

Array Management Limited

Report and Financial Statements
31 March 2013

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COMPANIES HOUSE

The Board of Directors

H Goodbourn
S Joshi
J C W Kent

Registered Office

30 Cannon Street
London
EC4M 6XH

Auditor

BDO
55 Baker Street
London
W1U 7EU

Company Secretary

Lorraine Young
190 High Street,
Tonbridge
Kent, TN9 1BE

Registered Number

07534028

DIRECTORS' REPORT

The directors present their report and the financial statements of the company for the year ended 31 March 2013

Principal activities and business review

The company was incorporated on 17 February 2011. The company's principal activity is that of capital market product development.

Results and dividends

The company's results and financial position are shown on pages 5 and 6.

The directors have not recommended a dividend (2012: nil).

Directors

The directors who served the company during the period were as follows:

E E Anstee
S Joshi
J C W Kent

E E Anstee resigned 28th November 2013
H Goodbourn appointed 28th November 2013

Statement of directors' responsibilities

The directors are responsible for preparing the accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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 year.

In preparing those accounts, the directors are required to select suitable accounting policies, as described on page 7, and then apply them on a consistent basis, making judgements and estimates that are prudent and reasonable. The directors must state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts, and must also prepare the accounts 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 which 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 which enable them to ensure that the accounts comply with the Companies Act 2006. The directors 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.

DIRECTORS' REPORT *(continued)*

Provision of information to auditors

Each of the persons who is a director at the date of approval of this annual report confirms that

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the auditors are aware of that information

This confirmation is given and should be interpreted in accordance with section 418 of the Companies Act 2006

Auditor

During the year, the audit was put out to tender and the board has appointed BDO LLP as auditors of the Company, in place of Rees Pollock who resigned from their office, BDO LLP will be re-appointed for the forthcoming year

This report was approved by the board on 17 December 2013 and signed on its behalf by



J C W Kent
Director

17 December 2013

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
OF ARRAY MANAGEMENT LIMITED**

We have audited the financial statements of Array Management Limited for the year ended 31 March 2013 which comprise the profit and loss account, the balance sheet 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 statement of directors' responsibilities, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 March 2013 and of its loss 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year ended 31 March 2013 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.

BDO LLP

*Neil Fung-On (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London*

Date 17 December 2013

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

Array Management Limited

PROFIT AND LOSS ACCOUNT
for the year ended 31 March 2013

	Note	2013 £	2012 £
Administrative expenses		<u>(245,893)</u>	<u>(36,022)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(245,893)	(36,022)
Tax on loss on ordinary activities	4	-	-
LOSS FOR THE FINANCIAL YEAR		<u>(245,893)</u>	<u>(36,022)</u>

All of activities of the company are classed as continuing

There were no recognised gains and losses for either current or previous year other than those included in the profit and loss account

BALANCE SHEET
as at 31 March 2013

	Note	2013 £	2012 £
FIXED ASSETS			
Intangible assets	5	-	235,333
CURRENT ASSETS			
Trade and other receivables	6	98	98
		<u>98</u>	<u>235,431</u>
CREDITORS: amounts falling due within one year	7	281,813	271,253
NET ASSETS		<u>(281,715)</u>	<u>(35,822)</u>
CAPITAL AND RESERVES			
Called-up share capital	8	200	200
Profit and loss account	9	(281,915)	(36,022)
SHAREHOLDERS' FUNDS	9	<u>(281,715)</u>	<u>(35,822)</u>

The financial statements were approved by the Board and authorised for issue on 17 December 2013



J C W Kent
Director

NOTES TO THE FINANCIAL STATEMENTS
for the period ended 31 March 2013

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards

Going concern

Whilst the company has net liabilities of £281,715 at 31 March 2013 (2012 - £35,822) the directors have continued to prepare the financial statements on a going concern basis because they consider that, given the support of the parent Company, the Company can meet its budgeted expenses for the foreseeable future

Cash flow

The financial statements do not include a cash flow statement as the company has no bank account and all cash transactions are carried out through group companies

Intangible fixed assets

Development expenditure is capitalised where the directors are satisfied as to the technical, commercial and financial viability of individual projects. In such cases, the identifiable expenditure is deferred and amortised over the period during which the Company is expected to benefit, commencing from the date that the product is available for sale. Provision is made for any impairment.

Deferred taxation

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.

2. PARTICULARS OF EMPLOYEES AND DIRECTORS

The company has no employees other than the directors (2012 nil). The directors received no remuneration from the company (2012 nil).

3. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

Loss on ordinary activities before taxation is stated after charging impairment of £235,333 in respect of intangible assets.

The company's audit fee of £1,000 (2012 £1,000) was borne by the ultimate parent undertaking. The charge in the Company's profit and loss account was nil (2012 nil).

NOTES TO THE FINANCIAL STATEMENTS *(continued)*
for the period ended 31 March 2013

4 TAXATION

The tax assessed on the loss on ordinary activities for the year is reconciled below to standard rate of corporation tax in the UK of 24% (2012 26%)

	2013 £	2012 £
Loss on ordinary activities before taxation	(245,893)	(35,822)
Loss on ordinary activities at the standard by rate of corporation tax in the UK of 24% (2012 26%)	(59,014)	(7,164)
Losses carried forward for future relief	59,014	7,164
Total current tax	-	-

At 31 March 2013, unrecognised deferred tax asset on carried forward losses amounted to £64,840
(2012 £8,645)

5 INTANGIBLE ASSETS

The costs associated with product development was capitalised in prior years. No amortisation has been charged to the profit and loss account in the current year.

	2013 £
Cost	
At 31 3 12 and 31 3 13	235,333
Impairment	
At 31 3 12	-
Impairment in year	235,333
At 31 3 13	235,333
Book value at 31 3 13	-
Book value at 31 3 12	235,333

6 TRADE AND OTHER RECEIVABLES

	2013 £	2012 £
Unpaid share capital – from minority shareholders	98	98

NOTES TO THE FINANCIAL STATEMENTS *(continued)*
for the period ended 31 March 2013

7. CREDITORS: amounts falling due within one year

	2013 £	2012 £
Loan from parent company	280,393	271,253
Creditors	420	-
Accruals	1,000	-
	<u>281,813</u>	<u>271,355</u>

The loan is interest free and is repayable on demand

8. SHARE CAPITAL**Issued and called up share capital.**

	2013 £	2012 £
200 Ordinary Shares of £1	<u>200</u>	<u>200</u>

9. MOVEMENT ON RESERVES AND RECONCILIATION OF SHAREHOLDERS' FUNDS

	Share capital £	Profit and loss account £	Total shareholders' funds £
Balance at 31 March 2012	200	(36,022)	(35,822)
Result for the period	-	(245,893)	(245,893)
Balance at 31 March 2013	<u>200</u>	<u>(281,915)</u>	<u>(281,715)</u>

10. RELATED PARTY TRANSACTIONS

City of London Group plc is considered a related party as it is the company's parent company. During the year to 31 March 2013 City of London Group plc advanced interest free loans of £9,140 (2012 £271,253) to the company, increasing the balance due on the loans to £280,393 (2012 £271,253).

11. ULTIMATE PARENT COMPANY

The company's immediate and ultimate parent company is City of London Group plc, a company registered in England and Wales. City of London Group plc is the largest and smallest group for which consolidated accounts including the entity's position and results are included. Copies of City of London Group plc's accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.