Annual report and financial statements for the year ended 31 March 2016

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Directors and advisors

Directors

M Riley S Smith

Company secretary

D McGlennon

Registered office

Daisy House Lindred Road Business Park Nelson Lancashire BB9 5SR

Bankers

Bank of Scotland 19/21 Spring Gardens Manchester M2 1FB

Directors' report for the year ended 31 March 2016

The directors present their report and the annual financial statements for Damovo UK Limited ("the Company"), for the year ended 31 March 2016. The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and have taken the exemption from presenting a strategic report.

Principal activity

The Company has not traded in the current or prior year and has no plans to trade in the future.

Business review

The financial position of the Company at 31 March 2016 is set out on page 6.

Proposed dividend

The directors do not recommend the payment of a dividend (2015: £nil).

Directors

The directors who were in office during the year and up to the date of signing the financial statements are given below:

M Riley S Smith

Going concern

Under company law, the directors are required to consider whether it is appropriate to prepare financial statements on the basis that the Company is a going concern. The Company has the continuing support of its ultimate parent company, Daisy Group Holdings Limited, and therefore the going concern basis continues to be adopted in preparing the financial statements.

Directors' and officers' liability insurance and indemnity

The Company has purchased insurance to cover its directors and officers against the costs of defending themselves in legal proceedings taken against them in that capacity and in respect of any damages resulting from those proceedings. In accordance with section 236(2) of the Companies Act 2006 the directors disclose a qualifying third party indemnity provision entered into between the ultimate parent company (Daisy Group Holdings Limited) and the current directors which was in force during the financial year and at the date of approval of this report. The indemnity provision applies in their capacity as directors of the Company. Neither the insurance nor the indemnity provides cover where the director has acted fraudulently or dishonestly.

Directors' report for the year ended 31 March 2016 (continued)

Approval of reduced disclosures

The Company, as a qualifying entity, has taken advantage of the disclosure exemptions in FRS 102 paragraph 1.12. The Company's ultimate shareholders have been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The Company also intends to take advantage of these exemptions in the financial statements to be issued in the following year. Objections may be served on the Company by Daisy Data Solutions Limited, as the immediate parent of the entity.

Approved by the board and signed on its behalf by:

S Smith Director

16 December 2016

Directors' responsibilities statement

The directors are responsible for preparing the annual 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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:

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

Balance sheet as at 31 March 2016

		Unaudited	Unaudited
		31 March 2015	
	Note	£'000	£'000
Net assets			
Capital and reserves			
Called up share capital	4	-	
Retained earnings		-	-
Total shareholders' funds		-	-

For the year ended 31 March 2015 and 31 March 2016 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the period in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The notes on pages 7 to 8 are an integral part of these financial statements.

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

S Smith Director

16 December 2016 Registered number 03174637

Notes to the financial statements for the year ended 31 March 2016

1 Accounting policies

Basis of preparation

These financial statements are prepared on the going concern basis, under historical cost convention and in accordance with the Companies Act 2006 and Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The Company has the continuing support of its ultimate parent company, Daisy Group Holdings Limited, and therefore the going concern basis continues to be adopted in preparing the financial statements. The principal accounting policies, which have been applied consistently throughout the current and prior year, are set out below.

There were no material adjustments to the prior year financial statements on adoption of FRS 102 in the current year. For more information see note 6.

The functional currency of the Company is considered to be pounds sterling because that is the operational currency of the primary economic environment in which the Company operates.

The Company is a private limited company and is incorporated and domiciled in the UK. The address of its registered office is Daisy House, Lindred Road Business Park, Nelson, Lancashire BB9 5SR.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken exemptions available to it in the preparation of its financial statements. Exemptions have been taken in relation to the presentation of a cash flow statement and remuneration of key management personnel.

2 Directors' emoluments

Any remuneration received by the directors was borne by the ultimate parent undertaking, Daisy Group Holdings Limited, with no recharge (2015: £nil).

3 Employee information

Excluding the directors, there were no employees in the current or prior year. Administrative services were provided by group companies with no recharge.

4 Called up share capital

	Unaudited Unaudi	Unaudited	Unaudited	d Unaudited
	2016	2015	2016	2015
	Number	Number	£	£
Allotted, called up and fully paid				
Ordinary shares of £0.001 each	1	1	-	-
	1	1	-	•

Notes to the financial statements for the year ended 31 March 2016 (continued)

5 Contingent liabilities

Daisy Group plc (formerly Daisy Bidco plc), a fellow group company, has debt facilities in place which are secured through fixed and floating charges over the assets of the company and its subsidiary undertakings. The total indebtedness against this senior facility at 31 March 2016 was £330.5 million (2015: £252.5 million)

Another fellow group company, Daisy PIKco Limited, has a payment in kind facility in place which is also secured through fixed and floating charges over the assets of the Group. The total indebtedness of this facility at 31 March 2016 was £159.3 million (2015: £140.0 million) including rolled up interest of £24.3 million (2015: £5.0 million).

The directors do not expect any material loss to arise in respect of the group security arrangements in place.

6 Explanation of transition to FRS 102

This is the first year that the Company has presented its financial statements under Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The following disclosures are required in the year of transition. The last financial statements under previous UK GAAP were for the period ended 31 March 2015 and the date of transition to FRS 102 was therefore 1 April 2014. As a consequence of adopting FRS 102, no changes to the Company's accounting policies were required.

Reconciliation of equity for 2015

As a consequence of adopting FRS 102, no adjustments were identified to the previously reported equity for the period ended 31 March 2015 in order to comply with the standard.

Reconciliation of profit for 2015

As a consequence of adopting FRS 102, no adjustments were identified to the previously reported profit for the period ended 31 March 2015 in order to comply with the standard.

7 Related undertakings

The ultimate parent undertaking and controlling party is Daisy Group Holdings Limited which is the parent undertaking of the smallest and largest group to consolidate these financial statements.

The Company's immediate parent undertaking is Daisy Digital Solutions Limited, a company registered in England. The Company has no holdings in other companies.