STRATEGIC REPORT, REPORT OF THE DIRECTORS AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

FOR

RDF GROUP LIMITED FORMERLY RDF GROUP PLC



CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

	Page
Company Information	1
Strategic Report	. 2
Report of the Directors	4
Report of the Independent Auditors	5
Income Statement	8
Other Comprehensive Income	9
Balance Sheet	10
Statement of Changes in Equity	11
Cash Flow Statement	12
Notes to the Cash Flow Statement	13
Notes to the Financial Statements	14

RDF GROUP LIMITED FORMERLY RDF GROUP PLC

COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2021

DIRECTORS:

A G Antoniades

Mrs C J Antoniades

SECRETARY:

A H B Dalby TD, FCA

REGISTERED OFFICE:

Blenheim House

Old Steine Brighton East Sussex BN1 1NH

REGISTERED NUMBER:

03637683 (England and Wales)

SENIOR STATUTORY AUDITOR: John Dent

AUDITORS:

SRC-Audit Limited

2nd Floor, Stanford Gate,

South Road Brighton BN1 6SB

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

The directors present their strategic report for the year ended 31 March 2021.

REVIEW OF BUSINESS

RDF Group PLC was a public limited company, incorporated in England and Wales. The principal activity of the company was the provision of group services as a holding company to RDF Group of companies listed in note 9 to the financial statements.

On 1 April 2017 the trade and assets of RDF Group PLC were transferred to RDFDigital.Com Limited.

On 3 March 2021 the Company re-registered from a public limited company to a private limited company.

PRINCIPAL RISKS AND UNCERTAINTIES

There are a number of risks and uncertainties which could have an impact on the Company's long term performance and cause actual results to differ materially from expected and historical results. The directors seek to identify material risks and put in place policies and procedures to mitigate any exposure.

Competitor Risk

The market for IT services is extremely fragmented with a large number of suppliers operating in all our markets. Very few of these suppliers have the combination of managed software services, temporary contracts and permanent recruitment placement services. Competition may intensify through consolidation or new entrants to the market and in order to mitigate this risk and maintain our competitive position we work to build strong customer relationships and maintain and develop our services ahead of the competition.

Economic Risk

The IT industry has a reputation for being vulnerable to the ups and downs of the economy. The directors have taken a number of steps to mitigate any perceived risk such as increasing the proportion of contracted recurring income and increasing the knowledge skills of our staff.

Financial Risk

The Groups activities expose the Company to a variety of financial risks including market risk, interest rate risk credit risk and liquidity risk. The Company manages these risks through an effective risk management programme that seeks to minimise potential adverse effects on the Company's financial performance.

Risk Management

Risk management is carried out under policies approved by the board of directors. An assessment of the risks is reviewed by the board on a regular basis and is discussed to ensure risk is managed in line with Company policy and that any new risks are identified and managed appropriately.

ANALYSIS OF DEVELOPMENT AND PERFORMANCE DURING THE YEAR

During the year the Group has continued to consolidate its position. The downturn in trading activity has been addressed and the directors are confident that the Group will return to strong profitability. Staffing levels have been reviewed and kept under director control. The Group has continued to develop its IT services. At the year end the Group was in a good position, despite Covid, to take advantage of the economic recovery.

FINANCIAL KEY PERFORMANCE INDICATORS

The directors consider that the financial key performance indicators are: revenue, operating profit, earnings per share and net cash.

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

OTHER KEY PERFORMANCE INDICATORS

Non-financial key performance indicators are not considered material to managing the financial performance of the Company.

ON BEHALF OF THE BOARD:

A G Antoniades - Director

16 December 2021

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2021

The directors present their report with the financial statements of the company for the year ended 31 March 2021.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of management of services to its subsidiary companies.

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2021.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2020 to the date of this report.

A G Antoniades Mrs C J Antoniades

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic Report, the Report of the Directors 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 judgements and accounting estimates that are reasonable and prudent;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

A G Antoniades - Director

16 December 2021

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF SUBJECT AUDITORS RDF GROUP LIMITED

FORMERLY RDF GROUP PLC

Opinion

We have audited the financial statements of RDF Group Limited Formerly RDF Group PLC (the 'company') for the year ended 31 March 2021 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its loss 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties redating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to coperfiue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF RDF GROUP LIMITED FORMERLY RDF GROUP PLC



In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Directors.

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; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page four, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Enquiry of entity staff in compliance functions to identify any instances of non-compliance with laws and regulations;
- Reviewing minutes of meetings of those charged with governance;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulation, and
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF RDF GROUP LIMITED FORMERLY RDF GROUP PLC

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors 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.

John Dent (Senior Statutory Auditor) for and on behalf of SRC-Audit Limited 2nd Floor, Stanford Gate,

South Road Brighton BN1 6SB

Date: 22-12-21

INCOME STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

	Notes	31.3.21 ₤	31.3.20 £
TURNOVER		-	-
Administrative expenses		. 8,482	95,942
OPERATING LOSS and LOSS BEFORE TAXATION		(8,482)	(95,942)
Tax on loss	5	<u>-</u>	422
LOSS FOR THE FINANCIAL YE	AR	(8,482)	(96,364)

OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2021

	Notes	31.3.21 £	31.3.20 £
LOSS FOR THE YEAR		(8,482)	(96,364)
OTHER COMPREHENSIVE INCOM	E	<u>-</u> _	
TOTAL COMPREHENSIVE INCOMIFOR THE YEAR	E	(8,482)	
Prior year adjustment			(310,000)
TOTAL COMPREHENSIVE INCOMI SINCE LAST ANNUAL REPORT	E		(406,364)

BALANCE SHEET 31 MARCH 2021

		31.3.2	1	31.3.2	0
•	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	6		25,448		33,930
Investments	7		<u>-</u>		
			25,448		33,930
CURRENT ASSETS					
Debtors	8	-		1,279	
CREDITORS					
Amounts falling due within one year	9	109,945		111,224	
NET CURRENT LIABILITIES		:	(109,945)		(109,945)
TOTAL ASSETS LESS CURRENT					
LIABILITIES			(84,497) ———		(76,015)
CAPITAL AND RESERVES					
Called up share capital	12		208,000		208,000
Share premium	13		102,669		102,669
Retained earnings	13		(395,166)		(386,684)
SHAREHOLDERS' FUNDS			(84,497)		(76,015)
			===		

The financial statements were approved by the Board of Directors and authorised for issue on 16 December 2021 and were signed on its behalf by:

A G Antoniades - Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021

	Called up share capital £	Retained earnings	Share premium £	Total equity £
Balance at 1 April 2019 Prior year adjustment	208,000	19,680 (310,000)	102,669	330,349 (310,000)
As restated	208,000	(290,320)	102,669	20,349
Changes in equity Total comprehensive income	<u>-</u>	(96,364)		(96,364)
Balance at 31 March 2020	208,000	(386,684)	102,669	(76,015)
Changes in equity Total comprehensive income		(8,482)	<u>-</u>	(8,482)
Balance at 31 March 2021	208,000	(395,166)	102,669	(84,497)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

		31.3.21	31.3.20
1	Notes	£	£
Cash flows from operating activities			
Cash generated from operations	1	-	8,005
Tax paid		-	(8,229)
			
Net cash from operating activities		•	(224)
Decrease in cash and cash equivalents Cash and cash equivalents at beginning of		-	(224)
year	2	- ,	224
Cash and cash equivalents at end of year	2 .	-	

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

RECONCILIATION OF LOSS FOR THE FINANCIAL YEAR TO CASH GENERATED FROM OPERATIONS

	31.3.21	31.3.20
	£	£
Loss for the financial year	(8,482)	(96,364)
Depreciation charges	8,482	. 18,762
Decrease in amounts owed by subsidiaries	-	85,185
Increase in amounts owed to subsidiaries	110,982	-
Taxation	<u>-</u>	422
	110,982	8,005
Decrease in trade and other creditors	(110,982)	-
Cook computed from analysticus		9,006
Cash generated from operations		8,005

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2021

	31.3.21	1.4.20
	<u>.</u>	
Year ended 31 March 2020		
,	31.3.20	1.4.19
	£	£
Cash and cash equivalents	_	224
		

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1. GOING CONCERN

On 1 April 2017 the trade and assets of RDF Group PLC were transferred to RDFDigital.Com Limited. At the time of approving these financial statements the directors are not intending to commence trading through RDF Group Limited. These financial statements have been prepared on a going concern basis as the directors and shareholders have confirmed that they will continue to support the Company for the forseeable future.

2. STATUTORY INFORMATION

RDF Group Limited Formerly RDF Group PLC is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

3. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

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

Preparation of consolidated financial statements

The financial statements contain information about RDF Group Limited Formerly RDF Group PLC as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Significant judgements and estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The directors make estimates, assumptions and judgements concerning the carrying amounts of assets and liabilities. Whilst the directors believe that the estimates and assumptions used in the preparation of the financial statements are reasonable, the resulting accounting estimates will, by definition, seldom equal to the related actual results.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Short leasehold Fixtures and fittings

in accordance with the property 20% on cost and 10% on cost

Computer equipment

- 33% on cost

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Page 14 continued...

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2021

3. ACCOUNTING POLICIES - continued

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding value added tax. The following criteria must also be met before revenue is recognised:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

4. OPERATING LOSS

The operating loss is stated after charging:

	31.3.21	31.3.20
	£	£
Depreciation - owned assets	8,482	18,762

AUDITORS REMUNERATION

Audit fees of £1,800 will be paid to the auditors, including VAT) (2020: £5,000) by RDFDigital.Com Limited.

5. TAXATION

Analysis of the tax charge

The tax charge on the loss for the year was as follows:

•	31.3.21 £	31.3.20 £
Current tax: UK corporation tax		422
Tax on loss	<u>-</u>	422

UK corporation tax has been charged at 19% (2020 - 19%).

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2021

5. TAXATION - continued

6.

Charge for year

At 31 March 2021

At 31 March 2020

NET BOOK VALUE At 31 March 2021

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

·			31.3.21	31.3.20
Loss before tax			£ (8,482)	£ (95,942)
Loss multiplied by the standard rate of corpora (2020 - 19%)	ation tax in the UK o	f 19%	(1,612)	(18,229)
Effects of: Expenses not deductible for tax purposes			1,612	-
Penalties and interest-prior years Losses carried forward			-	422 18,229
Total tax charge			-	422
TANGIBLE FIXED ASSETS				
	Short leasehold £	Fixtures and fittings £	Computer equipment	Totals £
COST At 1 April 2020 and 31 March 2021	76,338	67,935	234,637	378,910
DEPRECIATION At 1 April 2020	42,410	67,934	234,636	344,980

8,482

50,892

25,446

33,928

67,934

1

1

234,636

1

1

8,482

353,462

25,448

33,930

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2021

7. FIXED ASSET INVESTMENTS

The company's investments at the Balance Sheet date in the share capital of companies include the following:

• • • • • • • • • • • • • • • • •		тариш от тотпр		
RDFDigital.Com Limited Registered office: Blenheim House, Nature of business: computer management		INH		·
•		%		
Class of shares:		holding		
Ordinary		100.00		
			31.3.21	31.3.20
			£	£
Aggregate capital and reserves	•		831,870	925,255
(Loss)/profit for the year			(93,385)	679
				=
Original cost of Shares 31/3/2021			•	
Impairment as at 31/3/2021	£1,000			
RDF Resources Limited				
Original cost of Shares 31/3/2021	£1			
•	£1			
The Company was dormant through	nout the period and the Dire	ctors have applied f	for the Company to	be dissolved.
	•	• •		,
DEBTORS: AMOUNTS FALLIN	NG DUE WITHIN ONE Y	EAR		
			31.3.21	31.3.20
			£	£
Amounts owed by group undertaking	ngs		-	1,279
		•	. ==	
CREDITORS: AMOUNTS FALI	LING DUE WITHIN ONI	E YEAR		
			31.3.21	31.3.20

9.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Amounts owed to group undertakings	31.3.21 £ 109,703	31.3.20 £
Tax Accruals and deferred income	242	242 110,982
	109,945	111,224

10. LEASING AGREEMENTS

8.

Minimum lease payments under non-cancellable operating leases fall due as follows:

		31.3.21	31.3.20
	•	£	£
Within one year		-	13,125
			===

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2021

11. FINANCIAL INSTRUMENTS

Financial assets are debt instruments measured at amortised cost and comprise of amounts due from subsidiary undertakings. 2021 £Nil (2020 £1,279)

Financial liabilities measured at amortised cost comprise of accruals. 2021 £Nil (2020 £110,982) Amounts owing to subsidiaries amounted to £109,703 (2020 £Nil)

12. CALLED UP SHARE CAPITAL

	Allotted, iss	ued and fully paid:			
	Number:	Class:	Nominal value:	31.3.21 £	31.3.20 £
	10,400	Ordinary	£0.02	208,000	208,000
3.	RESERVES	S	·		
			Retained	Share	Totala
			earnings £	premium £	Totals £
,	At 1 April 2020 Deficit for the year		(386,684)	102,669	(284,015)
			(8,482)		(8,482)
	At 31 March	2021	(395,166)	102,669	(292,497)

The share premium account contains the premium on the issue of equity shares, net of issue expenses.

14. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

15. **CONTROLLING PARTY**

The controlling party is A G Antoniades.

Mr AG Antoniades is the beneficial owner of 9,850,000 ordinary shares, being 95% of the issued share capital of the company.

16. EXEMPTION FROM PRODUCING CONSOLIDATED ACCOUNTS

The company is exempt from preparing consolidated accounts due to the group meeting the criteria for a small group.