ROC

Registration number: 06127985

BOAT SERVICES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

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COMPANY INFORMATION

Directors

B L Bendixen

V Augustsson

J Khurshid

Company secretary

Goodwille Limited

Registered office

St James House

13 Kensington Square

Kensington London W8 5HD

Independent Auditor

Harmer Slater Limited Statutory Auditor Salatin House

19 Cedar Road

Sutton Surrey SM2 5DA

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their annual report on the affairs of BOAT Services Limited ('the company') together with the financial statements and the independent auditor's report, for the year ended 31 December 2016.

Principal activity

The principal activity of the company is servicing a MiFID-compliant trade reporting platform which enables investment firms to meet their pre-trading quoting and post trade reporting obligations for all their European OTC equity trades. The platform collects, collates, validates and stores OTC trade data and publishes it to the market in real time.

Directors of the Company

The directors who served throughout the year and up to date of authorisation of this report were as follows:

B L Bendixen (appointed 8 November 2016)

V Augustsson

J Khurshid

Going concern

The directors have considered financial projections for the company over the foreseeable future and have also reviewed the ongoing committed financial support from the company's parent undertaking and are confident that this will be available for the foreseeable future. After making enquiries, the directors are satisfied that the company has sufficient resources to continue in operation for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Events after the financial period

There have been no significant events between the year end and the date of approval of these financial statements which would require a change to, or disclosure in, the financial statements.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information (as defined by section 418 of the Companies Act 2006) and to establish that the Company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Reappointment of auditors

The auditors Harmer Slater Limited are deemed to be reappointed under section 487(2) of the Companies Act 2006.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

Small companies provision statement

The directors have taken advantage of the small companies exemptions provided by sections 414B and 415A of the Companies Act 2006 from the requirement to prepare a strategic report and in preparing the directors' report on the grounds that the company qualifies as a small company but for being a member of an ineligible group.

Approved by the Board on 16/6/17 and signed on its behalf by:

Authorised signatory of Goodwille Limited Company secretary

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards has 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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BOAT SERVICES LIMITED

We have audited the financial statements of BOAT Services Limited for the year ended 31 December 2016, set out on pages 7 to 19. 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the Company's member, 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 member those matters we are required to state 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 member as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities (set out on page 4), 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 Annual Report 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 the 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 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BOAT SERVICES LIMITED (CONTINUED)

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 from preparing a strategic report or in preparing the directors' report.

Ransford Agyei-Boamah (Senior Statutory Auditor)

For and on behalf of Harmer Slater Limited Statutory Auditor Salatin House 19 Cedar Road Sutton, Surrey SM2 5DA

16 June 2017

STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 DECEMBER 2016

	Note	2016 £	2015 £
Revenue	3	1,287,094	1,068,142
Administrative expenses		(2,134,754)	(1,825,945)
Operating loss Interest receivable and similar income Interest payable and similar charges	4 8 9	(847,660) - (124)	(757,803) 861
Loss before tax		(847,784)	(756,942)
Taxation	10		(19,865)
Loss for the financial year		(847,784)	(776,807)
Retained earnings brought forward		(482,115)	294,692
Retained (loss)/earnings carried forward		(1,329,899)	(482,115)

Continuing operations

The above results derive wholly from continuing operations.

(REGISTRATION NUMBER: 06127985) STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2016

	Note	2016 £	2015 £
Non current assets			
Intangible assets	11	2,186,401	-
Property, plant and equipment	12	125,605	139,404
		2,312,006	139,404
Current assets		,	
Receivables	13	516,736	390,003
Cash at bank and in hand		272,520	214,876
		789,256	604,879
Payables: Amounts falling due within one year	15	(4,421,533)	(1,216,770)
Net current liabilities		(3,632,277)	(611,891)
Total assets less current liabilities		(1,320,271)	(472,487)
Provisions for liabilities	. 16	(9,577)	(9,577)
Net liabilities		(1,329,848)	(482,064)
Equity			
Called up share capital	17	51	51
Retained (loss)/earnings	17	(1,329,899)	(482,115)
Total equity		(1,329,848)	(482,064)

The company's financial statements were approved and authorised for issue by the Board on 161.61.17... and signed on its behalf by:

J Khurshid

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

1 GENERAL INFORMATION

Boat Services Limited ('the company') is a private company limited by share capital incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the directors' report on pages 2 to 3.

2 ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Going concern

The directors have considered financial projections for the company over the foreseeable future and have also reviewed the ongoing committed financial support from the company's parent undertaking and are confident that this will be available for the foreseeable future. After making enquiries, the directors are satisfied that the company has sufficient resources to continue in operation for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Statement of compliance

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council and in accordance with the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The functional currency of the company is considered to be pounds sterling (\mathfrak{L}) because that is the currency of the primary economic environment in which the company operates. The financial statements are presented in pound sterling (\mathfrak{L}) .

Summary of disclosure exemptions

The company is qualifying entity (for the purposes of FRS102) and in consequence has taken advantage of the following disclosure exemptions:

- the requirement to present a statement of cash flows and related notes
- the requirement to disclose transactions with group entities
- financial instrument disclosures, including: categories of financial instruments, items of income, expenses, gains or losses relating to financial instruments and exposure to and management of financial risks.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

2 ACCOUNTING POLICIES (CONTINUED)

Name of parent of group

These financial statements are consolidated in the financial statements of Cinnober Financial Technology AB (publ).

The financial statements of Cinnober Financial Technology AB (publ) may be obtained from http://www.cinnober.com/financial-reports.

Key sources of estimation uncertainty and critical judgements

The preparation of financial statements in conformity with FRS 102 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The judgements, estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are discussed below.

Property, plant and equipment and intangible asset

The company makes provision for depreciation of property, plant and equipment and intangible asset; the provisions require estimates of the useful economic lives and residual values for the underlying tangible fixed assets. These estimates are based on a variety of factors which may be uncertain. Detail on property, plant and equipment and intangible asset can be found in note 11 and 12 respectively.

The directors make judgments in assessing whether an internally generated intangible asset meets the criteria for recognition as development costs. The net book value of intangible assets recognised as arising from development was £2,186,401 (2015: £Nil).

Revenue

The revenue shown in the Statement of Income and Retained Earnings represents the value of services provided, net of Value Added Tax. Where payments are received from customers in advance of services provided, the amounts are received as deferred income and released as services are provided. Where services have already been provided, but not invoiced, the amounts receivable are estimated and recorded as accrued income. Initial set-up fees are recognised upon contract signing or when services are performed.

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

2 ACCOUNTING POLICIES (CONTINUED)

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as 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 tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Intangible fixed assets

Intangible fixed assets are stated at historic cost less accumulated amortisation. Intangible assets represents development costs. Development costs relate only to the design and content of the website and software.

Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

Asset class

Development costs

Amortisation method and rate
4 years on a straight line basis

Property, plant and equipment

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, as follows:

Asset class Depreciation method and rate

Computer and communication equipment 5 years

Cash and cash equivalents

Cash and cash equivalents comprise bank current accounts that are subject to an insignificant risk of change in value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

2 ACCOUNTING POLICIES (CONTINUED)

Receivables

Receivables are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of receivables is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Payables

Payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the Company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

Financial instruments

The company only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

3 REVENUE

The analysis of the company's revenue for the year	r from continuina	operations is as follows:
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	2016	2015
Rendering of services	1,287,094	1,068,142
4 OPERATING LOSS		
This is arrived at after charging/(crediting)		
	2016 £	2015 £
Depreciation expense	36,656	31,268
Foreign currency (gains)/losses	(8,861)	27,859
5 AUDITORS' REMUNERATION		
	2016 £	2015 £
Audit of the company's financial statements	7,875	7,800
6 STAFF COSTS		
The aggregate payroll costs were as follows:		
	2016 £	2015 £
Wages and salaries	745,187	343,020
Social security costs	90,600	41,268
Pension costs, defined contribution scheme	60,061	24,777
	895,848	409,065
The average number of persons employed by the company duri was as follows:	ng the year, analys	ed by category
	2016	2015
Administration and support	No.	No.
Sales, marketing and distribution	1 8	1 3
Tanas,amening and distribution	9	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

7 DIRECTORS' REMUNERATION

The directors' remuneration for the year was as follows:

	2016 £	2015 £
Remuneration	189,663	162,500
Contributions paid to money purchase schemes	24,676	18,103
	214,339	180,603
8 INTEREST RECEIVABLE AND SIMILAR INCOME		
	2016	2015
	£	£
Interest income on bank deposits	-	861
9 INTEREST PAYABLE AND SIMILAR CHARGES		
	2016	2015
	£	£
Interest expense on other finance liabilities	124	
10 TAXATION	•	
Tax charged/(credited) in the income statement		
	2016 £	2015 £
Current taxation		
UK corporation tax	-	(12,034)
Deferred taxation		
Arising from origination and reversal of timing differences		31,899
Tax expense in the income statement		19,865

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

10 TAXATION (CONTINUED)

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2015 - the same as the standard rate of corporation tax in the UK) of 20% (2015 - 20%).

The differences are reconciled below:

	2016 £	2015 £
Loss before tax	(847,784)	(756,942)
Corporation tax at standard rate	(169,557)	(151,388)
Expense not deductible net of enhanced allowances	8,338	4,872
Effect of tax losses	160,541	167,005
Effect of depreciation in excess of capital allowances	(535)	(295)
Tax increase (decrease) from other short-term timing differences	1,213	(329)
Total tax charge	•	19,865

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

10 TAXATION (CONTINUED)

Deferred tax

11 INTANGIBLE ASSETS

IT INTANGIBLE ASSETS	
	Development costs £
Cost Additions	2,186,401
At 31 December 2016	2,186,401
Amortisation	
At 31 December 2016	
Carrying amount	
At 31 December 2016	2,186,401
At 31 December 2015	
12 PROPERTY, PLANT AND EQUIPMENT	
	Computer and communication equipment £
Cost	communication equipment £
At 1 January 2016	communication equipment £
	communication equipment £
At 1 January 2016 Additions	communication equipment £ 170,672 22,858
At 1 January 2016 Additions At 31 December 2016 Depreciation At 1 January 2016	communication equipment £ 170,672 22,858 193,530
At 1 January 2016 Additions At 31 December 2016 Depreciation At 1 January 2016 Charge for the year	communication equipment £ 170,672 22,858 193,530
At 1 January 2016 Additions At 31 December 2016 Depreciation At 1 January 2016	communication equipment £ 170,672 22,858 193,530 31,268
At 1 January 2016 Additions At 31 December 2016 Depreciation At 1 January 2016 Charge for the year	170,672 22,858 193,530 31,268 36,657
At 1 January 2016 Additions At 31 December 2016 Depreciation At 1 January 2016 Charge for the year At 31 December 2016	170,672 22,858 193,530 31,268 36,657

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

13 RECEIVABLES

At 31 December 2016

	Note	2016 £	2015 £
Trade receivables		181,073	114,502
Other receivables		124,904	60,629
Corporation tax recoverable	10	12,034	-
Prepayments		73,765	92,890
Accrued income	-	124,960	121,982
	=	516,736	390,003
14 CASH AND CASH EQUIVALENTS			
		2016 £	2015 £
Cash at bank	=	272,520	214,876
15 PAYABLES			
		2016	2015
	Note	£	£
Due within one year			
Trade payables		81,389	36,336
Amount owed to immediate parent undertaking	20	3,587,553	674,892
Social security and other taxes		132,779	27,025
Outstanding defined contribution pension costs		8,668	2,605
Other payables		3,370	11,685
Accruals and deferred income	_	607,774	464,227
	=	4,421,533	1,216,770
16 DEFERRED TAX			
TO DEL ENNED TAX			Deferred tax
At 1 January 2016			9,577

Deferred tax liability represents accelerated tax depreciation on PPE.

9,577

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

17 SHARE CAPITAL AND RESERVES

Allotted, called up and fully paid shares

, , , , , , , , , , , , , , , , , , , ,	No.	2016 £	No.	2015 £
Ordinary shares of £1 each	51	51	51_	51

The company has one class of share capital which carries no right to fixed income.

Reserves

The retained earnings reserve represents cumulative profit or losses net of dividends paid and other adjustments.

180BLIGATIONS UNDER LEASES

Operating leases

The total of future minimum lease payments is as follows:

	2016 £	2015 £
Not later than one year	50,000	53,200
Later than one year and not later than five years	158,300	200,000
Later than five years		8,300
	208,300	261,500

The amount of non-cancellable operating lease payments recognised as an expense during the year was £56,040 (2015 - £109,020).

19 PENSION SCHEME

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £60,061 (2015 - £24,777).

Contributions totalling £8,668 (2015 - £2,605) were payable to the scheme at the end of the year and are included in creditors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)

20 RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary member of its group and has therefore taken advantage of the provisions of Section 33. 1A of FRS 102 the "The Financial Reporting Standard applicable in the UK and Republic of Ireland" not to disclose transactions with entities that are wholly owned members of the the group.

There were no other related party transactions to disclose.

21 PARENT AND ULTIMATE PARENT UNDERTAKING

In the directors' opinion the immediate and the ultimate controlling party is Cinnober Financial Technology AB (publ), an undertaking registered in Sweden whose shares are listed on the NASDAQ OMX First North market, by virtue of its 100% interest in the issued share capital of the company. The smallest and the largest group in which the results of the company are consolidated is that headed by Cinnober Financial Technology AB (publ), copies of whose financial statements are available http://www.cinnober.com/financial-reports.

22 EVENTS AFTER THE FINANCIAL PERIOD

There have been no significant events between the year end and the date of approval of these financial statements which would require a change to, or disclosure in, the financial statements.