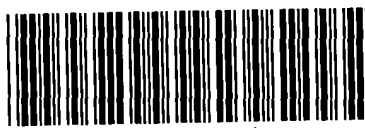


COMPANY REGISTRATION NUMBER: 07757613

Avolites Media Limited
Filleted Financial Statements
30 April 2018

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Avolites Media Limited
Statement of Financial Position
30 April 2018

| | Note | 2018 £ | 2017 £ |
|----------------------------------------------------------------|------|--------------------|--------------------|
| Fixed assets | | | |
| Tangible assets | 7 | 43,132 | 56,349 |
| Investments | 8 | <u>758,564</u> | <u>758,564</u> |
| | | 801,696 | 814,913 |
| Current assets | | | |
| Stocks | | 42,641 | 31,843 |
| Debtors | 9 | 143,361 | 162,834 |
| Cash at bank and in hand | | <u>67,591</u> | <u>10,879</u> |
| | | 253,593 | 205,556 |
| Creditors: amounts falling due within one year | 10 | <u>(1,134,555)</u> | <u>(1,033,719)</u> |
| Net current liabilities | | (880,962) | (828,163) |
| Total assets less current liabilities | | (79,266) | (13,250) |
| Creditors: amounts falling due after more than one year | 11 | (8,275) | (17,688) |
| Provisions | | | |
| Taxation including deferred tax | | — | <u>(10,581)</u> |
| Net liabilities | | <u>87,541</u> | <u>41,519</u> |
| Capital and reserves | | | |
| Called up share capital | | 1 | 1 |
| Profit and loss account | | (87,542) | (41,520) |
| Shareholders deficit | | <u>(87,541)</u> | <u>(41,519)</u> |

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In accordance with section 444 of the Companies Act 2006, the statement of comprehensive income has not been delivered.

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

The statement of financial position
continues on the following page.
The notes on pages 3 to 9 form part of these financial statements.


Avolites Media Limited

Statement of Financial Position *(continued)*

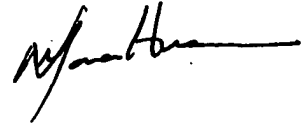
30 April 2018

These financial statements were approved by the board of directors and authorised for issue on ~~22/1/19~~, and are signed on behalf of the board by:

R Salzedo
Director



M Varatharajan
Director



Company registration number: 07757613

The notes on pages 3 to 9 form part of these financial statements.

Avolites Media Limited
Notes to the Financial Statements
Year ended 30 April 2018

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 184 Park Avenue, London, NW10 7XL.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- No cash flow statement has been presented for the company.
- Disclosures in respect of financial instruments have not been presented.
- No disclosure has been given for the aggregate remuneration of key management personnel.

Judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, 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. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied, stated net of discounts and of Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer, usually on despatch of the goods, the amount of revenue can be measured reliably, it is probable that the associated economic benefits will flow to the entity, and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Avolites Media Limited
Notes to the Financial Statements *(continued)*
Year ended 30 April 2018

3. Accounting policies *(continued)*

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at revalued amounts, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses.

Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Intangibles - 33% straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

Avolites Media Limited

Notes to the Financial Statements *(continued)*

Year ended 30 April 2018

3. Accounting policies *(continued)*

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

| | |
|---------------------|---------------------|
| Fixtures & Fittings | - 25% straight line |
| Computer Equipment | - 50% straight line |
| Hire Equipment | - 25% straight line |

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Avolites Media Limited

Notes to the Financial Statements *(continued)*

Year ended 30 April 2018

3. Accounting policies *(continued)*

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

4. Employee numbers

The average number of persons employed by the company during the year amounted to 5 (2017: 3).

5. Tax on (loss)/profit

Major components of tax income

| | 2018 £ | 2017 £ |
|------------------------------------------------|-----------------|-----------------|
| Current tax: | | |
| UK current tax income | (23,591) | (8,650) |
| Deferred tax: | | |
| Origination and reversal of timing differences | — | (8,508) |
| Tax on (loss)/profit | <u>(23,591)</u> | <u>(17,158)</u> |

Avolites Media Limited

Notes to the Financial Statements *(continued)*

Year ended 30 April 2018

5. Tax on (loss)/profit *(continued)*

Reconciliation of tax income

The tax assessed on the (loss)/profit on ordinary activities for the year is lower than (2017: lower than) the standard rate of corporation tax in the UK of 20% (2017: 20%).

| | 2018 £ | 2017 £ |
|------------------------------------------------------|-----------|-----------|
| (Loss)/profit on ordinary activities before taxation | (34,257) | 15,102 |
| (Loss)/profit on ordinary activities by rate of tax | – | 3,021 |
| Effect of expenses not deductible for tax purposes | – | 320 |
| Effect of capital allowances and depreciation | – | 8,038 |
| Qualifying R&D expenditure | – | (25,117) |
| Losses surrendered for R&D tax credit | – | 13,738 |
| R&D tax credit | 23,592 | (8,650) |
| Tax on (loss)/profit | 23,592 | (8,650) |

6. Intangible assets

| | Development costs £ |
|---------------------------------|------------------------|
| Cost | |
| At 1 May 2017 and 30 April 2018 | 117,000 |
| Amortisation | |
| At 1 May 2017 and 30 April 2018 | 117,000 |
| Carrying amount | |
| At 30 April 2018 | – |
| At 30 April 2017 | – |

7. Tangible assets

| | Fixtures and fittings £ | Equipment £ | Hire stock £ | Total £ |
|-------------------------|----------------------------|----------------|-----------------|----------------|
| Cost | | | | |
| At 1 May 2017 | 2,431 | 19,360 | 102,070 | 123,861 |
| Additions | – | 997 | 14,075 | 15,072 |
| At 30 April 2018 | 2,431 | 20,357 | 116,145 | 138,933 |
| Depreciation | | | | |
| At 1 May 2017 | 2,431 | 19,360 | 45,721 | 67,512 |
| Charge for the year | – | – | 28,289 | 28,289 |
| At 30 April 2018 | 2,431 | 19,360 | 74,010 | 95,801 |
| Carrying amount | | | | |
| At 30 April 2018 | – | 997 | 42,135 | 43,132 |
| At 30 April 2017 | – | – | 56,349 | 56,349 |

Avolites Media Limited

Notes to the Financial Statements *(continued)*

Year ended 30 April 2018

8. Investments

| | Other investments other than loans £ |
|---------------------------------|-----------------------------------------|
| Cost | |
| At 1 May 2017 and 30 April 2018 | <u>1,426,183</u> |
| Impairment | |
| At 1 May 2017 and 30 April 2018 | <u>667,619</u> |
| Carrying amount | |
| At 30 April 2018 | <u>758,564</u> |
| At 30 April 2017 | <u>758,564</u> |

The company owns 100% of the issued share capital of AI Systems Limited, a company incorporated in England and Wales. AI Systems Limited was dormant during the year and at year end had aggregate share capital and reserves of £1,000.

9. Debtors

| | 2018 £ | 2017 £ |
|---------------|----------------|----------------|
| Trade debtors | 97,562 | 95,908 |
| Other debtors | <u>45,799</u> | <u>66,926</u> |
| | <u>143,361</u> | <u>162,834</u> |

10. Creditors: amounts falling due within one year

| | 2018 £ | 2017 £ |
|-------------------------------------------------------------------------------------------------------|------------------|------------------|
| Trade creditors | 133,505 | 12,848 |
| Amounts owed to group undertakings and undertakings in which the company has a participating interest | 937,869 | 990,156 |
| Social security and other taxes | 2,432 | 3,306 |
| Other creditors | <u>60,749</u> | <u>27,409</u> |
| | <u>1,134,555</u> | <u>1,033,719</u> |

11. Creditors: amounts falling due after more than one year

| | 2018 £ | 2017 £ |
|-----------------|--------------|---------------|
| Other creditors | <u>8,275</u> | <u>17,688</u> |

The Deferred Consideration above is only payable as an 'earn out' conditional on revenue being generated. This is part of the consideration for the acquisition of Media Server technology

Avolites Media Limited
Notes to the Financial Statements *(continued)*
Year ended 30 April 2018

12. Deferred tax

The deferred tax included in the statement of financial position is as follows:

| | 2018 | 2017 |
|------------------------|----------|---------------|
| | £ | £ |
| Included in provisions | — | 10,581 |
| | <u>—</u> | <u>10,581</u> |

The deferred tax account consists of the tax effect of timing differences in respect of:

| | 2018 | 2017 |
|--------------------------------|----------|---------------|
| | £ | £ |
| Accelerated capital allowances | — | 10,581 |
| | <u>—</u> | <u>10,581</u> |

13. Summary audit opinion

The auditor's report for the year dated 22/1/19 was unqualified.

The senior statutory auditor was Stewart Jell, for and on behalf of Shipleys LLP.

14. Related party transactions

No transactions with related parties were undertaken such as are required to be disclosed under FRS 102.

15. Controlling party

The parent and ultimate controlling party is Avolites Limited, a company incorporated in England and Wales. Financial statements are prepared by Avolites Limited, whose registered office is 184 Park Avenue, London, NW10 ZXL.