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Company Registration No. 08998418 (England and Wales)

# ALYCIDON TECHNOLOGIES LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2019

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# **COMPANY INFORMATION**

Director

Mr Darryl Eales

Company number

08998418

Registered office

49 Main Road Smalley likeston DE7 6EF

**Auditor** 

Ross Bennet Smith Charles House

5-11 Regent Street, St James's

London SW1Y 4LR

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# STRATEGIC REPORT

# FOR THE YEAR ENDED 30 JUNE 2019

The director presents the strategic report for the year ended 30 June 2019.

### Fair review of the business

The group continued to operate its investment and consultancy activities.

# Profit and loss and key performance indicators

Turnover of the groups continuing activities decreased by 42% from £547,470 to £317,437 due to repayments of interest accruing loan notes in the year. Subject to provisions against loan debtor balances, mainly as a result of a settlement agreement, the performance of the group pre-loan provisions and interest payable moved from a loss of £128,347 in 2018 to a profit of £54,140 in 2019.

### **Balance sheet**

The group had net assets of £975,190 at 30 June 2019 (2018: £1,432,969).

### Principal risks and uncertainties

The management of the business and the execution of the group's strategy are subject to a number of risks. The group has provided loans to a number of unlisted trading companies. The recoverability of these loans is subject to performance of these companies.

Other financial risks, such as credit, price and liquidity risks, can affect the group. Due to the nature of the group's activities, exposure to these risks is minimal. The group further minimises such risks via prudent cash management and the use of forecasting.

# Strategy and future developments

The group and company will continue to develop its investment and loan portfolio by analysing potential investment opportunities. It's subsidiary, Alycidon Limited (formerly Ensco 1070 Limited), provides consultancy services to businesses and makes investments.

# Governance

The board of directors of the subsidiaries meet regularly to discuss all matters concerning governance.

On behalf of the board

Mr Darryl Eales

Director

2.4.20

# **DIRECTOR'S REPORT**

# FOR THE YEAR ENDED 30 JUNE 2019

The director presents his annual report and financial statements for the year ended 30 June 2019.

# Principal activities

The principal activities of the company and group continued to be that of investment and consultancy.

### Director

The director who held office during the year and up to the date of signature of the financial statements was as follows:

Mr Darryl Eales

# Results and dividends

The results for the year are set out on pages 6 to 7.

No ordinary dividends were paid. The director does not recommend payment of a dividend.

## Post reporting date events

The director is unaware of any events that occurred between the end of the reporting period and the date of the financial statements were authorised for issue.

# Financial instruments

Information on the use of financial instruments by the group is disclosed in note 1 to the financial statements. Exposure and management of principal risks are disclosed in the Strategic Report.

# Auditor -

The auditors, Ross Bennet-Smith, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

# Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board

Mr Darryl Eales

Director Date: 2.420

# DIRECTOR'S RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 JUNE 2019

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALYCIDON TECHNOLOGIES LIMITED

## Opinion

We have audited the financial statements of Alycidon Technologies Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 June 2019 which comprise the group profit and loss account, the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows 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 FRS 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 group's and the parent company's affairs as at 30 June 2019 and
  of the group's 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.

# Material uncertainty relating to going concern

We draw attention to note 1.3 in the financial statements which indicate that a material uncertainty exists that may cast significant doubt upon the group's ability to continue as a going concern, due to current liabilities. The financial statements have been prepared on a going concern basis, based upon the continued support expressed by the ultimate controlling party. The financial statements do not include any adjustments that would result from the withdrawal of support. Our opinion is not modified in respect of this matter.

# Other information

The director is 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.

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 our audit:

- the information given in the strategic report and the director's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the director's report have been prepared in accordance with applicable legal requirements.

# INDEPENDENT AUDITOR'S REPORT (CONTINUED)

# TO THE MEMBERS OF ALYCIDON TECHNOLOGIES LIMITED

# Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit
  have not been received from branches not visited by us; or
- · the parent company 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.

### Responsibilities of director

As explained more fully in the director's responsibilities statement, the director is 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 director determines 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 director is responsible for assessing the group's and the parent 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 director either intends to liquidate the group or the parent company or to cease operations, or has 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: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of this 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.

James Sansom (Senior Statutory Auditor) for and on behalf of Ross Bennet-Smith

Ross Benot-Sith

Chartered Accountants Statutory Auditor 145.20

Charles House
5-11 Regent Street, St James's
London
SW1Y 4LR

# GROUP PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2019

	Notes	Continuing Discontinued operations	iscontinued operations £	30 June 2019 £	Continuing Discontinued operations operations £	scontinued operations £	30 June 2018 £
Turnover Cost of sales	m	317,437		317,437	547,470	3,829,336 (4,001,352)	4,376,806 (4,001,352)
Gross profit		317,437	•	317,437	547,470	(172,016)	375,454
Administrative expenses Profit/(loss) on disposal of players contracts Provisions and impairment Payments in respect of player contracts Amortisation of player contracts	<b>4</b>	(263,297) - (726,109)		(263,297) (726,109)	(675,817)	(2,326,552) 3,033,640 (554,740) (226,991)	(3,002,369) 3,033,640 (6,004,364) (554,740) (226,991)
Operating loss	NO.	(671,969)	l l	(671,969)	(6,132,711)	(246,659)	(6,379,370)
Interest receivable and similar income Interest payable and similar expenses Profit/(loss) on disposal of operations - Part disposal of interest in group undertaking	യ ക	214,190		214,190	132,968	- (6,300) 9,925,504	132,968 (6,300) 9,925,504
(Loss)/profit before taxation		(457,779)		(457,779)	(5,999,743)	9,672,545	3,672,802
Tax on (loss)/profit	10	•	,		ı	•	•
(Loss)/profit for the financial year		(457,779)		(457,779)	(5,999,743)	9,672,545	3,672,802

# GROUP PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2019

	5 <del>6</del> <del>6</del>	¥ <u>(</u> 2	72
•	30 June 2018 £	3,730,194 (57,392)	3,672,802
	30 June Continuing Discontinued 2019 operations £		
	Continuing Coperations		
	30 June 2019 £	(457,779)	(457,779)
	Continuing Discontinued operations £		
	Continuing Coperations		
	Notes		
		is attributable	
		(Loss)/profit for the financial year is attributable to: - Owner of the parent company - Non-controlling interests	
		(Loss)/profit for the financito: to: - Owner of the parent com	

# GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2019

	2019 £	2018 £
(Loss)/profit for the year	(457.779)	3,672,802
Other comprehensive income Actuarial gain/(loss) on defined benefit pension schemes	-	(131,870)
Total comprehensive income for the year	(457.779) =====	3,540,932
Total comprehensive income for the year is attributable to.  - Owners of the parent company	(457,779)	3,619,533
- Non-controlling interests	(101,710)	(78,601)
	(457,779)	3,540,932

# **GROUP BALANCE SHEET**

# **AS AT 30 JUNE 2019**

			-		
		20	19	20	18
	Notes	£	£	£	£
Fixed assets					
Goodwill	11		35,007		40,014
investments	12		468,461		1,097,487
			503,468		1,137,501
Current assets					
Debtors	15	8,322,818		9,824,521	
Cash at bank and in hand		435,299		823,555	
		8,758,117		10.648,076	
Creditors: amounts falling due within		(0.000.005)		(40.050.000)	
one year	16	(8,286,395)		(10.352,608)	
Net current assets			471,722		295,468
Total assets less current liabilities			975,190		1,432,969
Capital and reserves					
Called up share capital	18		1,000		1,000
Share premium account			4,850,000		4,850,000
Profit and loss reserves			(3,875,810)		(3,418,031
Total equity			975,190		1,432,969

The financial statements were approved and signed by the director and authorised for issue on ...2.4.20......

Mr Darryl Eales

Director

# **COMPANY BALANCE SHEET**

# **AS AT 30 JUNE 2019**

		20	19	20	018
	Notes	£	£	£	£
Fixed assets					
Investments	12		200,010		200,010
Current assets					
Debtors	15	5,525,268		5,607,768	
investments	12	3,044,478		6,095,296	
Cash at bank and in hand		375,117		159,363	
		8,944,863		11,862,427	
Creditors: amounts falling due within					
one year	16	(8,205,100)		(10,109,138)	
Net current assets			739,763		1,753,289
Total assets less current liabilities			939,773		1,953,299
Capital and reserves					
Called up share capital	18		1,000		1,000
Share premium account			4,850,000		4,850,000
Profit and loss reserves			(3,911,227)		(2,897,701)
Total equity			939,773		1,953,299

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £1,013,526 (2018 - £1,493,491 loss).

The financial statements were approved and signed by the director and authorised for issue on ... 2. 4.25

Mr Darryl Eales

Director

Company Registration No. 08998418

# GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2019

	Share capital	Share premium	Profit and loss	Total controlling	Non- controlling	Total
	Notes £	account	reserves	interest	interest	ш
Balance at 1 July 2017	1,000	4,850,000	(6,777,658)	(6,777,658) (1,926,658)	(1,768,795)	(3,695,453)
Year ended 30 June 2018: Profit for the year		1	3,730,194	3.730,194	(57,392)	3,672,802
Other comprehensive income: Actuarial gains on defined benefit plans	•	•	(110,661)	(110,661)	(21,209)	(131,870)
Total comprehensive income for the year Acquisition of non-controlling interests			3,619,533	3,619,533	(78,601)	3,540,932
Disposal of non-controlling interests Other movements - amortisation of loans	, ,	, ,	- (259,906)	(259,906)	1,820,674	1,820,674 (259,906)
Balance at 30 June 2018	1,000	4,850,000	(3,418,031)	1,432,969	•	1,432,969
Year ended 30 June 2019: Loss for the year Other comprehensive income:	,	1	(457,779)	(457,779)	1	(457,779)
Total comprehensive income for the year			(457,779)	(457,779)	distribution of the second of	(457,779)
Balance at 30 June 2019	1,000	4,850,000	(3,875,810)	975,190		975,190

# COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2019

	Share capital £	Share premium account £	Profit and loss reserves £	Total £
Balance at 1 July 2017	1,000	4,850,000	(1,404,210)	3,446,790
Year ended 30 June 2018: Loss and total comprehensive income for the year	-		(1,493,491)	(1,493,491)
Balance at 30 June 2018	1,000	4,850,000	(2,897,701)	1,953,299
Year ended 30 June 2019: Loss and total comprehensive income for the year	-	•	(1,013,526)	(1,013,526)
Balance at 30 June 2019	1,000	4,850,000	(3,911,227)	939,773

# GROUP STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2019

	20	19	20	118
Notes	£	£	£	£
Cash flows from operating activities				
Cash absorbed by operations 22		(54,753)		(2.034,369)
Interest paid		-		(6,300)
Net cash outflow from operating activities		(54,753)		(2,040,669)
Investing activities				
Purchase of intangible assets	-		(209,500)	
Proceeds on disposal of intangibles			3,285,001	
Purchase of tangible fixed assets	-		(257,795)	
Purchase of shares in subsidiary from non-				
controlling interest			(2,010)	
Net cash disposed of in subsidiary			6,337	
Interest received	214,190		132,968	
Net cash generated from investing activities	<del></del>	214 190		2,955,001
Financing activities				
(Repaid)/Increase in borrowings from director	(1,911,288)		(3,075,633)	
Other loan debtors received	1,363,595		1.913,905	
Payment of finance leases obligations			(6,314)	
Net cash used in financing activities	Miller British (1974) Ann Ann Ann Ann Ann Ann Ann Ann Ann An	(547,693)		(1,168,042)
Net decrease in cash and cash equivalents		(388,256)		(253,710)
Cash and cash equivalents at beginning of year		823,555		1 077,265
Cash and cash equivalents at end of year		435,299		823,555
Poloting to:				
Relating to: Cash at bank and in hand		435 300		072 555
Casii at Calik and in nand		435,299		823,555

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2019

# 1 Accounting policies

# Company information

Alycidon Technologies Limited ("the company") is a private limited company domicited and incorporated in England and Wates. The registered office is 49 Main Road, Smalley, likeston, DE7 6EF.

The group consists of Afycidon Technologies Limited and all of its subsidiaries.

### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain financial instruments at fair value where applicable. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption from disclosing a statement of company cash flows as permitted by the reduced disclosure regime with FRS102.

### 1.2 Basis of consolidation

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

The consolidated financial statements incorporate those of Alycidon Technologies Limited and all of its subsidiaries (ie entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes or to the date of disposal, where disposed of.

All financial statements are made up to 30 June 2019. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

# 1 Accounting policies

(Continued)

Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates. In the group financial statements, associates are accounted for using the equity method.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. In the group financial statements, joint ventures are accounted for using the equity method.

# 1.3 Going concern

The financial statements have been prepared on a going concern basis which the directors consider appropriate due to the net current asset position of the group. There is also expected continued financial support of the ultimate controlling party.

### 1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

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

Turnover includes company income relating to interest receivable.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

# 1.5 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rate on the basis of the carrying amount of each asset in the unit.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

# 1 Accounting policies

•

(Continued)

### 1.6 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

Unlisted investments where the group does not hold significant influence or control are included at cost less provisions for impairment.

# 1.7 Cash at bank and in hand

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

# 1.8 Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally 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.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

# 1 Accounting policies

(Continued)

### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

### Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

# Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

# Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

# Classification of financial liabilities

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 group after deducting all of its liabilities.

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 30 JUNE 2019

### 1 Accounting policies

(Continued)

# Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

# Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

# 1.9 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as tiabilities once they are no longer at the discretion of the group.

### 1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

# Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

# Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

# 1 Accounting policies

(Continued)

2040

# 1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

# 1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due

### 1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

# 2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the director is required to make judgements, estimates and assumptions about the carrying amount 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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The following judgements have had the most significant effect on amounts recognised in the financial statements:

# Recoverability of debtors

The director assesses the recoverability of loans, included in other debtors, each year to assess whether provision is necessary against such.

# 3 Turnover and other revenue

	2019	2016
	£	£
Turnover analysed by class of business		
Professional football club	-	3,829,336
Investing and other activities	317,437	547,470
	317.437	4,376,806
	317,437	4,370,000

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

4	Provisions and impairment	2019 £	2018 £
	Impairment of investments	629,026	1,000,000
	Loan to subsidiary acquired for £1 reversal	-	4,383,878
	Provision against loan debtors	164,871	620,486
	Reversal of historic provisions on loan debtors	(67,788)	-
		726,109	6,004,364
5	Operating loss		
	•	2019	2018
		£	£
	Operating loss for the year is stated after charging:		
	Depreciation of owned tangible fixed assets	-	37,269
	Depreciation of tangible fixed assets held under finance leases	-	11,320
	Amortisation of intangible assets	5,007	180,419
	Amortisation of players contracts	-	226,991
	Operating lease charges	•	669,229
6	Auditor's remuneration	Value of the second sec	And the second s
		2019	2018
	Fees payable to the company's auditor and associates:	£	3
	For audit services		
	Audit of the financial statements of the group and company	10,000	6,000
	Audit of the financial statements of the		
	company's subsidiaries		18,000
		10,000	24,000
			description of the second of t

# 7 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group		Company	
	2019	2018	2019	2018
	Number	Number	Number	Number
Football players and staff	-	106	•	•
Administration	1	16	1	1
			Control of the Control of the Control	
	1	122	1	1

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

7	Employees				(Continued)
	Their aggregate remuneration comprised:				
		Group		Company	
		2019	2018	2019	2018
		£	£	£	£
	Wages and salaries		2,891,854	-	-
	Social security costs	-	302,759	-	97
	Pension costs	-	1,480	-	-
		*	3,196,093	-	97
8	Interest receivable and similar income			0040	0040
				2019	2018
	Interest income			£	£
	Other interest income			214.190	132,968
	Other interest arcome			214,190	132,900
9	interest payable and similar expenses				
	•			2019	2018
				£	£
	Interest on financial liabilities measured at a	mortised cost:			
	Interest on bank overdrafts and loans			-	1
	Interest on finance leases and hire purchase co	ntracts		-	960
				-	961
	Other finance costs:				
	Other interest			<b>4</b> -	5,339
	Total finance costs			-	6,300
					<del></del>

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 30 JUNE 2019

# 10 Taxation

The actual charge for the year can be reconciled to the expected credit for the year based on the profit or loss and the standard rate of tax as follows:

	2019 £	2018 £
(Loss)/profit before taxation	(457.779)	3,672,802
	=======================================	The state of the s
Expected tax (credit)/charge based on the standard rate of corporation tax in		
the UK of 19.00% (2018: 19.00%)	(86,978)	697,832
Tax effect of expenses that are not deductible in determining taxable profit	109,831	341,170
Gains not taxable	-	(1,885,846)
Tax effect of utilisation of tax losses not previously recognised	(22,853)	(2,829,141)
Unutilised tax losses carried forward	-	195,228
Losses on discontinued operations not recognised	-	2,686,970
Permanent capital allowances in excess of depreciation	-	(19,400)
Depreciation on assets not qualifying for tax allowances	-	9,232
Amortisation on assets not qualifying for tax allowances	~	34,280
Other permanent differences	•	21,493
Provision against toan write back /(up)		840,955
Group loss relief	-	(92,773)
Taxation credit for the year	<u>*************************************</u>	
	The second secon	TO A CONTRACTOR OF THE STATE OF

# 11 Intangible fixed assets

Group	Goodwill
	£
Cost	
At 1 July 2018 and 30 June 2019	80,671
Amortisation and impairment	
At 1 July 2018	40,657
Amortisation charged for the year	5.007
At 30 June 2019	45,664
Carrying amount	tang Manhatanan a at an
At 30 June 2019	35,007
At 30 June 2018	40 014

The above amortisation includes an impairment provision of £30,596. The company had no intangible fixed assets at 30 June 2019 or 30 June 2018.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

12	Fixed asset investments		Group 2019	2049	Company 2019	204.0
		Notes	2019 £	2018 £	2019 £	2018 £
	Investments in subsidiaries	13	_	_	200,010	200,010
	Unlisted investments		468,461	1,097,487		
			468,461	1,097,487	200,010	200,010
	Movements in fixed asset investigation	tments				investments
	Gloup					other than loans
	Cost or valuation					
	At 1 July 2018 Impairment					1 097,487 (629,026)
	At 30 June 2019					468.461
	Carrying amount					-
	At 30 June 2019					468,461
	At 30 June 2018					1,097,487
	Movements in fixed asset invest	tments				
	Company					Shares in group undertakings
	Cost or valuation					L
	At 1 July 2018 and 30 June 2019					200,010
	Carrying amount					· · · · · · · · · · · · · · · · · · ·
	At 30 June 2019					200,010
	At 30 June 2018					200,010

Loans to the subsidiary included in current asset investments in the company's balance sheet were £3,044,478 (2018: £6,095,296) at the year end.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

# 13 Subsidiaries

Details of the company's subsidiaries at 30 June 2019 are as follows

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct Indirect
Alycidon Limited	England and Wales	Consultancy and investment	Ordinary	100.00 -

Alycidon Limited (formerly Ensco 1070 Limited) is exempted from audit by virtue of Section 479A of the Companies Act 2006.

The registered office of the subsidiary is the same as the parent company's

# 14 Financial instruments

		Group		Company	
		2019	2018	2019	2018
		£	£	3	£
	Carrying amount of financial assets				
	Debt instruments measured at amortised cost	8,314,635	9,726,955	8,655,476	11,645,364
	Equity instruments measured at cost less				
	impairment	468,461	1,097,487	200,010	200,010
		<del></del>			<del></del>
	Carrying amount of financial liabilities				
	Measured at amortised cost	8,286,395	10,352,608	8,205,100	10,109,138
			<del></del>		41-11-11-11-11-11-11-11-11-11-11-11-11-1
15	Debtors				
		Group		Company	
		2019	2018	2019	2018
	Amounts falling due within one year:	£	£	£	£
	Trade debtors	9,081	3,954	9,080	3,954
	Other debtors	8,289,025	9,749,703	5,491,476	5,563,181
	Prepayments and accrued income	24,712	70,864	24,712	40,633
				_ ', ' \_	
		8,322,818	9,824,521	5,525,268	5,607,768

Other debtors for the group include £3,353,350 (2018: £5,179,600) due in more than one year Other debtors for the company include £3,353,350 (2018: £3,927,100) due in more than one year

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

16	Creditors: amounts falling due wi	thin one yea	ar			
	_	_	Group		Company	
			2019	2018	2019	2018
		Notes	£	£	£	£
	Other loans	20	8,190,100	10,101,388	8,190,100	10,101,388
	Trade creditors		77,044	239,220	-	-
	Accruals and deferred income		19,251	12,000	15,000	7,750
			8,286,395	10,352,608	8,205,100	10,109,138
17	Retirement benefit schemes					
	Defined contribution schemes				2019 £	2018 £
	Charge to profit or loss in respect of	defined con	tribution schem	es		1,480

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

# 18 Share capital

	Group and company	
	2019	2018
Ordinary share capital	£	£
Issued and fully paid		
1,000 Ordinary shares of £1 each	1,000	1,000

# 19 Reserves

Share premium account - includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium

The Profit & Loss Account reserve reflects accumulated retained historic profits and losses.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2019

# 20 Related party transactions

# Group and company

Included in other debtors are amounts owed by companies of which D Eales is a director and/or shareholder: Alycidon Capital Limited £3,353,350 (2018: £3,677,100), Rascasse Developments Limited £610,271 (2018: £580,271), Tulyar Consulting Limited £94,294 (2018: £61,648), Black N Round Limited £97,000 (2018: £40,000), Piper Special Vehicles Limited £88,042 (2018: £70,000) MPA Creative Limited £250,000 (2018: £250,000) and Werqwise (UK) Limited £523,379 (2018: £320,000). Included in trade debtors is £9,081 (2018: £3,954) due from MPA Creative Limited and Piper Special Vehicles Limited.

During the period loans were provided to Alycidon Limited (Formerly Ensco 1070 Limited), a subsidiary company. Company income includes interest of £nil (2018: £405,634) charged to Alycidon Limited during the year. At the balance sheet date, the amount due from Alycidon Limited was £3,044,478 (2018: £6,095,296). £1,197,658 of the loans to Alycidon Limited were provided against in the year, in the company balance sheet (2018: £1,920,730).

Included in creditors: amounts falling due after more than one year is a balance of £8,190,100 (2018: £10,101,388) owed to the director.

# 21 Controlling party

The ultimate controlling party is D Eales, by virtue of his shareholding.

# 22 Cash generated from group operations

	2019 £	2018 £
	E.	£.
(Loss)/profit for the year after tax	(457,779)	3,672,802
Adjustments for:		
Finance costs	-	6,300
Investment income	(214,190)	(132,968)
Gain on disposal of intangible assets		(3,033,640)
Gain on disposal of business	-	(9,925,504)
Amortisation and impairment of intangible assets	5,007	407,410
Depreciation and impairment of tangible fixed assets	-	48,589
Provision against loans	726,109	6,004,364
Amortisation of loans		(259.906)
Movements in working capital:		
(Increase)/decrease in stocks	-	46,319
Decrease in debtors	41,025	1,311, <del>9</del> 72
(Decrease)/increase in creditors	(154,925)	33 429
(Decrease) in deferred income	-	(213.536)
Cash absorbed by operations	(54,753)	(2,034,369)
	and the second s	many managers or age of the second many of the seco