Registered number: 03000419

HYDRA MANAGEMENT LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013



COMPANY INFORMATION

DIRECTORS J Manrique (appointed 30 January 2013)

M Bargioni (appointed 11 April 2013) S Gandhi (resigned 30 January 2013) J Marlovits (resigned 30 January 2013)

COMPANY SECRETARY J Manrique

REGISTERED NUMBER 03000419

REGISTERED OFFICE Wey Court West Union Road

Union Road Farnham Surrey GU9 7PT

INDEPENDENT AUDITORS Wise & Co

Chartered Accountants & Statutory Auditors

Wey Court West Union Road Farnham Surrey GU9 7PT

BANKERS National Westminster Bank Plc

22 Kings Mall London W6 0QD

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give 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 financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 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 enable them to ensure that the 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 ACTIVITIES

During the year the principal activities of the company were that of development, distribution and support of computer software and services for the programme/project management market.

RESULTS

The profit for the year, after taxation, amounted to £9,066 (2012 - £190,384).

DIRECTORS

The directors who served during the year were:

J Manrique (appointed 30 January 2013) M Bargioni (appointed 11 April 2013) S Gandhi (resigned 30 January 2013) J Marlovits (resigned 30 January 2013)

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

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 that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that 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.

This report was approved by the board on 22 May 2014 and signed on its behalf.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF HYDRA MANAGEMENT LIMITED

We have audited the financial statements of Hydra Management Limited for the year ended 31 December 2013, set out on pages 5 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its profit for the year 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF HYDRA MANAGEMENT LIMITED

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where 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.

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Treena Turner FCA (Senior statutory auditor) for and on behalf of Wise & Co
Chartered Accountants & Statutory Auditors
Wey Court West
Union Road
Farnham
Surrey
GU9 7PT

22 May 2014

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2013

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	Note	2013 £	2012 £
TURNOVER	1,2	736,179	889,550
Cost of sales		(28,477)	(11,396)
GROSS PROFIT		707,702	878,154
Administrative expenses		(732,418)	(746,018)
OPERATING (LOSS)/PROFIT	3	(24,716)	132,136
Interest payable and similar charges	7	<u> </u>	(10,852)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE			
TAXATION		(24,716)	121,284
Tax on (loss)/profit on ordinary activities	8	33,782	69,100
PROFIT FOR THE FINANCIAL YEAR	15	9,066	190,384

All amounts relate to continuing operations.

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and loss account.

The notes on pages 8 to 17 form part of these financial statements.

HYDRA MANAGEMENT LIMITED REGISTERED NUMBER: 03000419

BALANCE SHEET AS AT 31 DECEMBER 2013

			2013		2012
	Note	£	£	£	£
FIXED ASSETS			•		
Intangible assets	9		23,972		30,315
Tangible assets	10		7,482		5,735
			31,454		36,050
CURRENT ASSETS					
Debtors	11	387,434		124,103	
Cash at bank and in hand		11,855		1,124,284	
		399,289		1,248,387	
CREDITORS: amounts falling due within one year	12	(378,143)		(1,251,454)	
NET CURRENT ASSETS/(LIABILITIES)			21,146		(3,067)
TOTAL ASSETS LESS CURRENT LIABILI	TIES		52,600		32,983
CREDITORS: amounts falling due after more than one year	13		(10,551)		-
NET ASSETS			42,049		32,983
CAPITAL AND RESERVES					
Called up share capital	14		37		37
Profit and loss account	15		42,012		32,946
SHAREHOLDERS' FUNDS	16		42,049		32,983

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 May 2014.

J **Manriq** Director

The notes on pages 8 to 17 form part of these financial statements.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2013

	Note	2013 £	2012 £
Net cash flow from operating activities	18	(818,111)	140,585
Returns on investments and servicing of finance	19	-	(10,852)
Taxation		•	97,366
Capital expenditure and financial investment	19	(14,292)	(6,015)
Equity dividends paid		(280,026)	-
CASH (OUTFLOW)/INFLOW BEFORE FINANCING		(1,112,429)	221,084
Financing	19	-	35
(DECREASE)/INCREASE IN CASH IN THE YEAR		(1,112,429)	221,119

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 31 DECEMBER 2013

	2013 £	2012 £
(Decrease)/Increase in cash in the year	(1,112,429)	221,119
MOVEMENT IN NET DEBT IN THE YEAR Net funds at 1 January 2013	(1,112,429) 1,124,284	221,119 903,165
NET FUNDS AT 31 DECEMBER 2013	11,855	1,124,284
	·	

The notes on pages 8 to 17 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

Turnover from software contracts and related services, where such services are essential to the software's functionality, and where payments for software is spread over the implementation period, is recognised over the implementation period. Turnover is only fully recognised when no significant obligations remain and collection is probable. Turnover from license income is recognised on delivery of licences.

Turnover from services not related to software functionality is recognised when the service is delivered and collection is probable.

Turnover from maintenance support agreements is apportioned over the period to which the agreements relate. Any amounts invoiced in advance of being recognised as turnover are included in the balance sheet as deferred income.

1.3 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the Profit and loss account over its estimated economic life.

Intangible fixed assets are purchased seperately, such as branding and software licences that do not form an integral part of hardware, are capitalised at cost and amortised over their useful economic life, usually 36 months.

Intellectual Property Rights acquired through a business combination are initially measured at fair value and amortised over their useful lives of 84 months. No charge is made in the year of acquisition.

Expenditure on research activites is recognised as an expense in the period in which it is incurred.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

L/Term Leasehold Property

10% straight line

Fixtures and fittings

25% reducing balance

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES (continued)

1.5 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.7 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

1.8 Research and development

Development costs are capitalised within intangible assets where they can be identified with a specific product or project anticipated to produce future benefits, and are amortised on the straight line basis over the anticipated life of the benefits arising from the completed product or project.

Deferred research and development costs are reviewed annually, and where future benefits are deemed to have ceased or to be in doubt, the balance of any related research and development is written off to the Profit and loss account.

Research and Development tax credits which are settled in cash (not as an offset to tax due) are accounted for when received from the applicable tax authority or when expected that they will be received.

1.9 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

2.	TURNOVER		
	An analysis of turnover by geographical market of destination	is as follows:	
	•	2013 £	2012 £
	UK Europe USA	678,114 43,625 14,440	845,550 44,000 -
		736,179	889,550
	The directors consider that the company operates in one class	s of business.	
3.	OPERATING (LOSS)/PROFIT	·	
	The operating (loss)/profit is stated after charging/(crediting):		
		2013 £	2012 £
	Amortisation - intangible fixed assets Depreciation of tangible fixed assets:	16,585	40,104
	- owned by the company Operating lease rentals:	2,303	2,012
	plant and machineryother operating leases	6,461 33,708	- 22,333
	Difference on foreign exchange	176	,
4.	AUDITORS' REMUNERATION		

In the prior year the company's audit fees were paid by its former parent undertaking and are shown in that company's financial statements.

7,000

Fees payable to the company's auditor and its associates for the

audit of the company's annual accounts

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

	STAFF COSTS		
	Staff costs, including directors' remuneration, were as follows:		•
		2013 £	2012 £
	Wages and salaries	401,383	469,869
	Social security costs	45,105	62,167
	Other pension costs	9,688	19,580
		456,176	551,616
	The average monthly number of employees, including the director	ors, during the year was as	follows:
		2013	2012
		No.	No.
		<u> </u>	9
6.	DIRECTORS' REMUNERATION		
		2013	2012
	Domunoration	£ 9,167	£ 145,252
	Remuneration	3,107	140.202
	ne prior year the company made contributions to a money purchas ne director. There were no contributions in the year under review,		· · · · · · · · · · · · · · · · · · ·
			· · · · · · · · · · · · · · · · · · ·
of or	ne director. There were no contributions in the year under review,		5,500 in respe
of or	ne director. There were no contributions in the year under review, INTEREST PAYABLE	e pension plan totalling £5	5,500 in respec
of or	ne director. There were no contributions in the year under review,	e pension plan totalling £5	5,500 in respe
of or	INTEREST PAYABLE On other loans	e pension plan totalling £5	5,500 in respec
of or	ne director. There were no contributions in the year under review, INTEREST PAYABLE	e pension plan totalling £5 2013 £ -	2012 £ 10,852
of or	INTEREST PAYABLE On other loans	e pension plan totalling £5	5,500 in respec
of or	INTEREST PAYABLE On other loans	2013 £ -	2012 £ 10,852
of or	INTEREST PAYABLE On other loans TAXATION Analysis of tax credit in the year UK corporation tax credit on (loss)/profit for the year	2013 £ -	2012 £ 10,852 2012 £ (39,440
of or	INTEREST PAYABLE On other loans TAXATION Analysis of tax credit in the year	2013 £ - 2013 £ -	2012 £ 10,852 2012 £

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

8. TAXATION (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2012 - lower than) the standard rate of corporation tax in the UK of 20% (2012 - 24.49%). The differences are explained below:

	2013 £	2012 £
(Loss)/profit on ordinary activities before tax	(24,716)	121,284
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2012 - 24.49%)	(4,943)	29,711
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment Capital allowances for year in excess of depreciation Utilisation of tax losses	1,441 (518)	- - 173
Adjustments to tax charge in respect of prior periods Adjustment in research and development tax credit leading to an	-	(29,660)
increase (decrease) in the tax charge	(29,762)	(69,324)
Current tax credit for the year (see note above)	(33,782)	(69,100)

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

The company has trading losses of £28,850 of which a deferred tax asset has not been recognised .It may be able to set these losses against future trading profits.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

9. INTANGIBLE FIXED ASSETS

	Branding/ Website £	IPR £	Goodwill £	Total £
Cost				
At 1 January 2013 Additions	4,566 10,242	60,000	157,658 -	222,224 10,242
At 31 December 2013	14,808	60,000	157,658	232,466
Amortisation				
At 1 January 2013 Charge for the year	4,566 3,414	34,285 8,571	153,058 4,600	191,909 16,585
At 31 December 2013	7,980	42,856	157,658	208,494
Net book value				
At 31 December 2013	6,828	17,144	-	23,972
At 31 December 2012		25,715	4,600	30,315

The IPR and goodwill arose on the acquisition of certain software and assets purchased from PMG on 22 February 2008.

10. TANGIBLE FIXED ASSETS

	L/Term Leasehold Property	Fixtures and fittings	Total
Cost	£	£	£
At 1 January 2013 Additions	953	11,154 3,097	11,154 4,050
At 31 December 2013	953	14,251	15,204
Depreciation	~~~		· · · · · · · · · · · · · · · · · · ·
At 1 January 2013 Charge for the year	- 95	5,419 2,208	5,419 2,303
At 31 December 2013	95	7,627	7,722
Net book value			
At 31 December 2013	858	6,624	7,482
At 31 December 2012	-	5,735	5,735

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

11.	DEBTORS		
		2013	2012
		£	£
	Trade debtors	136,906	67,534
	Amounts owed by group undertakings	207,304	-
	Prepayments and accrued income Tax recoverable	9,442 33,782	17,129 39,440
	Tax recoverable		39,440
		387,434	124,103
12.	CREDITORS: Amounts falling due within one year		
	Amounto faming duo minim one your	2042	2012
		2013 £	2012 £
	Trada araditara		
	Trade creditors Amounts owed to group undertakings	39,305	12,914 546,565
	Other taxation and social security	43,332	87,010
	Proposed dividend	-	280,026
	Other creditors	15,879	-
	Accruals and deferred income	279,627	324,939
		378,143	1,251,454
	prior year amounts owed to group undertakings were paid by 30 Jaest at 2% over the UK base rate.	nuary 2013; the pr	incipal attracted
13.	CREDITORS: Amounts falling due after more than one year		
	•	2013	2012
		£	£
	Accruals and deferred income	10,551	_
14.	SHARE CAPITAL		
		2013	2012
		2013 £	2012 £
	Allotted, called up and fully paid	~	~
		_	
	2 Ordinary shares of £1 each	2	2
	35 A Ordinary shares of £1 each	35	35
		37	37

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

15.	RESERVES		
,			Profit and loss account £
	At 1 January 2013 Profit for the financial year		32,946 9,066
	At 31 December 2013		42,012
16.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS		
	Opening shareholders' funds	2013 £ 32,983	2012 £ 122,590
	Profit for the financial year Dividends (Note 17) Shares issued during the year	9,066 - -	190,384 (280,026) 35
	Closing shareholders' funds	42,049	32,983
17.	DIVIDENDS		
		2013 £	2012 £
	Dividends paid on equity capital	-	280,026
18.	NET CASH FLOW FROM OPERATING ACTIVITIES		
		2013 £	2012 £
	Operating (loss)/profit Amortisation of intangible fixed assets Depreciation of tangible fixed assets Increase in debtors Increase in amounts owed by group undertakings (Decrease)/increase in creditors	(24,716) 16,585 2,303 (22,243) (207,304) (36,171)	132,136 40,103 2,012 (60,756) - 50,975
	Decrease in amounts owed to group undertakings	(546,565)	(23,885)
	Net cash (outflow)/inflow from operating activities	(818,111)	140,585

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

19.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT				
		2013 £	2012 £		
	Returns on investments and servicing of finance				
	Interest paid	-	(10,852) ———		
		2013 £	2012 £		
	Capital expenditure and financial investment				
	Purchase of intangible fixed assets Purchase of tangible fixed assets	(10,242) (4,050)	- (6,015)		
	Net cash outflow from capital expenditure	(14,292)	(6,015)		
		2013 £	2012 £		
	Financing	_			
	Issue of ordinary shares	-	35		
20.	ANALYSIS OF CHANGES IN NET FUNDS				
	1 January C 2013	Other non-cash ash flow changes	31 December 2013		

21. PENSION COMMITMENTS

Net funds

Cash at bank and in hand

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £9,668 (2012 - £14,079). Contributions of £8,485 (2012 - £2,480) were payable to the fund at the balance sheet date and are included in creditors.

£

1,124,284

1,124,284

£

(1,112,429)

(1,112,429)

£

£

11,855

11,855

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

22. OPERATING LEASE COMMITMENTS

At 31 December 2013 the company had annual commitments under non-cancellable operating leases as follows:

Land and buildings		Other	
2013	2012	2013	2012
£	£	£	£
7,650	-	_	-
•	11,475	8,822	-
	2013 £ 7,650	2013 2012 £ £ 7,650 -	2013 2012 2013 £ £ £ 7,650

23. RELATED PARTY TRANSACTIONS

On 30th January 2013 Etask Technologies Limited ("Etask") acquired 100% of the shares of Hydra Management Limited. Prior to this date the company's ultimate controlling party was Clinical Computing Plc.

At the year end the company was a wholly owned subsidiary of Etask. J Manrique, a director of Hydra Management Limited (Hydra), is also a director and shareholder of Etask.

During the year management fees were paid to Hydra and funds were lent between the companies. At the year end Etask owed the company £207,304 (2012: nil).

M Bargioni, a director, is also a director and shareholder in Leafdays Limited. During the year the company paid Leafdays £4,250 (2012: nil) for consultancy services.

24. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's ultimate parent undertaking was Clinical Computing Plc until the sale of the company on 30th January 2013. During the remainder of the year the company's ultimate parent undertaking was Etask Technologies Limited, a company registered in England and Wales, registration number 6488933, registered office Wey Court West, Union Road, Farnham, Surrey, GU9 7PT.

During the year, the company was under the control of F Manrique, who is the father of the director and shareholder J Manrique.