



ADBOX INTERNATIONAL LIMITED

UNAUDITED

FINANCIAL STATEMENTS FOR FILING

FOR THE YEAR ENDED 30 JUNE 2017

THURSDAY



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29/03/2018

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COMPANIES HOUSE

GSM&Co

Griffin Stone Moscrop & Co
CHARTERED ACCOUNTANTS & REGISTERED AUDITORS

Together, we'll build better business

ADBOX INTERNATIONAL LIMITED
REGISTERED NUMBER:04288675

BALANCE SHEET
AS AT 30 JUNE 2017

	Note	2017 £	2016 £
Fixed assets			
Intangible assets	5	1	1
		<u>1</u>	<u>1</u>
Current assets			
Debtors: amounts falling due within one year	6	14,087	11,745
Cash at bank and in hand	7	1,267	-
		<u>15,354</u>	<u>11,745</u>
Creditors: amounts falling due within one year	8	(406,444)	(315,175)
Net current liabilities		<u>(391,090)</u>	<u>(303,430)</u>
Total assets less current liabilities		<u>(391,089)</u>	<u>(303,429)</u>
Net liabilities		<u>(391,089)</u>	<u>(303,429)</u>
Capital and reserves			
Called up share capital		1,100,000	1,100,000
Profit and loss account		(1,491,089)	(1,403,429)
		<u>(391,089)</u>	<u>(303,429)</u>

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 March 2018.


J C Mayo CBE
 Director

ADBOX INTERNATIONAL LIMITED
REGISTERED NUMBER:04288675

BALANCE SHEET (CONTINUED)
AS AT 30 JUNE 2017

The notes on pages 3 to 7 form part of these financial statements.

ADBOX INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

1. General information

The company, private and limited by shares, was incorporated under the Companies Act 2006, in England and Wales, on 17 September 2001. Details including the registration number and registered office address can be found within the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The company has net liabilities at the balance sheet date. However, this is principally due to an aggregate amount of £402,615 that is owed to the shareholders of the company along with entities controlled by one of the shareholders. The shareholders have therefore provided financial support to the company to enable it to meet its obligations to third parties as they fell due. This support has continued since the balance sheet date, and the financial statements have been prepared on the going concern basis as it is the expectation of the directors that this financial support will continue for the next twelve months.

2.3 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 discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- 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.

2.4 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

ADBOX INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

2. Accounting policies (continued)

2.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

2.8 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.9 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.10 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

3. Employees

The Company has no UK employees other than the directors, who did not receive any remuneration (2016 - £NIL). However one of the directors received director's fees of £21,219.

Accordingly, the average monthly number of employees, excluding directors, during the year was 0 (2016 - 0).

ADBOX INTERNATIONAL LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

4. Taxation

Factors affecting tax charge for the year

No tax charge arises due to the losses arising in the year.

Factors that may affect future tax charges

As at 30 June 2017, there are excess management expenses and loan relationship debits of approximately £247,000 (2016 - £159,800) available to carry forward to set off against appropriate future income. In addition there is a capital loss to carry forward of £1,242,694 (2016 - the same). Given the uncertainty as to the timeframe in which the company is likely to be able to utilise the excess management expenses, the loan relationship debits and the capital loss being carried forward against the appropriate type of future taxable income, the directors consider it is not possible to reliably estimate the value of any deferred tax asset as at 30 June 2017. Accordingly, no such asset is recognised or disclosed in these financial statements.

5. Intangible assets

	Licence £
Cost	
At 1 July 2016	1
At 30 June 2017	<u>1</u>
Net book value	
At 30 June 2017	<u><u>1</u></u>
At 30 June 2016	<u><u>1</u></u>

The company owns a licence for the UK rights of a mobile advertising business. The licence is being carried at cost in the balance sheet.

6. Debtors

	2017 £	2016 £
Trade debtors	<u><u>14,087</u></u>	<u><u>11,745</u></u>

ADBOX INTERNATIONAL LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2017

7. Cash and cash equivalents

	2017 £	2016 £
Cash at bank and in hand	1,267	-

8. Creditors: Amounts falling due within one year

	2017 £	2016 £
Other loans	381,856	311,981
Trade creditors	3,329	799
Amounts owed to related parties	20,759	1,895
Accruals and deferred income	500	500
	<u>406,444</u>	<u>315,175</u>

9. Share capital

	2017 £	2016 £
Allotted, called up and fully paid		
1,100,000 Ordinary shares of £1 each	1,100,000	1,100,000

10. Related party transactions

At the balance sheet date the shareholders were owed the following amounts:

J C Mayo CBE	£89,197 (2016 - £70,322)
M G L Smith	£9,501 (2016 - £7,251)
J R Aisbitt	£283,158 (2016 - £234,408)

At the balance sheet date, the company owed £1,895 (2016 - the same) to S. A. Investors Limited, a company incorporated in England and Wales and controlled by J C Mayo CBE, and £18,864 (2016 - nil) to Beehive, a LLP incorporated in England and Wales and controlled by J C Mayo CBE.

£11,745 (2016 - £11,745) of the trade debtors at the balance sheet date relates to an amount owed to the company by ZGS Corporation, a company incorporated under the laws of the State of Delaware in the USA. This company is considered to be a related party of Adbox as the shareholders of Adbox jointly hold more than 50% of the issued share capital of ZGS Corporation.

11. Controlling party

The company is controlled by J R Aisbitt by virtue of his majority shareholding.

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12. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.