

Registered number 05521963

INGENIA HOLDINGS (U.K.) LIMITED

**UNAUDITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011**

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INGENIA HOLDINGS (U.K.) LIMITED

COMPANY INFORMATION

Directors	A Rehman I A Bangee
Company secretary	St John's Square Secretaries Limited
Company number	05521963
Registered office	Farringdon Place 20 Farringdon Road London EC1M 3AP

INGENIA HOLDINGS (U.K.) LIMITED

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INGENIA HOLDINGS (U.K.) LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2011

The directors present their report and the financial statements for the year ended 31 December 2011

Principal activities

The principal activity of the company is to carry on business of filing, assigning and protecting intellectual property rights

Directors

The directors who served during the year were

A Rehman
I A Bangee

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board and signed on its behalf

Director 
I A BANGEE

Date 22 Jun 2012

INGENIA HOLDINGS (U K) LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2011**

		2011	2010
	Note	£	£
Administrative expenses		<u>(47,861)</u>	<u>(40,967)</u>
OPERATING LOSS	2	<u>(47,861)</u>	<u>(40,967)</u>
EXCEPTIONAL ITEMS			
Other exceptional items	3	43,132	228,074
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(4,729)	187,107
Tax on (loss)/profit on ordinary activities		-	-
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	7	<u>(4,729)</u>	<u>187,107</u>

The notes on pages 4 to 6 form part of these financial statements

INGENIA HOLDINGS (U.K.) LIMITED
REGISTERED NUMBER 05521963

BALANCE SHEET

AS AT 31 DECEMBER 2011

	Note	£	2011 £	£	2010 £
CURRENT ASSETS					
Debtors	4	552		540	
CREDITORS					
Amounts falling due within one year	5	(6,800)		(2,059)	
NET CURRENT LIABILITIES			(6,248)		(1,519)
TOTAL ASSETS LESS CURRENT LIABILITIES			(6,248)		(1,519)
CAPITAL AND RESERVES					
Called up share capital	6		1,000		1,000
Profit and loss account	7		(7,248)		(2,519)
SHAREHOLDERS' DEFICIT			(6,248)		(1,519)

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


The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2011 and of its loss for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on it's behalf

Director

Date


22 JUNE 2012
I A BANJEE

The notes on pages 4 to 6 form part of these financial statements.

INGENIA HOLDINGS (U K) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

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 the Financial Reporting Standard for Smaller Entities (effective April 2008)

Going concern

The company has a deficit of shareholders' funds at 31 December 2011 and since that date the company has continued to make operating losses. The financial statements have been prepared on a going concern basis, which assumes that the company will continue in operational existence for the foreseeable future. In concluding that it is appropriate to adopt the going concern basis in preparing these financial statements the directors have had regard to the written indications received from the company's parent undertaking, Ingenia Holdings Limited, and from the ultimate controlling party, The Green Trust, that continued funding will be made available to finance the company's working capital requirements for the foreseeable future. Although there is no legal obligation for Ingenia Holdings Limited and The Green Trust to provide this continued support, the directors are confident that such funding will be forthcoming. However, there can be no certainty that the required funds will be available when needed.

1 2 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.

1.3 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.

1.4 Patent costs

All costs incurred in respect of registrations of patents are written off in the profit and loss account in the year in which they are incurred. These patent costs are not capitalised in the balance sheet because they are incurred to secure legal protection for and, hence, control of assets that the company and its parent have developed themselves.

INGENIA HOLDINGS (U K.) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011

2 OPERATING LOSS

The operating loss is stated after charging

	2011 £	2010 £
Patent expenditure written off	<u>41,272</u>	<u>35,256</u>

During the year, no director received any emoluments (2010 - £NIL)

3 EXCEPTIONAL ITEMS

	2011 £	2010 £
InterCompany Balances written off	<u>43,132</u>	<u>228,074</u>

(See related party transactions)

4 DEBTORS

	2011 £	2010 £
Other debtors	<u>552</u>	<u>540</u>

5 CREDITORS

	2011 £	2010 £
Amounts falling due within one year		
Trade Creditors	3,080	1,059
Other creditors	<u>3,720</u>	<u>1,000</u>
	<u>6,800</u>	<u>2,059</u>

INGENIA HOLDINGS (U K) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

6 SHARE CAPITAL

	2011 £	2010 £
Allotted, called up and fully paid 1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

7 PROFIT & LOSS ACCOUNT

	Profit and loss account £
At 1 January 2011	(2,519)
Loss for the year	<u>(4,729)</u>
At 31 December 2011	<u>(7,248)</u>

8 RELATED PARTY TRANSACTIONS

Ingenia Holdings (U K) Limited (IHL) is related to Ingenia Holdings Limited, incorporated in British Virgin Islands (BVI), by virtue of the fact that IHL is a wholly owned subsidiary of BVI. During the year, BVI paid expenses amounting to £38,269 74 (2010 £52,714) on behalf of IHL. Further the amount owed by IHL to BVI of £38,269 74 (2010 £180,497) was written off.

IHL is related to Ingenia Technology (U K) Ltd (ITL - UK) by virtue of the fact that both companies are subsidiaries of BVI. During the period, ITL - UK paid costs of £ 4,861 93 (2010 £9,575) which were incurred on behalf of IHL. Further the amount owed by IHL to ITL - UK of £4,861 93 was written off. During the year, from time to time IHL made use of the office premises provided by ITL - UK free of rent & associated charges. ITL - UK also provided the services of support staff during this period for which no charges were paid.

9. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

In the opinion of the directors, the company's immediate parent company is Ingenia Holdings Limited, a company incorporated in British Virgin Islands.
The ultimate controlling party is The Green Trust registered in Liechtenstein.