

**Build A Rocket Boy Limited
(formerly Royal Circus Limited)**

Unaudited Financial Statements

Period Ended

31 December 2018

Company Number SC537252



Build A Rocket Boy Limited

Company Information

Directors	L P Benzies K Waardahl Z Cao T Campbell
Registered number	SC537252
Registered office	29 Constitution Street Edinburgh EH6 7BS
Accountants	BDO LLP 4 Atlantic Quay 70 York Street Glasgow G2 8JX

Build A Rocket Boy Limited

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Build A Rocket Boy Limited

Chartered Accountants' Report to the Board of Directors on the preparation of the Unaudited Statutory Financial Statements of Build A Rocket Boy Limited for the Period Ended 31 December 2018

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Build A Rocket Boy Limited for the period ended 31 December 2018 which comprise the Statement of Financial Position, the Statement of Changes in Equity and the related notes from the Company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <http://www.icaew.com/en/members/regulations-standards-and-guidance/>.

This report is made solely to the Board of Directors of Build A Rocket Boy Limited, as a body, in accordance with the terms of our engagement letter dated 20 September 2018. Our work has been undertaken solely to prepare for your approval the financial statements of Build A Rocket Boy Limited and state those matters that we have agreed to state to the Board of Directors of Build A Rocket Boy Limited, as a body, in this report in accordance with ICAEW Technical Release TECH07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Build A Rocket Boy Limited and its Board of Directors, as a body, for our work or for this report.

It is your duty to ensure that Build A Rocket Boy Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of Build A Rocket Boy Limited. You consider that Build A Rocket Boy Limited is exempt from the statutory audit requirement for the period.

We have not been instructed to carry out an audit or review of the financial statements of Build A Rocket Boy Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.



BDO LLP
Chartered Accountants

4 Atlantic Quay
70 York Street
Glasgow
G2 8JX
3 July 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Build A Rocket Boy Limited

Registered number: SC537252

Statement of Financial Position As at 31 December 2018

	Note	31 December 2018 £	31 October 2017 £
Fixed assets			
Intangible assets	5	149,676	36,740
Tangible assets	6	749,337	9,836
Investments	7	8,624	8,624
		<u>907,637</u>	<u>55,200</u>
Current assets			
Debtors: amounts falling due within one year	8	3,574,748	473,628
Cash at bank and in hand	9	5,725,870	187,325
		<u>9,300,618</u>	<u>660,953</u>
Creditors: amounts falling due within one year	10	(8,724,339)	(4,204,150)
Net current assets/(liabilities)		<u>576,279</u>	<u>(3,543,197)</u>
Total assets less current liabilities		<u>1,483,916</u>	<u>(3,487,997)</u>
Provisions for liabilities			
Deferred tax	11	(38,319)	(1,672)
		<u>(38,319)</u>	<u>(1,672)</u>
Net assets/(liabilities)		<u><u>1,445,597</u></u>	<u><u>(3,489,669)</u></u>
Capital and reserves			
Called up share capital	12	1	1
Share premium account	13	11,246,563	-
Profit and loss account	13	(9,800,967)	(3,489,670)
		<u><u>1,445,597</u></u>	<u><u>(3,489,669)</u></u>

Build A Rocket Boy Limited
Registered number: SC537252

Statement of Financial Position (continued)
As at 31 December 2018

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 period in question in accordance with section 476 of 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 on 3 July 2019.



L P Benzies
Director

The notes on pages 6 to 14 form part of these financial statements.

Build A Rocket Boy Limited

Statement of Changes in Equity For the Period Ended 31 December 2018

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 November 2017	1	-	(3,489,670)	(3,489,669)
Comprehensive income for the period				
Loss for the period	-	-	(6,311,297)	(6,311,297)
Total comprehensive income for the period	-	-	(6,311,297)	(6,311,297)
Shares issued during the period	-	11,246,563	-	11,246,563
Total transactions with owners	-	11,246,563	-	11,246,563
At 31 December 2018	1	11,246,563	(9,800,967)	1,445,597

The notes on pages 6 to 14 form part of these financial statements.

Build A Rocket Boy Limited

Statement of Changes in Equity For the Period Ended 31 October 2017

	Called up share capital £	Profit and loss account £	Total equity £
Comprehensive income for the year			
Loss for the year	-	(3,489,670)	(3,489,670)
Total comprehensive income for the year	-	(3,489,670)	(3,489,670)
Shares issued during the year	1	-	1
Total transactions with owners	1	-	1
At 31 October 2017	1	(3,489,670)	(3,489,669)

The notes on pages 6 to 14 form part of these financial statements.

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

1. General information

Build A Rocket Boy Limited is a private company limited by shares and is registered and incorporated in Scotland. The registered office address is provided in the company information and the company's principal activity is set out in the directors' report. The financial statements have been prepared on a going concern basis in accordance with FRS 102 Section 1A - Small Entities, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

On 4 March 2019, the company extended its' accounting period from 31 October to 31 December.

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 preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

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.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

2.3 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

2.4 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

2. Accounting policies (continued)

2.5 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.6 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.7 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, 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 reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

2. Accounting policies (continued)

2.8 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is provided on the following bases:

Trademarks	-	10 % Straight line
Licences	-	10 % Straight line

2.9 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	-	10% Straight line
Office equipment	-	10% Straight line
Computer equipment	-	20% Straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.10 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

2. Accounting policies (continued)

2.11 Debtors

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.

2.12 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.

2.13 Creditors

Short term 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.

2.14 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 non-puttable ordinary shares.

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

In the application of the company's accounting policies, which are described in note 2, directors are required to make judgments, estimates and assumptions about the carrying amounts 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.

4. Employees

The average monthly number of employees, including directors, during the period was 4 (2017 - 1).

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

5. Intangible assets

	Trademarks £	Licences £	Total £
Cost			
At 1 November 2017	39,124	-	39,124
Additions	44,609	83,317	127,926
At 31 December 2018	<u>83,733</u>	<u>83,317</u>	<u>167,050</u>
Amortisation			
At 1 November 2017	2,384	-	2,384
Charge for the year	7,784	7,206	14,990
At 31 December 2018	<u>10,168</u>	<u>7,206</u>	<u>17,374</u>
Net book value			
At 31 December 2018	<u>73,565</u>	<u>76,111</u>	<u>149,676</u>
At 31 October 2017	<u>36,740</u>	<u>-</u>	<u>36,740</u>

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

6. Tangible fixed assets

	Computer equipment £	Office equipment £	Leasehold improvements £	Total £
Cost or valuation				
At 1 November 2017	2,819	7,614	-	10,433
Additions	246,404	1,903	517,181	765,488
At 31 December 2018	249,223	9,517	517,181	775,921
Depreciation				
At 1 November 2017	282	315	-	597
Charge for the period on owned assets	14,270	1,066	10,651	25,987
At 31 December 2018	14,552	1,381	10,651	26,584
Net book value				
At 31 December 2018	234,671	8,136	506,530	749,337
At 31 October 2017	2,537	7,299	-	9,836

7. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 November 2017	8,624
At 31 December 2018	8,624

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

8. Debtors

	31 December 2018 £	31 October 2017 £
Amounts owed by group undertakings	2,015,434	377,992
Other debtors	1,454,935	50,099
Prepayments and accrued income	104,379	45,537
	<u>3,574,748</u>	<u>473,628</u>

9. Cash and cash equivalents

	31 December 2018 £	31 October 2017 £
Cash at bank and in hand	5,725,870	187,325
	<u>5,725,870</u>	<u>187,325</u>

10. Creditors: Amounts falling due within one year

	31 December 2018 £	31 October 2017 £
Trade creditors	144,858	102,422
Amounts owed to group undertakings	1	1
Other creditors	8,543,461	4,038,217
Accruals and deferred income	36,019	63,510
	<u>8,724,339</u>	<u>4,204,150</u>

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

11. Deferred taxation

	2018 £
At beginning of year	(1,672)
Charged to profit or loss	(36,647)
At end of year	(38,319)

The provision for deferred taxation is made up as follows:

	31 December 2018 £	31 October 2017 £
Accelerated capital allowances	(38,319)	(1,672)
	(38,319)	(1,672)

12. Share capital

	31 December 2018 £	31 October 2017 £
Allotted, called up and fully paid		
11,698,876 (2017 - 1) Ordinary shares of £- (2017 - £1) each	1	1

On 21 August 2018, 1 share at £1 was sub-divided into 10,000,000 shares at £0.0000001.

13. Reserves

Share premium account

During the year, 1,698,876 shares at £0.0000001 were issued for a share price of £6.62 per share.

Profit and loss account

Reflects the retained earnings of the company to date.

Build A Rocket Boy Limited

Notes to the Financial Statements For the Period Ended 31 December 2018

14. Pension commitments

The company operates a defined contribution pension scheme, the assets of which are held separately from those of the company in an independently administered fund. Contributions of £10,667 (2017 - £12,000) were made during the year. There were no amounts due at balance sheet date (2017 - £1,333).

15. Related party transactions

At balance sheet date £17,851 (2017 - £17,684) was owed to Calex Group Limited, a company wholly owned by L Benzies. Movement during the year relates to expenses paid on Calex Group Limited's behalf amounting to £1,048 offset by expenses paid on Build A Rocket Boy Limited's behalf of £1,215.

At balance sheet date £530 (2017 - £530) was owed to LPBZ Commerical Ltd, a company controlled by L Benzies.

At balance sheet date £1,434 (2017 - £566) was owed by VR-Chitect Ltd, a company controlled by L Benzies. Movement during the year relates to expenses paid on VR-Chitect Ltd's behalf amounting to £868.

At balance sheet date £8,525,080 (2017 - £4,019,511) was owed to L Benzies. Movement during the year relates to expenses paid on the directors' behalf amounting to £4,406 offset by expenses paid on Build A Rocket Boy Limited's behalf of £77,966, cash invested of £4,429,617 and wages payable £2,392.

The company incurs costs in the form of recharges from its subsidiary company Build A Rocket Boy Games Limited throughout the year. The level of recharges this year amounted to £2,908,402 (2017 - £1,017,959). At balance sheet date £314,544 (2017 - £184,140) was owed by Build A Rocket Boy Games Limited.

At balance sheet date £46,589 (2017 - £33,071) was owed by Build A Rocket Boy Technologies Limited, a subsidiary company.

At balance sheet date £835,603 (2017 - £78,844) was owed by Build A Rocket Boy Kft, a subsidiary company.

At balance sheet date £818,698 (2017 - £81,937) was owed by Build A Rocket Boy Inc, a subsidiary company.

16. Controlling party

The ultimate controlling party is L P Benzies.