

REGISTERED NUMBER: 10575438 (England and Wales)

**Group Strategic Report, Report of the Director and
Consolidated Financial Statements
for the Period 1 February 2018 to 31 December 2018
for
Cospay Holdings Limited**

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for the Period 1 February 2018 to 31 December 2018**

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Cospay Holdings Limited

**Company Information
for the Period 1 February 2018 to 31 December 2018**

DIRECTOR: V Remi

REGISTERED OFFICE: 40 Bank Street
Level 18
Canary Wharf
London
E14 5NR

REGISTERED NUMBER: 10575438 (England and Wales)

AUDITORS: Botham Accounting Limited
Chartered Accountants
Statutory Auditors
14 Clarendon Street
Nottingham
Nottinghamshire
NG1 5HQ

**Group Strategic Report
for the Period 1 February 2018 to 31 December 2018**

The director presents his strategic report of the company and the group for the period 1 February 2018 to 31 December 2018.

REVIEW OF BUSINESS

After the balance sheet date, the group was acquired by Mr Vladimirs Remi through the purchase of 100% of its share capital.

The group is operating in the finance industry with a focus on acquiring solutions for e-commerce and banking solutions for customers, who are both corporate and individual clients.

Additionally, aside from all that, the group is currently working on two major projects that most likely will become the main principal activity in the near future. The group works directly with national regulators, card schemes and banks.

The group has initiated the process of becoming a significant trading partner with the major global payment schemes and has been approved as principal member with China Union Pay. Approval from MasterCard and Visa is expected to be received in the near future.

The group promotes quality, efficiency and innovation and the mission is to provide competitive solutions for Business to Business (B2B) customers and offer the full range of banking products so that customers do not need to have another business account.

PRINCIPAL RISKS AND UNCERTAINTIES

Like any other business, the group's operations are exposed to risks which could potentially have an adverse impact on the group. The directors have carried out a robust assessment of the principal risks facing the group, including those that would threaten its business model, future performance, solvency or liquidity. The main risks and uncertainties that could affect the group are set out in the following paragraphs.

BUSINESS RISK

The directors consider that the group's principal business risk is that of failing to generate the required funds to finalise and fully launch the product.

REGULATORY RISK

The group operates in an industry subject to extensive and comprehensive regulation. Consequently, the group is exposed to many forms of risk in connection with compliance with a wide range of laws and regulations. Some examples would include breaching general organisational requirements, such as the requirement to have robust governance arrangements or failure to observe money laundering guidelines.

OPERATIONAL RISK

The group relies heavily on its operational processes and IT and related communication systems. These processes and systems may not operate as expected, may not fulfil their intended purpose or may be damaged by disruptive events such as cyber crime or human error. The group is investing in robust operational systems and controls to be able to respond to unexpected events in an organised and timely manner and undertakes rigorous planning and testing.

LIQUIDITY RISK

The group seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest any surplus cash assets of the group safely and profitably. The group is financed through debt funding from its related companies.

**Group Strategic Report
for the Period 1 February 2018 to 31 December 2018**

BREXIT RISK

Following the result of the UK referendum on membership of the EU, the UK is likely to leave the EU in 2019. The group relies on the ability to passport its FCA licence through Europe and the UK leaving the EU might impact those passporting rights. The group has evaluated a number of European jurisdictions in which to obtain an additional e-money licence so that the group's services can continue to be offered throughout Europe after the UK leaves the EU and the group plans to have appropriate additional licensing in place well in advance of any potential change to passporting rights. If the change to passporting rights is implemented, the group's customers using its services in the EU, other than in the UK, may need to be transferred to the newly licensed group's entity. The director continues to monitor developments and will respond accordingly.

ON BEHALF OF THE BOARD:

V Remi - Director

30 September 2019

**Report of the Director
for the Period 1 February 2018 to 31 December 2018**

The director presents his report with the financial statements of the company and the group for the period 1 February 2018 to 31 December 2018.

PRINCIPAL ACTIVITY

The principal activity of the group in the period under review was that of financial intermediation.

The principal activity of the company is that of a holding company.

DIVIDENDS

No dividends will be distributed for the period ended 31 December 2018.

DIRECTOR

M S Carroll held office from 1 February 2018 until after 31 December 2018 but prior to the date of this report. V Remi was appointed as a director after 31 December 2018 but prior to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Group Strategic Report, the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these financial statements, the director is 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 director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the company and the group 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 director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and he 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 group's auditors are aware of that information.

Cospay Holdings Limited (Registered number: 10575438)

**Report of the Director
for the Period 1 February 2018 to 31 December 2018**

AUDITORS

Botham Accounting Limited have been appointed as auditors after the year end. Botham Accounting Limited have expressed their willingness to continue in office as auditor.

A resolution to re-appoint Botham Accounting Limited as the groups auditor will be proposed at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

V Remi - Director

30 September 2019

Report of the Independent Auditors to the Members of Cospay Holdings Limited

Opinion

We have audited the financial statements of Cospay Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the period ended 31 December 2018 which comprise the Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 31 December 2018 and of the group's profit for the period 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The director is responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Director, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Director have been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of Cospay Holdings Limited

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Director.

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 by the parent company, or returns adequate for our audit
- have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of director

As explained more fully in the Statement of Director's Responsibilities set out on page four, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the group or the parent company or to cease operations, or has no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

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.

Andrew Botham ACA (Senior Statutory Auditor)
for and on behalf of Botham Accounting Limited
Chartered Accountants
Statutory Auditors
14 Clarendon Street
Nottingham
Nottinghamshire
NG1 5HQ

30 September 2019

Cospay Holdings Limited (Registered number: 10575438)

Consolidated Statement of Comprehensive Income
for the Period 1 February 2018 to 31 December 2018

	Notes	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
TURNOVER	3	176,832	-
Administrative expenses		<u>(154,057)</u>	<u>15,585</u>
OPERATING PROFIT/(LOSS) and PROFIT/(LOSS) BEFORE TAXATION		330,889	(15,585)
Tax on profit/(loss)	6	<u>-</u>	<u>-</u>
PROFIT/(LOSS) FOR THE FINANCIAL PERIOD		330,889	(15,585)
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		<u>330,889</u>	<u>(15,585)</u>
Profit/(loss) attributable to: Owners of the parent		<u>330,889</u>	<u>(15,585)</u>
Total comprehensive income attributable to: Owners of the parent		<u>330,889</u>	<u>(15,585)</u>

The notes form part of these financial statements

Cospay Holdings Limited (Registered number: 10575438)

**Consolidated Balance Sheet
31 December 2018**

	Notes	2018 £	£	2018 £	£
FIXED ASSETS					
Intangible assets	8		53,663		59,129
Investments	9		<u>-</u>		<u>-</u>
			53,663		59,129
CURRENT ASSETS					
Debtors	10	7,265		7,102	
Cash at bank and in hand		<u>261,074</u>		<u>200,755</u>	
		268,339		207,857	
CREDITORS					
Amounts falling due within one year	11	<u>6,696</u>		<u>282,569</u>	
NET CURRENT ASSETS/(LIABILITIES)			<u>261,643</u>		<u>(74,712)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>315,306</u>		<u>(15,583)</u>
CAPITAL AND RESERVES					
Called up share capital	12		2		2
Retained earnings	13		<u>315,304</u>		<u>(15,585)</u>
SHAREHOLDERS' FUNDS			<u>315,306</u>		<u>(15,583)</u>

The financial statements were approved by the director on 30 September 2019 and were signed by:

V Remi - Director

Cospay Holdings Limited (Registered number: 10575438)

**Company Balance Sheet
31 December 2018**

	Notes	2018 £	£	2018 £	£
FIXED ASSETS					
Intangible assets	8		-		-
Investments	9		<u>275,869</u>		<u>275,869</u>
			275,869		275,869
CURRENT ASSETS					
Cash in hand		2		-	
CREDITORS					
Amounts falling due within one year	11	<u>275,869</u>		<u>275,867</u>	
NET CURRENT LIABILITIES			<u>(275,867)</u>		<u>(275,867)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>2</u>		<u>2</u>
CAPITAL AND RESERVES					
Called up share capital	12		<u>2</u>		<u>2</u>
SHAREHOLDERS' FUNDS			<u>2</u>		<u>2</u>
Company's profit for the financial year			<u>-</u>		<u>-</u>

The financial statements were approved by the director on 30 September 2019 and were signed by:

V Remi - Director

The notes form part of these financial statements

Cospay Holdings Limited (Registered number: 10575438)

Consolidated Statement of Changes in Equity
for the Period 1 February 2018 to 31 December 2018

	Called up share capital £	Retained earnings £	Total equity £
Changes in equity			
Issue of share capital	2	-	2
Total comprehensive income	-	(15,585)	(15,585)
Balance at 31 January 2018	<u>2</u>	<u>(15,585)</u>	<u>(15,583)</u>
Changes in equity			
Total comprehensive income	-	330,889	330,889
Balance at 31 December 2018	<u>2</u>	<u>315,304</u>	<u>315,306</u>

The notes form part of these financial statements

Cospay Holdings Limited (Registered number: 10575438)

**Company Statement of Changes in Equity
for the Period 1 February 2018 to 31 December 2018**

	Called up share capital £	Retained earnings £	Total equity £
Changes in equity			
Issue of share capital	2	-	2
Balance at 31 January 2018	<u>2</u>	<u>-</u>	<u>2</u>
Changes in equity			
Balance at 31 December 2018	<u>2</u>	<u>-</u>	<u>2</u>

The notes form part of these financial statements

**Consolidated Cash Flow Statement
for the Period 1 February 2018 to 31 December 2018**

	Notes	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
Cash flows from operating activities			
Cash generated from operations	17	<u>60,319</u>	<u>(14,778)</u>
Net cash from operating activities		<u>60,319</u>	<u>(14,778)</u>
Cash flows from investing activities			
Acquisition of subsidiary, net of cash		<u>-</u>	<u>(60,336)</u>
Net cash from investing activities		<u>-</u>	<u>(60,336)</u>
Cash flows from financing activities			
Amount introduced by directors		-	275,867
Share issue		<u>-</u>	<u>2</u>
Net cash from financing activities		<u>-</u>	<u>275,869</u>
Increase in cash and cash equivalents		<u>60,319</u>	<u>200,755</u>
Cash and cash equivalents at beginning of period	18	200,755	-
Cash and cash equivalents at end of period	18	<u>261,074</u>	<u>200,755</u>

The notes form part of these financial statements

**Notes to the Consolidated Financial Statements
for the Period 1 February 2018 to 31 December 2018**

1. STATUTORY INFORMATION

Cospay Holdings Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

The principal activity of the group and the company is included in the Directors report.

2. 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 functional and presentational currency of Cospay Holdings Limited is considered to be pounds sterling. The financial statements are rounded to the nearest pound.

The financial statements for Cospay Holdings Limited cover an 11 month period from 1st February 2018 to 31st December 2018. The financial statements of Cospay Limited, the wholly owned subsidiary, cover a 12 month period from 1st January 2018 to 31st December 2018.

Basis of consolidation

The financial statements consolidate the financial statements of the Group and all of its subsidiary undertakings. Cospay Holdings Limited acquired control of Cospay Limited under the acquisition method through the purchase of 100% of its share capital on 5th January 2018.

Significant judgements and estimates

The directors make estimates and assumptions concerning the future and are also required to exercise judgement in applying the group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations or future events that are believed to be reasonable under the circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

- Depreciation, amortisation and residual value

The directors have reviewed the asset lives and associated residual values of all fixed asset classes and have concluded them appropriate. The actual lives of the asset are assessed periodically and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account.

Turnover

Turnover comprises revenue recognised by the group in respect of services provided during the year, exclusive of Value Added Tax and trade discounts.

Goodwill

Goodwill arises on business acquisitions and represents the excess of the cost of the acquisition over the company's interest in the net amount of the identifiable assets, liabilities and contingent liabilities of the acquired business.

Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. It is amortised on a straight-line basis over its useful life. Where a reliable estimate of the useful life of goodwill or intangible assets cannot be made, the life is presumed not to exceed ten years.

Notes to the Consolidated Financial Statements - continued
for the Period 1 February 2018 to 31 December 2018

2. ACCOUNTING POLICIES - continued

Taxation

Taxation for the period comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

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

Foreign currencies

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

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

Financial instruments

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the profit and loss account in other administrative expenses.

Investment in subsidiaries

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

3. TURNOVER

The turnover is attributable to the principal activity of the company.

An analysis of turnover by geographical market is given below:

	2018	2017
	£	£
Asia	176,832	-
	<u>176,832</u>	<u>-</u>

Notes to the Consolidated Financial Statements - continued
for the Period 1 February 2018 to 31 December 2018

4. **EMPLOYEES AND DIRECTORS**

	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
Wages and salaries	54,345	6,250
Social security costs	8,799	852
Other pension costs	468	33
	<u>63,612</u>	<u>7,135</u>

The average number of employees during the period was as follows:

	Period 1.2.18 to 31.12.18	Period 20.1.17 to 31.1.18
Management	<u>1</u>	<u>1</u>

The average number of employees by undertakings that were proportionately consolidated during the period was 1 (2018 - 1) .

	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
Directors' remuneration	54,345	6,250
Directors' pension contributions to money purchase schemes	<u>468</u>	<u>33</u>

5. **OPERATING PROFIT/(LOSS)**

The operating profit (2018 - operating loss) is stated after charging/(crediting):

	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
Goodwill amortisation	5,466	497
Auditors' remuneration	3,500	-
Foreign exchange differences	<u>(6,586)</u>	<u>3,531</u>

6. **TAXATION**

The group has unused tax losses to carry forward. The recoverability of the losses is dependent on the group's ability to generate future taxable profits sufficient to utilise the tax losses.

Due to the inherent uncertainty in forecasting the amount and the timing of future taxable profits the group has not recognised a deferred tax asset in respect of the tax losses.

The losses carried forward at 31 December 2018 were £30,638, which gives rise to a deferred tax asset of £5,209.

Notes to the Consolidated Financial Statements - continued
for the Period 1 February 2018 to 31 December 2018

7. **INDIVIDUAL STATEMENT OF COMPREHENSIVE INCOME**

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

8. **INTANGIBLE FIXED ASSETS**

Group

	Goodwill £
COST	
At 1 February 2018 and 31 December 2018	<u>59,626</u>
AMORTISATION	
At 1 February 2018	497
Amortisation for period	<u>5,466</u>
At 31 December 2018	<u>5,963</u>
NET BOOK VALUE	
At 31 December 2018	<u>53,663</u>
At 31 January 2018	<u>59,129</u>

The company itself, Cospay Holdings Limited, has no intangible assets.

9. **FIXED ASSET INVESTMENTS**

Company

	Shares in group undertaking £
COST	
At 1 February 2018 and 31 December 2018	<u>275,869</u>
NET BOOK VALUE	
At 31 December 2018	<u>275,869</u>
At 31 January 2018	<u>275,869</u>

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiary

Cospay Limited

Registered office: 40 Bank Street Level 18, Canary Wharf, London, E14 5NR

Nature of business: Financial intermediation

Class of shares:	%
Ordinary	holding 100.00

Notes to the Consolidated Financial Statements - continued
for the Period 1 February 2018 to 31 December 2018

10. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group	
	Period	Period
	1.12.18 to	20.1.17 to
	31.12.18	31.1.18
	£	£
Other debtors	7,265	6,180
Prepayments	-	922
	<u>7,265</u>	<u>7,102</u>

11. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group		Company	
	Period	Period	Period	Period
	1.12.18 to	20.1.17 to	1.12.18 to	20.1.17 to
	31.12.18	31.1.18	31.12.18	31.1.18
	£	£	£	£
Trade creditors	848	143	-	-
Amounts owed to group undertakings	-	-	275,869	-
Other creditors	148	59	-	-
Directors' current accounts	-	275,867	-	275,867
Accruals and deferred income	5,700	6,500	-	-
	<u>6,696</u>	<u>282,569</u>	<u>275,869</u>	<u>275,867</u>

12. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	2018	2018
			£	£
2	Ordinary	£1	<u>2</u>	<u>2</u>

All shares have full rights with regards to voting, participation and dividends.

13. **RESERVES**

Retained earnings records retained earnings and accumulated losses.

14. **PENSION COMMITMENTS**

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £468. Contributions totalling £148 were payable to the fund at the balance sheet date and are included in creditors.

15. **RELATED PARTY DISCLOSURES**

During the year, an amount owed to a director of £275,867 was written off.

Key management personnel of the entity or its parent (in the aggregate)

	2018	2018
	£	£
Amount due to related party	<u>-</u>	<u>275,869</u>

Notes to the Consolidated Financial Statements - continued
for the Period 1 February 2018 to 31 December 2018

15. **RELATED PARTY DISCLOSURES - continued**

During the period, a total of key management personnel compensation of £ 54,813 was paid.

16. **ULTIMATE CONTROLLING PARTY**

At the balance sheet date, the group was ultimately controlled by M Carroll. Control of the group has since changed to V Remi after the year-end date.

17. **RECONCILIATION OF PROFIT/(LOSS) BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS**

	Period 1.2.18 to 31.12.18 £	Period 20.1.17 to 31.1.18 £
Profit/(loss) before taxation	330,889	(15,585)
Depreciation charges	5,466	-
Amortisation charges	-	497
Trade and other debtors on acquisition	-	7,269
Trade and other payables on acquisition	-	(6,559)
	<u>336,355</u>	<u>(14,378)</u>
Increase in trade and other debtors	(163)	(7,102)
(Decrease)/increase in trade and other creditors	<u>(275,873)</u>	<u>6,702</u>
Cash generated from operations	<u>60,319</u>	<u>(14,778)</u>

18. **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:

Period ended 31 December 2018

	31.12.18 £	1.2.18 £
Cash and cash equivalents	<u>261,074</u>	<u>200,755</u>

Period ended 31 January 2018

	31.1.18 £	20.1.17 £
Cash and cash equivalents	<u>200,755</u>	<u>-</u>

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.