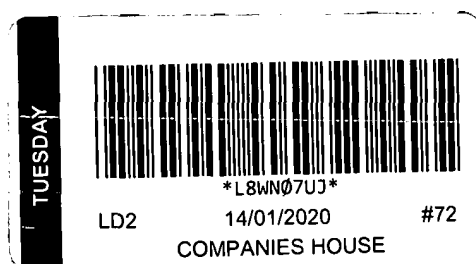


THEYSAY LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**



THEYSAY LIMITED

COMPANY INFORMATION

Directors	S A Cummings B Debold H M Stein K L Chalmers
Company secretary	H M Stein
Registered number	07874054
Registered office	7 Rushmills Northampton NN4 7YB
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Senior Statutory Auditor 30 Finsbury Square London EC2A 1AG

THEYSAY LIMITED

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THEYSAY LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their report and the financial statements for the year ended 31 December 2018.

Directors

The directors who served during the year were:

S A Cummings
B Debold
A G Somervill (resigned 1 January 2020)
H M Stein

Directors' responsibilities statement

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments 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 to 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.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

THEYSAY LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2018

Going concern

After making due enquiries, the directors have reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, and for this reason the going concern basis continues to be adopted in preparing the financial statements.

In reaching this conclusion the directors have considered the financial position of the company and its funding facilities. The directors have undertaken a review of the company's forecasts and associated risks and sensitivities. The board recognised the uncertain economic outlook for the UK economy and the particular circumstances relevant to the company.

The company made a loss during the period, and is in a net liability position at the balance sheet date.

The Board has received confirmation from Respond Group Limited that any intergroup credit required will continue to be made available at all levels sufficient to allow the company to meet its liabilities as they fall due for at least 12 months from the date of the approval of this report. The Board consider that Respond Group Limited is able to provide such support if and when required to do so.

Accordingly, the Board has concluded that there is reasonable expectation that the company has adequate resources available to continue in operational existence for the foreseeable future and for this reason have adopted the going concern basis in preparing the financial statements.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

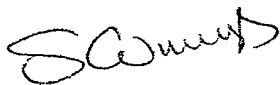
Auditor

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

Small companies note

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

This report was approved by the board on 14th January 2020 and signed on its behalf.



S A Cummings
Director



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THEYSAY LIMITED

Opinion

We have audited the financial statements of Theysay Limited (the 'Company') for the year ended 31 December 2018, which comprise the Statement of comprehensive income, the Balance sheet, 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 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 Company's affairs as at 31 December 2018 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.

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.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, 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.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THEYSAY LIMITED (CONTINUED)

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 prepare the financial statements in accordance with the small companies regime and 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 THEYSAY LIMITED (CONTINUED)

Responsibilities of directors for the financial statements

As explained more fully in the Directors' responsibilities statement on page 1, 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. This description forms part of our Auditor's report.

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 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.



Paul Naylor, BA ACA
Senior statutory auditor
for and on behalf of Grant Thornton UK LLP
Senior Statutory Auditor, Chartered Accountants
London
Date: 14 January 2020

THEYSAY LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
Turnover		146,192	291,732
Gross profit		<u>146,192</u>	<u>291,732</u>
Administrative expenses		(359,643)	(563,944)
Operating loss	5	<u>(213,451)</u>	<u>(272,212)</u>
Interest payable and expenses		(2,746)	-
Loss before tax		<u>(216,197)</u>	<u>(272,212)</u>
Tax on loss	7	-	58,401
Loss for the financial year		<u>(216,197)</u>	<u>(213,811)</u>
 Total comprehensive income for the year		<u>(216,197)</u>	<u>(213,811)</u>

There were no recognised gains and losses for 2018 or 2017 other than those included in the statement of comprehensive income.

The notes on pages 9 to 17 form part of these financial statements.

THEYSAY LIMITED
REGISTERED NUMBER: 07874054

BALANCE SHEET
AS AT 31 DECEMBER 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	8	-	682
		<u>-</u>	<u>682</u>
Current assets			
Debtors: amounts falling due within one year	9	53,262	69,536
Cash at bank and in hand	10	18,396	33,912
		<u>71,658</u>	<u>103,448</u>
Creditors: amounts falling due within one year	11	(246,652)	(62,927)
Net current (liabilities)/assets		<u>(174,994)</u>	<u>40,521</u>
Total assets less current liabilities		<u>(174,994)</u>	<u>41,203</u>
Net (liabilities)/assets		<u>(174,994)</u>	<u>41,203</u>
Capital and reserves			
Called up share capital	12	3	3
Share premium		2,298,953	2,298,953
Capital contribution reserve		600,000	600,000
Retained earnings		(3,073,950)	(2,857,753)
		<u>(174,994)</u>	<u>41,203</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



S A Cummings

Director

Date: 14th January 2020

The notes on pages 9 to 17 form part of these financial statements.

THEYSAY LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital	Share premium account	Capital contribution reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2018	3	2,298,953	600,000	(2,857,753)	41,203
Loss for the year	-	-	-	(216,197)	(216,197)
At 31 December 2018	3	2,298,953	600,000	(3,073,950)	(174,994)

The notes on pages 9 to 17 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Called up share capital	Share premium	Capital Contribution n reserve	Equity reserve	Retained earnings	Total equity
	£	£	£	£	£	£
At 1 January 2017	2	2,216,454	-	82,500	(2,643,942)	(344,986)
Comprehensive income for the year						
Loss for the year	-	-	-	-	(213,811)	(213,811)
Shares to be issued	1	82,499	-	(82,500)	-	-
Purchase of own shares	-	-	600,000	-	-	600,000
At 31 December 2017	3	2,298,953	600,000	-	(2,857,753)	41,203

The notes on pages 9 to 17 form part of these financial statements.

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. General information

Theysay 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 Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The functional and presentational currency of the company is GBP Sterling (£).

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies.

TheySay Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it. Exemptions have been taken in relation to share-based payments, financial instruments, presentation of a cash flow statement and related party transactions with wholly owned group entities.

2.2 Going concern

After making due enquiries, the directors have reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, and for this reason the going concern basis continues to be adopted in preparing the financial statements.

In reaching this conclusion the directors have considered the financial position of the company and its funding facilities. The directors have undertaken a review of the company's forecasts and associated risks and sensitivities. The board recognised the uncertain economic outlook for the UK economy and the particular circumstances relevant to the company.

The company made a loss during the period, and is in a net liability position at the balance sheet date.

The Board has received confirmation from Respond Group Limited that any intergroup credit required will continue to be made available at all levels sufficient to allow the company to meet its liabilities as they fall due for at least 12 months from the date of the approval of this report. The Board consider that Respond Group Limited is able to provide such support if and when required to do so.

Accordingly, the Board has concluded that there is reasonable expectation that the company has adequate resources available to continue in operational existence for the foreseeable future and for this reason have adopted the going concern basis in preparing the financial statements.

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.3 Turnover

Turnover is recognised to the extent that the company obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty.

Turnover comprises income from the provision of contract services. Certain sales are made based on long term contracts. Sales invoiced in advance of the completion of a contract are included within creditors as deferred income and the income is recognised as revenue in the Statement of comprehensive income evenly across the period of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably
- it is probable that the company will receive the consideration due under the contract
- the stage of completion of the contract at the end of the reporting period can be measured reliably;
- and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Such cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value, of each asset on a systematic basis over its expected useful life as follows:

- Computer equipment - over 3 years

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

2.5 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.6 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable or payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.7 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.8 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.11 Foreign currencies

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

2. Accounting policies (continued)

2.12 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 2, 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 those estimates.

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

There are no significant estimates or judgments used in preparing these financial statements.

4. Employees

	2018 £	2017 £
Wages and salaries	119,643	265,689
Social security costs	30,242	36,873
	<u>149,885</u>	<u>302,562</u>

The average monthly number of employees, including directors, during the year was 1 (2017 - 7).

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

5. Operating loss

The operating loss is stated after charging:

	2018 £	2017 £
Depreciation - owned assets	682	1,830
Audit Fee	11,500	13,500
Other services	1,550	1,500
	<u>12,732</u>	<u>16,830</u>

6. Directors' remuneration

Aggregate directors' emoluments included in Note 4 amount to:

	2018 £	2017 £
Directors' emoluments	-	94,750
	<u>-</u>	<u>94,750</u>

7. Taxation

	2018 £	2017 £
Corporation tax		
Adjustments in respect of previous periods	-	(58,401)
Total current tax	<u>-</u>	<u>(58,401)</u>

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

7. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2017 - *lower than*) the standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%). The differences are explained below:

	2018 £	2017 £
Loss on ordinary activities before tax	(216,197)	(272,212)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%)	(41,077)	(52,391)
Effects of:		
Expenses not deductible for tax purposes	10	8,353
Capital allowances for year in excess of depreciation	107	-
Losses	-	44,038
Adjustments to tax charge in respect of prior periods	-	(58,401)
Group relief surrendered	40,960	-
Total tax charge for the year	-	(58,401)

THEYSAY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

8. Tangible fixed assets

	Plant and machinery £
Cost or valuation	
At 1 January 2018	23,306
At 31 December 2018	<u>23,306</u>
Depreciation	
At 1 January 2018	22,624
Charge for the year on owned assets	682
At 31 December 2018	<u>23,306</u>
Net book value	
At 31 December 2018	<u>-</u>
At 31 December 2017	<u>682</u>

9. Debtors

	2018 £	2017 £
Trade debtors	53,143	10,706
Other debtors	119	58,830
	<u>53,262</u>	<u>69,536</u>

10. Cash and cash equivalents

	2018 £	2017 £
Cash at bank and in hand	18,396	33,912
	<u>18,396</u>	<u>33,912</u>

THEYSAY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

11. Creditors: Amounts falling due within one year

	2018 £	2017 £
Trade creditors	295	36,679
Amounts owed to group undertakings	184,091	-
Taxation and social security	181	8,959
Other creditors & deferred income	62,085	17,289
	<u>246,652</u>	<u>62,927</u>

12. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
286,377 (2017 - 286,377) Ordinary shares of £0.000010 each	<u>2.86</u>	<u>2.86</u>

13. Related party transactions

The company has taken advantage of the exemption under the terms of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" not to disclose related party transactions with wholly owned subsidiaries within the group.

14. Controlling party

The company's immediate parent is Respond Group Limited, a Company Incorporated in England and Wales. Respond Group is a wholly owned subsidiary of Apteau Inc, a company incorporated in the USA.

The ultimate controlling parties are now TA Associates and Vista Equity Partners by virtue of their equal shareholding in Gaytor Parent Limited, who replaced Apteau Parent Co Sarl in a group reorganisation. The largest and smallest group for which consolidated accounts are prepared is that headed by Apteau Parent Company Sarl with registered office at 19 Rue De Bitbourg, Luxembourg..

15. Post balance sheet events

There has been no significant events affecting the company since the year end.