REGISTERED NUMBER: 06576728 (England and Wales)

Group Strategic Report,
Report of the Directors and
Consolidated Financial Statements
for the Year Ended 30 April 2019
for
TECHNOPOLIS GROUP LIMITED

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Contents of the Consolidated Financial Statements for the Year Ended 30 April 2019

TECHNOPOLIS GROUP LIMITED

Company Information
for the Year Ended 30 April 2019

DIRECTORS:	Dr P E Arnold M G B Lacave P S Simmonds G Van der Veen A Evrigenis E Zaparucha
REGISTERED OFFICE:	3 Pavilion Buildings Brighton East Sussex BN1 1EE
REGISTERED NUMBER:	06576728 (England and Wales)
AUDITORS:	Chambers & Co Accountants LLP Statutory Auditor 2 Church Street Brighton East Sussex BN1 1UJ

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Group Strategic Report
for the Year Ended 30 April 2019

REVIEW OF BUSINESS

Technopolis Group Ltd is a specialist research and consulting organisation focusing on public policy relating to research, innovation and economic development and to other aspects of knowledge production and use including Life Sciences, Green Economy, Health and Education. We work at international, national and regional levels. Our clients are almost all government and inter-governmental organisations or private foundations.

Technopolis Group Ltd is based in Brighton in the United Kingdom. It is the holding company for the Technopolis Group companies in Austria, Colombia, Belgium, Estonia, France, Germany, the Netherlands, Sweden and the UK

Technopolis Group was founded in 1989 in Brighton. Its first clients were in Sweden, Finland, Ireland and Germany as well as in the UK. Since then our work has spanned well over 40 countries. We work in 35 languages and, as our spread of offices suggests, we are committed to working internationally and to bringing an international perspective to bear.

Technopolis Group has the following leadership structure. The Company Board approves the Group strategy as well as decisions with major financial implications and performs a supervisory role on the Group Management on behalf of the shareholders. Erik Arnold is Chairman of the Board and its members are: Agis Evrigenis (Managing Partner, Belgium) Geert van der Veen (Managing Partner, Netherlands), Elisabeth Zaparucha (Managing Partner, France) and Paul Simmonds (Managing Partner, UK).

We maintain a slim Group management comprising Matthieu Lacave, Group Managing Partner, and Tom Wolfenden, Partner, Group Operations. The Managing Partners of our subsidiary companies and the Principal Consultants, responsible for our thematic practices, handle day to day operational decisions, in order to make us as responsive as possible to the needs of our customers.

A Strategy Committee meets regularly and comprises the Managing Partners of the subsidiary companies, the leaders of cross-office thematic consultancy practices and members of the Group Management team. The Group benefits from their collective experience in their markets and their accumulated insight into the trends in international policy. The permanent members of the Strategy Committee are

- Rebecca Allinson (Managing Partner, UK and Principal Consultant for Higher Education
- Erik Arnold (Chairman of the Board of Technopolis Group Ltd and Director, UK)
- Matthieu Lacave (Managing Partner of Technopolis Group Ltd, Managing Partner in both France and Germany)
- Katre Eljas-Taal (Managing Partner, Estonia)
- Agis Evrigenis (Managing Partner, Belgium)
- Thomas Heimer (Scientific Director, Germany)
- Elisabeth Zaparucha (Managing Partner, France)
- Katharina Warta (Managing Partner, Austria)
- Paul Simmonds (Managing Partner, UK)
- Thomas Wolfenden (Partner, Group Operations)
- Geert van der Veen (Managing Partner, Netherlands)
- Peter Varnai (Partner and Group lead for the Health practice)
- Ruslan Zhechkov (Principal Consultant, Green Economy)
- Tomas Åström (Managing Partner, Sweden)
- Cédric Hananel (Managing Partner, Arctik Sprl)

Technopolis Group employs 167 people at the date of this report. We appoint staff solely on the basis of ability. Some 91 (54%) members of our staff are women. Our team of consultants continues to produce outstanding work that is valued by our clients and enhances the Group's reputation. An administration team very ably supports the consultancy operation.

These accounts show that the Group turnover was €22,330,343 (2018: €16,816,982). The balance sheet remains strong, with shareholders' funds totalling €5,287,787 (2018: €4,465,870).

Group Strategic Report
for the Year Ended 30 April 2019

The needs of our customers change over time as policymakers in different countries and at international level gain experience. Technopolis Group's strategy is to grow through a combination of innovating within our traditional research and innovation policy domains, by broadening the range of client problems on which we work and through geographical diversification. We have therefore been extending beyond our traditional core areas to increase our activity in adjacent consultancy domains, in particular in the areas of health, higher education and green economy. We have expanded our geographical coverage by increasing our presence outside of Europe, in particular in Latin America and Africa.

The acquisition of Arctik Sprl in January 2019 was part of this growth strategy, increasing our portfolio of services by offering a full range of communications solutions to new and our existing clients. This merger combines knowledge generation expertise from Technopolis Group and communications skills from Arctik. We are delighted that Cédric Hananel (Managing Partner, Arctik Sprl) and his team have joined the Group. We are already realising the business benefits and are confident that, with Arctik as part of the Group, we are increasingly well placed to provide an enhanced quality of service to our clients and partners in the years to come.

We continue to refine our project managers' skills and provide internal training on key methodologies used in our consultancy practice. The Group has an internal Innovation Fund to stimulate bottom up ideas for new methods and services. We remain optimistic that we are well placed to capitalise on the new opportunities that will arise in our markets and to consider growth opportunities in new markets.

The Group overall now has a longer pipeline of contracted work than at the equivalent point in recent years and we are optimistic that - together with especially strong performance in the UK, France, Belgium the Netherlands - this provides the basis for continued and profitable business activity.

PRINCIPAL RISKS AND UNCERTAINTIES
European Governments are continuing to tackle the challenge of stimulating economic growth, whilst addressing levels of public debt. In some of our markets, we have continued to observe a material reduction in demand, and in others, increased pressure on fee rates. In others the pressures have been in the other direction, creating opportunities for us to develop our consulting solutions faster than our competitors to meet our clients' evolving needs. We continue to monitor the performance of the Group and its environment. The main foreseeable risks are:

- Insufficient work. At the date of this report the group has an 11 month order book. We continue to monitor the market and bid for work. We monitor our cash flow daily and our profitability monthly so we have a good visibility of any need to increase or reduce capacity
- Cost overruns. We operate an enterprise level project management system that makes both management and staff aware of progress against plan. Each of the operating companies reviews its situation monthly so that we can take any action needed.
- Client dissatisfaction. We work closely with our clients and monitor progress with them as well as running our own internal quality control processes to minimise the risk of client dissatisfaction. In case of the worst eventuality, we have £3m of professional indemnity insurance.

POLITICAL AND COUNTRY RISK

The Company has operations in the UK, Europe and around the world. As a result of the UK referendum, there is uncertainty on the impact of the UK leaving European Union. The Company Board is monitoring the situation closely.

MARKET PRICE RISK

Market risks include the possibility that changes in currency exchange rates will impact the value of the Company's financial assets, liabilities and cash flows. The greater parts of the business, including these Financial Statements and most its shareholders are in the Eurozone. Wherever possible we match currency inflows and outflows to minimise the impact of exchange rates. As we seize opportunities outside the Eurozone, the potential impact of this risk has increased and closer monitoring at project level has been introduced to alert the business to currency movements.

Group Strategic Report
for the Year Ended 30 April 2019

PRINCIPAL RISKS AND UNCERTAINTIES (CONTINUED)
FINANCIAL RISK

- Liquidity risks, that is the risk that the Company does not have sufficient financial resources available to meets it obligations as they fall due. The Company reviews every month its cash reserves and cash flows and takes management action as required to reduce both the likelihood and the impact if there is a liquidity risk in one of its subsidiaries.

- Credit risk, is the risk that a client fails to perform its financial obligations. The client base is organisations, funded from the public purse, who typically do not default. The Group however manages this risk through the regular monitoring of outstanding balances due to the Group.

OUTLOOK AND FUTURE DEVELOPMENTS
We will continue to implement business initiatives as part of our strategy to therefore been extending beyond our traditional core areas to increase our activity in adjacent consultancy domains, in the areas of health, higher education and green economy. We are seeing a recovery of activity in our consultancy domains in countries whose governments have been faced with periods of austerity. We have expanded our geographical coverage by increasing our presence outside of Europe, in Latin America and Africa.

On behalf of the Company Board, I wish to thank the entire team for their support and contribution to the Group's performance over this trading period.

ON BEHALF OF THE BOARD:

....
Dr P E Arnold - Director

Date: 13/9/19

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Report of the Directors
for the Year Ended 30 April 2019

The directors present their report with the financial statements of the company and the group for the year ended 30 April 2019.

DIVIDENDS
Interim dividends per share were paid as follows:

Ordinary 1p shares	€30.00	14th February 2019

The total distribution of dividends for the year ended 30 April 2019 was €222,450.

DIRECTORS
The directors shown below have held office during the whole of the period from 1 May 2018 to the date of this report.

Dr P E Arnold
M G B Lacave
P S Simmonds
G Van der Veen
A Evrigenis

Other changes in directors holding office are as follows:

E Zaparucha was appointed as a director after 30 April 2019 but prior to the date of this report.

DISCLOSURE IN THE STRATEGIC REPORT
Information regarding principal risks and uncertainties, along with a detailed review of the business, is included in the Strategic Review on pages 2 & 3.

STATEMENT OF DIRECTORS' RESPONSIBILITIES
The directors are responsible for preparing the Group 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 the group and of the profit or loss of the group 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

Report of the Directors
for the Year Ended 30 April 2019

AUDITORS
The auditors, Chambers & Co Accountants LLP, are deemed to be reappointed under section 487 of the Companies Act 2006.

ON BEHALF OF THE BOARD:

....
Dr P E Arnold - Director

Date: 13/9/19

Report of the Independent Auditors to the Members of Technopolis Group Limited

Opinion
We have audited the financial statements of Technopolis Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 April 2019 which comprise the Consolidated Income Statement, Consolidated Statement of Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated 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 group's and of the parent company affairs as at 30 April 2019 and of the group's 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.

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 group 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
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The directors are responsible for the other information. The other information comprises the information in the Group 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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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 Group 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 Group 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 Technopolis Group Limited

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors
As explained more fully in the Statement of Directors' Responsibilities set out on page five, 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 group's and the parent 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 group or the parent 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.

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.

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.

P. Chambers

Peter R S Chambers (Senior Statutory Auditor)
for and on behalf of Chambers & Co Accountants LLP
Statutory Auditor
2 Church Street
Brighton
East Sussex
BN1 1UJ

Date: 13/9/19

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Consolidated Income Statement
for the Year Ended 30 April 2019

	Notes	2019 €	2018 €
TURNOVER		22,330,343	16,816,982
Cost of sales		15,551,245	11,605,959
GROSS PROFIT		6,779,098	5,211,023
Administrative expenses		4,594,393	4,073,858
		2,184,705	1,137,165
Other operating income		3,933	37,039
OPERATING PROFIT	4	2,188,638	1,174,204
Interest receivable and similar income		2,056	809
		2,190,694	1,175,013
Interest payable and similar expenses	5	6,151	5,713
PROFIT BEFORE TAXATION		2,184,543	1,169,300
Tax on profit	6	522,395	327,844
PROFIT FOR THE FINANCIAL YEAR		1,662,148	841,456
Profit attributable to: Owners of the parent		1,662,148	841,456

The notes form part of these financial statements

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Consolidated Statement of Other Comprehensive Income for the Year Ended 30 April 2019

	Notes	2019 €	2018 €
PROFIT FOR THE YEAR		1,662,148	841,456
OTHER COMPREHENSIVE INCOME			
Non-Euro currency revaluation		42,281	(109,157)
Repurchase of share capital		(911,774)	(124,997)
Income tax relating to components of other comprehensive income		-	-
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX		(869,493)	(234,154)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		792,655	607,302
Total comprehensive income attributable to:			
Owners of the parent		792,655	607,302

The notes form part of these financial statements

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Consolidated Balance Sheet
30 April 2019

	Notes	2019 €	2019 €	2018 €	2018 €
FIXED ASSETS					
Intangible assets	9		114,468		-
Tangible assets	10		208,884		161,588
Investments	11		-		-
			323,352		161,588
CURRENT ASSETS					
Debtors	12	9,987,046		7,813,480	
Cash at bank		10,595,721		2,509,108	
		20,582,767		10,322,588	
CREDITORS					
Amounts falling due within one year	13	5,578,349		4,317,422	
NET CURRENT ASSETS			15,004,418		6,005,166
TOTAL ASSETS LESS CURRENT LIABILITIES			15,327,770		6,166,754
PROVISIONS FOR LIABILITIES	17		(97,887)		(124,088)
ACCRUALS AND DEFERRED INCOME	18		(9,942,096)		(1,576,796)
NET ASSETS			5,287,787		4,465,870
CAPITAL AND RESERVES					
Called up share capital	19		70		85
Share premium	20		336,990		85,263
Capital redemption reserve	20		55		35
Retained earnings	20		4,950,672		4,380,487
SHAREHOLDERS' FUNDS			5,287,787		4,465,870

The financial statements were approved by the Board of Directors on 13/9/19 and were signed on its behalf by:

Dr P E Arnold - Director

The notes form part of these financial statements

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Company Balance Sheet
30 April 2019

	Notes	2019 €	2019 €	2018 €	2018 €
FIXED ASSETS					
Intangible assets	9		-		-
Tangible assets	10		-		-
Investments	11		558,212		156,480
			558,212		156,480
CURRENT ASSETS					
Debtors	12	414,366		540,907	
Cash at bank		171,727		136,069	
		586,093		676,976	
CREDITORS					
Amounts falling due within one year	13	156,197		126,427	
NET CURRENT ASSETS			429,896		550,549
TOTAL ASSETS LESS CURRENT LIABILITIES			988,108		707,029
ACCRUALS AND DEFERRED INCOME	18		29,769		28,557
NET ASSETS			958,339		678,472
CAPITAL AND RESERVES					
Called up share capital	19		70		85
Share premium	20		336,990		85,263
Capital redemption reserve	20		55		35
Retained earnings	20		621,224		593,089
SHAREHOLDERS' FUNDS			958,339		678,472
Company's profit for the financial year			1,150,753		606,926

The financial statements were approved by the Board of Directors on 13/9/19 and were signed on its behalf by:

....
Dr P E Arnold - Director

The notes form part of these financial statements

Consolidated Statement of Changes in Equity for the Year Ended 30 April 2019

	Called up share capital €	Retained earnings €	Share premium €	Capital redemption reserve €	Total equity €
Balance at 1 May 2017	90	4,025,804	54,490	31	4,080,415
Changes in equity					
Issue of share capital	2	-	30,773	-	30,775
Dividends	-	(252,615)	-	-	(252,615)
Total comprehensive income	(7)	607,298	-	4	607,295
Balance at 30 April 2018	85	4,380,487	85,263	35	4,465,870
Changes in equity					
Issue of share capital	5	-	251,727	-	251,732
Dividends	-	(222,450)	-	-	(222,450)
Total comprehensive income	(20)	792,635	-	20	792,635
Balance at 30 April 2019	70	4,950,672	336,990	55	5,287,787

The notes form part of these financial statements

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Company Statement of Changes in Equity
for the Year Ended 30 April 2019

	Called up share capital €	Retained earnings €	Share premium €	Capital redemption reserve €	Total equity €
Balance at 1 May 2017	90	379,232	54,490	31	433,843
Changes in equity					
Issue of share capital	2	-	30,773	-	30,775
Dividends	-	(252,615)	-	-	(252,615)
Total comprehensive income	(7)	466,472	-	4	466,469
Balance at 30 April 2018	85	593,089	85,263	35	678,472
Changes in equity					
Issue of share capital	5	-	251,727	-	251,732
Dividends	-	(222,450)	-	-	(222,450)
Total comprehensive income	(20)	250,585	-	20	250,585
Balance at 30 April 2019	70	621,224	336,990	55	958,339

The notes form part of these financial statements

TECHNOPOLIS GROUP LIMITED (REGISTERED NUMBER: 06576728)

Consolidated Cash Flow Statement
for the Year Ended 30 April 2019

	Notes	2019 €	2018 €
Cash flows from operating activities			
Cash generated from operations	1	9,146,033	1,623,720
Interest paid		(6,151)	(5,713)
Tax paid		(201,526)	(227,093)
Net cash from operating activities		8,398,356	1,390,914
Cash flows from investing activities			
Purchase of tangible fixed assets		(109,111)	(60,719)
Sale of tangible fixed assets		16,622	1,542
Purchase of Arctik subsidiary		112,499	-
Interest received		2,056	809
Net cash from investing activities		22,066	(58,368)
Cash flows from financing activities			
Increase in director loans		(250)	-
Share issue		-	32,989
Share buyback		(911,774)	(124,997)
Equity dividends paid		(222,450)	(252,615)
Net cash from financing activities		(1,134,489)	(344,623)
Increase in cash and cash equivalents		7,825,933	987,923
Cash and cash equivalents at beginning of year	2	2,509,108	1,632,060
Effect of foreign exchange rate changes		42,668	(110,875)
Cash and cash equivalents at end of year	2	10,377,709	2,509,108

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement for the Year Ended 30 April 2019

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2019	2018
	€	€
Profit before taxation	2,184,543	1,169,300
Depreciation charges	83,768	73,759
Profit on disposal of fixed assets	(2,644)	(406)
Increase amount recoverable on contracts	(1,731,320)	1,020,645
Decrease in provisions c/f	(51,333)	(67,332)
Finance costs	6,151	5,713
Finance income	(2,056)	(809)
	487,109	2,200,870
Increase in trade and other debtors	(168,873)	(901,941)
Increase in trade and other creditors	8,827,797	324,791
Cash generated from operations	9,146,033	1,623,720

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 30 April 2019

	30.4.19	1.5.18
	€	€
Cash and cash equivalents	10,595,721	2,509,108
Bank overdrafts	(218,012)	-
	10,377,709	2,509,108

Year ended 30 April 2018

	30.4.18	1.5.17
	€	€
Cash and cash equivalents	2,509,108	1,632,060

Notes to the Consolidated Financial Statements
for the Year Ended 30 April 2019

1. STATUTORY INFORMATION

Technopolis Group Limited 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 General Information page.

2. 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.

Financial Reporting Standard 102 - reduced disclosure exemptions
The company has taken advantage of the exemption from preparing a statement of cashflows, on the basis that it is a qualifying entity and the consolidated statement of cashflows, included in these financial statements, includes the Company's cashflows.

Basis of consolidation
The Group's consolidated financial statements include the financial statements of the Company and all of its subsidiary undertakings made up to 30 April.

No individual profit and loss account is prepared for the Company, as provided by Section 408 of the Companies Act 2006

Where a subsidiary has different accounting policies to the Group, adjustments are made to those subsidiary financial statements to apply the Group's accounting polices when preparing the consolidated financial statements.

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

continued...

2. **ACCOUNTING POLICIES - continued**

Revenue recognition
Turnover represents revenue recognised by the company in respect of services supplied, excluding value added tax.

Revenue is recognised in the accounting period in which the services are rendered. When the outcome of the project can be estimated reliably, the company uses the percentage of completion method based on the actual service performed as a percentage of the total services to be provided.

Where this revenue exceeds the amount invoiced, the excess is included within debtors as amounts recoverable on contracts. Where the amount invoiced exceeds the revenue recognised the excess is included within creditors as deferred income.

Where work on a project is assessed as insufficiently complete at the year end for its outcome to be assessed with certainty it is included in turnover at the lower of cost and net realisable value. Cost includes all direct expenditure.

Business combinations and goodwill
Business combinations are accounted for by applying the purchase method.

The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed and of equity instruments issued plus the costs directly attributable to the business combination.

On acquisition of a business, fair values are attributed to the identifiable assets, liabilities and contingent liabilities.

Goodwill recognised represents the excess of the fair value and directly attributable costs of the purchase consideration over the fair values of the Group's interest in the identifiable net assets, liabilities and contingent liabilities acquired.

Goodwill is amortised over its expected useful life . Goodwill is assessed for impairment when there are indicators of impairment and any impairment is charged to the income statement. Reversals of impairment are recognised when the reasons for the impairment no longer apply.

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

Improvements to property	- 15% on cost
Fixtures and fittings	- 15% on reducing balance
Motor vehicles	- 25% on reducing balance
Office equipment	- 33% on reducing balance

Taxation
Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated 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.

continued...

2. **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.

Currency translation

Functional and presentation currency

The functional and presentation currency of Technopolis Group Limited is the Euro.

Transactions and balances

Non-Euro transactions are translated into the functional currency using the exchange rate on the dates of each transaction.

At each period end non-euro monetary items are translated using the closing rate. Any non-monetary items measured at historical cost are translated using the exchange rate on the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

Translation

The trading results, assets and liabilities of overseas undertakings using other functional currencies are translated at the exchange rates ruling at the period end. Exchange adjustments arising from the retranslation of opening net investments are recognised in "Other comprehensive income".

Operating leased assets

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

Pension costs and other post-retirement benefits

The group operates defined contribution pension schemes. Contributions payable to the group's pension schemes are charged to the profit and loss account in the period to which they relate.

Financial instruments

Financial assets and financial liabilities are recognised on the balance sheet when the entity becomes party to the contractual provisions of the financial instrument.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Basic financial assets, including trade debtors, loans to fellow group companies, cash and bank balances are recognised at transaction price. There are no arrangements in respect of these assets which are considered to constitute a financing arrangement.

Basic financial liabilities, including trade and other payables, loans from fellow group companies are recognised at transaction price. There are no arrangements in respect to these liabilities which are considered to constitute a financing arrangement.

Basic financial assets and liabilities are measured subsequently at amortised cost less impairment.

continued...

2. ACCOUNTING POLICIES - continued

Cash and cash equivalents
Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts.

Provisions
Provisions are recognised when the group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will required to settle the obligation; and the amount of the obligation can be estimated reliably.

Critical accounting judgements and estimation uncertainty
In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The following are the critical estimates and judgements that the directors have made in the process of applying the group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

(i) Completeness of projects - Amounts recoverable on contracts - €6,177,604
Where the outcome can be estimated reliably, revenue is recognised by reference an estimate of the completeness of each project at the balance sheet date. This is measured by an assessment of work performed to the year end as a percentage of an estimate of the total time to be spent on the project.

Where a project is judged to be insufficiently complete to estimate the outcome with reliability, it is included within revenue at the lower of cost and net realisable value.

(ii) Useful economic lives of tangible assets - €208,884
The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of assets, both of which are re-assessed annually. They are amended where necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets.

3. EMPLOYEES AND DIRECTORS

	2019	2018
	€	€
Wages and salaries	8,611,447	7,509,044
Social security costs	299,580	298,179
Other pension costs	509,689	474,273
	9,420,716	8,281,496

The average number of employees during the year was as follows:

	2019	2018
Technopolis Group Limited directors	5	6
Other directors	6	6
Project consultants	129	101
Administration	12	14
	152	127

The average number of employees by undertakings that were proportionately consolidated during the year was 152 (2018 - 127).

continued...

3. EMPLOYEES AND DIRECTORS - continued

	2019	2018
	€	€
Directors' remuneration	618,461	592,950
Directors' pension contributions to money purchase schemes	172,266	134,177

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	7	8

Information regarding the highest paid director is as follows:

	2019	2018
	€	€
Emoluments etc	152,792	154,800

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	2019	2018
	€	€
Other operating leases	517,452	475,732
Depreciation - owned assets	71,049	73,759
Profit on disposal of fixed assets	(2,644)	(406)
Goodwill amortisation	12,719	-
Auditors' remuneration	44,707	43,350
Foreign exchange differences	36,388	(57,146)

5. INTEREST PAYABLE AND SIMILAR EXPENSES

	2019	2018
	€	€
Bank interest payable	6,151	5,713

6. TAXATION

Analysis of the tax charge
The tax charge on the profit for the year was as follows:

	2019	2018
	€	€
Current tax:		
UK corporation tax	498,207	319,046
Deferred tax	24,188	8,798
Tax on profit	522,395	327,844

continued...

6. **TAXATION - continued**

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:

	2019	2018
	€	€
Profit before tax	2,184,543	1,169,300
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2018 - 19%)	415,063	222,167
Effects of:		
Expenses not deductible for tax purposes	36,309	200
Income not taxable for tax purposes	(36,837)	(26,510)
Capital allowances in excess of depreciation	(2,825)	(750)
Utilisation of tax losses	(21,218)	(557)
Rate adjustment to weighted average paid by European subsidiaries	122,786	35,942
Investment allowances received	(781)	-
Group policy adjustments not included in subsidiary tax returns available on disposal of	3,793	72,862
Minimum corporation tax charges imposed	6,105	1,750
Tax losses carried forward for future relief	-	22,740
Total tax charge	522,395	327,844

Tax effects relating to effects of other comprehensive income

		2019	
	Gross	Tax	Net
	€	€	€
Non-Euro currency revaluation	42,281	-	42,281
Repurchase of share capital	(911,774)	-	(911,774)
	(869,493)	-	(869,493)

		2018	
	Gross	Tax	Net
	€	€	€
Non-Euro currency revaluation	(109,157)	-	(109,157)
Repurchase of share capital	(124,997)	-	(124,997)
	(234,154)	-	(234,154)

7. **INDIVIDUAL INCOME STATEMENT**

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

continued...

8. DIVIDENDS

	2019	2018
	€	€
Ordinary shares of 1p each		
Interim dividend	222,450	252,615

9. INTANGIBLE FIXED ASSETS

Group

	Goodwill
	€
COST	
Additions	127,187
At 30 April 2019	127,187
AMORTISATION	
Amortisation for year	12,719
At 30 April 2019	12,719
NET BOOK VALUE	
At 30 April 2019	114,468

10. TANGIBLE FIXED ASSETS

Group

	Improvements to property	Fixtures and fittings	Motor vehicles	Office equipment	Totals
	€	€	€	€	€
COST					
At 1 May 2018	58,774	201,347	1,157	534,786	796,064
Additions	5,000	48,630	43,120	97,721	194,471
Disposals	-	(5,417)	(38,641)	(84,366)	(128,424)
Exchange differences	-	535	-	960	1,495
At 30 April 2019	63,774	245,095	5,636	549,101	863,606
DEPRECIATION					
At 1 May 2018	31,680	154,877	974	446,945	634,476
Transfer to ownership	-	-	24,976	37,723	62,699
Charge for year	8,941	10,599	91	51,418	71,049
Eliminated on disposal	-	(3,598)	(23,185)	(87,663)	(114,446)
Exchange differences	-	401	-	543	944
At 30 April 2019	40,621	162,279	2,856	448,966	654,722
NET BOOK VALUE					
At 30 April 2019	23,153	82,816	2,780	100,135	208,884
At 30 April 2018	27,094	46,470	183	87,841	161,588

continued...

11. FIXED ASSET INVESTMENTS

Company

	Shares in group undertakings
	€
COST	
At 1 May 2018	159,547
Additions	398,665
At 30 April 2019	558,212
NET BOOK VALUE	
At 30 April 2019	558,212
At 30 April 2018	159,547

Investments brought forward and held by the company relating to subsidiary undertakings are stated at cost.

Details of the subsidiary undertakings are shown below:

Name of undertaking	**Country of incorporation**	**Proportion of nominal value of issued shares held by group**
Technopolis Limited	England & Wales	100%
Technopolis BV	Netherlands	100%
Technopolis Consulting SARL	France	100%
Technopolis Deutschland GmbH	Germany	100%
Technopolis Forschungs und Beratungsgesellschaft mbH	Austria	100%
Technopolis Consulting Group Sprl	Belgium	100%
Faugert & Co Utvärdering AB	Sweden	100%
Technopolis Group Eesti EE	Estonia	100%
Technopolis Group Colombia SAS	Columbia	100%
Arctik Sprl	Belgium	100%

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		**Company**	
	2019	2018	2019	2018
	€	€	€	€
Trade debtors	3,288,437	3,265,557	-	-
Amounts owed by group undertakings	-	-	392,952	523,176
Amounts recoverable on contracts	6,177,604	4,246,523	-	-
Other debtors	276,063	176,354	17,976	3,628
Directors' loan accounts	250	-	-	-
VAT	-	-	3,421	13,802
Prepayments	244,692	125,046	17	301
	9,987,046	7,813,480	414,366	540,907

continued...

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2019	2018	2019	2018
	€	€	€	€
Bank loans and overdrafts (see note 14)	218,012	-	-	-
Trade creditors	4,213,314	3,757,932	8,673	38,740
Amounts owed to group undertakings	-	-	147,524	87,687
Tax	431,806	135,125	-	-
Social security and other taxes	353,500	247,290	-	-
VAT	361,717	177,075	-	-
	5,578,349	4,317,422	156,197	126,427

14. LOANS

An analysis of the maturity of loans is given below:

	Group	
	2019	2018
	€	€
Amounts falling due within one year or on demand:		
Bank overdrafts	218,012	-

15. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

	Non-cancellable operating leases	
	2019	2018
	€	€
Within one year	231,291	187,568
Between one and five years	89,845	163,218
	321,136	350,786

continued...

Notes to the Consolidated Financial Statements - continued
for the Year Ended 30 April 2019

16. FINANCIAL INSTRUMENTS

	Group		Company	
	2019	2018	2019	2018
	€	€	€	€
Financial assets that are debt instruments measured at amortised cost				
Trade debtors	3,288,437	3,265,557	-	-
Other debtors	6,698,609	4,547,923	414,366	540,907
Cash at bank	10,595,721	2,509,108	171,727	136,069
Financial liabilities measured at amortised cost				
Trade Creditors	(4,213,314)	(3,757,932)	(156,197)	(126,427)
Other Creditors	(1,365,035)	(559,490)	-	-
Accruals	(2,036,498)	(1,285,397)	-	-
Deferred Income	(7,905,598)	(291,399)	(29,769)	(28,557)

17. PROVISIONS FOR LIABILITIES

	Group	
	2019	2018
	€	€
Deferred tax	54,356	30,061
Other provisions	43,531	94,027
Aggregate amounts	97,887	124,088

Group

	Deferred tax
	€
Balance at 1 May 2018	30,061
Foreign exchange movement	106
Undistributed profits	14,125
Tax allowances on fixed assets	9,874
Tax on group audit provision	190
Balance at 30 April 2019	54,356

Other provisions represent an amount provided in respect of internal and external repair work to be carried out to the UK office premises.

continued...

18. ACCRUALS AND DEFERRED INCOME

	Group		Company	
	2019	2018	2019	2018
	€	€	€	€
Accrued expenditure	2,036,498	1,285,397	-	-
Deferred income	7,905,598	291,399	29,769	28,557
	9,942,096	1,576,796	29,769	28,557

19. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2019 €	2018 €
7,532	Ordinary	1p	70	85

During the year the company issued 412 shares (nominal value £4.12) as part-consideration for the purchase of its subsidiary Arctik SprL (see Note 11).

On various dates the company bought back a total of 1,689 shares, from two directors, with a total nominal value of €16.89.

The company also repurchased 3 shares from an ex-employee, with a nominal value of 3p.

20. RESERVES

Group

	Retained earnings €	Share premium €	Capital redemption reserve €	Totals €
At 1 May 2018	4,380,487	85,263	35	4,465,785
Profit for the year	1,662,148			1,662,148
Dividends	(222,450)			(222,450)
Purchase of own shares	(911,790)	-	20	(911,770)
Cash share issue	-	251,727	-	251,727
Non-Euro currency revaluation	42,277	-	-	42,277
At 30 April 2019	4,950,672	336,990	55	5,287,717

continued...

20. **RESERVES - continued**

Company

	Retained earnings	Share premium	Capital redemption reserve	Totals
	€	€	€	€
At 1 May 2018	593,089	85,263	35	678,387
Profit for the year	1,150,753			1,150,753
Dividends	(222,450)			(222,450)
Purchase of own shares	(911,790)	-	20	(911,770)
Share issue	-	251,727	-	251,727
Non-Euro currency revaluation	11,622	-	-	11,622
At 30 April 2019	621,224	336,990	55	958,269

21. **PENSION COMMITMENTS**

The group operates defined contribution pension schemes. The assets of the schemes are held separately from those of the group in independently administered funds. The pension cost charge represents contributions payable by the group to the funds.

	2019	2018
Contributions payable by the group for the year	€ 509,689	€474,272

22. **RELATED PARTY DISCLOSURES**

Key management personnel of the entity or its parent (in the aggregate)

	2019	2018
	€	€
Directorship services (Belgium) purchased from Amec-Con Ltd (registered in Paphos Cyprus)	144,641	154,800

During the year, a total of key management personnel compensation of €624,297 (2018 - €598,204) was paid.

continued...

23. BUSINESS COMBINATION

On 1st January 2019 the Group acquired control of Arctik Sprl through the purchase of 100% of the share capital for a total consideration of €398,665.

Arctik Sprl is located in Belgium, and for a number of years has collaborated with Technopolis Group.

The goodwill of €127,187 arising from the acquisition is attributable to the value for money that bringing their communication services into the Group will provide, and the access to new markets available to them from their membership of the Group.

Management have estimated the useful life of the goodwill to be 10 years. The benefits above will continue for at least a decade, as they will enhance the overall quality of the services provided to all clients and partners.

The following table summarises the consideration paid by the Group, the fair value of the assets acquired and the liabilities assumed at the acquisition date.

Consideration at 1 January 2019

	€
Cash	150,000
Equity instruments (412 shares)	251,732
Total consideration	401,732

For cashflow disclosure purposes the amounts are disclosed as follows:

	€
Cash consideration	150,000
Less:	
Cash and cash equivalents acquired	262,499
Net cash inflow	112,499

Recognised amounts of identifiable assets acquired and liabilities assumed:

	Book value €	Fair value €
Furniture, equipment & vehicles	22,661	22,661
Contracts in progress	199,761	199,761
Cash and cash equivalents	262,499	262,499
Trade and other receivables	73,362	73,362
Trade and other payables	(283,737)	(283,737)
	274,546	274,546

Management determined that no adjustments-on-acquisition were needed to any of the above. The revenue from Arctik Sprl included in the consolidated income statement for 2019 was €146,525. Arctik Sprl also contributed profit of €22,561 over the same period.