Additional rent   | —               | 2,70,000         |
|   | <b>90,000</b>   | <b>6,30,000</b>  |

**QUESTION - 3. (ICAI MODULE)**

**ABC Ltd. took over a running business with effect from 1<sup>st</sup> April, 20X1. The company was incorporated on 1<sup>st</sup> August, 20X1. The following summarized Profit and Loss Account has been prepared for the year ended 31.3.20X2:**

|                              |        |              |          |
|------------------------------|--------|--------------|----------|
| Salaries                     | 48,000 | Gross Profit | 3,20,000 |
| Stationery                   | 4,800  |              |          |
| Travelling expenses          | 16,800 |              |          |
| Advertisement                | 16,000 |              |          |
| Miscellaneous trade expenses | 37,800 |              |          |
| Rent (office buildings)      | 26,400 |              |          |
| Electricity charges          | 4,200  |              |          |
| Director's fee               | 11,200 |              |          |
| Bad debts                    | 3,200  |              |          |

|                              |                 |  |                 |
|------------------------------|-----------------|--|-----------------|
| Commission to selling agents | 16,000          |  |                 |
| Tax Audit fee                | 6,000           |  |                 |
| Debenture interest           | 3,000           |  |                 |
| Interest paid to vendor      | 4,200           |  |                 |
| Selling expenses             | 25,200          |  |                 |
| Depreciation on fixed assets | 9,600           |  |                 |
| Net profit                   | <u>87,600</u>   |  |                 |
|                              | <u>3,20,000</u> |  | <u>3,20,000</u> |

**Additional information:**

- Total sales for the year, which amounted to ` 19,20,000 arose evenly up to the date of 30.9.20X1. Thereafter they recorded an increase of two-third during the rest of the year.
- Rent of office building was paid @ ` 2,000 per month up to September, 20X1 and thereafter it was increased by ` 400 per month.
- Travelling expenses include ` 4,800 towards sales promotion.
- Depreciation include ` 600 for assets acquired in the post incorporation period.
- Purchase consideration was discharged by the company on 30<sup>th</sup> September, 20X1 by issuing equity shares of ` 10 each.

Prepare Statement showing calculation of profits and allocation of expenses between pre and post in corporation periods.

**SOLUTION:**

**Statement showing calculation of profits for Pre and Post  
Incorporation periods for the year ended 31.3.20X2**

| Particulars                             | Pre-<br>Incorporation<br>period | Post-<br>Incorporation<br>period |
|---|---------------------------------|----------------------------------|
| Gross profit (1:3)                      | 80,000                          | 2,40,000                         |
| <b>Less:</b> Salaries (1:2)             | 16,000                          | 32,000                           |
| Stationery (1:2)                        | 1,600                           | 3,200                            |
| Advertisement (1:3)                     | 4,000                           | 12,000                           |
| Travelling expenses (W.N.4)             | 4,000                           | 8,000                            |
| Sales promotion expenses (W.N.4)        | 1,200                           | 3,600                            |
| Misc. trade expenses (1:2)              | 12,600                          | 25,200                           |
| Rent (office building) (W.N.3)          | 8,000                           | 18,400                           |
| Electricity charges (1:2)               | 1,400                           | 2,800                            |
| Director's fee (post-incorporation)     | -                               | 11,200                           |
| Bad debts (1:3)                         | 800                             | 2,400                            |
| Selling agents commission (1:3)         | 4,000                           | 12,000                           |
| Audit fee (1:3)                         | 1,500                           | 4,500                            |
| Debenture interest (post-incorporation) | -                               | 3,000                            |
| Interest paid to vendor (2:1) (W.N.5)   | 2,800                           | 1,400                            |
| Selling expenses (1:3)                  | 6,300                           | 18,900                           |
| Depreciation on fixed assets (W.N.6)    | 3,000                           | 6,600                            |
| Capital reserve (Bal.Fig.)              | 12,800                          | -                                |
| <b>Net profit (Bal.Fig.)</b>            | -                               | <b>74,800</b>                    |

**Working Notes:****1. Time Ratio**

Pre incorporation period = 1<sup>st</sup>April, 20X1 to 31<sup>st</sup>July, 20X1 i.e. 4 months

**2. Sales ratio**

Let the monthly sales for first 6 months (i.e. from 1.4.20X1 to 30.09. 20X1) be  $x$

Then, sales for 6 months =  $6x$

Monthly sales for next 6 months (i.e. from 1.10.X1 to 31.3.20X2) =  $x + 2/3x = 5/3x$

Then, sales for next 6 months =  $5/3x \times 6 = 10x$

**Total sales for the year =  $6x + 10x = 16x$**

Monthly sales in the pre incorporation period =  $19,20,000/16 = 1,20,000$

Total sales for pre-incorporation period =  $1,20,000 \times 4 = 4,80,000$

Total sales for post incorporation period =  $19,20,000 - 4,80,000 = 14,40,000$

Sales Ratio =  $4,80,000 : 14,40,000 = 1 : 3$

**3. Rent**

|   |               |                      |
|---|---------------|----------------------|
| Rent for pre-incorporation period (2,000 x 4) |               | <b>8,000 (pre)</b>   |
| Rent for post incorporation period            |               |                      |
| August, 20X1 & September, 20X1 (2,000 x 2)    | 4,000         |                      |
| October, 20X1 to March, 20X2 (2,400 x 6)      | <u>14,400</u> | <b>18,400 (post)</b> |

**4. Travelling expenses and sales promotion expenses**

| Particulars   | Pre   | Post  |
|---|-------|-------|
| Traveling expenses ` 12,000 (i.e. ` 16,800-<br>` 4,800) distributed in Time ratio (1:2) | 4,000 | 8,000 |
| Sales promotion expenses ` 4,800 distributed<br>in Sales ratio (1:3)                    | 1,200 | 3,600 |

**5. Interest paid to vendor till 30<sup>th</sup> September, 20X1**

| Particulars   | Pre          | Post         |
|---|--------------|--------------|
| Interest for pre-incorporation period (4200*4/6)  | <b>2,800</b> |              |
| Interest for post incorporation period i.e. for<br>August, 20X1 & September, 20X1 =(4200*2/6) |              | <b>1,400</b> |

**6. Depreciation**

| Particulars  | Amount | Pre- Inc.    | Post Inc.    |
|--|--------|--------------|--------------|
| Total depreciation   | 9600   |              |              |
| <b>Less:</b> Depreciation exclusively for post<br>incorporation period | 600    |              |              |
| <b>Less:</b> Depreciation exclusively for post<br>incorporation period | 9000   |              |              |
| Depreciation for pre-incorporation period<br>(9000*4/12)               |        | 3,000        |              |
| Depreciation for post incorporation period<br>(9000*8/12)              |        |              | <u>6,000</u> |
| <b>* Time ratio = 1 : 2</b>  |        | <b>3,000</b> | <b>6,600</b> |



**QUESTION – 4. (ICAI MODULE)**

ABC Ltd. was incorporated on 1.5.20X1 to take over the business of DEF and Co. from 1.1.20X1. The summarised Profit and Loss Account as given by ABC Ltd. for the year ending 31.12.20X1 is asunder:

**Summarized Profit and Loss Account**

| <b>Particulars</b>                            | <b>Amount</b>    | <b>Particulars</b>      | <b>Amount</b>    |
|---|------------------|-------------------------|------------------|
| Rent and Taxes                                | 90,000           | Gross Profit            | 10,64,000        |
| Salaries including manager's salary of 85,000 | 3,31,000         | Interest on Investments | 36,000           |
| Carriage Outwards                             | 14,000           |                         |                  |
| Printing and Stationery                       | 18,000           |                         |                  |
| Interest on Debentures                        | 25,000           |                         |                  |
| Sales Commission                              | 30,800           |                         |                  |
| Bad Debts (related to sales)                  | 91,000           |                         |                  |
| Underwriting Commission                       | 26,000           |                         |                  |
| Preliminary Expenses                          | 28,000           |                         |                  |
| Audit Fees                                    | 45,000           |                         |                  |
| Loss on Sale of Investments                   | 11,200           |                         |                  |
| Net Profit                                    | 3,90,000         |                         |                  |
|   | <b>11,00,000</b> |                         | <b>11,00,000</b> |

Prepare a Statement showing allocation of expenses and calculations of pre-incorporation & post-incorporation profits after considering the following information:

- G.P. ratio was constant throughout the year.
- Sales for January and October were 1½ times the average monthly sales while sales for December were twice the average monthly sales.
- Bad Debts are shown after adjusting a recovery of ` 7,000 of Bad Debt for a sale made in July, 20X0.
- Manager's salary was increased by ` 2,000 p.m. from 1.5.20X1.
- All investments were sold in April, 20X1.
- The entire audit fees relates to the company.

**SOLUTION:**

Pre-incorporation period is for four months, from 1st January, 20X1 to 30th April, 20X1. 8 months' period (from 1st May, 20X1 to 31st December, 20X1) is post-incorporation period.

**Statement showing calculation of Profit/Losses  
for Pre and Post Incorporation periods**

| <b>Particulars</b>                         | <b>Pre-Inc.</b> | <b>Post Inc.</b> |
|--|-----------------|------------------|
| Gross Profit                               | 3,42,000        | 7,22,000         |
| Interest on Investments                    | 36,000          | -                |
| Bad debts Recovery                         | 7,000           | -                |
|  | 3,85,000        | 7,22,000         |
| Less: Rent and Taxes                       | 30,000          | 60,000           |
| Salaries                                   |                 |                  |
| Managers salary (85,000- refer note below) | 23,000          | 62,000           |
| Other salaries (3,31,000 – 85,000)         | 82,000          | 1,64,000         |

|                             |                 |                 |
|-----------------------------|-----------------|-----------------|
| Printing and stationery     | 6,000           | 12,000          |
| Audit fees                  | -               | 45,000          |
| Carriage outwards           | 4,500           | 9,500           |
| Sales commission            | 9,900           | 20,900          |
| Bad Debts (91,000 + 7,000)  | 31,500          | 66,500          |
| Interest on Debentures      | -               | 25,000          |
| Underwriting Commission     | -               | 26,000          |
| Preliminary expenses        | -               | 28,000          |
| Loss on sale of investments | 11,200          | -               |
| <b>Net Profit</b>           | <b>1,86,900</b> | <b>2,03,100</b> |

(i) Calculation of Sales ratio

Let average monthly sales be  $x$ .

Thus Sales from January to April are  $4\frac{1}{2}x$  (i.e.,  $1.5x + x + x + x$ ) and sales from May to December are  $9\frac{1}{2}x(x+x+x+x+x+1.5x+x+2x)$ .

Sales are in the ratio of  $9/2x$ :  $19/2x$  or 9: 19.

Calculation of Time Ratio

Pre-incorporation period = 1.1.20X1 to 30.4.20X1 = 4 months

Post-incorporation period = 1.5.20X1 to 31.12.20X1 = 8 months

**Time ratio = 1:2**

- (ii) Gross profit, carriage outwards, sales commission and bad debts written off (after adjustment for bad debt recovery) have been allocated in pre and post incorporation periods in the ratio of Sales i.e. **9 : 19**.
- (iii) Rent, salaries (subject to increase in manager's salary), printing and stationery are allocated on **time basis**.
- (iv) Interest on debentures, underwriting commission and preliminary expenses are allocated in post incorporation period.
- (v) Interest on investments, loss on sale of investments and bad debt recovery are allocated in pre-incorporation period.

**Note:**

Let Pre-incorporation period manager's monthly salary be  $x$

Total pre-incorporation period manager's monthly salary =  $4x$

Post-incorporation period manager's monthly salary =  $x + 2,000$

Total pre-incorporation period manager's monthly salary =  $8(x+2,000)$

Total manager's salary (pre and post) = 85,000

Thus,  $4x + 8(x+2,000) = 85,000$

$x = 5,750$

Total pre-incorporation period manager's monthly salary =  $4 \times 5,750 = 23,000$

Total pre-incorporation period manager's monthly salary =  $8(5,750 + 2,000) = 62,000$ .

**QUESTION - 5. (ICAI MODULE)**

**Inder and Vishnu, working in partnership registered a joint stock company under the name of Fellow Travellers Ltd. on May 31, 20X1 to take over their existing business. It was agreed that they would take over the assets of the partnership from January 1st, 20X1 for a sum of ` 3,00,000 and that until the amount was discharged they would pay interest on the amount at the rate of 6% per annum. The amount was paid on June 30, 20X1. To discharge the purchase consideration, the company issued 20,000 equity shares of ` 10 each at a premium of ` 1 each and allotted 7% Debentures of the**

face value of 1,50,000 to the vendors at par.

The summarised Profit and Loss Account of the "Fellow Travellers Ltd." for the year ended 31st December, 20X1 was as follows:

| Particulars   | Amount        | Particulars                  | Amount        |
|---|---------------|------------------------------|---------------|
| Purchase, including Inventory                         | 1,40,000      | Sales:                       |               |
| Freight and carriage                                  | 5,000         | 1st January to 31st May 20X1 | 60,000        |
| Gross Profit c/d                                      | 60,000        | 1st June to 31st Dec., 20X1  | 1,20,000      |
|   |               | Inventory in hand            | 25,000        |
|   | 2,05,000      | Gross profit b/d             | 2,05,000      |
| Salaries and Wages                                    | 10,000        |                              | 60,000        |
| Debenture Interest                                    | 5,250         |                              |               |
| Depreciation  | 1,000         |                              |               |
| Interest on purchase Consideration (up to 30-6- 20X1) | 9,000         |                              |               |
| Selling commission                                    | 9,000         |                              |               |
| Directors' Fee  | 600           |                              |               |
| Preliminary expenses                                  | 900           |                              |               |
| Provision for taxes (entirely related with company)   | 6,000         |                              |               |
| Dividend paid on equity shares @ 5%                   | 5,000         |                              |               |
| Balance c/d   | 13,250        |                              |               |
|   | <b>60,000</b> |                              | <b>60,000</b> |

Prepare statement apportioning the expenses and calculate profits/losses for the 'post' and 'pre-incorporation' periods and also show how these figures would appear in the Balance Sheet of the company.

**SOLUTION:**

**Fellow Travelers Ltd.**

**Statement showing calculation of Profit / Losses for pre and post Incorporation periods**

| Particulars  |               | Ratio | Pre -Inc. | Post- Inc. |
|--|---------------|-------|-----------|------------|
| Gross profit allocated on the basis of sale                        |               | 1:2   | 20,000    | 40,000     |
| <b>Less:</b>   |               |       |           |            |
| Administrative Expenses allocated                                  |               |       |           |            |
| On time basis:   |               |       |           |            |
| (i) Salaries and wages   | 10,000        |       |           |            |
| (ii) Depreciation  | 1,000         |       |           |            |
|  | <b>11,000</b> | 5:7   | 4,583     | 6,417      |
| Selling Commission on the basis of sales                           |               | 1:2   | 3,000     | 6,000      |
| Interest on Purchase Consideration (Time basis)                    |               | 5:1   | 7,500     | 1,500      |
| <b>Expenses applicable wholly to the Post-incorporation period</b> |               |       |           |            |
| Debenture Interest (1,50,000 x 7% x 6/12)                          | 5,250         |       |           |            |
| Director's Fee   | 600           |       |           |            |
|  | <b>5,850</b>  | Post  |           | 5,850      |

|                                     |  |  |              |               |
|-------------------------------------|--|--|--------------|---------------|
| Preliminary expenses                |  |  |              |               |
| Provision for taxes                 |  |  |              |               |
| <b>Balance c/d to Balance Sheet</b> |  |  | <b>4,917</b> | <b>13,333</b> |

**Fellow Travelers Ltd.**  
**Extract from the Balance Sheet as on 31st Dec., 20X1**

|          | Particulars                    | Notes |                 |
|----------|--------------------------------|-------|-----------------|
|          | <b>Equity and Liabilities</b>  |       |                 |
| <b>1</b> | <b>Shareholders' funds</b>     |       |                 |
| a        | Share capital                  | 1     | 2,00,000        |
| b        | Reserves and Surplus           | 2     | 33,250          |
| <b>2</b> | <b>Non-current liabilities</b> |       |                 |
| a        | Long-term borrowings           | 3     | 1,50,000        |
| <b>3</b> | <b>Current liabilities</b>     | 4     |                 |
| a        | Short term provisions          |       | 6,000           |
|          | <b>Total</b>                   |       | <b>3,89,250</b> |

**Notes to accounts**

|   |         |          |
|---|---------|----------|
| <b>1. Share Capital</b>                     |         |          |
| 20,000 equity shares of `10 each fully paid |         | 2,00,000 |
| <b>2. Reserves and Surplus</b>              |         |          |
| Profit Prior to Incorporation               |         | 4,917    |
| Securities Premium Account                  |         | 20,000   |
| Profit and loss Account                     | 13,333  |          |
| Less: Dividend on equity share              | (5,000) | 8,333    |
| Total                                       |         | 33,250   |
| <b>3. Long term borrowings</b>              |         |          |
| Secured                                     |         |          |
| 7% Debentures                               |         | 1,50,000 |
| <b>4. Other Current liabilities</b>         |         |          |
| Provision for Taxes                         |         | 6,000    |

**Time Ratio**

Pre incorporation period = 1 January 20X1 to 31 May 20X1 = 5 months Post incorporation period = 1 June 20X1 to 31 December 20X1 = 7 months Time ratio = 5:7

**Sales Ratio**

Sales in pre incorporation period (1 January 20X1 to 31 May 20X1) = ` 60,000  
Sales in post incorporation period (1 June 20X1 to 31 December 20X1) = `1,20,000 Sales ratio = 1:2

**QUESTION – 6. (PM)**

*A firm M/s. Alag, which was carrying on business from 1<sup>st</sup> July, 2013 gets it self-incorporated as a company on 1<sup>st</sup> November, 2013. The first accounts are drawn upto 31<sup>st</sup> March 2014. The gross profit for the period is `56,000. The general expenses are `14,220; Director's fee` 12,000 p.a.; Incorporation expenses ` 1,500. Rent upto 31<sup>st</sup> December was ` 1,200 p.a. after which it is increased to ` 3,000 p.a. Salary of the*

manager, who upon incorporation of the company was made a director, is ₹ 6,000 p.a. His remuneration thereafter is included in the above figure of fee to the directors. Give Statement showing pre and post incorporation profit. The net sales are ₹ 8,20,000, the monthly average of which for the first four months is one-half of that of the remaining period. The company yearned a uniform profit. Interest and tax may be ignored.

**SOLUTION:**

**Statement showing pre and post-incorporation profits**

| Particulars                   | Basis       | Pre          | Post          | Total         |
|-------------------------------|-------------|--------------|---------------|---------------|
| Gross Profit                  | Sales ratio | 16,000       | 40,000        | 56,000        |
| <b>Less:</b> General expenses | Time ratio  | 6,320        | 7,900         | 14,220        |
| Directors' fee                | Actual      | -            | 5,000         | 5,000         |
| Formation expenses            | Actual      | -            | 1,500         | 1,500         |
| Rent (600 + 750)              | W.N. 2      | 400          | 950           | 1,350         |
| Manager's salary              | Actual      | <u>2,000</u> | -             | <u>2,000</u>  |
| Net Profit transferred to:    |             |              |               |               |
| <b>Capital Reserve</b>        |             | <b>7,280</b> | -             | -             |
| <b>P &amp; L A/c</b>          | -           | -            | <b>24,650</b> | <b>31,930</b> |

**Working Notes:**

**1. Calculation of sales ratio**

Let the average monthly sales of first four months = 100 and next five months = 200

Total sales of first four months = 100 x 4 = 400 and Total sales of

next five months = 200 x 5 = 1,000 The ratio of sales = 400:

1,000 = 2: 5

**2. Rent**

Till 31st December, 2013, rent was ₹ 1,200 p.a. i.e. ₹ 100 p.m. So,

Pre-incorporation rent = ₹ 100 x 4 months = ₹ 400

Post-incorporation rent = (₹ 100 x 2 months) + (₹ 250 x 3 months) = ₹ 950

**3. Time ratio**

Pre-incorporation period = 1<sup>st</sup> July, 2013 to 31<sup>st</sup> Oct. 2013 = 4 months Post -incorporation =

1<sup>st</sup> November 2013 to 31<sup>st</sup> March 2014 = 5 months

= 4 months: 5 months Thus, **time ratio is 4:5**



*Student Notes:-*

COVID-19

