

Registration number 6635483

Incahoot Limited

Directors' report and financial statements

for the year ended 31 July 2012



Incahoot Limited

Company information

Directors	John Evans Roy Ellingsen Stephen Thornton Richard Timmins
Company number	6635483
Registered office	Office 404 Albany House 324 Regent Street London W1B 3HH
Accountants	Charlton Baker Limited Fordbrook House Fordbrook Business Centre Pewsey Wiltshire SN9 5NU

Incahoot Limited

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Incahoot Limited

**Directors' report
for the year ended 31 July 2012**

The directors present their report and the financial statements for the year ended 31 July 2012

Principal activity

The principal activity of the company during the year was securing low cost, value for money, high quality lifestyle services to its membership

Business review

During the year ended 31st July 2012 the company broadened its range of services and launched Incahoot Plus which provides discounts on retail and on-line shopping to members. This has the opportunity to expand the company's business in a number of areas.

Directors

The directors who served during the year are as stated below

John Evans
Roy Ellingsen
Stephen Thornton
Richard Timmins

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

This report was approved by the Board on

and signed on its behalf by



**John Evans
Director**

Incahoot Limited

**Profit and loss account
for the year ended 31 July 2012**

		Continuing operations	
		2012	2011
	Notes	£	£
Turnover	2	125,402	10,820
Cost of sales		(69,345)	(5,932)
Gross profit		<u>56,057</u>	<u>4,888</u>
Distribution costs		(283,146)	(99,384)
Administrative expenses		(922,541)	(839,658)
Operating loss	3	(1,149,630)	(934,154)
Other interest receivable and similar income		70	303
Interest payable and similar charges	4	<u>-</u>	<u>(739)</u>
Loss on ordinary activities before taxation		(1,149,560)	(934,590)
Tax on loss on ordinary activities		<u>-</u>	<u>-</u>
Loss for the year	11	(1,149,560)	(934,590)
Accumulated loss brought forward		(1,324,180)	(389,590)
Reserve Movements		(43,466)	-
Accumulated loss carried forward		<u>(2,517,206)</u>	<u>(1,324,180)</u>
Statement of total recognised gains and losses			
Loss on ordinary activities after taxation		(1,149,560)	(934,590)
Prior year adjustment		<u>-</u>	<u>6,027</u>
Total recognised losses since last annual report		<u>(1,149,560)</u>	<u>(928,563)</u>

The notes on pages 5 to 8 form an integral part of these financial statements.

Incahoot Limited

**Balance sheet
as at 31 July 2012**

		2012		2011	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7		28,453		117,473
Current assets					
Stocks		9,063		-	
Debtors	8	35,818		55,582	
Cash at bank and in hand		56,919		467,568	
		<u>101,800</u>		<u>523,150</u>	
Creditors: amounts falling due within one year	9	<u>(420,736)</u>		<u>(299,317)</u>	
Net current (liabilities)/assets			<u>(318,936)</u>		<u>223,833</u>
Total assets less current liabilities			<u>(290,483)</u>		<u>341,306</u>
Net (liabilities)/assets			<u>(290,483)</u>		<u>341,306</u>
Capital and reserves					
Called up share capital	10		226,524		187,767
Share premium account	11		2,000,199		1,471,692
Share options reserve	11		-		6,027
Profit and loss account	11		<u>(2,517,206)</u>		<u>(1,324,180)</u>
Shareholders' funds	12		<u>(290,483)</u>		<u>341,306</u>

The directors' statements required by Sections 475(2) and (3) are shown on the following page which forms part of this Balance Sheet

The notes on pages 5 to 8 form an integral part of these financial statements.

Incahoot Limited

Balance sheet (continued)

**Directors' statements required by Sections 475(2) and (3)
for the year ended 31 July 2012**

In approving these financial statements as directors of the company we hereby confirm

- (a) that for the year stated above the company was entitled to the exemption conferred by Section 477 of the Companies Act 2006 ,
- (b) that no notice has been deposited at the registered office of the company pursuant to Section 476 requesting that an audit be conducted for the year ended 31 July 2012 , and
- (c) that we acknowledge our responsibilities for
 - (1) ensuring that the company keeps accounting records which comply with Section 386 , and
 - (2) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the year then ended in accordance with the requirements of Section 393 and which otherwise comply with the provisions of the Companies Act 2006 relating to financial statements, so far as applicable to the company

These accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

The financial statements were approved by the Board on and signed on its behalf by



John Evans
Director

Registration number 6635483

The notes on pages 5 to 8 form an integral part of these financial statements.

Incahoot Limited

Notes to the financial statements for the year ended 31 July 2012

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board

The company has taken advantage of the exemption in FRS1 from the requirement to produce a cashflow statement because it is a small company

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows

Laptops - 15% reducing balance

Fixtures, fittings
and equipment - 15% reducing balance

The company capitalises its investment in the website and depreciates this over a 2 year period

1.4. Stock and work in progress

Stock and work in progress are valued at the lower of cost and net realisable value

1.5. Going concern

These accounts have been prepared on a going concern basis. The company may require further funding during the course of the next 12 months

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK

3. Operating loss

	2012	2011
	£	£
Operating loss is stated after charging		
Depreciation and other amounts written off tangible assets	<u>131,786</u>	<u>111,225</u>

4. Interest payable and similar charges

	2012	2011
	£	£
Included in this category is the following		
Interest payable on loans < 1 yr	<u>-</u>	<u>739</u>

Incahoot Limited

**Notes to the financial statements
for the year ended 31 July 2012**

continued

5. Directors' remuneration

	2012	2011
	£	£
Remuneration and other benefits	<u>113,763</u>	<u>236,125</u>

6. Dividends

Dividends proposed relate to the fixed coupon on the Preferred Ordinary shares, dating back to December 2009

7. Tangible fixed assets

	Laptops	Fixtures, fittings and equipment	Website	Total
	£	£	£	£
Cost				
At 1 August 2011	2,053	7,931	219,770	229,754
Additions	<u>1,387</u>	<u>387</u>	<u>40,992</u>	<u>42,766</u>
At 31 July 2012	<u>3,440</u>	<u>8,318</u>	<u>260,762</u>	<u>272,520</u>
Depreciation				
At 1 August 2011	922	1,474	109,885	112,281
Charge for the year	<u>378</u>	<u>1,027</u>	<u>130,381</u>	<u>131,786</u>
At 31 July 2012	<u>1,300</u>	<u>2,501</u>	<u>240,266</u>	<u>244,067</u>
Net book values				
At 31 July 2012	<u>2,140</u>	<u>5,817</u>	<u>20,496</u>	<u>28,453</u>
At 31 July 2011	<u>1,131</u>	<u>6,457</u>	<u>109,885</u>	<u>117,473</u>

8. Debtors

	2012	2011
	£	£
Trade debtors	21,223	1,571
Other debtors	<u>14,595</u>	<u>54,011</u>
	<u>35,818</u>	<u>55,582</u>

Incahoot Limited

**Notes to the financial statements
for the year ended 31 July 2012**

continued

9. Creditors: amounts falling due within one year	2012 £	2011 £
Bank overdraft	1,004	-
Trade creditors	242,422	173,159
Other taxes and social security costs	80,725	80,317
Directors' accounts	6,508	44,336
Other creditors	41,571	-
Accruals and deferred income	5,040	1,505
Proposed dividend	43,466	-
	<u>420,736</u>	<u>299,317</u>

10. Share capital	2012 £	2011 £
Allotted, called up and fully paid		
215,413 Ordinary shares of £1 each	215,413	176,656
11,111 Preferred Ordinary shares of £1 each	11,111	11,111
	<u>226,524</u>	<u>187,767</u>

11. Equity Reserves	Share premium account £	Profit and loss account £	Total £
At 1 August 2011 (restated)	1,477,719	(1,324,180)	153,539
Premium on issue of shares	522,480	-	522,480
Loss for the year	-	(1,149,560)	(1,149,560)
Equity Dividends	-	(43,466)	(43,466)
At 31 July 2012	<u>2,000,199</u>	<u>(2,517,206)</u>	<u>(517,007)</u>

Incahoot Limited

**Notes to the financial statements
for the year ended 31 July 2012**

continued

12. Reconciliation of movements in shareholders' funds	2012	2011
	£	£
Loss for the year	(1,149,560)	(934,590)
Dividends	(43,466)	-
	<u>(1,193,026)</u>	<u>(934,590)</u>
Net proceeds of equity share issue	561,237	1,087,622
Net addition to shareholders' funds	(631,789)	153,032
Opening shareholders' funds	341,306	182,247
Prior year adjustment	-	6,027
Opening shareholders' funds (restated)	341,306	188,274
Closing shareholders' funds	<u>(290,483)</u>	<u>341,306</u>
13. Transactions with directors		
John Evans	<u>9,904</u>	<u>-</u>

Incahoot Limited

**Detailed trading profit and loss account
for the year ended 31 July 2012**

	2012		2011	
	£	£	£	£
Sales				
Sales		125,402		10,820
		<u>125,402</u>		<u>10,820</u>
Cost of sales				
Purchases	68,564		-	
Commissions payable	2,050		-	
Customer promotion cashback	<u>7,794</u>		<u>5,932</u>	
	78,408		5,932	
Closing stock and work in progress	<u>(9,063)</u>		<u>-</u>	
		<u>(69,345)</u>		<u>(5,932)</u>
Gross profit		56,057		4,888
Distribution costs	283,146		99,384	
Administrative expenses	<u>922,541</u>		<u>839,658</u>	
		<u>(1,205,687)</u>		<u>(939,042)</u>
Operating loss		(1,149,630)		(934,154)
Other income and expenses				
Interest receivable				
Bank deposit interest	<u>70</u>		<u>303</u>	
		70		303
Interest payable				
Interest on loans repayable in less than 5 years	<u>-</u>		<u>739</u>	
		-		(739)
Net loss for the year		<u><u>(1,149,560)</u></u>		<u><u>(934,590)</u></u>

Incahoot Limited

**Distribution costs and administrative expenses
for the year ended 31 July 2012**

	2012	2011
	£	£
Distribution costs		
Server hosting costs	31,154	8,219
Online branding & marketing costs	251,992	91,165
	<u>283,146</u>	<u>99,384</u>
Administrative expenses		
Wages and salaries	127,296	94,083
Directors' remuneration	111,888	232,125
Contract staff	41,879	-
Directors' fees	1,875	4,000
Staff training	240	575
Rent payable	18,171	15,523
Insurance	6,262	7,657
Cleaning	489	151
Repairs and maintenance	442	981
Printing, postage and stationery	2,763	3,810
Advertising	238,379	225,291
Telephone	7,212	5,911
Hire of equipment	368	11,985
Travel and subsistence	14,884	19,759
Entertaining	3,554	-
Legal and professional	17,038	47,465
Consultancy fees	180,059	46,444
Accountancy	13,690	10,010
Bank charges	501	456
Credit card charges	1	-
General expenses	2,266	2,062
Charitable donations - other	-	145
Subscriptions	1,498	-
Depreciation	378	1,013
Depreciation on fixtures & equipment	1,027	327
Depreciation on website	130,381	109,885
	<u>922,541</u>	<u>839,658</u>