

REGISTERED NUMBER: 09876308 (England and Wales)

FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018
FOR
RYALTO LTD

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Page
Company Information	1
Balance Sheet	2
Notes to the Financial Statements	4

RYALTO LTD
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2018

DIRECTORS:	Ms K L Sarti S McHugh
REGISTERED OFFICE:	12 New Fetter Lane London EC4A 1JP
REGISTERED NUMBER:	09876308 (England and Wales)
ACCOUNTANTS:	Hamlyns LLP Chartered Accountants Sundial House High Street Horsell Woking Surrey GU21 4SU

BALANCE SHEET
31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
FIXED ASSETS					
Intangible assets	4		2,408,210		1,309,766
Tangible assets	5		15,947		8,682
Investments	6		3,552		-
			<u>2,427,709</u>		<u>1,318,448</u>
CURRENT ASSETS					
Debtors	7	991,306		562,632	
Cash at bank		<u>228,567</u>		<u>613,158</u>	
		1,219,873		1,175,790	
CREDITORS					
Amounts falling due within one year	8	<u>1,231,197</u>		<u>101,226</u>	
NET CURRENT (LIABILITIES)/ASSETS			<u>(11,324)</u>		<u>1,074,564</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			2,416,385		2,393,012
CREDITORS					
Amounts falling due after more than one year	9		-		1,054,956
NET ASSETS			<u>2,416,385</u>		<u>1,338,056</u>
CAPITAL AND RESERVES					
Called up share capital			11,207		7,615
Share premium			6,446,009		3,660,921
Other reserves			48,611		71,060
Retained earnings			<u>(4,089,442)</u>		<u>(2,401,540)</u>
			<u>2,416,385</u>		<u>1,338,056</u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2018.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 December 2018 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

BALANCE SHEET - continued
31 DECEMBER 2018

The financial statements have been prepared and delivered in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors on 27 March 2019 and were signed on its behalf by:

Ms K L Sarti - Director

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

1. STATUTORY INFORMATION

Ryalto Ltd 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

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

An impairment loss has been recognised in the Income Statement, following an assessment at the Balance Sheet date indicating the recoverable amount was less than its carrying value.

Patents and licences are being amortised evenly over their estimated useful life of 10 years.

Research and development

Research and development expenditure is written off as incurred, except that development expenditure incurred on an individual project is capitalised as an intangible asset when the group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the asset and the ability to measure reliably the expenditure during development. Following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised evenly over the period of expected future benefit. During the period of development the asset is tested for impairment annually.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Computer equipment - 33% on cost

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

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

2. ACCOUNTING POLICIES - continued

Financial instruments

Financial instruments are classified as accounted for according to the substance of the contractual arrangements as either financial assets, financial liabilities or equity instruments.

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.

Short term trade 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.

Convertible loan notes are split between the liability component and the equity component. The liability component is initially recorded at the present value of future payments discounted at a market rate of interest for an equivalent liability without a conversion feature. The remainder of the proceeds on issue is allocated to the equity component and included in shareholder's equity. Interest is accrued and recognised in the Profit & Loss.

An equity instrument is any contract that evidences a residual interest in the net assets of the company.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 18 (2017 - 7) .

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

4. INTANGIBLE FIXED ASSETS

	Patents and licences £	Development costs £	Totals £
COST			
At 1 January 2018	750	1,559,166	1,559,916
Additions	-	1,098,519	1,098,519
At 31 December 2018	<u>750</u>	<u>2,657,685</u>	<u>2,658,435</u>
AMORTISATION			
At 1 January 2018	150	250,000	250,150
Amortisation for year	75	-	75
At 31 December 2018	<u>225</u>	<u>250,000</u>	<u>250,225</u>
NET BOOK VALUE			
At 31 December 2018	<u>525</u>	<u>2,407,685</u>	<u>2,408,210</u>
At 31 December 2017	<u>600</u>	<u>1,309,166</u>	<u>1,309,766</u>

5. TANGIBLE FIXED ASSETS

	Computer equipment £
COST	
At 1 January 2018	13,574
Additions	17,529
At 31 December 2018	<u>31,103</u>
DEPRECIATION	
At 1 January 2018	4,892
Charge for year	10,264
At 31 December 2018	<u>15,156</u>
NET BOOK VALUE	
At 31 December 2018	<u>15,947</u>
At 31 December 2017	<u>8,682</u>

6. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
Additions	3,552
At 31 December 2018	<u>3,552</u>
NET BOOK VALUE	
At 31 December 2018	<u>3,552</u>

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

7. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2018	2017
	£	£
Trade debtors	74,400	-
Amounts owed by group undertakings	542,059	-
Other debtors	374,847	562,632
	<u>991,306</u>	<u>562,632</u>

8. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2018	2017
	£	£
Trade creditors	176,532	54,585
Amounts owed to group undertakings	736	8,104
Other creditors	1,053,929	38,537
	<u>1,231,197</u>	<u>101,226</u>

The total amount sitting in other creditors relates to the liability element of Convertible Loan Notes issued in the year. The Notes mature on 31 December 2019 and accrue interest at 10% per annum.

9. **CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2018	2017
	£	£
Other creditors	-	1,054,956

10. **RELATED PARTY DISCLOSURES**

Tquila International PTE Ltd

Controlling party.

	2018	2017
£	£	
Amount due within 1 year from/(to) the related party at the balance sheet date	<u>186,571</u>	<u>(7,420)</u>

During the year Convertible Loan Notes issued to Tquila International PTE Ltd in 2017 of \$500,000 and in 2018 of \$550,000 were converted to share capital.

Ryalto Health US Inc

100% owned by Ryalto Limited

	2018	2017
£	£	
Amount due within 1 year from the related party at the balance sheet date	<u>355,488</u>	<u>Nil</u>

11. **ULTIMATE CONTROLLING PARTY**

Ryalto Limited is controlled by Tquila International PTE Ltd, a company registered in Singapore.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.