Strategic Report, Report of the Directors and

Financial Statements for the Year Ended 31 December 2015

<u>for</u>

General Satellite Research & Development
<u>Limited</u>

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General Satellite Research & Development Limited

Company Information for the Year Ended 31 December 2015

DIRECTORS:

M C Smith A Vasilyev

REGISTERED OFFICE:

3rd Floor Fairgate House 78 New Oxford Street

London WC1A 1HB

REGISTERED NUMBER:

04502930

AUDITORS:

S H Landes LLP Statutory Auditors 3rd Floor, Fairgate House 78 New Oxford Street London WC1A 1HB

Strategic Report for the Year Ended 31 December 2015

The directors present their strategic report for the year ended 31 December 2015.

REVIEW OF BUSINESS

The company continue with software development activity during the year 2015. However, the volume of operation was reduced and hence turnover decreased. A new software developments for game console, tablet and receiver were successfully completed and provided to customers. The number of licenses were decreased due to the lack of market demand and economic crisis. Nevertheless, the company has a stable position to proceed with the business activity in coming years.

PRINCIPAL RISKS AND UNCERTAINTIES

The main risk is the same as in a previous year which is an unstable economic situation in the world. However, the company has a good financial position, it is not dependent on borrowing funds and always pay to its creditors in time. The company created a competitive range of software for different models of digital satellite receiver for different group of customers, and this will help to eliminate risks as well and optimise costs.

ON BEHALF OF THE BOARD:

M C Smith - Director

Date: (0) 6 116

Report of the Directors for the Year Ended 31 December 2015

The directors present their report with the financial statements of the company for the year ended 31 December 2015.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2015.

DIRECTORS

M C Smith has held office during the whole of the period from 1 January 2015 to the date of this report.

Other changes in directors holding office are as follows:

P Chumakov - resigned 5 June 2015 A Vasilyev - appointed 3 August 2015

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have 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 directors must not approve the financial statements unless they are satisfied that they 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 period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable 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 company will continue in business.

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

M C Smith - Director

Date: 13/6/16

Report of the Independent Auditors to the Members of General Satellite Research & Development Limited

We have audited the financial statements of General Satellite Research & Development Limited for the year ended 31 December 2015 on pages six to nineteen. 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page three, 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 and express an opinion on 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 Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 31 December 2015 and of its profit 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of General Satellite Research & Development Limited

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.

Steven Landes (Senior Statutory Auditor) for and on behalf of S H Landes LLP Statutory Auditors
3rd Floor, Fairgate House
78 New Oxford Street
London
WC1A 1HB

Date: 14/6/16

Income Statement for the Year Ended 31 December 2015

	Notes	31.12.15 €	31.12.14 €
TURNOVER		2,547,571	4,239,177
Cost of sales		1,756,357	3,771,937
GROSS PROFIT		791,214	467,240
Administrative expenses		24,060	460,316
OPERATING PROFIT and PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	767,154	6,924
Tax on profit on ordinary activities	4	<u>•</u>	· · ·
PROFIT FOR THE FINANCIAL YEAR		767,154	6,924

Other Comprehensive Income for the Year Ended 31 December 2015

Notes	31.12.15 €	31.12.14 €
PROFIT FOR THE YEAR	767,154	6,924
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	767,154	6,924

Balance Sheet 31 December 2015

	•	31.12	.15	31.12.1	4
	Notes	ϵ	ϵ	ϵ	ϵ
FIXED ASSETS	•				
nvestments	5				1,800
CURRENT ASSETS					
Stocks	. 6	14,907		131,982	
Debtors	7	. 42,761		1,717,146	* -
Cash at bank		2,417,736		1,219,026	
		2,475,404		3,068,154	
CREDITORS		7 46050		0.100.660	
amounts falling due within one year	8	746,958		2,108,662	
NET CURRENT ASSETS			1,728,446		959,492
OTAL ASSETS LESS CURRENT					
IABILITIES	-		1,728,446		961,292
		•	-		
APITAL AND RESERVES					
Called up share capital	9		1		. 1
ranslation reserve	10		422,732	•	422,732
Letained earnings	10		1,305,713		538,559
SHAREHOLDERS' FUNDS			1,728,446		961,292

M C Smith - Director

Statement of Changes in Equity for the Year Ended 31 December 2015

	Called up share capital €	Retained earnings €	Translation reserve €	Total equity €
Balance at 1 January 2014	1	531,635	36,255	567,891
Changes in equity Total comprehensive income Balance at 31 December 2014		538,559	386,477	393,401 961,292
Changes in equity Total comprehensive income		767,154	- -	767,154
Balance at 31 December 2015	1	1,305,713	422,732	1,728,446

Cash Flow Statement for the Year Ended 31 December 2015

	Notes	31.12.15 €	31.12.14 €
Cash flows from operating activities Cash generated from operations	1	1,196,910	803,857
Net cash from operating activities		1,196,910	803,857
Cash flows from investing activities Sale of fixed asset investments		1,800	·
Net cash from investing activities		1,800	
	•		
Increase in cash and cash equivalents		1,198,710	803,857
Cash and cash equivalents at beginning of year	2	1,219,026	415,169
Cash and cash equivalents at end of year	2	2,417,736	1,219,026

Notes to the Cash Flow Statement for the Year Ended 31 December 2015

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	31.12.15	31.12.14
	€	ϵ
Profit before taxation	767,154	6,924
Unrealised forex translation difference		386,477
	767,154	393,401
Decrease in stocks	117,075	367,617
Decrease/(increase) in trade and other debtors	1,674,385	(989,685)
(Decrease)/increase in trade and other creditors	(1,361,704)	1,032,524
Cash generated from operations	1,196,910	803,857

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 December 2015

	31.12.15 €	1.1.15 €
Cash and cash equivalents	2,417,736	1,219,026
Year ended 31 December 2014		
	31.12.14	1.1.14
Cash and cash equivalents	1,219,026	€ 415,169
•		

Notes to the Financial Statements for the Year Ended 31 December 2015

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with 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.

The financial statements are presented in Euro.

Preparation of consolidated financial statements

The financial statements contain information about General Satellite Research & Development Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, General Satellite Corporation Limited, a company registered in the UK.

Turnover

Turnover represents license fees receivable from the sale of software rights, excluding value added tax. The company's policy is to recognise license fees income upon the delivery of and acceptance of the software rights by the customers.

License fees granted for a period of time are recognised over the license term. Deferred revenue comprises of license fees invoiced in advance relating to future periods.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax

The charge for taxation takes into account taxation deferred as a result of timing differences between the treatment of certain items for taxation and accounting purposes. In general, deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. However, deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred taxation is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which the timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Research and development

Expenditure on research and development is written off in the year in which it is incurred.

Foreign currencies

Assets and liabilities in foreign currencies are translated into euro at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into euro at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Fixed asset investments

The fixed asset investments are valued at lower of cost or net realisable value.

2. STAFF COSTS

		31.12.15	31.12.14
		ϵ	€
Wages and salaries		-	84,596

Notes to the Financial Statements - continued for the Year Ended 31 December 2015

2. STAFF COSTS - continued

	31.12.15	31.12.14
	2	2
	•	
. 1 0 1		
ted after charging/(crediting):		
	31.12.15 €	31.12.14 €
·	16,853	12,138
r non audit work	17,772	26,929
nces	(75,380)	438,781
	or non audit work nces	E 16,853 or non audit work 17,772

4. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2015 nor for the year ended 31 December 2014.

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	31.12.15 €	31.12.14 €
Profit on ordinary activities before tax	767,154	6,924
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20% (2014 - 20%)	153,431	1,385
Effects of:		
Group relief	(153,431)	(1,385)
Total tax charge	<u> </u>	-

Notes to the Financial Statements - continued for the Year Ended 31 December 2015

5. FIXED ASSET INVESTMENTS

J.	PIXED AGGET INVESTIMENTS		Shares in group undertakings €
	COST		
	At 1 January 2015	·	1,800
	Disposals		(1,800)
	At 31 December 2015	•	
	NET BOOK VALUE At 31 December 2015		_
	At 31 December 2013		
	At 31 December 2014		1,800
6.	STOCKS		
0.	STOCKS	31.12.15	31.12.14
		€	€
	Finished goods	14,907	131,982
			
7.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
••		31.12.15	31.12.14
	•	ϵ	€ .
	Trade debtors	- 1,004	1,315,539
	Other debtors VAT receivable	18,689	18,781
	Prepayments and accrued income	23,068	382,826
			
		42,761	1,717,146
			*
8.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		31.12.15	31.12.14
		€	€
	Trade creditors Other creditors	651,530 3,081	16,663 2,056
	Shareholder's loan	1,800	1,800
	Accruals	61,809	2,030,666
	Deferred income	28,738	57,477
		746,958	2,108,662
			•
9.	CALLED UP SHARE CAPITAL		
	Allotted, issued and fully paid:		•
	Number: Class: Nominal	31.12.15	31.12.14
	value:	ϵ	€
	1 Ordinary £1	1	1
•	•	. 	

Notes to the Financial Statements - continued for the Year Ended 31 December 2015

10. RESERVES

NESSAV ES	Retained earnings €	Translation reserve €	Totals €
At 1 January 2015	538,559	422,732	961,291
Profit for the year	767,154		767,154
At 31 December 2015	1,305,713	422,732	1,728,445

11. ULTIMATE PARENT COMPANY

General Satellite Holding Company Limited (incorporated in Jersey) is regarded by the directors as being the company's ultimate parent company.

The company's immediate parent company is General Satellite Corporation Limited, a company registered in the UK. Copies of the group financial statements which include this company are available from 3rd Floor, Fairgate House, 78 New Oxford Street, London WC1A 1HB.General Satellite Corporation Limited is the only group in which the result of this company have been consolidated.

12. RELATED PARTY TRANSACTIONS

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Notes to the Financial Statements - continued for the Year Ended 31 December 2015

12. RELATED PARTY TRANSACTIONS - continued

During the year, the company made sales to the following related parties:

	2015	2014
	ϵ	€
Cifra LLC	255,523	855,791
GS Nanotech Public Company	Nil	368,329
EC Satprof	168,200	1,326

At the balance sheet date, the following amounts were receivable/(payable) from/to related parties:

	2015	2014
	€	ϵ
Cifra LLC	Nil	520,858
Neotion SA	(350,000)	(700,00)
Cifra LLC	Nil	(22,500)
GS Nanotech Public Company	Nil	85,921

During the year, the company made purchases from the following related parties:

	2015	. 2014
·	ϵ	€
Neotion SA	Nil	760,000
Cifra LLC	68,100	26,640
EC Satprof	9,440	146,059

At the year end $\[Equation \]$ 9,440 of these purchase were included in accruals. Other creditors include an amount of $\[Equation \]$ 2,056 (2014: $\[Equation \]$ 2,056) payable to P Chumakov, a former director.

The above companies are related due to common control.

13. ULTIMATE CONTROLLING PARTY...

As at 31 December 2015 the company's ultimate controlling party is the Bitterlong Foundation, Jersey, Channel Islands.

Reconciliation of Equity
1 January 2014
(Date of Transition to FRS 102)

		Effect of		
	UK	transition	FRS 102	
Notes	GAAP .€	to FRS 102 €	FRS 102 €	
FIXED ASSETS	. C	C	C	
Investments	1,800	<u>-</u>	1,800	
CURRENT ASSETS				
Stocks	499,599	-	499,599	
Debtors	727,461	-	727,461	
Cash at bank	415,169	<u>.</u> .	415,169	
	1,642,229	<u>-</u>	1,642,229	
CREDITORS				
Amounts falling due within one year	(1,076,138)		(1,076,138)	
NET CURRENT ASSETS	566,091	<u>-</u> .	566,091	
TOTAL ASSETS LESS CURRENT				
LIABILITIES	567,891	· <u>-</u>	567,891	
NET ASSETS	567,891	<u>-</u>	567,891	
CAPITAL AND RESERVES				
Called up share capital	1	•	1	
Translation reserve	36,255	-	36,255	
Retained earnings	531,635	<u>-</u>	531,635	
SHAREHOLDERS' FUNDS	567,891	•	567,891	
•				

Reconciliation of Equity - continued 31 December 2014

	UK GAAP	Effect of transition to FRS 102	FRS 102
Notes	€	$oldsymbol{\epsilon}$.	€
FIXED ASSETS Investments	1,800	<u> </u>	1,800
CURRENT ASSETS			
Stocks	131,982	-	131,982
Debtors	1,717,146	-	1,717,146
Cash at bank	1,219,026	<u> </u>	1,219,026
	3,068,154	<u>-</u>	3,068,154
CREDITORS			
Amounts falling due within one year	(2,108,662)		(2,108,662)
NET CURRENT ASSETS	959,492		959,492
TOTAL ASSETS LESS CURRENT			
LIABILITIES	961,292		961,292
NET ASSETS	961,292	-	961,292
CAPITAL AND RESERVES			
Called up share capital	1	-	1
Translation reserve	422,732	-	422,732
Retained earnings	538,559	<u> </u>	538,559
SHAREHOLDERS' FUNDS	961,292	-	961,292

Reconciliation of Profit for the Year Ended 31 December 2014

			ect of
	UK GAAP	transition to FRS 102	FRS 102
•	$oldsymbol{\epsilon}$	€	$oldsymbol{\epsilon}$
TURNOVER	4,239,177	-	4,239,177
Cost of sales	(3,771,937)		(3,771,937)
GROSS PROFIT	467,240	-	467,240
Administrative expenses	(460,316)		(460,316)
OPERATING PROFIT and	6,924	-	6,924
PROFIT ON ORDINARY ACTIVITIES			
BEFORE TAXATION	6,924	-	6,924
Tax on profit on ordinary activities	<u> </u>	-	-
PROFIT FOR THE FINANCIAL YEAR	6,924	<u> </u>	6,924