

# Financial Statements

## Optimal Medicine Limited

---

**For the year ended 30 September 2017**



**Company No. 07004137**

## Company Information

**Company registration number** 07004137

**Registered office** 4<sup>th</sup> Floor  
Griffin Court  
15 Long Lane  
London  
EC1A 9PN

**Directors** D L G Hill  
S Lowther  
G Cerroni

**Auditor** Grant Thornton UK LLP  
Chartered Accountants  
101 Cambridge Science Park  
Milton Road  
Cambridge, CB4 0FY

**Optimal Medicine Limited**

**Financial statements for the year ended 30 September 2017**

# Index

<b>Report of the Directors</b>	3 - 4
<b>Independent Auditor's Report</b>	5 - 7
<b>Statement of Comprehensive Income</b>	8
<b>Statement of Financial Position</b>	9
<b>Statement of Changes in Equity</b>	10
<b>Notes to the Financial Statements</b>	11 - 22

## Report of the Directors

The directors present their report and the financial statements of the company for the year ended 30 September 2017.

### **Principal activities**

The Company is a personalised medicine company which develops web based digital healthcare products that aid clinical decision making to improve patient outcomes.

On 30 September 2017, Optimal Medicine Limited transferred the trade and assets to its immediate parent, IXICO Technologies Limited and ceased trading. The company will become dormant after this date.

### **Business review**

The loss for the year after taxation amounted to £312,482 (2016: £314,993). The directors did not recommend a dividend (2016: £nil).

Following the acquisition of the Company by IXICO Technologies Limited on 8 December 2015, the Company changed its accounting reference date to 30 September. The comparative accounting period therefore represent a 13 month period from 1 September 2015 to 30 September 2016.

### **Directors of the company**

The directors who served during the year were:

D L G Hill

S Lowther

G Cerroni (appointed 6 February 2017)

# Report of the Directors

## 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 including FRS 101 'Reduced Disclosure Framework'). 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 and 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.

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

## Auditor

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006.

## Small Companies Exemption

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



---

**Giulio Cerroni**

Director

Date: 19 December 2017



## Independent Auditor's Report to the Members of Optimal Medicine Limited

### Opinion

We have audited the financial statements of Optimal Medicine Limited (the 'company') for the year ended 30 September 2017 which comprise the Statement of Comprehensive Income, the Statement of financial position, the Statement of changes in equity and 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 101; Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2017 and of its loss 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company 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.

### Who we are reporting to

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 auditor's 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.

### 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 company'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.



## Independent Auditor's Report to the Members of Optimal Medicine Limited

### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the directors' report set out on pages 3-4, other than the financial statements and our auditor's report 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

### **Matter on which we are required to report under the Companies Act 2006**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters in relation to which 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; or
- the directors were not entitled to take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.



## Independent Auditor's Report to the Members of Optimal Medicine Limited

### **Responsibilities of directors for the financial statements**

As explained more fully in the directors' responsibilities statement set out on page 4, 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 is 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 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 company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's 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 an auditor's report 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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report

*Grant Thornton UK LLP*

Alison Seekings  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
Cambridge  
20 December 2017



## Statement of Comprehensive Income

	Note	Year ended 30 September 2017 £	Period ended 30 September 2016 £
<b>Revenue</b>	<b>3</b>	-	5,420
Research and development expense		-	(87,319)
<b>Gross loss</b>		-	(81,899)
<b>Administrative expenses</b>		(312,482)	(445,210)
<b>Loss on ordinary activities before taxation</b>	<b>4</b>	(312,482)	(527,109)
Tax on loss on ordinary activities	<b>7</b>	-	212,116
<b>Loss after tax and total comprehensive expense for the financial year</b>		(312,482)	(314,993)

## Statement of Financial Position

	Note	30 September 2017		30 September 2016	
		£	£	£	£
<b>Fixed assets</b>					
Tangible assets	8	-			716
Investments in group undertaking	9	-			41,145
Amounts due from group undertakings	10	-			641,984
					<u>683,845</u>
<b>Current assets</b>					
Debtors	10	-		1,605	
Corporation tax debtor	7	-		69,585	
Cash at bank		-		39,870	
				<u>111,060</u>	
<b>Creditors: amounts falling due within one year</b>	11	-		(23,024)	
<b>Net current assets</b>			-		88,036
<b>Total assets less current liabilities</b>			-		<u>771,881</u>
<b>Creditors: amounts falling due after more than one year</b>	11		-		(459,414)
<b>Net assets</b>			-		<u>312,467</u>
<b>Capital and reserves</b>					
Called up share capital	12		193		178
Share premium	13		2,997,739		2,997,739
Capital redemption reserve	13		225		225
Profit and loss account	13		(2,998,157)		(2,685,675)
<b>Total shareholders' funds</b>			-		<u>312,467</u>

These financial statements were approved by the Board of Directors and authorised for issue on 19 December 2017. They were signed on its behalf by:



Giulio Cerroni

Director

Company registration number: 07004137

## Statement of Changes in Equity

	<b>Called up share capital</b>	<b>Share Premium account</b>	<b>Capital redemption reserve</b>	<b>Profit and loss account</b>	<b>Total</b>
	£	£	£	£	£
As at 1 September 2015	<b>178</b>	<b>2,997,739</b>	<b>225</b>	<b>(2,407,237)</b>	<b>590,905</b>
Total comprehensive expense for the period	-	-	-	(314,993)	(314,993)
Charge in respect of share options	-	-	-	36,555	36,555
As at 30 September 2016	<b>178</b>	<b>2,997,739</b>	<b>225</b>	<b>(2,685,675)</b>	<b>312,467</b>
Total comprehensive expense for the year	-	-	-	(312,482)	(312,482)
Exercise of OM Replacement Scheme 1,475 shares at £0.01 per share	15	-	-		15
As at 30 September 2017	<b>193</b>	<b>2,997,739</b>	<b>225</b>	<b>(2,998,157)</b>	<b>-</b>

# Notes to the financial statements

## 1 Summary of significant accounting policies

### General information

Optimal Medicine Limited is a private limited company incorporated and domiciled in England and Wales (registration number: 07004137).

The Company is a wholly owned subsidiary of IXICO Technologies Limited and its ultimate parent company is IXICO plc which prepares publicly available consolidated financial statements in accordance with IFRS. This Company is included in the consolidated financial statements of IXICO plc for the year ended 30 September 2017. These accounts are available from the registered office at 4th Floor, Griffin Court, 15 Long Lane, London, EC1A 9PN.

At 30 September 2017, the trade and assets of Optimal Medicine Limited were transferred to its immediate parent, IXICO Technologies Limited and the company has ceased trading.

### Basis of preparation

The financial statements of the Company have been prepared in accordance with applicable accounting standards and in accordance with Financial Reporting Standard 101 – 'The Reduced Disclosure Framework' (FRS 101). The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have all been applied consistently throughout the year unless otherwise stated.

The financial statements of the Company have been prepared under the historical cost convention and the financial information is presented in sterling.

Following the acquisition of the Company by IXICO Technologies Limited on 8 December 2015, the Company changed its accounting reference date to 30 September. The comparative accounting period therefore represent a 13 month period from 1 September 2015 to 30 September 2016.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare group accounts as it is a wholly owned subsidiary of IXICO plc, its ultimate parent company. The results of Optimal Medicine Limited are included in the consolidated financial statements of IXICO plc.

### Disclosure exemptions adopted

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- A statement of cash flows and related notes
- the requirement to produce a statement of financial position at the beginning of the earliest comparative period
- the requirements of IAS 24 related party disclosures to disclose related party transactions entered in to between two or more members of the group as they are wholly owned within the group
- The effect of future accounting standards not adopted
- Certain share based payment disclosures
- Disclosures in relation to impairment of assets

## Notes to the financial statements

### **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 at the fair value of the consideration received, excluding discounts and sales taxes.

Licensing revenue is recognised when the services are rendered, using the percentage of completion method based on the actual service provided as a proportion of the total services to be performed.

### **Intangible assets**

#### *Research and development*

Research and development expenditure is written off in the year in which it is incurred in respect of expenditure where new scientific or technical knowledge is obtained. Expenditure on development activities, whereby findings are applied for the production of new or substantially improved products and processes, is capitalised if the product or process is technically and commercially feasible, the Company has the intention and sufficient resources to complete development and the expenditure can be reliably measured.

Amortisation begins when development is complete and is charged to the statement of comprehensive income on a straight line basis over the useful economic life of the product or process. During the year of development, the asset is tested for impairment.

### **Tangible assets**

Tangible assets are stated at historic cost less accumulated depreciation and impairment.

The tangible fixed asset cost is its purchase cost, together with any directly attributable expenses of acquisition. Depreciation is calculated so as to write off the tangible fixed asset, less its estimated residual value, on a straight line basis over the expected useful economic lives of the assets concerned.

The principal rates used for this purpose are:

- Computer equipment: 33% Straight Line

The carrying values of tangible assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

### **Impairment of assets**

Non-current assets are reviewed for impairment both annually and when there is an indication that an asset may be impaired (when events or changes in circumstances indicate that carrying value may not be recoverable). An impairment loss is recognised in the statement of comprehensive income for the amount by which the asset's carrying value exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Non-financial assets, other than goodwill, which have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

# Notes to the financial statements

## **Investments in group undertakings**

Investments held as fixed assets are shown at historical cost less provision for impairment.

Amounts due from group undertakings where there is no commitment to demand repayment within 12 months of the statement of financial position date are classified as fixed assets.

## **Foreign currencies**

The Company's financial statements are presented in Sterling, which is also the Company's functional currency.

Transactions in foreign currencies are translated into sterling at the spot rate ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into sterling at rates of exchange ruling at the statement of financial position date. Exchange gains and losses are recognised in the statement of comprehensive income. Non-monetary assets and liabilities measured at historic cost in a foreign currency are translated using the exchange rates as at the date of the initial transactions. Those measured at fair value are translated using the exchange rates at the date when the fair value was determined.

## **Financial instruments**

Financial assets and liabilities are recognised in the statement of financial position when the Company becomes party to the contractual provisions of the instrument.

### *Cash and cash equivalents*

Cash and cash equivalents in the statement of financial position comprise cash at banks and in hand and short term deposits with an original maturity of 3 months or less. They are initially and subsequently recorded at fair value.

### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payment that are not quoted in an active market. The Company's loans and receivables comprise of trade and other receivables which are initially recognised at fair value and subsequently recognised at amortised cost using the effective interest method, less any provision for impairment.

### *Other financial liabilities*

Other financial liabilities, including trade and other payables, are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

### *Offsetting of financial instruments*

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only if there is an enforceable legal right to offset and there is an intention to settle on a net basis.

## **Equity instruments**

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue cost.

## Notes to the financial statements

### **Taxation**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantially enacted by the statement of financial position date.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the exception that deferred income tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the asset is realised or liability is settled, based on tax rates and laws enacted or substantially enacted at the statement of financial position date.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise, income tax is recognised in the statement of comprehensive income.

### **Share-based payments**

Equity-settled share-based payments are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 12 of the financial statements. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest. At each statement of financial position date, the Company revises its estimate of the number of equity instruments expected to vest as a result of the effect of non-market-based vesting conditions.

The impact of the revision of the original estimates, if any, is recognised in the statement of comprehensive income such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to reserves.

### **Employee benefits**

All employee benefit costs, notably holiday pay and contributions to the Company or personal defined contribution plans, are recognised in the statement of comprehensive income as they are incurred. The Company operates a defined contribution pension scheme. The assets of this scheme are held separately from those of the Company in independently administered funds. The Company does not offer any other post-retirement benefits.

### **Share capital and reserves**

Called up share capital represents the nominal value of shares that have been issued.

Share premium account represents the excess over nominal value of the fair value of consideration received for equity shares, net of expenses of the share issue.

Capital redemption reserve records the nominal value of shares repurchased by the company.

## Notes to the financial statements

### 2 Transfer of trade and assets

On 30 September 2017, the trade and net assets of Optimal Medicine Limited were transferred to its immediate parent, IXICO Technologies Limited for nil consideration.

The fair values of the identifiable assets and liabilities of Optimal Medicine Limited as at the date of transfer were:

	Fair value recognised on transfer
Assets	£
Cash and cash equivalents	70,481
	<u>70,481</u>
Liabilities	
Accrued expenses	(9,420)
Amounts due from group undertakings	(61,061)
	<u>(70,481)</u>
<b>Total identifiable net assets at fair value</b>	<u>-</u>
<b>Total consideration transferred</b>	<u>-</u>

### 3 Revenue

Revenue recognised in the statement of comprehensive income is attributable to the one principal activity of the Company.

The Company is domiciled in the United Kingdom with all sales originating in the United Kingdom.

An analysis of the Company's revenue by geographic location of its customers are as follows:

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
United States	<u>-</u>	<u>5,420</u>



## Notes to the financial statements

### 4 Loss on ordinary activities before taxation

Operating loss is stated after charging/ (crediting):

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Research and development expenses	-	87,319
General and administrative expenses	278,693	442,136
Depreciation of tangible assets	716	1,018
Auditor's remuneration		
- Audit services	3,500	5,000
- Tax services	975	2,000
Net foreign currency exchange loss/(gain)	28,598	(4,944)

### 5 Staff costs

	Year ended 30 September 2017 £	Period ended 30 September 2016 £
Wages and salaries	-	67,500
Social security costs	-	8,196
Pension costs	-	-
Share-based payments	-	36,555
	-	112,251

Average monthly number of employees, including directors

	Year ended 30 September 2017 Number	Period ended 30 September 2016 Number
Directors	-	1
Research and development	-	1
	-	2

Following the acquisition of Company by IXICO Technologies Limited on 8 December 2015, the Company underwent restructuring. Contracts with former directors were terminated and the Company ceased to employ staff on 29 February 2016. In addition, outstanding share options in the Company's single share option scheme lapsed.

# Notes to the financial statements

## **6 Directors' remuneration**

	<b>Year ended 30 September 2017 £</b>	<b>Period ended 30 September 2016 £</b>
Wages and salaries	-	17,500
Social security costs	-	2,415
Share-based payments	-	17,826
	<u>-</u>	<u>37,741</u>

## **7 Tax on loss on ordinary activities**

The tax credit on the loss on ordinary activities for the year was as follows:

	<b>Year ended 30 September 2017 £</b>	<b>Period ended 30 September 2016 £</b>
Research and development tax credit year ended 31 August 2014	-	64,769
Research and development tax credit year ended 31 August 2016	-	77,762
Research and development tax credit period ended 30 September 2017	-	69,585
	<u>-</u>	<u>212,116</u>

The following is a reconciliation between the tax credit and the corporate tax debtor within the statement of financial position:

	<b>30 September 2017 £</b>	<b>30 September 2016 £</b>
Opening corporate tax debtor	69,585	-
Current year tax credit	-	212,116
Corporate tax repayment	<u>(69,585)</u>	<u>(142,531)</u>
	<u>-</u>	<u>69,585</u>

### **Factors that may affect future tax charges**

No deferred tax is recognised further to the transfer of trade and assets of Company at 30 September 2017.

## Notes to the financial statements

### 8 Tangible assets

	Computer equipment £
<b>Cost</b>	
At 1 October 2016	2,917
Transfer of trade and assets – note 3	(2,917)
<b>At 30 September 2017</b>	-
<b>Depreciation</b>	
At 1 October 2016	2,201
Charge for the year	716
Transfer of trade and assets – note 3	(2,917)
<b>At 30 September 2017</b>	-
<b>Net book value</b>	
<b>At 30 September 2017</b>	-
At 31 August 2016	716

### 9 Investments in group undertakings

	Investment in group undertakings £
<b>Cost or valuation</b>	
At 30 September 2016	41,145
Disposal of investment in subsidiaries	(41,145)
<b>At 30 September 2017</b>	-
<b>Net book value</b>	
<b>At 30 September 2017</b>	-
At 30 September 2016	41,145

#### Group undertakings

The following were subsidiary undertakings of the company:

Name	Class of shares	Holding	Principal activity
OM France SARL (Incorporated in France)	Ordinary	100%	Operations
OM Inc (Incorporated in USA)	Common stock	100%	Operations

OM France SARL was dissolved on 21 August 2017, and the impairment charge of £41,145 was included as loss on disposal of subsidiaries within administrative expenses in the statement of comprehensive income.

## Notes to the financial statements

### 10 Debtors

	30 September 2017 £	30 September 2016 £
<b>Amounts falling due within one year</b>		
Other taxation and social security	-	1,605
Prepayments	-	-
Other debtors	-	-
<b>Debtors</b>	-	1,605
<b>Amounts falling due after more than one year</b>		
Amounts owed by group undertakings	-	641,984
<b>Amounts owed by group undertakings</b>	-	641,984

### 11 Creditors

	30 September 2017 £	30 September 2016 £
<b>Amounts falling due within one year</b>		
Trade creditors	-	3,594
Accruals	-	18,654
Other creditors	-	776
<b>Creditors</b>	-	23,024
<b>Amounts falling due after more than one year</b>		
Amounts owed to group undertakings	-	459,414
<b>Amounts owed to group undertakings</b>	-	459,414

## Notes to the financial statements

### 12 Share capital

	30 September 2017 £	30 September 2016 £
<b>Allotted, called up and fully paid</b>		
11,475 Ordinary shares of £0.01 each	115	100
8,601 A Ordinary shares of £0.001 each	9	9
25,000 B Ordinary shares of £0.001 each	25	25
34,400 C Ordinary shares of £0.001 each	34	34
1,001 Incentive shares of £0.01 each	10	10
	<b>193</b>	<b>178</b>

#### Rights of shares

##### *Ordinary shares of £0.01 each*

One vote per share on a poll, except where the shareholder ceases to be an employee, director or consultant in which case the shares shall not carry voting rights unless determined by the Board; one equal right per share in any share dividend declared; one equal right per share in the distribution of any surplus due to the shareholders on a winding-up or other return of capital; no redemption rights attach to these shares.

##### *A Ordinary shares of £0.001 each*

One vote per share on a poll, except where the shareholder ceases to be an employee, director or consultant in which case the shares shall not carry voting rights unless determined by the Board; one equal right per share in any share dividend declared; one equal right per share in the distribution of any surplus due to the shareholders on a winding-up or other return of capital; no redemption rights attach to these shares.

##### *B Ordinary shares of £0.001 each*

No voting rights attached to these shares; one equal right per share in any share dividend declared; one equal right per share in the distribution of any surplus due to the shareholders on the winding-up or other return of capital; redemption rights attach to these shares.

##### *C Ordinary shares of £0.001 each*

No voting rights attached to these shares; one equal right per share in any share dividend declared; one equal right per share in the distribution of any surplus due to the shareholders on a winding-up or other return of capital; no redemption right attach to these shares.

##### *Incentive shares of £0.01 each*

No voting rights for a period of 24 months following allotment, thereafter one vote per share, except where a founder ceases to be employed or engaged by, or appointed as a director of, or ceases to provide consultancy services to, the company, in which case any shares held by the same shall not carry voting rights unless otherwise determined by the Board.

## Notes to the financial statements

### 13 Reserves

#### *Share premium reserve*

The share premium reserve is used to record the premium of the issue price for new issues of shares over the par value of those shares. The share premium reserve also records the costs directly attributable to the issue of new shares.

#### *Capital redemption reserve*

Capital redemption reserve records the nominal value of shares repurchased by the company.

#### *Profit and loss*

Includes all current and prior period retained profits and losses.

### 14 Share-based payment

IXICO plc established a put and call arrangement to satisfy the exercise of outstanding Optimal Medicine Limited unapproved share option instruments, granting 2,948 shares. The exercise of these options is at the option of the holder with a fixed conversion rate of 37.79 for the effective issue of new IXICO plc shares. IXICO plc issued a letter to each option holder committing to exchange all the shares in Optimal Medicine Limited arising from the exercise of such options for ordinary shares in IXICO plc at the acquisition price.

As at 7 December 2016, 273 share option instruments were not exercised by their expiry date and subsequently lapsed

On 29 March 2017 1,475 shares were issued and allotted in the Company pursuant to the put and call arrangement in respect of the unapproved share option instruments. The options were exercised at a weighted average share price of £0.26.

As at 7 June 2017, 1,200 share option instruments were not exercised by their expiry date and subsequently lapsed.

As at the year end, the reconciliation of share option scheme movements is as follows:

	30 September 2017 Number	30 September 2017 WAEP	30 September 2016 Number	30 September 2016 WAEP
<b>Outstanding at beginning of period</b>	<b>2,948</b>	<b>£0.01</b>	1,302	£45.26
Granted	-	-	2,948	£0.01
Exercised	(1,475)	£0.26		
Lapsed	(1,473)	£0.01	(1,302)	£45.26
<b>Outstanding at end of period</b>	<b>-</b>	<b>-</b>	2,948	£0.01
<b>Exercisable at end of period</b>	<b>-</b>	<b>-</b>	2,948	£0.01

## Notes to the financial statements

### **15 Related party transactions**

IP2IPO Limited, a former shareholder of the Company, has invoiced the Company during the year £nil (2016: £1,784) for monitoring fees and expense recharging.

Techtran Group, an associated company of IP Group plc, a shareholder of the Company, has invoiced the Company £nil (2016: £176) during the year for business support services.

### **16 Ultimate parent company and control**

The Company's immediate parent company is IXICO Technologies Limited (registered in England and Wales: 05313505). The Company's ultimate parent company and controlling party is IXICO plc (registered in England and Wales: 03131723). The Company is included in IXICO plc's consolidated financial statements which are publically available from [www.ixico.com](http://www.ixico.com).