

Company Registration No. 03666048 (England and Wales)

AQUASOURCE INTERNATIONAL LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

AQUASOURCE INTERNATIONAL LIMITED

COMPANY INFORMATION

| | |
|--------------------------|--|
| Directors | Mr O Spurling Mr A Spurling |
| Company number | 03666048 |
| Registered office | 30 Percy Street London W1T 2DB |
| Auditors | Welbeck Associates 30 Percy Street London W1T 2DB |

AQUASOURCE INTERNATIONAL LIMITED

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AQUASOURCE INTERNATIONAL LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2015

The directors present their report and financial statements for the year ended 31 December 2015.

Directors

The following directors have held office since 1 January 2015:

Mr O Spurling

Mr A Spurling

Auditors

In accordance with the company's articles, a resolution proposing that Welbeck Associates be reappointed as auditors of the company will be put at a General Meeting.

Statement of directors' responsibilities

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 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 of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the board

Mr O Spurling

Director

29 September 2016

AQUASOURCE INTERNATIONAL LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF AQUASOURCE INTERNATIONAL LIMITED

We have audited the financial statements of AquaSource International Limited for the year ended 31 December 2015 set out on pages 5 to 8. 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 set out on page 1, 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 Annual 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 2015 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.

AQUASOURCE INTERNATIONAL LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF AQUASOURCE INTERNATIONAL 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.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from preparing a strategic report.

Jonathan Bradley-Hoare (Senior Statutory Auditor)
for and on behalf of Welbeck Associates

29 September 2016

Chartered Accountants
Statutory Auditor

30 Percy Street
London
W1T 2DB

AQUASOURCE INTERNATIONAL LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2015

| | Notes | 2015 £ | £ | 2014 £ | £ |
|---|-------|------------------|------------------|------------------|------------------|
| Current assets | | | | | |
| Debtors | 4 | - | | 54,993 | |
| Cash at bank and in hand | | 1,361 | | 5,601 | |
| | | <u>1,361</u> | | <u>60,594</u> | |
| Creditors: amounts falling due within one year | 5 | <u>(408,300)</u> | | <u>(467,533)</u> | |
| Total assets less current liabilities | | | <u>(406,939)</u> | | <u>(406,939)</u> |
| Capital and reserves | | | | | |
| Called up share capital | 6 | | 110,533 | | 110,533 |
| Profit and loss account | 7 | | <u>(517,472)</u> | | <u>(517,472)</u> |
| Shareholders' funds | 8 | | <u>(406,939)</u> | | <u>(406,939)</u> |

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

Approved by the Board and authorised for issue on 29 September 2016

Mr O Spurling
Director

Company Registration No. 03666048

AQUASOURCE INTERNATIONAL LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2015

| | Notes | 2015 £ | 2014 £ |
|--|----------|-------------|-------------|
| Administrative expenses | | - | (19,300) |
| | | <hr/> | <hr/> |
| Loss on ordinary activities before taxation | 2 | - | (19,300) |
| Tax on loss on ordinary activities | 3 | - | - |
| | | <hr/> | <hr/> |
| Loss for the year | 7 | - | (19,300) |
| | | <hr/> <hr/> | <hr/> <hr/> |

The profit and loss account has been prepared on the basis that all operations are discontinued operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

AQUASOURCE INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The company ceased trading in October 2013 and accordingly these accounts are not presented under the going concern basis.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

2 Operating loss

| | 2015 £ | 2014 £ |
|--|-------------------|-------------------|
| Operating loss is stated after charging: | | |
| Auditors' remuneration (including expenses and benefits in kind) | - | 2,800 |
| | <u> </u> | <u> </u> |

3 Taxation

| | 2015 £ | 2014 £ |
|---|-------------------|-------------------|
| Total current tax | <u> </u> | <u> </u> |
| Factors affecting the tax charge for the year | | |
| Loss on ordinary activities before taxation | - | (19,300) |
| | <u> </u> | <u> </u> |
| Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 0% (2014 - 0%) | - | - |
| | <u> </u> | <u> </u> |
| Current tax charge for the year | <u> </u> | <u> </u> |

4 Debtors

| | 2015 £ | 2014 £ |
|---|-------------------|-------------------|
| Amounts owed by group undertakings and undertakings in which the company has a participating interest | - | 1,163 |
| Other debtors | - | 53,830 |
| | <u> </u> | <u> </u> |
| | <u> </u> | <u> </u> |
| | <u> </u> | <u> </u> |

AQUASOURCE INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2015

| | | | |
|----------|---|-------------------------|--------------------------------|
| 5 | Creditors: amounts falling due within one year | 2015 | 2014 |
| | | £ | £ |
| | Trade creditors | 1,120 | 1,264 |
| | Amounts owed to group undertakings and undertakings in which the company has a participating interest | 384,685 | 454,995 |
| | Taxation and social security | 3,523 | 3,978 |
| | Other creditors | 18,972 | 7,296 |
| | | <u>408,300</u> | <u>467,533</u> |
| | | <u><u>408,300</u></u> | <u><u>467,533</u></u> |
| 6 | Share capital | 2015 | 2014 |
| | | £ | £ |
| | Allotted, called up and fully paid | | |
| | 110,533 Ordinary shares of £1 each | 110,533 | 110,533 |
| | | <u>110,533</u> | <u>110,533</u> |
| | | <u><u>110,533</u></u> | <u><u>110,533</u></u> |
| 7 | Statement of movements on profit and loss account | | Profit and loss account |
| | | | £ |
| | Balance at 1 January 2015 | | (517,472) |
| | Balance at 31 December 2015 | | <u>(517,472)</u> |
| | | | <u><u>(517,472)</u></u> |
| 8 | Reconciliation of movements in Shareholders' funds | 2015 | 2014 |
| | | £ | £ |
| | Loss for the financial year | - | (19,300) |
| | Proceeds from issue of shares | - | 22,533 |
| | | <u>-</u> | <u>2,233</u> |
| | Net (depletion in)/addition to shareholders' funds | - | 3,233 |
| | Opening Shareholders' funds | (406,939) | (410,172) |
| | | <u>(406,939)</u> | <u>(410,172)</u> |
| | Closing Shareholders' funds | <u>(406,939)</u> | <u>(406,939)</u> |
| | | <u><u>(406,939)</u></u> | <u><u>(406,939)</u></u> |

9 Control

The ultimate parent company is AquaSource Algae Group Ltd, a company registered in the Republic of Ireland. AquaSource Algae Group Ltd prepares group accounts and copies can be obtained from 30 Percy Street, London W1T 2DB.

AQUASOURCE INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2015

10 Related party relationships and transactions

The company has taken advantage of the exemption available in accordance with FRS 8 'Related party disclosures' not to disclose transactions entered into between two or more members of a group, as the company is a wholly owned subsidiary undertaking of the group to which it is party to the transactions.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.