

NOVATIQ LIMITED
(FORMERLY SMARTPIPE GROUP LIMITED)

PAGES FOR FILING WITH REGISTRAR
UNAUDITED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2019

NOVATIQ LIMITED**BALANCE SHEET
AS AT 31 DECEMBER 2019**

| | Note | 2019 £ |
|--|------|------------------|
| Fixed assets | | |
| Investments | 4 | 2,700,001 |
| Current assets | | |
| Debtors: amounts falling due within one year | 5 | 115,453 |
| Cash at bank and in hand | 6 | 1,693,214 |
| | | <u>1,808,667</u> |
| Creditors: amounts falling due within one year | 7 | (131,420) |
| | | <u>1,677,247</u> |
| Net current assets | | <u>1,677,247</u> |
| Total assets less current liabilities | | <u>4,377,248</u> |
| | | <u>4,377,248</u> |
| Net assets | | <u>4,377,248</u> |
| Capital and reserves | | |
| Called up share capital | 8 | 5,824,772 |
| Profit and loss account | | (1,447,524) |
| | | <u>4,377,248</u> |
| Total equity | | <u>4,377,248</u> |

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 within Part 15 of the Companies Act 2006 and in accordance with Section 1A of Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

NOVATIQ LIMITED

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2019

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 profit and loss account 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:

.....
G D Fink

Director

Date: 24 March 2020

The notes on pages 4 to 8 form part of these financial statements.

NOVATIQ LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2019

| | Called up share capital £ | Profit and loss account £ | Total equity £ |
|--|---------------------------------|---------------------------------|-------------------|
| Comprehensive income for the period | | | |
| Loss for the period | - | (1,447,524) | (1,447,524) |
| | <hr/> | <hr/> | <hr/> |
| Shares issued during the period | 5,824,772 | - | 5,824,772 |
| | <hr/> | <hr/> | <hr/> |
| At 31 December 2019 | <u>5,824,772</u> | <u>(1,447,524)</u> | <u>4,377,248</u> |

The notes on pages 4 to 8 form part of these financial statements.

NOVATIQ LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

1. General information

Novatiq Ltd is a private company limited by shares incorporated in England and Wales. Its registered office address is Marlborough House, Victoria Road South, Chelmsford, Essex, United Kingdom, CM1 1LN.

The financial statements are presented in Sterling (£).

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 Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence and meet its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date these financial statements were approved. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

2.3 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.5 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.

2.6 Financial instruments

The company has elected to apply Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets and financial liabilities are recognised when the company becomes party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

The company's policies for its major classes of financial assets and financial liabilities are set out below.

NOVATIQ LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.6 Financial instruments (continued)

Financial assets

Basic financial assets, including trade and other debtors, cash and bank balances, intercompany working capital balances, and intercompany financing are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Such assets are subsequently carried at amortised cost using the effective interest method, less any impairment.

Financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Impairment of financial assets

Financial assets measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the profit and loss account.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between the asset's carrying amount and the best estimate of the amount the company would receive for the asset if it were to be sold at the reporting date.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If the financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets and financial liabilities

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

NOVATIQ LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.6 Financial instruments (continued)

Offsetting of financial assets and financial liabilities

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.

2.7 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3. Employees

The average monthly number of employees, including directors, during the period was 5.

4. Fixed asset investments

| | Investments in subsidiary companies £ |
|--------------------------|--|
| Cost or valuation | |
| Additions | 2,700,001 |
| | <hr/> |
| At 31 December 2019 | 2,700,001 |
| | <hr/> |

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

| Name | Registered office | Class of shares | Holding |
|------------------------------|-------------------|--------------------|----------|
| Novatiq Solutions Limited | England & Wales | Ordinary | 100 % |
| Novatiq Technologies Limited | England & Wales | Ordinary | 100 % |

NOVATIQ LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

Subsidiary undertakings (continued)

The aggregate of the share capital and reserves as at 31 December 2019 and the profit or loss for the period ended on that date for the subsidiary undertakings were as follows:

| Name | Aggregate of share capital and reserves £ | Profit £ |
|------------------------------|--|-------------|
| Novatiq Solutions Limited | (736,147) | 8,052,779 |
| Novatiq Technologies Limited | (492,968) | 5,778,482 |

Three profit figures above include exceptional income of £9,412,598 in Novatiq Solutions Limited and £6,784,169 in Novatiq Technologies Limited which relates to the write back of debts owed to the previous parent company.

5. Debtors

| | 2019 £ |
|----------------------------------|----------------|
| Other debtors | 15,453 |
| Called up share capital not paid | 100,000 |
| | <u>115,453</u> |

6. Cash and cash equivalents

| | 2019 £ |
|--------------------------|------------------|
| Cash at bank and in hand | <u>1,693,214</u> |

7. Creditors: Amounts falling due within one year

| | 2019 £ |
|------------------------------|----------------|
| Trade creditors | 15,787 |
| Other creditors | 107,481 |
| Accruals and deferred income | 8,152 |
| | <u>131,420</u> |

8. Share capital

NOVATIQ LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

2019

£

Allotted, called up and fully paid

582,477,200 Ordinary shares of £0.01 each

5,824,772

On 8 July 2019 the company issued 1 Ordinary £1 share at par, the allotment was fully paid up.

On 30 August 2019, the company issued 5,360,625 Ordinary £1 shares at par. The allotment was paid partly in cash (£2,800,625), of which £100,000 was unpaid as at the year end and partly by way of convertible loan notes (£2,560,000) which were cancelled in Smartpipe Holdings Limited, a connected company, for shares in Novatiq Limited. Subsequently on 28 October 2019 the company subdivided 5,360,626 Ordinary £1 shares into 536,062,600 Ordinary £0.01 shares.

On 4 December 2019 the company issued 46,414,600 Ordinary £0.01 shares at par, the allotment was fully paid up.

9. Related party transactions

The company has taken advantage of the exemption contained in FRS 102 section 33 "Related Party Disclosures" from disclosing transactions with entities which are wholly owned part of the group.

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.