

Five Islands Capital Limited
Unaudited
Financial statements
Information for filing with the registrar
For the Year Ended 31 March 2023

Fletcher & Partners
Chartered Accountants
Salisbury

Five Islands Capital Limited
Registered number: 11691093

Balance Sheet
As at 31 March 2023

	Note	2023 £	2022 £
Fixed assets			
Investments	6	265,646	265,646
		<hr/>	<hr/>
		265,646	265,646
Current assets			
Debtors: amounts falling due within one year	7	340,078	821,095
Cash at bank and in hand	8	11,298	75,247
		<hr/>	<hr/>
		351,376	896,342
Creditors: amounts falling due within one year	9	(778,890)	(25,931)
		<hr/>	<hr/>
Net current (liabilities)/assets		(427,514)	870,411
		<hr/>	<hr/>
Total assets less current liabilities		(161,868)	1,136,057
Creditors: amounts falling due after more than one year	10	(557,500)	(294,004)
		<hr/>	<hr/>
Net (liabilities)/assets		(719,368)	842,053
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	11	1,158	1,199
Share premium account		1,599,847	1,599,847
Profit and loss account		(2,320,373)	(758,993)
		<hr/>	<hr/>
		(719,368)	842,053
		<hr/>	<hr/>

Five Islands Capital Limited
Registered number: 11691093

Balance Sheet (continued)
As at 31 March 2023

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

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

The 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 have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

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

A Lubin
Director

Date: 27 December 2023

The notes on pages 5 to 9 form part of these financial statements.

Five Islands Capital Limited

**Statement of Changes in Equity
For the Year Ended 31 March 2023**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 April 2022	1,199	1,599,847	(758,993)	842,053
Comprehensive income for the year				
Loss for the year	-	-	(1,561,380)	(1,561,380)
	<hr/>	<hr/>	<hr/>	<hr/>
Other comprehensive income for the year	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	-	(1,561,380)	(1,561,380)
Contributions by and distributions to owners				
Shares issued during the year	263	-	-	263
Shares cancelled during the year	(304)	-	-	(304)
	<hr/>	<hr/>	<hr/>	<hr/>
Total transactions with owners	(41)	-	-	(41)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2023	<u>1,158</u>	<u>1,599,847</u>	<u>(2,320,373)</u>	<u>(719,368)</u>

The notes on pages 5 to 9 form part of these financial statements.

Five Islands Capital Limited

**Statement of Changes in Equity
For the Year Ended 31 March 2022**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 December 2020	1,046	-	(306,609)	(305,563)
Comprehensive income for the period				
Loss for the period	-	-	(452,384)	(452,384)
	<hr/>	<hr/>	<hr/>	<hr/>
Other comprehensive income for the period	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
Total comprehensive income for the period	-	-	(452,384)	(452,384)
Contributions by and distributions to owners				
Shares issued during the period	155	1,599,847	-	1,600,002
Shares cancelled during the period	(2)	-	-	(2)
	<hr/>	<hr/>	<hr/>	<hr/>
Total transactions with owners	153	1,599,847	-	1,600,000
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2022	<u>1,199</u>	<u>1,599,847</u>	<u>(758,993)</u>	<u>842,053</u>

The notes on pages 5 to 9 form part of these financial statements.

Five Islands Capital Limited

Notes to the Financial Statements For the Year Ended 31 March 2023

1. General information

Five Islands Capital Limited is a private company limited by shares, incorporated in England and Wales with the registered number 11691093. Its registered office is 71-75 Shelton Street, Covent Garden, London, WC2H 9JQ.

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 following principal accounting policies have been applied:

2.2 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.3 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight-line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.4 Taxation

Tax is recognised in profit or loss 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.

**Notes to the Financial Statements
For the Year Ended 31 March 2023**

2. Accounting policies (continued)

2.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.6 Debtors

Short-term debtors are measured at transaction price, less any impairment.

2.7 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.

2.8 Creditors

Short-term creditors are measured at the transaction price.

2.9 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and the 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.

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.

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

The company had to delay launching off their product due to the Covid 19 pandemic restrictions. The directors are unable to assess how much this will have financially affected the company.

4. Directors' indemnity insurance

During the period 1 December 2020 to 31 March 2022 the Company did not have third party indemnity insurance in force for the benefit of the directors.

Five Islands Capital Limited

Notes to the Financial Statements For the Year Ended 31 March 2023

5. Employees

The average monthly number of employees, including directors, during the year was 8 (2022 - 8).

6. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 April 2022	265,646
At 31 March 2023	<u>265,646</u>

Five Islands Capital Limited holds 100% of the ordinary share capital of Blockthree Payments Limited, 5I Digital D.O.O. Fiveiq Limited, Blockthree Europe D.O.O. and Blockthree Technologies Limited. Blockthree Payments Limited registered office is 71-75 Sheldon Street, Covent Garden, London, WC2H 9JQ. 5I Digital D.O.O. and Blockthree Europe D.O.O. registered office is Radnicka cesta 48 10000, Zagreb, Grad Zagreb, Croatia. Fiveiq Limited registered office is FD Ground Floor, Accelerator Building, Masdar City Services, Masdar City, PO Box 54115, Abu Dhabi, United Arab Emirates.

7. Debtors

	2023 £	2022 £
Amounts owed by group undertakings	317,425	790,301
Other debtors	22,653	29,774
Called up share capital not paid	-	304
Prepayments and accrued income	-	716
	<u>340,078</u>	<u>821,095</u>

8. Cash and cash equivalents

	2023 £	2022 £
Cash at bank and in hand	11,298	75,247
	<u>11,298</u>	<u>75,247</u>

Five Islands Capital Limited

**Notes to the Financial Statements
For the Year Ended 31 March 2023**

9. Creditors: Amounts falling due within one year

	2023 £	2022 £
Trade creditors	17,790	606
Amounts owed to group undertakings	754,395	11,975
Other taxation and social security	62	11,537
Other creditors	457	-
Accruals and deferred income	6,186	1,813
	<u>778,890</u>	<u>25,931</u>

10. Creditors: Amounts falling due after more than one year

	2023 £	2022 £
Trade creditors	-	140,700
Other creditors	557,500	153,304
	<u>557,500</u>	<u>294,004</u>

11. Share capital

	2023 £	2022 £
Authorised		
1,157,530 (2022 - 1,199,000) Ordinary A shares of £0.001 each	<u>1,158</u>	<u>1,199</u>
Allotted, called up and fully paid		
1,157,530 (2022 - 895,000) Ordinary A shares of £0.001 each	<u>1,158</u>	<u>895</u>
Allotted, called up and partly paid		
0 (2022 - 304,000) Ordinary A shares of £0.001 each	<u>-</u>	<u>304</u>

Five Islands Capital Limited

Notes to the Financial Statements For the Year Ended 31 March 2023

12. Related party transactions

At the end of the year, all the shareholders in Five Islands Capital Limited transferred their shares to Blockthree Holdings Limited, which now owns 100% of the shares in Five Islands Capital Limited. The ex-shareholders of Blockthree Holdings Limited received in exchange for their shares the same percentage holding in Blockthree Holdings Limited. Included in creditors at 31 March 2023 is £754,396 owed to Blockthree Holdings Limited.

£8,207 travelling expenses was paid to four directors during the year.

£7,650 was paid to a non-executive director during the year.

The company owed Dexapoint (UK) Limited £153,304 at the start of the period, and further loans were advanced during the period, at the end of the year the loan was novated to Blockthree Holdings Limited. There is no interest charge in the year. Dexapoint (UK) Limited is owned by two of Five Islands Capital Limited's directors, Mr A Lubin and Mr N Lubin.

No commission was paid to a connected party during the year.

At the start of the year a loan to a subsidiary company, Blockthree Europe D.O.O. of £75,000 was outstanding and a further £165,000 was loaned in the year, resulting in the loan being for a total of £240,000 at the year end. The loan was re-negotiated and is repayable by 6 January 2024 and interest of 3% to be accrued six months in arrears.

Also included in debtors at 31 March 2023 are amounts due from subsidiary companies: Blockthree Europe D.O.O £2,673, Blockthree Technologies Limited £199, Five IQ LLC £2,865, Five Islands Investment D.O.O £6,393 and Blockthree Payments Limited £65,295.

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.