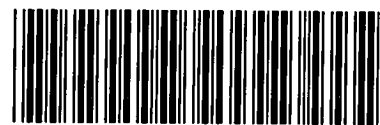


Company Number: 07990751

**EIGHT PAW PROJECTS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2019**

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EIGHT PAW PROJECTS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2019

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EIGHT PAW PROJECTS LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 AUGUST 2019

DIRECTORS: N Beighton
M Dunn
A Suchopar

SECRETARY: A Suchopar

REGISTERED OFFICE: Greater London House
Hampstead Road
London, England
NW1 7FB

COMPANY NUMBER: 07990751 (England and Wales)

INDEPENDENT AUDITORS: PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
54 Clarendon Road
Watford
Hertfordshire
WD17 1DU

EIGHT PAW PROJECTS LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 AUGUST 2019

The Directors submit their report and the audited financial statements of Eight Paw Projects Limited ("the Company") for the year ended 31 August 2019.

DIRECTORS

The Directors during the year ended 31 August 2019 and up to the date of signing the financial statements were:

N Beighton
M Dunn (appointed 9 May 2019)
A Suchopar (appointed 28 June 2019)
A Magowan (resigned 28 June 2019)

COMPANY INFORMATION

The Company is incorporated and domiciled in England and Wales, and is a private company limited by shares and a wholly owned subsidiary of ASOS Intermediate Holdings Limited, a company registered in England and Wales. The ultimate parent company is ASOS Plc.

During the prior year, on 18 January 2018, the Company changed its name from ASOS Brand Services Limited to Eight Paw Projects Limited.

The Directors' report has been prepared taking advantage of the small companies exemption in accordance with section 415A of the Companies Act 2006. The Directors have also taken advantage of the exemption available to small companies under section 414B of the Companies Act 2006, and consequently no strategic report has been prepared.

PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENT

The main activity of the Company is to act as licensor of the intellectual property relating to a number of venture brands. The Company incurs costs relating to non-stock expenses, such as marketing services. Where income from the sales of these brands resides in ASOS.com Limited, Eight Paw Projects Limited receives income from ASOS.com Limited in respect of the costs incurred on a cost plus basis. This activity is expected to continue.

RESULTS AND DIVIDENDS

Company operating profit for the financial year ended 31 August 2019 was £139,314 (2018: £22,372). The Directors do not recommend the payment of a dividend for the year ended 31 August 2019 (2018: £nil).

DIRECTORS' INDEMNITIES

The Company maintains liability insurance for its Directors and officers, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006. This was in force throughout the financial year and at the date of approval of the financial statements.

GOING CONCERN

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of ASOS Plc. The Directors have received confirmation that ASOS Plc intends to support the Company, so that it is able to meet its net current liabilities of £3,534,841, for at least one year from the date these financial statements are approved.

EIGHT PAW PROJECTS LIMITED
DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 AUGUST 2019

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 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 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.

Directors' confirmations

In the case of each Director in office at the date the Directors' Report is approved:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP, having indicated its willingness to continue in office, will be deemed to be reappointed under section 487(2) of the Companies Act 2006.

On behalf of the Board


M Dunn
Director

EIGHT PAW PROJECTS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EIGHT PAW PROJECTS
LIMITED
FOR THE YEAR ENDED 31 AUGUST 2019

Report on the audit of the financial statements

Opinion

In our opinion, Eight Paw Projects Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 31 August 2019; the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- 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.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms of the United Kingdom's withdrawal from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent

EIGHT PAW PROJECTS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EIGHT PAW PROJECTS
LIMITED
FOR THE YEAR ENDED 31 AUGUST 2019

material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 August 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

EIGHT PAW PROJECTS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EIGHT PAW PROJECTS
LIMITED
FOR THE YEAR ENDED 31 AUGUST 2019

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Nicola Adlington (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Watford
5 February 2020

EIGHT PAW PROJECTS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 AUGUST 2019

		Year ended 31 August 2019	Year ended 31 August 2018
	Note	£	£
Revenue	3	2,672,229	429,138
Gross profit		2,672,229	429,138
Administrative expenses		(2,532,915)	(406,766)
Operating profit and profit before income tax	3	139,314	22,372
Finance expense		(14,531)	-
Profit before income tax		124,783	22,372
Income tax expense	4	-	-
Profit and total comprehensive income for the financial year		124,783	22,372

EIGHT PAW PROJECTS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 AUGUST 2019

	Note	Called up share capital £	Retained earnings £	Total shareholders' funds £
At 1 September 2017		100	-	100
Profit and total comprehensive income for the financial year		-	22,372	22,372
At 31 August 2018		100	22,372	22,472
Profit and total comprehensive income for the financial year		-	124,783	124,783
At 31 August 2019	9	100	147,155	147,255

EIGHT PAW PROJECTS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 AUGUST 2019

	Note	31 August 2019 £	31 August 2018 £
Fixed assets			
Investments	5	1	1
Intangible assets	6	3,682,095	3,682,095
		<u>3,682,096</u>	<u>3,682,096</u>
Current assets			
Trade and other receivables	7	534,328	358,901
Cash and cash equivalents		159,981	-
		<u>694,309</u>	<u>358,901</u>
Current liabilities			
Creditors: amounts falling due within one year	8	(4,229,150)	(4,018,525)
		<u>(4,229,150)</u>	<u>(4,018,525)</u>
Net current liabilities		<u>(3,534,841)</u>	<u>(3,659,624)</u>
Total assets less current liabilities		<u>147,255</u>	<u>22,472</u>
TOTAL NET ASSETS		<u>147,255</u>	<u>22,472</u>
Equity			
Called up share capital	9	100	100
Retained earnings		147,155	22,372
TOTAL SHAREHOLDERS' FUNDS		<u>147,255</u>	<u>22,472</u>

Notes 1 to 11, on pages 10 to 14, form part of the financial statements.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements of Eight Paw Projects Limited, registered number 07990751, on pages 7 to 14, were approved by the Board of Directors and authorised for issue on 5 February 2020 and were signed on its behalf by:



M Dunn
Director

EIGHT PAW PROJECTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2019

1. ACCOUNTING CONVENTION AND BASIS OF PREPARATION

These financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ('FRS 101').

Accounting policy references are included in the relevant note throughout the financial statements and also in note 11, and represent those policies which apply to the preparation of the financial statements for the year ended 31 August 2019 under FRS 101. Various new accounting standards and amendments were issued during the year, none of which have had any significant impact on the Company.

The Company is a wholly-owned subsidiary of ASOS Intermediate Holdings Limited and is included in the consolidated financial statements of its ultimate parent company ASOS Plc, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006 and the following exemptions in accordance with FRS 101:

- The requirements of IFRS 7, 'Financial Instruments: Disclosures'
- All exempted paragraphs of IAS 1, 'Presentation of financial statements'
- The requirements of IAS 7, 'Statements of cash flows'
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in estimates and errors'
- The requirements of IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

Wherever required, the equivalent disclosures are included in the consolidated financial statements of ASOS Plc. The remaining available exemptions under FRS 101 are not relevant to the financial statements of the Company.

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The Directors' report has been prepared taking advantage of the small companies exemption in accordance with section 415A of the Companies Act 2006. The Directors have also taken advantage of the exemption available to small companies under section 414B of the Companies Act 2006, and consequently no strategic report has been prepared.

The financial statements are presented in sterling and have been prepared on a going concern basis as explained in the Directors' Report on page 2. The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of ASOS Plc. The Directors have received confirmation that ASOS Plc intends to support the Company for at least one year from the date these financial statements are approved.

2. SIGNIFICANT ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the course of preparing the financial statements, management necessarily makes estimates and judgements that affect the application of policies and reported amounts. Estimates and judgements are continually reviewed and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the current circumstances. Actual results may differ from the initial estimate or judgement and any subsequent changes are accounted for with an effect on the financial statements at the time such updated information becomes available.

The estimates and assumptions which have the most significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities are:

Impairment of investments and receivables

Investments and receivables are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. When a review for impairment of investments is conducted, the recoverable amount is determined based on value-in-use calculations or replacement cost as appropriate, prepared using management's assumptions and estimates. No impairment has been recognised in respect of either investments or receivables at 31 August 2019 (2018: £nil).

Impairment of intangible assets

Intangible assets are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. Where an impairment is required, the recoverable amount is determined based on value-in-use calculations prepared using management's assumptions and estimates. See note 6 on page 12.

EIGHT PAW PROJECTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 AUGUST 2019

3. OPERATING ACTIVITIES

Revenue during the year of £2,672,229 related to amounts received from other group undertakings in relation to marketing and management services provided during the year (2018: £429,138), in respect of a number of venture brands whose sales are recognised in ASOS.com Limited.

Net profit for the year ended 31 August 2019 of £124,783 (2018: £22,372) is stated after charging freelance costs of £54,865 (2018: £21,673), marketing costs of £2,473,125 (2018: £385,065) and other costs of £19,458 (2018: £28). The Company had no employees during the year (2018: nil) and no Directors received remuneration in respect of their services as directors of the Company (2018: nil).

The Company's audit fees were borne by ASOS.com Limited, whose financial statements for the year ended 31 August 2019 show costs relating to the statutory audit of the ASOS group of £5,000 (2018: £4,500).

4. INCOME TAX EXPENSE

See note 11 for the Company's accounting policy on taxation.

Reconciliation of tax charge

There is no charge or credit to corporation tax for the year ended 31 August 2019 (2018: £nil). The tax payable or receivable is £nil as at 31 August 2019 (2018: £nil).

The tax assessed for the year is lower (2018: same as) than the standard rate of corporation tax in the UK 19.00% (2018: 19.00%).

The differences are explained below:

	Year ended 31 August 2019 £	Year ended 31 August 2018 £
Profit before income tax	124,783	22,372
Profit before income tax multiplied by the standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	23,709	4,251
Effects of:		
Permanent disallowables	27,144	3,821
Group relief	(50,853)	(8,072)
Income tax expense	-	-

5. INVESTMENTS

	At 31 August 2019 £	At 31 August 2018 £
Investments	1	1

The Directors believe that the carrying value of the investment is supported by its underlying net assets.

At 31 August 2019, the Company's subsidiary was as follows:

Name of company	Country of incorporation	Proportion of ordinary shares held	Nature of business
ASOS Canada Services Limited	Canada	100%	Non-trading company

ASOS Canada Services Limited: 777 Dunsmuir Street, Suite 1700, Vancouver, BC V7Y 1K4, Canada

EIGHT PAW PROJECTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 AUGUST 2019

6. INTANGIBLE ASSETS

Intangible assets comprise of brand names, trademarks and licences. See note 11 for the Company's accounting policy on intangible assets.

	Brand Names, Trademarks and Licences £
Cost	
At 1 September 2018	3,682,095
Additions	-
At 31 August 2019	3,682,095
Net book value at 31 August 2019 and 31 August 2018	3,682,095

All brand names, trademarks and licences recognised above have been determined to have an indefinite useful life as they are expected to be used on an ongoing basis. They are assessed for impairment annually based on their value-in-use or replacement cost as appropriate. No impairment charge in respect of brand and domain names has been recognised during the year (2018: £nil).

7. TRADE AND OTHER RECEIVABLES

See note 11 for the Company's accounting policy on trade and other receivables.

	At 31 August 2019 £	At 31 August 2018 £
Amounts owed by group undertakings	100	100
Other receivables	534,228	68,801
Prepayments	-	290,000
	534,328	358,901

EIGHT PAW PROJECTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 AUGUST 2019

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Creditors are non-interest bearing and are initially recognised at fair value. Subsequently they are measured at amortised cost using the effective interest rate method.

Amounts owed to group undertakings are unsecured, interest free and payable on demand.

	At 31 August 2019 £	At 31 August 2018 £
Amounts owed to group undertakings	4,189,315	3,852,974
Accruals	39,835	165,551
	<u>4,229,150</u>	<u>4,018,525</u>

9. CALLED UP SHARE CAPITAL

	At 31 August 2019 Number of shares	At 31 August 2019 Nominal value £	At 31 August 2018 Number of shares	At 31 August 2018 Nominal value £
Authorised:				
Ordinary shares at £1 each	100	100	100	100
Allotted, issued and fully paid:				
Ordinary shares at £1 each	100	100	100	100

10. CONTROLLING PARTY

The Company's ultimate parent company and controlling party is ASOS Plc, a company incorporated in England and Wales. The consolidated financial statements produced by ASOS Plc are the only financial statements in which the results of the Company are included. Copies of the consolidated financial statements can be obtained from ASOS Plc, Greater London House, Hampstead Road, London, NW1 7FB.

11. ACCOUNTING POLICIES

The following principal accounting policies have been applied consistently in dealing with items which are considered material to the Company's financial statements.

a) Revenue

Revenue consists of income derived from providing services, relating to the intellectual property held by Eight Paw Projects Limited, to other companies within the ASOS Group and is recognised in the period in which the service is provided. All income is from ASOS group companies, and no income is derived from outside the UK.

b) Taxation

The tax expense included in the statement of comprehensive income comprises current and deferred tax.

Current tax is the expected tax payable based on the taxable profit for the period, and the tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

EIGHT PAW PROJECTS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 AUGUST 2019

11. ACCOUNTING POLICIES (CONTINUED)

c) Investments

Investments held as fixed assets are stated at cost less any provisions for impairment and are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairments are calculated such that the carrying value of the fixed asset investment is the lower of its cost or recoverable amount, being the higher of the asset's net realisable value and its value-in-use.

d) Intangible assets

Acquired brand and domain names are initially recognised at cost. Those deemed to have an indefinite useful life are tested for impairment annually, or as triggering events occur. Any impairment in value is recognised in the statement of comprehensive income in the period in which it occurs.

e) Trade and other receivables

Trade receivables are non-interest bearing and are initially recognised at fair value and subsequently measured at amortised cost less an allowance for expected credit losses. Such allowances are based on an individual assessment of each receivable, which is informed by past experience, and are recognised at amounts equal to the losses expected to result from all possible default events over the life of each financial asset. Management also performs analysis on a case by case basis for particular trade receivables with irregular payment patterns or history.

Amounts owed by group undertakings are unsecured, interest free and payable on demand.