

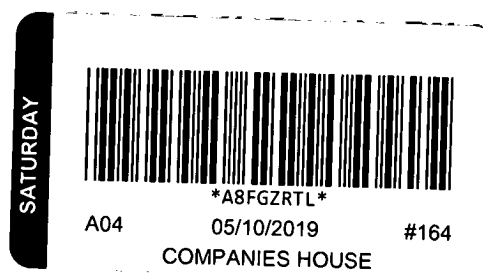
AMENDED

Registration number: 09139615

Insly Ltd

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2018



Company Information

Page 1

Insly Ltd

(Registration number: 09139615)
Balance Sheet as at 31 December 2018

	Note	2018 £	2017 £
Intangible assets not including goodwill	4	62,741	62,741
Tangible assets	5	-	387
Investments	6	719,698	586,155
Other financial assets		<u>1,863</u>	<u>1,863</u>
		<u>784,302</u>	<u>651,146</u>
Current assets			
Debtors	7	596,676	572,007
Cash at bank and in hand		<u>778,708</u>	<u>170,794</u>
		1,375,384	742,801
Creditors: Amounts falling due within one year	8	<u>(709,871)</u>	<u>(1,059,045)</u>
Net current assets/(liabilities)		<u>665,513</u>	<u>(316,244)</u>
Total assets less current liabilities		1,449,815	334,902
Creditors: Amounts falling due after more than one year	8	<u>(3,365)</u>	<u>-</u>
Net assets		<u>1,446,450</u>	<u>334,902</u>
Capital and reserves			
Called up share capital	9	208	149
Share premium reserve		2,156,493	743,605
Profit and loss account		<u>(710,251)</u>	<u>(408,852)</u>
Total equity		<u>1,446,450</u>	<u>334,902</u>

For the financial year ending 31 December 2018 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

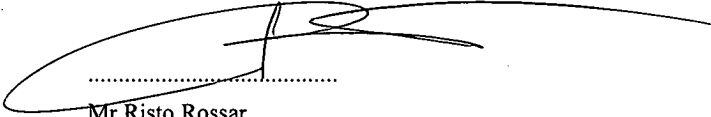
These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

Insly Ltd

(Registration number: 09139615)
Balance Sheet as at 31 December 2018

Approved and authorised by the Board on 10.06.2019 and signed on its behalf by:

A large, stylized handwritten signature in black ink, consisting of a long horizontal stroke with a loop and a vertical line crossing it.

.....
Mr Risto Rossar
Director

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

1 General information

The company is a private company limited by share capital, incorporated in England & Wales.

The address of its registered office is:

65 London Wall

London

EC2M 5TU

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and 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.

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts.

The company recognises revenue when:

The amount of revenue can be reliably measured;

it is probable that future economic benefits will flow to the entity;

and specific criteria have been met for each of the company's activities.

Tax

The tax expense for the period comprises deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

Deferred tax is recognised in respect of all timing differences between taxable profits and profits reported in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

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

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Computer equipment	Straight line 50%

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Negative goodwill

Negative goodwill arising on an acquisition is recognised on the face of the balance sheet on the acquisition date and subsequently the excess up to the fair value of non-monetary assets acquired is recognised in profit or loss in the periods in which the non-monetary assets are recovered.

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	Amortisation method and rate
Capitalised development costs	Subject to review only

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors 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 trade debtors 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.

Trade creditors

Trade creditors 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.

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

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

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.

3 Staff numbers

The average number of persons employed by the company (including directors) during the year, was 2 (2017 - 1).

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

4 Intangible assets

	Internally generated software development costs £	Total £
Cost or valuation		
At 1 January 2018	<u>62,741</u>	<u>62,741</u>
At 31 December 2018	<u>62,741</u>	<u>62,741</u>
Amortisation		
Carrying amount		
At 31 December 2018	<u>62,741</u>	<u>62,741</u>
At 31 December 2017	<u>62,741</u>	<u>62,741</u>

The aggregate amount of research and development expenditure recognised as an expense during the period is £21,809 (2017 - £690,470).

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

Negative goodwill

5 Tangible assets

	Furniture, fittings and equipment £	Total £
Cost or valuation		
At 1 January 2018	930	930
At 31 December 2018	930	930
Depreciation		
At 1 January 2018	543	543
Charge for the year	387	387
At 31 December 2018	930	930
Carrying amount		
At 31 December 2018	-	-
At 31 December 2017	387	387

6 Investments

	2018 £	2017 £
Investments in subsidiaries	719,698	586,155
Subsidiaries		£
Cost or valuation		
At 1 January 2018		586,155
Additions		133,543
At 31 December 2018		719,698
Provision		
Carrying amount		
At 31 December 2018		719,698
At 31 December 2017		586,155

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2018	2017
Subsidiary undertakings				
Insly OU	Estonia	Ordinary shares	100%	100%
Insly Sp. z o.o.		Ordinary shares	97.9%	0%
	Poland			

The principal activity of Insly OU is software development

The principal activity of Insly Sp. z o.o. is software development

7 Debtors

	2018	2017
	£	£
Trade debtors	440,109	426,238
Prepayments	20,114	7,029
Other debtors	136,453	138,740
	<u>596,676</u>	<u>572,007</u>

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

8 Creditors

Creditors: amounts falling due within one year

	Note	2018 £	2017 £
Due within one year			
Bank loans and overdrafts	10	569,093	416,882
Trade creditors		47,655	590,648
Taxation and social security		23,750	35,585
Accruals and deferred income		66,623	13,430
Other creditors		2,750	2,500
		<u>709,871</u>	<u>1,059,045</u>

Creditors: amounts falling due after more than one year

	2018 £	2017 £
Due after one year		
Other non-current financial liabilities	<u>3,365</u>	<u>-</u>

9 Share capital

Allotted, called up and fully paid shares

	2018		2017	
	No.	£	No.	£
Ordinary shares of £0.01 each	14,921	149.21	14,921	149.21
Preference shares of £0.01 (2017 - £0) each	5,898	58.98	-	-
	<u>20,819</u>	<u>208</u>	<u>14,921</u>	<u>149</u>

Insly Ltd

Notes to the Financial Statements for the Year Ended 31 December 2018

10 Loans and borrowings

	2018 £	2017 £
Current loans and borrowings		
Convertible debt	-	363,095
Other borrowings	569,093	53,787
	<u>569,093</u>	<u>416,882</u>

11 Related party transactions

Directors' remuneration

The directors' remuneration for the year was as follows:

	2018 £	2017 £
Remuneration	<u>34,200</u>	<u>-</u>

12 Parent and ultimate parent undertaking

The ultimate controlling party is Mr Risto Rossar.