

FRONTIER IP GP RG LIMITED
ANNUAL REPORT & FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30 JUNE 2016



FRONTIER IP GP RG LIMITED

**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED
30 JUNE 2016**

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FRONTIER IP GP RG LIMITED

**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED
30 JUNE 2016**

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

N D Crabb
J M Fish
J A McKay

REGISTERED OFFICE

c/o CMS Cameron McKenna LLP
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EN

AUDITOR

Moore Stephens
150 Aldersgate Street
London
EC1A 4AB

REGISTERED NUMBER

SC360329

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

DIRECTORS' REPORT

The directors present their report together with the financial statements and auditor's report, for the year ended 30 June 2016. This report has been prepared in accordance with the special provisions relating to small companies provided by s415A of the Companies Act 2006 and consequently no strategic report is provided.

Principal activities

The company is the General Partner of the RGU Ventures Investment Fund.

Results and dividends

The company made a loss before tax for the year of £14,461 (2015:£3,307) The directors do not recommend the payment of a dividend.

Directors

The directors who served during the year are set out on page 2.

Awareness of relevant audit information

At the date of signing this report and insofar as each of the directors is aware:

- There is no relevant audit information of which the auditor is unaware
- The directors have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

Going concern

The balance sheet at 30 June 2016 shows the company is in a net liability position. As the company is reliant on funding from its parent company, the directors have reviewed the trading prospects and projected cash flows of the group as a whole. The directors have received an undertaking from its parent company that it has no intention to withdraw support for the foreseeable future. On this basis the directors have a reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Auditor

Moore Stephens LLP will be reappointed in accordance with Chapter 2 of Part 16 of the Companies Act 2006.

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

DIRECTORS' REPORT (continued)

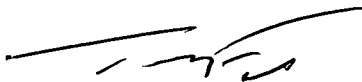
Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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 year. In preparing those financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable understandable information; and
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for the company's systems of internal financial control and for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By Order of the Board



J M Fish
Director

27th March 2017

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF FRONTIER IP GP RG LIMITED

We have audited the financial statements of Frontier IP GP RG Limited for the year ended 30 June 2016 which comprise the profit and loss account, the balance sheet, the reconciliation of movements in shareholders' funds and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2016 and of its result 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.

FRONTIER IP GP RG LIMITED

**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED
30 JUNE 2016**

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF FRONTIER IP GP
RG LIMITED**

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Neil Tustian

Neil Tustian (Senior Statutory Auditor)
for and on behalf of MOORE STEPHENS LLP
Chartered Accountants and Statutory Auditor
London

31 March 2017

FRONTIER IP GP RG LIMITED**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED
30 JUNE 2016****STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 JUNE 2016**

	Notes	Year ended 30 June 2016 £	18 months ended 30 June 2015 £
Turnover	1	8,125	26,488
Operating expenses	2	(22,586)	(29,795)
Loss on ordinary activities before taxation		(14,461)	(3,307)
Taxation		-	-
Loss and total comprehensive income for the financial period		(14,461)	(3,307)
Retained earnings at the beginning of the period		(3,306)	1
Loss for the period		(14,461)	(3,307)
Retained earnings at the end of the year		(17,767)	(3,306)

All the Company's activities are classed as continuing and there were no recognised gains or losses in the year other than those included on the profit and loss account.

The accompanying notes form an integral part of these financial statements.

FRONTIER IP GP RG LIMITED

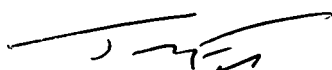
**REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED
30 JUNE 2016**

BALANCE SHEET AS AT 30 JUNE 2016 AND AS AT 30 JUNE 2015

	Notes	2016 £	2015 £
Current assets			
Debtors	4	133,859	124,898
Creditors: amounts falling due within one year	5	<u>(151,626)</u>	<u>(128,204)</u>
Net current (liabilities)		<u>(17,767)</u>	<u>(3,306)</u>
Net (liabilities)		<u>(17,767)</u>	<u>(3,306)</u>
 Capital and reserves			
Called up share capital	6	1	1
Profit and loss account	7	<u>(17,768)</u>	<u>(3,307)</u>
Shareholder's (deficit)		<u>(17,767)</u>	<u>(3,306)</u>

The accompanying notes are an integral part of these financial statements.

The financial statements on pages 7 to 12 were approved and authorised for issue by the Board of Directors on 27 March 2017 and signed on behalf of the Board by:



J M Fish
Director

Registered No: SC360329

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

1. Accounting policies

The principal accounting policies are summarised below. They have been applied consistently throughout the period.

Basis of accounting

The financial statements have been prepared under the historical cost convention as modified by the revaluation of and in accordance with Financial Reporting Standard 101, Reduced Disclosure Framework. These financial statements are publicly available.

Information on the impact of first-time adoption of FRS 101 is given in note 11.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see below).

Going concern

The balance sheet at 30 June 2016 shows the company is in a net liability position. As the company is reliant on funding from its parent company, the directors have reviewed the trading prospects and projected cash flows of the group as a whole. The directors have received an undertaking from its parent company that it has no intention to withdraw support for the foreseeable future, and for a period of at least 12 months from the date of approval of these accounts. On this basis the directors have a reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements

Turnover

Turnover represents amounts invoiced for the provision of services, net of Value Added Tax.

Taxation

The charge for taxation is based on the profit for the period and takes into account deferred taxation. Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Judgements in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates and judgements.

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

2. Operating expense

Operating loss is stated after charging:

	2016 £	2015 £
Management fees	19,121	28,835
Auditor's remuneration		
- Audit services	2,500	-
- Non-audit services: tax	960	600

Auditor's remuneration for 2015 was borne by Frontier IP Group plc, the ultimate parent company.
(see note 9)

3. Taxation

	Year ended 30 June 2015 £	18 months ended 30 June 2015 £
Loss on ordinary activities before tax	(14,461)	(3,307)
Loss on ordinary activities at the standard rate of corporation tax in the UK of 20% (2015: 20.8%)	(2,892)	(661)
Income not taxable	-	-
Unrelieved tax losses not recognised in deferred tax	2,892	661

4. Debtors

	2016 £	2015 £
Prepayments and accrued income	133,858	124,897
Called up share capital not paid	1	1

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

5. Creditors: amounts falling due within one year

	2016 £	2015 £
Amount due to holding company	15,494	4,444
Loan	130,156	122,339
Trade creditors	3,476	1,061
Other creditors and accruals	2,500	360
	<u>151,626</u>	<u>128,204</u>

The loan is from the RGU Ventures Investment Fund and is unsecured, interest free and non-refundable. The loan is in advance of any future profit distributions from the RGU Ventures Investment Fund.

6. Called up share capital

	2016		2015	
	Number	£	Number	£
Authorised				
Ordinary shares of £1 each	100	100	100	100
Allotted, called up and not paid				
Ordinary shares of £1 each	1	1	1	1

7. Reserves

	Profit and loss account £
At 1 July 2015	(3,307)
Retained loss for the period	<u>(14,461)</u>
At 30 June 2016	<u>(17,768)</u>

8. Reconciliation of movement in shareholders' (deficit) / funds

	2016 £	2015 £
Opening shareholders' funds	(3,306)	1
Retained loss for the period	<u>(14,461)</u>	<u>(3,307)</u>
Closing shareholders' (deficit) / funds	<u>(17,767)</u>	<u>(3,306)</u>

FRONTIER IP GP RG LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

9. Ultimate controlling party

The directors regard Frontier IP Group plc, a company incorporated in England, as the ultimate parent company and the ultimate controlling party.

10. FRS 101 exemptions

The company's ultimate parent undertaking, Frontier IP Group Plc, includes the company in its consolidated financial statements. The consolidated financial statements of Frontier IP Group Plc, are prepared in accordance with IFRS and are available to the public and may be obtained from Companies House.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a cash flow statement and related notes;
- disclosures in respect of transactions with wholly owned subsidiaries;
- the effects of new but not yet effective IFRSs;
- in respect of compensation of Key Management Personnel.

As the consolidated financial statements of Frontier IP Group Plc, include the equivalent disclosures, the company has also taken the exemption under FRS 101 available in respect of the following disclosures;

- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

11. First time adoption of FRS 101

The policies applied under the entity's previous accounting framework are not materially different to FRS101 and have not impacted on equity or profit and loss.