

LEGALINX LIMITED

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Documents included:

15/11/2017	CUSTOM	General Page
15/11/2017	CUSTOM	Filing History
27/06/2017	AUD	Auditor's resignation
04/04/2017	AA	Accounts for a small company made up to 30/06/2016
21/02/2017	CS01	Confirmation statement made on 14/02/2017 with updates
29/03/2016	AA	Full accounts made up to 30/06/2015
25/02/2016	AR01	Annual return made up to 14/02/2016 with full list of shareholders
23/12/2015	TM02	Termination of appointment of Darren John Cobb as a secretary on 15/12/2015
28/04/2015	CH01	Director's details changed for Mr Mark Allwood on 28/04/2015
25/03/2015	AA	Full accounts made up to 30/06/2014
03/03/2015	AR01	Annual return made up to 14/02/2015 with full list of shareholders
23/10/2014	AP01	Appointment of Mr Mark Allwood as a director on 01/10/2014
01/09/2014	SH01	Statement of capital following an allotment of shares on 12/06/2014
07/04/2014	AA	Full accounts made up to 30/06/2013
25/02/2014	AR01	Annual return made up to 14/02/2014 with full list of shareholders
25/02/2014	TM01	Termination of appointment of Samuel Lloyd as a director
01/07/2013	AUD	Auditor's resignation
12/06/2013	CERTNM	Certificate of change of name
12/06/2013	CONNOT	Change of name notice
17/05/2013	AUD	Auditor's resignation
03/04/2013	AA	Full accounts made up to 30/06/2012
12/03/2013	AR01	Annual return made up to 14/02/2013 with full list of shareholders
16/07/2012	AUD	Auditor's resignation
16/07/2012	MISC	Section 519
12/03/2012	AA	Accounts for a small company made up to 30/06/2011
24/02/2012	AR01	Annual return made up to 14/02/2012 with full list of shareholders
04/05/2011	AA	Total exemption small company accounts made up to 28/02/2011
28/04/2011	MG02	Declaration of satisfaction in full or in part of a mortgage or charge /full /charge no 1
29/03/2011	AR01	Annual return made up to 14/02/2011 with full list of shareholders
28/03/2011	TM01	Termination of appointment of Mary Lovell as a director
28/03/2011	AP03	Appointment of Mr. Darren John Cobb as a secretary
28/03/2011	AP01	Appointment of Mr. Cameron David Beavis as a director
28/03/2011	TM01	Termination of appointment of Amanda Biss as a director
28/03/2011	TM01	Termination of appointment of Christopher Sollars as a director
28/03/2011	TM02	Termination of appointment of Samuel Lloyd as a secretary
28/03/2011	AP01	Appointment of Mr. Timothy Lloyd Mahony as a director
09/03/2011	AA01	Current accounting period shortened from 28/02/2012 to 30/06/2011
04/03/2011	AA01	Previous accounting period extended from 31/01/2011 to 28/02/2011
24/02/2011	MG02	Declaration of satisfaction in full or in part of a mortgage or charge /full /charge no 3

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30/06/2010	AA	Total exemption small company accounts made up to 31/01/2010
22/04/2010	RESOLUTIONS	RES01 Resolution of Memorandum and/or Articles of Association
22/04/2010	CC04	Statement of company's objects
23/02/2010	AR01	Annual return made up to 14/02/2010 with full list of shareholders
23/02/2010	CH03	Secretary's details changed for Mr Samuel George Alan Lloyd on 01/10/2009
23/02/2010	CH01	Director's details changed for Christopher John Sollars on 01/10/2009
23/02/2010	CH01	Director's details changed for Mary Helen Colleen Lovell on 01/10/2009
23/02/2010	CH01	Director's details changed for Mr Samuel George Alan Lloyd on 01/10/2009
23/02/2010	CH01	Director's details changed for Amanda Jayne Biss on 01/10/2009
30/10/2009	AA	Total exemption small company accounts made up to 31/01/2009
23/02/2009	363a	Return made up to 14/02/09; full list of members
30/10/2008	AA	Total exemption small company accounts made up to 31/01/2008
28/03/2008	363a	Return made up to 14/02/08; full list of members



General Information

Company Name: **LEGALINX LIMITED**, Company Number: **02357470**

Company Type:	Private limited company
Company Status:	Active
Date of Incorporation:	09/03/1989
Registered Office Address:	14-18 City Road, Cardiff, South Glamorgan, CF24 3DL
Nature of Business (SIC)	58290 - Other software publishing 63990 - Other information service activities not elsewhere classified 69109 - Activities of patent and copyright agents; other legal activities not elsewhere classified
Accounting Reference Date:	30/06
Last Accounts Made Up To:	30/06/2016
Next Accounts Due:	31/03/2018
Last Return Made: Up To:	
Next Return Due Date:	
Last Confirmation Statement Date:	14/02/2017
Next Confirmation Statement Date:	14/02/2018
Next Confirmation Statement Due Date:	28/02/2018
Mortgage: Number of Charges:	3 (0 Outstanding / 0 Part Satisfied / 3 Satisfied)
Last Member List:	14/02/2016

Previous Names in the Last 20 Years

Previous Name	Effective From	Date of Change
SEVERNSIDE COMPANY SERVICES LIMITED	09/03/1989	25/07/2003
7SIDE LIMITED	25/07/2003	12/06/2013



Company Filing History (extracted from Companies House Services (Beta))

Company Name: **LEGALINX LIMITED**, Company Number: **02357470**

Type	Date	Description
AUD	27/06/2017	Auditor's resignation
AA	04/04/2017	Accounts for a small company made up to 30/06/2016
CS01	21/02/2017	Confirmation statement made on 14/02/2017 with updates
AA	29/03/2016	Full accounts made up to 30/06/2015
AR01	25/02/2016	Annual return made up to 14/02/2016 with full list of shareholders
TM02	23/12/2015	Termination of appointment of Darren John Cobb as a secretary on 15/12/2015
CH01	28/04/2015	Director's details changed for Mr Mark Allwood on 28/04/2015
AA	25/03/2015	Full accounts made up to 30/06/2014
AR01	03/03/2015	Annual return made up to 14/02/2015 with full list of shareholders
AP01	23/10/2014	Appointment of Mr Mark Allwood as a director on 01/10/2014
SH01	01/09/2014	Statement of capital following an allotment of shares on 12/06/2014
AA	07/04/2014	Full accounts made up to 30/06/2013
AR01	25/02/2014	Annual return made up to 14/02/2014 with full list of shareholders
TM01	25/02/2014	Termination of appointment of Samuel Lloyd as a director
AUD	01/07/2013	Auditor's resignation
CERTNM	12/06/2013	Certificate of change of name
CONNOT	12/06/2013	Change of name notice
AUD	17/05/2013	Auditor's resignation
AA	03/04/2013	Full accounts made up to 30/06/2012
AR01	12/03/2013	Annual return made up to 14/02/2013 with full list of shareholders
AUD	16/07/2012	Auditor's resignation
MISC	16/07/2012	Section 519
AA	12/03/2012	Accounts for a small company made up to 30/06/2011
AR01	24/02/2012	Annual return made up to 14/02/2012 with full list of shareholders
AA	04/05/2011	Total exemption small company accounts made up to 28/02/2011
MG02	28/04/2011	Declaration of satisfaction in full or in part of a mortgage or charge /full /charge no 1
AR01	29/03/2011	Annual return made up to 14/02/2011 with full list of shareholders
TM01	28/03/2011	Termination of appointment of Mary Lovell as a director
AP03	28/03/2011	Appointment of Mr. Darren John Cobb as a secretary
AP01	28/03/2011	Appointment of Mr. Cameron David Beavis as a director
TM01	28/03/2011	Termination of appointment of Amanda Biss as a director
TM01	28/03/2011	Termination of appointment of Christopher Sollars as a director
TM02	28/03/2011	Termination of appointment of Samuel Lloyd as a secretary
AP01	28/03/2011	Appointment of Mr. Timothy Lloyd Mahony as a director
AA01	09/03/2011	Current accounting period shortened from 28/02/2012 to 30/06/2011
AA01	04/03/2011	Previous accounting period extended from 31/01/2011 to 28/02/2011
MG02	24/02/2011	Declaration of satisfaction in full or in part of a mortgage or charge /full /charge no 3
AA	30/06/2010	Total exemption small company accounts made up to 31/01/2010
RESOLUTIONS	22/04/2010	RES01 Resolution of Memorandum and/or Articles of Association
CC04	22/04/2010	Statement of company's objects
AR01	23/02/2010	Annual return made up to 14/02/2010 with full list of shareholders
CH03	23/02/2010	Secretary's details changed for Mr Samuel George Alan Lloyd on 01/10/2009
CH01	23/02/2010	Director's details changed for Christopher John Sollars on 01/10/2009
CH01	23/02/2010	Director's details changed for Mary Helen Colleen Lovell on 01/10/2009
CH01	23/02/2010	Director's details changed for Mr Samuel George Alan Lloyd on 01/10/2009
CH01	23/02/2010	Director's details changed for Amanda Jayne Biss on 01/10/2009
AA	30/10/2009	Total exemption small company accounts made up to 31/01/2009
363a	23/02/2009	Return made up to 14/02/09; full list of members
AA	30/10/2008	Total exemption small company accounts made up to 31/01/2008
363a	28/03/2008	Return made up to 14/02/08; full list of members
288b	26/03/2008	Appointment terminated director victor watson
AA	20/08/2007	Total exemption small company accounts made up to 31/01/2007
403a	23/05/2007	Declaration of satisfaction of mortgage/charge
363a	22/03/2007	Return made up to 14/02/07; full list of members

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UK Company Info



International Company Info



People Information Lookup



288c	22/03/2007	Director's particulars changed
395	23/02/2007	Particulars of mortgage/charge
288a	09/10/2006	New director appointed
AA	20/06/2006	Total exemption small company accounts made up to 31/01/2006
363s	20/02/2006	Return made up to 14/02/06; full list of members
AA	29/11/2005	Total exemption small company accounts made up to 31/01/2005
288a	14/11/2005	New director appointed
363s	24/02/2005	Return made up to 14/02/05; full list of members
395	02/02/2005	Particulars of mortgage/charge
AA	16/03/2004	Accounts made up to 31/01/2004
225	16/03/2004	Accounting reference date shortened from 30/04/04 to 31/01/04
363a	15/03/2004	Return made up to 14/02/04; full list of members
288b	12/03/2004	Secretary resigned;director resigned
395	12/02/2004	Particulars of mortgage/charge
288a	07/02/2004	New director appointed
88(2)R	07/02/2004	Ad 02/02/04 -----£ si 97 @1=97 £ ic 3/100
288a	07/02/2004	New secretary appointed
123	08/08/2003	Nc inc already adjusted 24/07/03
RESOLUTIONS	30/07/2003	RES01 Resolution of Memorandum and/or Articles of Association
RESOLUTIONS	29/07/2003	RES10 Resolution of allotment of securities
RESOLUTIONS	29/07/2003	RES04 Resolution of increasing authorised share capital
CERTNM	25/07/2003	Certificate of change of name
288a	18/06/2003	New director appointed
88(2)R	18/06/2003	Ad 12/06/03 -----£ si 1 @1=1 £ ic 2/3
AA	23/05/2003	Accounts made up to 30/04/2003
363s	26/02/2003	Return made up to 14/02/03; full list of members
AA	10/12/2002	Accounts made up to 30/04/2002
363s	19/02/2002	Return made up to 14/02/02; full list of members
AA	14/05/2001	Accounts made up to 30/04/2001
363s	23/02/2001	Return made up to 16/02/01; full list of members
288c	26/10/2000	Secretary's particulars changed;director's particulars changed
AA	18/05/2000	Accounts made up to 30/04/2000
363s	21/02/2000	Return made up to 16/02/00; full list of members
AA	19/01/2000	Accounts made up to 30/04/1999
287	12/08/1999	Registered office changed on 12/08/99 from: 110 whitchurch road cardiff south glamorgan CF4 3LY
363a	23/03/1999	Return made up to 16/02/99; full list of members
AA	31/01/1999	Accounts made up to 30/04/1998
363s	17/03/1998	Return made up to 16/02/98; no change of members
AA	30/01/1998	Accounts made up to 30/04/1997
363a	24/02/1997	Return made up to 16/02/97; full list of members
AA	31/01/1997	Accounts made up to 30/04/1996
288	05/09/1996	Director's particulars changed
RESOLUTIONS	06/08/1996	SRES01 Special resolution of alteration of Memorandum of Association
363a	21/02/1996	Return made up to 16/02/96; full list of members
AA	16/01/1996	Accounts made up to 30/04/1995
363s	20/02/1995	Return made up to 16/02/95; no change of members
363s	20/02/1995	Return made up to 16/02/95; no change of members
AA	17/01/1995	Accounts made up to 30/04/1994
AA	17/01/1995	Accounts made up to 30/04/1994
287	04/10/1994	Registered office changed on 04/10/94 from: 21-27 city rd cardiff south glamorgan CF2 3BJ
287	04/10/1994	Registered office changed on 04/10/94 from: 21-27 city rd cardiff south glamorgan CF2 3BJ
AA	07/03/1994	Accounts made up to 30/04/1993
AA	07/03/1994	Accounts made up to 30/04/1993
363s	07/03/1994	Return made up to 16/02/94; no change of members
363s	07/03/1994	Return made up to 16/02/94; no change of members
AA	21/02/1993	Accounts made up to 30/04/1992
AA	21/02/1993	Accounts made up to 30/04/1992
363s	21/02/1993	Return made up to 16/02/93; full list of members
363s	21/02/1993	Return made up to 16/02/93; full list of members
AA	21/04/1992	Accounts made up to 30/04/1991
AA	21/04/1992	Accounts made up to 30/04/1991
RESOLUTIONS	21/04/1992	(W)ELRES S252 disp laying acc 14/02/92

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RESOLUTIONS	21/04/1992	(W)ELRES S366A disp holding agm 14/02/92
363s	17/03/1992	Return made up to 28/02/92; no change of members
363s	17/03/1992	Return made up to 28/02/92; no change of members
363a	07/06/1991	Return made up to 31/03/91; no change of members
363a	07/06/1991	Return made up to 31/03/91; no change of members
RESOLUTIONS	05/03/1991	SRES03 Special resolution of exemption from the Appointing of Auditors
AA	05/03/1991	Accounts made up to 30/04/1990
AA	05/03/1991	Accounts made up to 30/04/1990
363a	05/03/1991	Return made up to 31/12/90; full list of members
363a	05/03/1991	Return made up to 31/12/90; full list of members
287	23/01/1990	Registered office changed on 23/01/90 from: 83/85 city road cardiff CF2 3BL
287	23/01/1990	Registered office changed on 23/01/90 from: 83/85 city road cardiff CF2 3BL
224	15/03/1989	Accounting reference date notified as 30/04
224	15/03/1989	Accounting reference date notified as 30/04
NEWINC	09/03/1989	Incorporation



Statement under Section 519 of the Companies Act 2006 ("the Act")

To the Directors of LegalinX Limited
Registered number: 02357470

9 June 2017

In accordance with Section 519 of the Act we detail the following reasons for ceasing to hold the office of auditors;

The company management have made a commercial decision to change auditor and we were **asked** to resign. This is not considered to be an exempt reason as set out in S519 A of the Act.

We confirm that none of the reasons for us ceasing to hold office and no matters connected with our ceasing to hold office need to be brought to the attention of members or creditors of the company.

BDO LLP
Bridgewater House
Counterslip
Bristol
BS1 6BX

ICAEW Registered Auditor Number C001055835

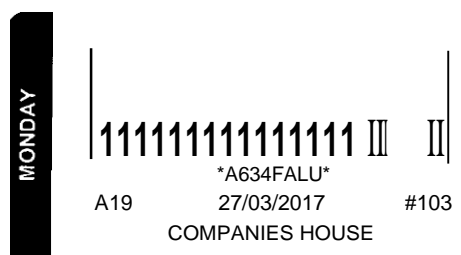
Legalinx Limited

Report and financial statements

Year ended

30 June 2016

Company Number 02357470



Legallnx Limited

Company Infomiatlon

Directors	TL Mahony CD Beavis MAIwood
Registered number	02357470
Registered office	14-18 City Road Cardiff South Glamorgan CF243DL
Independent auditor	BDO LLP Bridgewater House Counterslip Bristol BS16BX

Legallnx Limited

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Legallnx Limited

Directors' report
for the year ended 30 June 2016

The directors present their report and the financial statements for the year ended 30 June 2016.

Principal activity

The company's principal activity during the year continued to be the provision of company and property information to the legal and commercial sectors in the United Kingdom.

Directors

The directors who served during the year were:

T LMahony
CD Beavis
MAIwood

Disclosure of Information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, and to the best of their knowledge, there is no relevant audit information of which the company's auditor is unaware, and
- to the best of their knowledge that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Post balance sheet events

There have been no significant events affecting the company since the year end.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 41 A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.


C D Beavis
Director

Date:

23.3.17

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Legallnx Limited

Directors' responsibilities statement for the year ended 30 June 2016

The directors are responsible for preparing the directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; 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.

Legallnx Limited

Independent auditor's report to the members of Legallnx Limited

We have audited the financial statements of Legallnx Limited for the year ended 30 June 2016 which comprise the statement of comprehensive income, the statement of financial position, statement of changes in equity 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 may 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 auditor

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 Financial Reporting Council's (FRC'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 FRC'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 30 June 2016 and of its profit 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 for which the financial statements are prepared is consistent with the financial statements.

Legallnx Limited

Independent auditor's report to the members of Legallnx Limited

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 prepare the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.



Neil Dimes (Senior statutory auditor)
for and on behalf of BOO LLP, Statutory auditor
Bristol
United Kingdom

Date: 2..J Ho-.r-cL '2.0 l)

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

Legallnx Limited

Statement of comprehensive Income
for the year ended 30 June 2016

	Note	2016 £	As restated 2015 £
Turnover	4	3,044,036	3,284,568
Cost of sales		(1,465,810)	(1,621,559)
Gross profit		1,578,226	1,663,009
Administrative expenses		(1,499,263)	(1,555,164)
Exceptional other operating Income	5	162,716	
Operating profit	6	241,679	107,845
Interest receivable and similar income	10	94	71
Interest payable and similar charges	11	(7,996)	(19,135)
Profit on ordinary activities before taxation		233,777	88,781
Tax on profit on ordinary activities	12	(12,673)	(22,098)
Profit for the year		221,104	66,683
Other comprehensive Income			
Total comprehensive Income for the year		221,104	66,683

The notes on pages 8 to 20 form part of these financial statements

Legallnx Limited
Registered number:02357470

**Statement of financial position
as at 30 June 2016**

	Note	2016 £	2015 £
Fixed assets			
Intangible assets	13	386,250	431,250
Tangible assets	14	139,856	176,816
		526,106	608,066
Current assets			
Debtors: amounts falling due within one year	15	349,622	361,821
Cash at bank and In hand		141,961	178,521
		491,583	540,342
Creditors: amounts falling due within one year	16	(489,368)	(507,249)
Net current assets		2,215	33,093
Total assets less current liabilities		528,321	641,159
Creditors; amounts falling due after more than one year	17		(325,161)
Provisions for liabilities			
Deferred tax	19	(19,759)	(28,540)
		(19,759)	(28,540)
Net assets		508,562	287,458
Capital and reserves			
Called up share capital	20	300,000	300,000
Profit and loss account	21	208,562	(12,542)
		508,562	287,458

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime. The financial statements were approved and authorised for issue by the board and were on its behalf by:

C D Beavis
Director

Date: **23.9.17**

The notes on pages 8 to 20 form part of these financial statements.

Legallnx Limited

Statement of changes in equity
for the year ended 30 June 2016

	Share capital £	Retained (deficit)/earnings £	Total equity £
At 1 July 2015	300,000	(12,542)	287,458
Comprehensive Income for the year			
Profit for the year		221,104	221,104
Total comprehensive Income for the year		221,104	221,104
At 30 June 2016	300,000	208,562	508,562

Statement of changes in equity
for the year ended 30 June 2015

	Share capital £	Retained deficit £	Total equity £
At 1 July 2014	300,000	(79,225)	220,ns
Comprehensive Income for the year			
Profit for the year		66,683	66,683
Total comprehensive Income for the year		66,683	66,683
At 30 June 2015	300,000	(12,542)	287,458

The notes on pages 8 to 20 form part of these financial statements.

Legallinx Limited

Notes to the financial statements for the year ended 30 June 2016

1. Company Information

Legallinx Limited is a company incorporated in England and Wales under the Companies Act. The address of the registered office is given on the company information page and the nature of the company's operations and its principal activity is that of the provision of company and property information to the legal and commerce sectors in the United Kingdom.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical *cost* convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 26.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102- reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- No cash flow statement has been presented for the company;
- No disclosure has been given for the related party transactions and balances with entities in the same wholly owned group.

2.3 Turnover

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Legallnx Limited

Notes to the financial statements for the year ended 30 June 2016

2. Accounting policies (continued)

2.4 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the income statement over its useful economic life which is estimated to be 20 years.

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Motor vehicles	- 12.5% straight line
Fixtures & fittings	• 33% straight line
Office equipment	- 33% straight line
Computer equipment	• 33% straight line
Computer software development	- 20% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other operating income' in the statement of comprehensive income.

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment.

2.7 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.

**Notes to the financial statements
for the year ended 30 June 2016**

2. Accounting policies (continued)

2.8 Financial assets

Financial assets, other than Investments and derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and *equity* are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding convertible *debt* and derivatives, are *Initially* measured at transaction price (including transaction costs) and subsequently held at amortised cost.

2.9 Creditors

Short *term* creditors are measured at the transaction price.

Other financial liabilities are measured initially at fair value, *net* of transaction costs, and are measured subsequently at amortised cost using the effective Interest method.

2.10 Current and deferred taxation

The tax expense for the year comprises current and deferred *tax*. Tax is recognised in the statement of comprehensive income, except that a charge attributable to an item of Income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the statement of financial position date, except that:

The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates *and* laws that have been enacted or substantively enacted by the reporting **date**.

2.11 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.

**Notes to the financial statements
for the year ended 30 June 2016**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

- Determine whether there are indicators of impairment of the group's tangible and intangible assets, including goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

Other key sources of estimation uncertainty

- **Tangible fixed assets (see note 13)**
Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually 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. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.
- **Intangible fixed assets including goodwill (see note 12)**
Goodwill is amortised over its useful economic life which is estimated to be 20 years. The actual lives of the assets are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as changes to the core product, competition, market developments, and changes in the customer and supplier base are taken into account.

4. Turnover

The significant majority of turnover arose within the United Kingdom.

5. Exceptional other operating income

	2016 £	2015 £
Exceptional income from group action claim	162,716	
	<u>162,716</u>	

Legallnx Limited

Notes to the financial statements
for the year ended 30 June 2016

6. Operating profit

The operating profit is stated after charging:

	2016 £	2015 £
Depreciation of tangible fixed assets - owned by the company	42,272	24,932
Amortisation - intangible fixed assets	45,000	45,000

The restatement of the comparative statement of comprehensive Income relates to a reallocation of employee costs of £737,694 to correct the apportionment between direct costs and overheads.

7. Auditor's remuneration

	2016 £	2015 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	7,730	5,600

a. Employees

Staff costs, including directors' remuneration, were as follows:

	2016 £	2015 £
Wages and salaries	839,726	977,802
Social security costs	91,275	95,593
	931,001	1,073,395

The average monthly number of employees, including the directors, during the year was as follows:

	2016 No.	2015 No.
Administrative	13	18
Operational	19	19
	32	37

Legallnx Limited

Notes to the financial statements
for the year ended 30 June 2016

9. Directors' remuneration

	2016 £	2015 £
Directors' emoluments	104,492	41,967

Included in directors emoluments for the year are benefits in kind of £6,387 (2015 - £73).

10. Interest receivable

	2016 £	2015 £
Other interest receivable	94	71

11. Interest payable and similar charges

	2016 £	2015 £
On loans from group undertakings	7,996	19,135

12. Taxation

	2016 £	2015 £
Corporation tax		
UK corporation tax charge on profit for the year	47,552	1,658
Adjustments in respect of prior periods	(26,098)	(6,900)
Total current tax	21,454	(5,242)
Deferred tax		
Origination and reversal of timing differences	(5,927)	21,681
Adjustments in respect of <i>prior</i> periods	(2,854)	5,659
Total deferred tax	(8,781)	27,340
Taxation on profit on ordinary activities	12,673	22,098

Legallnx Limited

Notes to the financial statements
for the **year ended** 30 June 2016

12. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2015 -lower than) the standard rate of corporation tax in the UK of 20% (2015 - 20.75%). The differences are explained below:

	2016 £	2015 £
Profit on ordinary activities before tax	233,781	88,781
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.75%)	46,756	18,422
Effects of:		
Fixed asset timing differences	9,000	9,000
Expenses not deductible for tax purposes	1,356	989
Income not taxable for tax purposes	(1,444)	
Additional deduction for R&D expenditure	(8,369)	
Group relief claimed	(6,333)	(4,406)
Adjustment to tax charge in respect of previous periods	(26,098)	(8,398)
Adjustment to tax charge in respect of previous periods - deferred tax		5,659
Adjust closing deferred tax to average rate of 20%	(2,195)	
Other adjustments		832
Total tax charge for the year	12,673	22,098

Legallnx Limited

Notes to the financial statements
for the **year ended** 30 June 2016

12. Taxation (continued)

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

13. Intangible assets

Goodwill
£

Cost

At 1 July 2015

900,000

At 30 June 2016

900,000

Amortisation

At 1 July 2015

468,750

Charge for the year

45,000

At 30 June 2016

513,750

Net book value

At 30 June 2016

386,250

At 30 June 2015

431,250

Legalfnx Limited

Notes to the financial statements
for the year ended 30 June 2016

14. Tangible fixed assets

	Motor vehicles £	Fixtures & fittings £	Computer equipment £	computer software development £	Total £
Cost					
At 1 July 2015	24,961	31,026	73,390	163,449	292,826
Additions		1,568	3,743		5,311
At 30 June 2016	24,961	32,594	77,133	163,449	298,137
Depreciation					
At 1 July 2015	7,672	29,925	65,665	12,748	116,010
Charge for period on owned assets	3,128	1,418	5,539	32,187	42,272
-At 30 June 2016	10,800	31,343	71,204	44,935	158,282
Net book value					
At 30 June 2016	14,161	1,251	5,929	118,514	139,855
At 30 June 2015	17,289	1,101	7,725	150,701	176,816

15. Debtors

	2016 £	2015 £
Trade debtors	295,743	327,113
Amounts owed by group undertakings	399	987
Prepayments and accrued income	53,481	33,721
	349,623	361,821

Legallnx Limited

**Notes to the financial statements
for the year ended 30 June 2016**

16. Creditors: amounts falling due within one year

	2016	2015
	£	£
Trade creditors	244,797	210,727
Amounts owed to group undertakings	5,278	
Corporation tax	47,552	1,470
Other taxatfon and social security	61,311	84,192
Other creditors	130,430	210,860
	489,368	507,249

Amounts owed to group undertakings include £5,278 (2015 - £nil) owed to GlobalX (UK) limited, the company's immediate parent company. The amounts owed bear Interest at the benchmark Interest rate published by the AeseNed Bank of Australia plus a percentage margin as applied by HSBC Bank Australia under the ultimate parent company's Multiple Advance Facility.

17. Creditors: amounts falling due after more than one year

	2016	2015
	£	£
Amounts owed to group undertakings		325,161

Amounts owed to group undertakings include £nil (2015 - £325,161) owed to GlobatX (UK) Limited, the company's Immediate parent company. The amounts owed bear interest at the benchmark interest rate published by the Reserved Bank of Australia plus a percentage margin as applied by HSBC Bank Australia under the ultimate parent company's Multiple Advance Facility.

Legallnx Limited

Notes to the financial statements
for the year ended 30 June 2016

18. Financial Instruments

	2016 £	2015 £
Financial assets		
Financial assets that are debt instruments measured at amortised cost	470,045	521,560
Financial liabilities		
Financial liabilities measured at amortised cost	(380,505)	(746,749)
Financial assets measured at amortised cost comprise of trade debtors, amounts owed by group undertakings, other debtors and cash at bank and in hand.		
Financial liabilities measured at amortised cost comprise of trade creditors, other creditors, accruals and amounts owed to group undertakings.		

19. Deferred taxation

	2016 £	2015 t
At beginning of year	(28,540)	(1,200)
Charged to the profit or loss	8,781	(27,340)
At end of year	(19,759)	(28,540)

The provision for deferred taxation is made up as follows:

	2016 £	2015 £
Fixed asset timing differences	(19,759)	(28,540)
	(19,759)	(28,540)

20. Share capital

	2016 £	2015 £
Allotted, called up and fully paid		
300,000 Ordinary shares of £1 each	300,000	300,000

Legallnx Limited

Notes to the financial statements for the year ended 30 June 2016

21. Reserves

The Company's capital and reserves are as follows:

Share capital

Called up share capital represents the nominal value of the shares issued.

Profit & loss account

Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

22. Commitments under operating leases

The company had total commitments under non-cancellable operating leases as at the reporting date expiring as follows:

	2016 £	2015 £
Not later than one year	2,723	9,013
Later than 1 year and not later than 5 years	493	
	<hr/>	<hr/>

23. Related party transactions

The company has taken advantage of the exemption available in section 33.1A of FRS 102, not to disclose transactions with group companies where 100% of the voting rights are controlled within the group and consolidated financial statements including the company are publicly available.

Key management remuneration

Key management personnel include all directors and senior managers across the UK group who together have authority and responsibility for planning, directing and controlling the activities of the UK group. The total compensation paid to key management personnel for services provided to the group was £176,991 (2015 - £70,082).

24. Ultimate parent undertaking and controlling party

The company is a subsidiary of GlobalX (UK) Limited, a company registered in England and Wales. GlobalX Information Pty Limited is the ultimate parent company incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by GlobalX Information Pty Limited, incorporated in Australia. The consolidated accounts are available to the public and may be obtained from the Australian Securities and Investments Commission website (www.asic.gov.au). The smallest group in which they are consolidated is that headed by GlobalX (UK) Limited, incorporated in England and Wales.

Legallnx Limited

Notes to the financial statements
for the year ended 30 June 2016

25. Subsidiary undertakings

At 30 June 2016 the subsidiary undertakings are as follows:

Name	Country of Incorporation	Percentage of issues ordinary share capital held	Nature of business
7Side Nominees Limited	England and Wales	100%	Non-trading
7side Secretarial Services Limited	England and Wales	100%	Non-trading
Sevenside Company Services Limited	England and Wales	100%	Non-trading

26. First time adoption of FAS 102

The following adjustments *have arisen* which have had no effect on net equity or profit but which have affected the presentation of these items on the statement of financial position. The main items are:

Statement of changes in equity

The statement of changes in equity is a **new** requirement under FAS 102. The company is required to present the changes in net assets brought by the profit or loss for the period, other comprehensive income, and distributions to shareholders.

Taxation

Reconciliation of the tax charge under FAS 102 is required to include deferred tax as well as the previously disclosed corporate tax.

Financial commitments

Future financial commitments are required to show the total commitment for all years as opposed to the annual commitment in the period of termination of the lease.

The company adopted FAS 102 on 1 July 2014. The last financial statements prepared under old UK GAAP are those to 30 June 2015.

Confirmation Statement

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on **the:21/02/2017**

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Company Name: **LEGALINX LIMITED**

Company Number: **02357470**

Confirmation **14/02/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	300000
Currency:	GBP	Aggregate nominal value:	300000

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	300000
		Total aggregate nominal value:	300000
		Total aggregate amount unpaid:	0

Persons with Significant Control (PSC)

PSC notifications

Notification Details

Date of becoming a registrable RLE: **06/04/2016**

Name: **GLOBALX (UK) LIMITED**

Registered or Principal Office Address: **14-18 CITY ROAD
CARDIFF
WALES
CF24 3DL**

Legal Form: **PRIVATE LIMITED COMPANY**

Governing Law: **UK**

Register: **COMPANIES HOUSE**

Country/state of register: **ENGLAND AND WALES**

Registration Number: **6983136**

Nature of control

The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.

The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

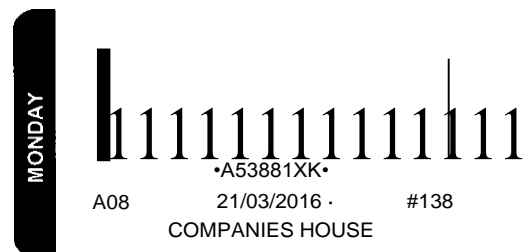
This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor

LEGALINX LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2015



LEGALINX LIMITED

COMPANY INFORMATION

Directors	TL Mahony CD Beavis M Allwood
Registered number	02357470
Registered office	14-18 City Road Cardiff CF24 3DL
Independent auditor	.BOO LLP Bridgewater House Finzels Reach Counterslip Bristol BS16BX

LEGALINX LIMITED

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Directors' responsibilities statement	2
Independent auditor's report	3-4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 14

LEGALINX LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2015**

The directors present their report and the financial statements for the year ended 30 June 2015.

Principal activities

The principal activity of the company is that of the provision of company and property information to the legal and commerce sectors in the United Kingdom.

Directors

The directors who served during the year were:

TL Mahony
• C D Beavis
MAllwood

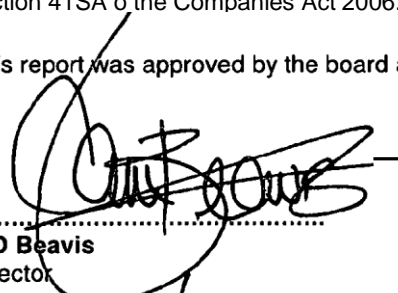
Provision of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing their report and to establish that the company's auditor is aware of that information.

In preparing thi report, the directors have taken advantage of the small companies exemptions provided by section 41SA o the Companies Act 2006.

This report was approved by the board and signed on its behalf.



.....
C D Beavis
Director

Date:

3.3.16

LEGALINX LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the directors' 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). 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 then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; 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, to disclose with reasonable accuracy at any time the financial position of the company and to 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.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

We have audited the financial statements of Legalinx Limited for the year ended 30 June 2015 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 the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 auditor

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 Financial Reporting Council's (FRC'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 FRC'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 30 June 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

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.

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 prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

Boo LLP

Neil Dimes (Senior statutory auditor)
for and on behalf of **BOO LLP**, Statutory auditor
Bristol
United Kingdom

Date: **9 /v10JC{.. 1,,oib**

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

LEGALINX LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2015**

	Note	2015 £	2014 £
TURNOVER		3,284,568	2,967,363
Cost of sales		(2,359,253)	(1,918,644)
GROSS PROFIT		925,315	1,048,719
Administrative expenses		(817,470)	(1,058,909)
OPERATING PROFIT/(LOSS)	2	107,845	(10,190)
Interest receivable and similar income		71	54
Interest payable and similar charges	4	(19,135)	(34,983.)
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		88,781	(45,119)
Tax on profit/(loss) on ordinary activities	5	(22,098)	(5,600)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	13	66,683	(50,719)

The notes on pages 7 to 14 form part of these financial statements.

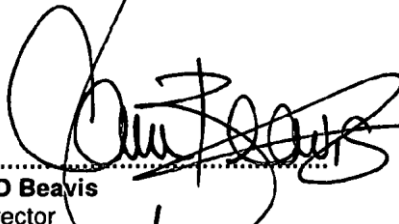
LEGALINX LIMITED
REGISTERED NUMBER: 02357470

BALANCE SHEET
AS AT 30 JUNE 2015

	Note	£	2015 £	£	2014 £
FIXED ASSETS					
Intangible assets	6		431,250		476,250
Tangible assets	7		176,816		136,971
			608,066		613,221
CURRENT ASSETS					
Debtors	8	361,821		470,275	
Cash at bank and in hand		178,521		61,171	
		540,342		531,446	
CREDITORS: amounts falling due within one year	9	(507,249)		(462,490)	
NET CURRENT ASSETS			33,093		68,956
TOTAL ASSETS LESS CURRENT LIABILITIES			641,159		682,177
CREDITORS: amounts falling due after more than one year	10		(325,161)		(460,202)
PROVISIONS FOR LIABILITIES					
Deferred tax	11		(28,540)		(1,200)
NET ASSETS			287,458		220,775
CAPITAL AND RESERVES					
Called up share capital	12		300,000		300,000
Profit and loss account	13		(12,542)		(79,225)
SHAREHOLDERS' FUNDS			287,458		220,775

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



C D Beavis
 Director
 Date: 3.3.16

The notes on pages 7 to 14 form part of these financial statements.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The company's ultimate parent company, GlobalX Information Pty Limited, incorporated in Australia, has indicated its continued support to the company to allow it to meet its liabilities as they fall due for a period of at least twelve months from the date the financial statements were signed. On this basis the directors have formed a judgement at the time of approving the financial statements that it is appropriate to prepare the financial statements on the going concern basis.

1.2 Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. All income is recognised in the period for which goods delivered or services provided.

1.3 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	12.5% straight line
Fixtures & fittings	33% straightline
Office equipment	33% straight line
Computer equipment	33% straightline
Computer software development -	20% straight line

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Financial instruments

Financial instruments are measured initially and subsequently at cost.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015

2. OPERATING PROFIT/(LOSS)

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

	2015 £	2014 £
Amortisation - intangible fixed assets	45,000	45,000
Depreciation of tangible fixed assets: - owned by the company	24,932	26,155
Auditors' remuneration	5,600	4,350

3. DIRECTORS' REMUNERATION

	2015 £	2014 £
Aggregate remuneration	41,894	65,977
Compensation for loss of office		30,000

4. INTEREST PAYABLE

	2015 £	2014 £
On loans from group undertakings	19,135	34,983

5. TAXATION

	2015 £	2014 £
Analysis of tax (credit)/charge in the year		
Current tax		
UK corporation tax charge on profit/loss for the year	1,658	6,900
Adjustments in respect of prior periods	(6,900)	
Total current tax	(5,242)	6,900
Deferred tax		
Origination and reversal of timing differences	21,681	(1,300)
Adjustments in respect of prior periods	5,659	
Total deferred tax (see note 11)	27,340	(1,300)
Tax on profit/loss on ordinary activities	22,098	5,600

LEGALINX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015**

5. TAXATION (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2014 - higher than) the standard rate of corporation tax in the UK of 20% (2014 - 20%). The differences are explained below:

	2015 £	2014 £
Profit/loss on ordinary activities before tax	88,781	(45,119)
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2014. - 20%)	17,756	(9,024)
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	9,000	9,000
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	989	5,169
Capital allowances for year in excess of depreciation	(8,908)	2,875
Utilisation of tax losses	(12,773)	
Adjustments to tax charge in respect of prior periods	(6,900)	
Group relief	(4,406)	(1,120)
Current tax (credit)/charge for the year (see note above)	(5,242)	6,900

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015

6. INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	
At 1 July 2014 and 30 June 2015	900,000
Amortisation	
At 1 July 2014	423,750
Charge for the year	45,000
At 30 June 2015	468,750
Net book value	
At 30 June 2015	431,250
At 30 June 2014	476,250

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015

7. TANGIBLE FIXED ASSETS

	Motor vehicles £	Fixtures & fittings £	Computer equipment £	Computer software develop- ment £	Total £
Cost					
At 1 July 2014	24,961	31,026	69,084	102,978	228,049
Additions			4,306	60,471	64,777
At 30 June 2015	24,961	31,026	73,390	163,449	292,826
Depreciation					
At 1 July 2014	4,552	28,183	58,343		91,078
Charge for the year	3,120	1,742	7,322	12,748	24,932
At 30 June 2015	7,672	29,925	65,665	12,748	116,010
Net book value					
At 30 June 2015	17,289	1,101	7,725	150,701	176,816
At 30 June 2014	20,409	2,843	10,741	102,978	136,971

Additions to tangible fixed assets include £51,286 (2014: nil) of capitalised staff costs in respect of the group developing new business computer software that became operational in the accounting period. A further £9,185 (2014: £102,978) of software development has been capitalised in the period but has not been depreciated in the year as it is not yet operational. It is expected that this programme will be operational in the next accounting period.

8. DEBTORS

	2015 £	2014 £
Trade debtors	327,113	432,132
Amounts owed by group undertakings	987	
Other debtors	33,721	38,143
	361,821	470,275

9. CREDITORS:
Amounts falling due within one year

	2015 £	2014 £
Trade creditors	210,727	225,143
Corporation tax	1,470	6,900
Other taxation and social security	84,192	92,451
Other creditors	210,860	137,996
	507,249	462,490

LEGALINX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015**

10. CREDITORS:
Amounts falling due after more than one year

	2015 £	2014 £
Amounts owed to group undertakings	325,161	460,202

Creditors include amounts not wholly repayable within 5 years as follows:

	2015 £	2014 £
Repayable other than by instalments		460,202

Amounts owed to group undertakings include £325,161 (2014: £460,202) owed to GlobalX (UK) Limited, the company's immediate parent company. The amounts owed bear interest at the benchmark interest rate published by the Reserve Bank of Australia plus a percentage margin as applied by HSBC Bank Australia under the ultimate parent company's Multiple Advance Facility.

11. DEFERRED TAXATION

	2015 £	2014 £
At beginning of year	1,200	2,500
Charge for year/(released during)	27,340	(1,300)
At end of year	28,540	1,200

The provision for deferred taxation is made up as follows:

	2015 £	2014 £
Accelerated capital allowances		1,200
Fixed asset timing differences	28,540	
	28,540	1,200

12. SHARE CAPITAL

	2015 £	2014 £
Allotted, called up and fully paid		
300,000 Ordinary shares of £1 each	300,000	300,000

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

13. RESERVES

	Profit and loss account £
At 1 July 2014	(79,225)
Profit for the financial year	66,683
	<hr/>
At 30 June 2015	(12,542)
	<hr/>

14. OPERATING LEASE COMMITMENTS

At 30 June 2015 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings			Other
	2015	2014	2015	2014
	£	£	£	£
Expiry date:				
Within 1 year	7,500		1,513	
Between 2 and 5 years		58,200		7,260
	<hr/>	<hr/>	<hr/>	<hr/>

15. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption available in Financial Reporting Standard 8, Related Party Disclosures, not to disclose transactions with group companies where 100% of the voting rights are controlled within the group and consolidated financial statements including the company are publicly available.

16. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a subsidiary of GlobalX (UK) Limited, a company registered in England and Wales. GlobalX Information Pty Limited is the ultimate parent company incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by GlobalX Information Pty Limited, incorporated in Australia. The smallest group in which they are consolidated is that headed by GlobalX (UK) Limited, incorporated in England and Wales. The consolidated accounts are available to the public and may be obtained from the Australian Securities and Investments Commission website (www.asic.gov.au).

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

17. SUBSIDIARY UNDERTAKINGS

At 30 June 2015 the subsidiary undertakings are as follows:

Name	Country of incorporation	Percentage issues ordinary share capital held	Nature of business
?Side Nominees Limited	United Kingdom	100%	Non trading
?side Secretarial Services Limited	United Kingdom	100%	Non-trading
Sevenside Company Services Limited	United Kingdom	100%	Non-trading

Annual Return

Received for filing in Electronic Format on the: 25/02/2016

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X51GZU4A

Company Name: LEGALINX LIMITED

Company Number: 02357470

Date of this return: 14/02/2016

SIC codes: 58290
63990
69109

Company Type: Private company limited by shares

Situation of Registered Office: 14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
CF24 3DL

Officers of the company

Company Director **J**

Type: **Person**

Full forename(s): **MR MARK**

Surname: **ALLWOOD**

Former names:

Self Jice Address: **C/O LEGALINX
14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
WALES
CF243DL**

Country/State Usually Resident: **WALES**

Date of Birth: ****/05/1961** *Nationality:* **BRITISH**

Occupation: **GENERAL MANAGER**

Company Director 2

Type: Person
Full forename(s): MR. CAMERON DAVID

Surname: BEAVIS

Fomier names:

SellJice Address: 4 HOUSEWOOD COURT
HIGHVALE
QUEENSLAND
AUSTRALIA
QLD 4520

Country/State Usually Resident: AUSTRALIA

Date of Birth: **/12/1960 *Nationality:* AUSTRALIAN

Occupation: COMPANY DIRECTOR

Company Director 3

Type: **Person**
Fullforename(s): **MR. TIMOTHY LLOYD**

Surname: **MAHONY**

Fomier names:

SellJice Address: **34 WENTWORTH ROAD
VAUCLUSE, 2030
NEW SOUTH WALES
AUSTRALIA**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: ****/02/1958** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	300000
		<i>Aggregate nominal value</i>	300000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	300000
		<i>Total aggregate nominal value</i>	300000

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders/or the company are shown below

Shareholding **J** : **300000 ORDINARY shares held as at the date of this return**
Name: **GLOBALX (UK) LIMITED**

Authorisation

Authenticated

This form was authorised by one of the following:

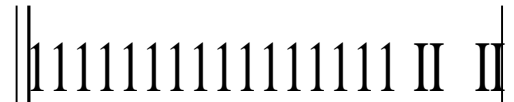
Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

House

**Termination of Appointment of
Secretary or Corporate Secretary**

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**



Received for filing in Electronic Format on **the:23/12/2015**

X4MUR86P

Termination Details

Date of termination: **15/12/2015**

Name: **MR. DARREN JOHN COBB**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

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Received for filing in Electronic Format on the: 28/04/2015

Details Prior to Change

Original Name: **MR MARK ALLWOOD**

Date of Birth: **11/05/1961**

New Details

Date of Change: **28/04/2015**

New SellJice Address: **C/O LEGALINX**
 14-18 CITY ROAD
 CARDIFF
 SOUTH GLAMORGAN
 WALES
 CF24 3DL

The usual residential address of this person has not changed

Authorisation

Authenticated

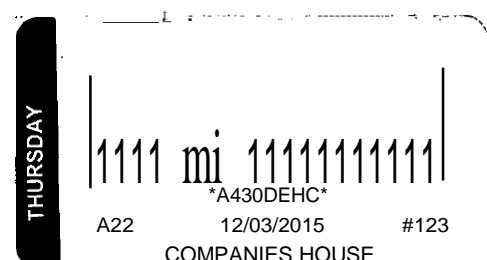
This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

LEGAUNX LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2014



LEGALINX LIMITED

COMPANY INFORMATION

Directors	TL Mahony CD Beavis M Allwood (appointed 1 October 2014)
Registered number	02357470
Registered office	14-18 City Road Cardiff CF24 3DL
Independent auditor	BOO LLP Helmont House Churchill Way Cardiff CF10 2HE

LEGALINX LIMITED

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Directors' report	
Directors' responsibilities statement	2
Independent auditor's report	3-4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

LEGALINX LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2014

The directors present their report and the financial statements for the year ended 30 June 2014.

Principal activities

The principal activity of the company is that of the provision of company and property information to the legal and commerce sectors in the United Kingdom.

Directors

The directors who served during the year were:

TL Mahony
CD Beavis
S G Lloyd (resigned 24 February 2014)

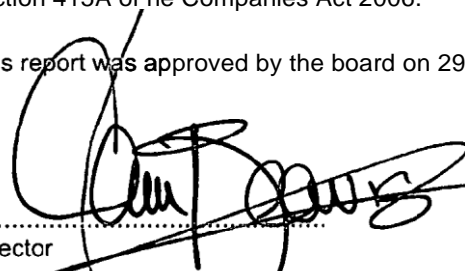
Provision of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 29 October 2014 and signed on its behalf.



.....
Director
CD BEAVIS.

LEGALINX LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the directors' 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). 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 then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; 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, to disclose with reasonable accuracy at any time the financial position of the company and to 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.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

We have audited the financial statements of Legalinx Limited for the year ended 30 June 2014 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 the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 auditor

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 Financial Reporting Council's (FRC'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 FRC'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 30 June 2014 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

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.

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 prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

BDO LLP

Timothy Smith (Senior statutory auditor)
for and on behalf of BDO LLP, Statutory auditor
Cardiff
United Kingdom

19 November 2014

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

LEGALINX LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2014**

	Note	2014 £	2013 £
TURNOVER		2,967,363	2,468,066
Cost of sales		(1,918,644)	(1,591,542)
GROSS PROFIT		1,048,719	876,524
Administrative expenses		(1,058,909)	(844,813)
OPERATING (LOSS)/PROFIT	2	(10,190)	31,711
Interest receivable and similar income		54	34
Interest payable and similar charges	4	(34,983)	(44,976)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(45,119)	(13,231)
Tax on loss on ordinary activities	5	{5,600}	(26,863)
LOSS FOR THE FINANCIAL YEAR	13	(50,719)	(40,094)

The notes on pages 7 to 12 form part of these financial statements.

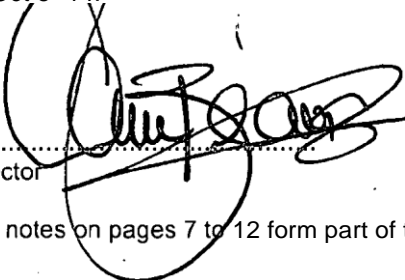
LEGALINX LIMITED
REGISTERED NUMBER: 02357470

BALANCE SHEET
AS AT 30 JUNE 2014

	Note	£	2014 £	£	2013 £
FIXED ASSETS					
Intangible assets	6		476,250		521,250
Tangible assets	7		136,970		54,724
			613,220		575,974
CURRENT ASSETS					
Debtors	8	470,273		412,848	
Cash at bank and in hand		61,171		153,521	
		531,444		566,369	
CREDITORS: amounts falling due within one year	9	(462,487)		(319,825)	
NET CURRENT ASSETS			68,957		246,544
TOTAL ASSETS LESS CURRENT LIABILITIES			682,177		822,518
CREDITORS: amounts falling due after more than one year	10		(460,202)		(848,424)
PROVISIONS FOR LIABILITIES					
Deferred tax	11		(1,200)		(2,500)
NET ASSETS/(LIABILITIES)			220,775		(28,406)
CAPITAL AND RESERVES					
Called up share capital	12		300,000		100
Profit and loss account	13		(79,225)		(28,506)
SHAREHOLDERS' FUNDS/(DEFICIT)			220,775		(28,406)

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008):

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 October 2014.

.....

Director

The notes on pages 7 to 12 form part of these financial statements.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2014

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The company's ultimate parent company, GlobalX Information Pty Limited, incorporated in Australia, has indicated its continued support to the company to allow it to meet its liabilities as they fall due for a period of at least twelve months from the date the financial statements were signed. On this basis the directors have formed a judgement at the time of approving the financial statements that it is appropriate to prepare the financial statements on the going concern basis.

1.2 Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. All income is recognised in the period for which goods delivered or services provided.

1.3 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	12.5% straight line
Fixtures & fittings	33% straight line
Office equipment	33% straight line
Computer equipment	33% straight line
Computer software development -	Over life of asset to be determined once in use

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Financial instruments

Financial instruments are measured initially and subsequently at cost.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2014

2. OPERATING (LOSS)/PROFIT

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

	2014 £	2013 £
Amortisation - intangible fixed assets	45,000	45,000
Depreciation of tangible fixed assets: - owned by the company	26,155	34,738
Auditor's remuneration	2,650	3,750
	<hr/>	<hr/>

3. DIRECTORS' REMUNERATION

	2014 £	2013 £
Aggregate remuneration	65,977	80,582
	<hr/>	<hr/>
Compensation for loss of office	30,000	
	<hr/>	<hr/>

4. INTEREST PAYABLE

	2014 £	2013 £
On loans from group undertakings	34,983	44,976
	<hr/>	<hr/>

5. TAXATION

	2014 £	2013 £
Analysis of tax charge/(credit) in the year		
Current tax		
UK corporation tax charge on loss for the year	6,900	1,350
Adjustments in respect of prior periods		(1,537)
		<hr/>
Total current tax	6,900	(187)
		<hr/>
Deferred tax (see note 11)		
Origination and reversal of timing differences	(1,300)	27,050
		<hr/>
Tax on loss on ordinary activities	5,600	26,863
	<hr/>	<hr/>

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2014

5. TAXATION (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2013 - higher than) the standard rate of corporation tax in the UK of 20% (2013 - 20%). The differences are explained below:

	2014 £	2013 £
Loss on ordinary activities before tax	(45,119)	(13,231)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2013 - 20%)	(9,024)	(2,646)
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	9,000	9,000
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	5,169	3,256
Capital allowances for year in excess of depreciation	2,875	4,620
Utilisation of tax losses		(12,880)
Adjustments to tax charge in respect of prior periods		(1,537)
Group relief	(1,120)	
Current tax charge/(credit) for the year (see note above)	6,900	(187)

6. INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	
At 1 July 2013 and 30 June 2014	900,000
Amortisation	
At 1 July 2013	378,750
Charge for the year	45,000
At 30 June 2014	423,750
Net book value	
At 30 June 2014	476,250
At 30 June 2013	521,250

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2014

7. TANGIBLE FIXED ASSETS

	Motor vehicles £	Fixtures & fittings £	Office equipment £	Computer software develop- ment £	Total £
Cost					
At 1 July 2013	29,095	24,636	68,189		121,920
Additions	10,413.	472	6,813	102,978	120,676
Disposals	(14,547)				(14,547)
At 30 June 2014	24,961	25,108	75,002	102,978	228,049
Depreciation					
At 1 July 2013	3,627	23,419	40,150		67,196
Charge for the year	3,197	1,140	21,818		26,155
On disposals	(2,272)				(2,272)
At 30 June 2014	4,552	24,559	61,968		91,079
Net book value					
At 30 June 2014	20,409	549	13,034	102,978	136,970
At 30 June 2013	25,468	1,217	28,039		54,724

Additions to tangible fixed assets include £102,978 of capitalised staff costs in respect of the company developing new business computer software that will be operational in the next accounting period. The directors will determine the useful economic life of the software on commencement of its operation.

8. DEBTORS

	2014 £	2013 £
Trade debtors	432,132	352,911
Other debtors	38,141	59,937
	470,273	412,848

9. CREDITORS:
Amounts falling due within one year

	2014 £	2013 £
Trade creditors	225,143	123,068
Corporation tax	6,900	1,350
Other taxation and social security	92,451	69,661
Other creditors	137,993	125,746
	462,487	319,825

LEGALINX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2014**

10. CREDITORS:
Amounts falling due after more than one year

	2014 £	2013 £
Amounts owed to group undertakings	460,202	848,424

Creditors include amounts not wholly repayable within 5 years as follows:

	2014 £	2013 £
Repayable other than by instalments	460,202	848,424

Amounts owed to group undertakings include £460,202 (2013 £848,424) owed to GlobalX (UK) Limited, the company's immediate parent company. The amounts owed bear interest at the benchmark interest rate published by the Reserve Bank of Australia plus a percentage margin as applied by HSBC Bank Australia under the ultimate parent company's Multiple Advance Facility.

11. DEFERRED TAXATION

	2014 £	2013 £
At beginning of year	2,500	
(Released during)/charge for year	(1,300)	2,500
At end of year	1,200	2,500

The provision for deferred taxation is made up as follows:

	2014 £	2013 £
Accelerated capital allowances	1,200	2,500

12. SHARE CAPITAL

	2014 £	2013 £
Allotted, called up and fully paid		
300,000 (2013 -100) Ordinary shares of £1 each	300,000	100

The company issued a further 299,900 ordinary shares of £1 each during the year at par by capitalisation of £299,900 of the amount owed to GlobalX (UK) Limited.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2014

13. RESERVES

	Profit and loss account £
At 1 July 2013	(28,506)
Loss for the financial year	(50,719)
	<hr/>
At 30 June 2014	(79,225)
	<hr/>

14. OPERATING LEASE COMMITMENTS

At 30 June 2014 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings			Other
	2014	2013	2014	2013
	£	£	£	£
Expiry date:				
Between 2 and 5 years	58,200	30,000	7,260	3,630
After more than 5 years				3,630
	<hr/>	<hr/>	<hr/>	<hr/>

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a subsidiary of GlobalX (UK) Limited, a company registered in England and Wales. GlobalX Information Pty Limited is the ultimate parent company incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by GlobalX Information Pty Limited, incorporated in Australia. The smallest group in which they are consolidated is that headed by GlobalX (UK) Limited, incorporated in England and Wales. The consolidated accounts are available to the public and may be obtained from the Australian Securities and Investments Commission website (www.asic.gov.au).

X42EUKQH

Officers of the company

Company Secretary J

Type: **Person**
Full forename(s): **MR. DARREN JOHN**

Surname: **COBB**

Fomier names:

SellJice Address: **21 ENDWOOD COURT
HIGHVALE
4520 QUEENSLAND
AUSTRALIA**

Company Director **J**

Type: **Person**

Full forename(s): **MR MARK**

Surname: **ALLWOOD**

Former names:

Self Jice Address: **C/O LEGALINX
14-18 CITY ROAD
CARDIFF
WALES
CF243DL**

Country/State Usually Resident: **WALES**

Date of Birth: **11/05/1961** *Nationality:* **BRITISH**

Occupation: **GENERAL MANAGER**

Company Director 2

Type: Person
Full forename(s): MR. CAMERON DAVID

Surname: BEAVIS

Former names:

Self Jice Address: 4 HOUSEWOOD COURT
HIGHVALE
QUEENSLAND
AUSTRALIA
QLD 4520

Country/State Usually Resident: AUSTRALIA

Date of Birth: 05/12/1960 *Nationality:* AUSTRALIAN

Occupation: COMPANY DIRECTOR

Company Director 3

Type: **Person**
Fullforename(s): **MR. TIMOTHY LLOYD**

Surname: **MAHONY**

Fomier names:

SellJice Address: **34 WENTWORTH ROAD
VAUCLUSE, 2030
NEW SOUTH WALES
AUSTRALIA**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **16/02/1958** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	300000
		<i>Aggregate nominal value</i>	300000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	300000
		<i>Total aggregate nominal value</i>	300000

Full Details of Shareholders

The details below relate to individuals/ corporate bodies that were shareholders as at 14/02/2015 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders/or the company are shown below

Shareholding **J** : **300000 ORDINARY shares held as at the date of this return**
Name: **GLOBALX (UK) LIMITED**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House

APOL(et)

Appointment of Director

111111 11111111 111111
X3J3U9G0

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **23/10/2014**

New Appointment Details

Date of Appointment: **01/10/2014**

Name: **MR MARK ALLWOOD**

Consented to Act: **YES**

Service Address: **C/O LEGALINX
14-18 CITY ROAD
CARDIFF
WALES
CF243DL**

Country/State Usually Resident: **WALES**

Date of Birth: **11/05/1961**

Nahonality: **BRITISH**

Occupation: **GENERAL :MANAGER**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

Return of Allotment of Shares

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on **the:01/09/2014**

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X3FHRDNT
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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From 12/06/2014
---	---------------------------

Class of Shares:	ORDINARY	Number allotted	299900
Currency:	GBP	Nominal value of each share	1
		Amount paid:	1
		Amount unpaid:	0

Non-cash consideration

THE ORDINARY SHARES SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES SHALL BE NON-REDEEMABLE AND MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	300000
Currency:	GBP	Aggregate nominal value:	300000
		Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)			
<hr/>			
Currency:	GBP	Total number of shares:	300000
		Total aggregate nominal value:	300000

Authorisation

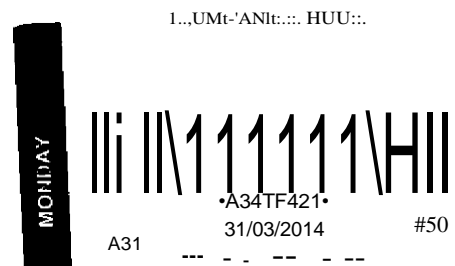
Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.

LEGALINX LIMITED
(formerly 7Side Limited)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013



LEGALINX LIMITED

COMPANY INFORMATION

Directors	TL Mahony CD Beavis
Registered number	02357470
Registered office	14-18 City Road Cardiff CF24 3DL
Independent auditor	BOO LLP Helmont House Churchill Way Cardiff CF10 2HE

LEGALINX LIMITED

CONTENTS

	Page
Directors' report	
Directors' responsibilities statement	2
Independent auditor's report	3-4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

LEGALINX LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2013**

The directors present their report and the financial statements for the year ended 30 June 2013

Change of name

The company changed its name on 12 June 2013 from 7S1de L1m1ted to Legahnx L1m1ted

Principal activities

The principal activity of the company is that of the provision of company and property information to the legal and commerce sectors in the United Kingdom

Directors

The directors who served during the year were

TL Mahony
CD Beavis
S G Lloyd (resigned 24 February 2014)

Provision of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

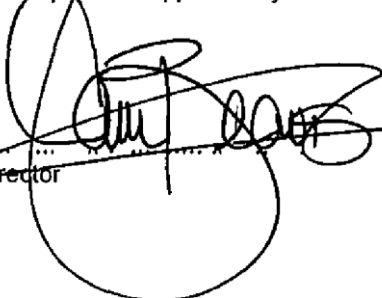
- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

Auditor

PKF (UK) LLP have merged their business into BOO LLP and accordingly have signed their auditor's report in the name of the merged firm. A resolution to appoint BOO LLP as auditors of the company will be put to the Annual General Meeting

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on **20 MARCH 2014** and signed on its behalf


Director

C D BEAVIS

LEGALINX LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the directors' 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). 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 then apply them consistently,
- make judgments and accounting estimates that are reasonable and prudent, 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, to disclose with reasonable accuracy at any time the financial position of the company and to 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.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

We have audited the financial statements of LegalInx Limited (formerly ?Side Limited) for the year ended 30 June 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 the Financial Reporting Standard for Smaller Entities [(Effective April 2008)] (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 auditor

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/audit/scopeukprivate.

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 30 June 2013 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

LEGALINX LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LEGALINX LIMITED

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year [period] 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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime

BOO LLP

Timothy Smith (Senior statutory auditor)
for and on behalf of BOO LLP, Statutory auditor
Cardiff
United Kingdom

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

LEGALINX LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2013**

	Note	2013 £	2012 £
TURNOVER	1	2,468,066	2,425,261
Cost of sales		(1,591,542)	<u>(1,626,741)</u>
GROSS PROFIT		876,524	798,520
Administrative expenses		(844,813)	<u>(852,100)</u>
OPERATING PROFIT/(LOSS)	2	31,711	(53,580)
Interest receivable and similar income		34	40
Interest payable and similar charges	4	(44,976)	<u>(57,676)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(13,231)	(111,216)
Tax on loss on ordinary activities	5	(26,863)	<u>24,341</u>
LOSS FOR THE FINANCIAL YEAR	13	(40,094)	<u>(86,875)</u>

The notes on pages 7 to 12 form part of these financial statements

LEGALINX LIMITED
REGISTERED NUMBER: 02357470

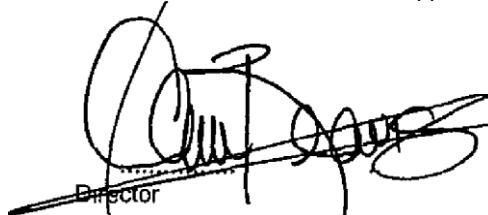
BALANCE SHEET
AS AT 30 JUNE 2013

	Note	£	2013 £	2012 £
FIXED ASSETS				
Intangible assets	6		521,250	566,250
Tangible assets	7		54,724	55,869
			575,974	622,119
CURRENT ASSETS				
Debtors	8	412,848	422,337	
Cash at bank and in hand		153,521	51,923	
		566,369	474,260	
CREDITORS: amounts falling due within one year	g	(319,825)	(284,179)	
NET CURRENT ASSETS			246,544	190,081
TOTAL ASSETS LESS CURRENT LIABILITIES			822,518	812,200
CREDITORS amounts falling due after more than one year	10		(848,424)	(800,512)
PROVISIONS FOR LIABILITIES				
Deferred tax	11		(2,500)	
NET (LIABILITIES)/ASSETS			(28,406)	11,688
CAPITAL AND				
Called up share capital	12		100	100
Profit and loss account	13		(28,506)	11,588
SHAREHOLDERS' (DEFICIT)/FUNDS			(28,406)	11,688

The 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 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

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 Director

C D BEAVIS

The notes on pages 7 to 12 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013

1 ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. All income is recognised in the period for which goods delivered or services provided.

1.3 Intangible fixed assets and amortisation

Goodwill arising on an acquisition of a trade is the difference between the fair value of consideration paid and the fair value of the assets and liabilities acquired. Positive goodwill is capitalised and amortised through the profit and loss account over the directors' estimate of its useful economic life of 20 years.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	12.5% straight line
Fixtures & fittings	33% straight line
Office equipment	33% straight line
Computer equipment	33% straight line

The company revised its rates of depreciation during the year to comply with those used by all other group companies from 20% to 12.5% for motor vehicles, from 15% to 33% for fixtures and fittings and from 25% to 33% for office equipment. The impact of the change is to increase the depreciation charge for the year by £4,249.

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Financial instruments

Financial instruments are measured initially and subsequently at cost.

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013

2 OPERATING PROFIT/(LOSS)

The operating profit/(loss) is stated after charging

	2013 £	2012 £
Amortisation - intangible fixed assets	45,000	45,000
Depreciation of tangible fixed assets		
- owned by the company	34,738	19,496
Auditor's remuneration	3,750	5,000
	<hr/>	<hr/>

3 DIRECTORS' REMUNERATION

	2013 £	2012 £
Aggregate emoluments	80,582	80,000
	<hr/>	<hr/>

4 INTEREST PAYABLE

	2013 £	2012 £
On loans from group undertakings	44,976	57,676
	<hr/>	<hr/>

5 TAXATION

	2013 £	2012 £
Analysis of tax (credit)/charge in the year		
Current tax		
UK corporation tax charge on loss for the year	1,350	
Adjustments in respect of prior periods	(1,537)	
Total current tax	(187)	
Deferred tax (see note 11)		
Origination and reversal of timing differences	27,050	(24,341)
Tax on loss on ordinary activities	26,863	(24,341)
	<hr/>	<hr/>

LEGALINX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013**

5 TAXATION (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2012 - lower than) the standard rate of corporation tax in the UK of 20% (2012 - 20%) The differences are explained below

	2013	2012
	£	£
Loss on ordinary activities before tax	(13,231)	(111,216)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2012 - 20%)	(2,646)	(22,243)
Effects of		
Non-tax deductible amortisation of goodwill and impairment	9,000	9,000
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	3,256	6,280
Capital allowances for year in excess of depreciation	4,620	(4,565)
Utilisation of tax losses	(12,880)	(1,352)
Adjustments to tax charge in respect of prior periods	(1,537)	
Unrelieved tax losses carried forward		12,880
Current tax (credit)/charge for the year (see note above)	(187)	

6 INTANGIBLE FIXED ASSETS

	Goodwill
	£
Cost	
At 1 July 2012 and 30 June 2013	900,000
Amortisation	
At 1 July 2012	333,750
Charge for the year	45,000
At 30 June 2013	378,750
Net book value	
At 30 June 2013	521,250
At 30 June 2012	566,250

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013

7 TANGIBLE FIXED ASSETS

	Motor vehicles £	Fixtures & fittings £	Office equipment £	Total £
Cost				
At 1 July 2012	4,147	24,393	61,516	90,056
Additions	29,095	243	6,673	36,011
Disposals	(4,147)			(4,147)
At 30 June 2013	29,095	24,636	68,189	121,920
Depreciation				
At 1 July 2012	1,729	16,938	15,520	34,187
Charge for the year	3,627	6,481	24,630	34,738
On disposals	(1,729)			(1,729)
At 30 June 2013	3,627	23,419	40,150	67,196
Net book value				
At 30 June 2013	25,468	1,217	28,039	54,724
At 30 June 2012	2,418	7,455	45,996	55,869

8 DEBTORS

	2013 £	2012 £
Trade debtors	352,911	296,117
Other debtors	59,937	126,220
	412,848	422,337

9 CREDITORS

Amounts falling due within one year

	2013 £	2012 £
Bank loans and overdrafts		2,565
Trade creditors	123,068	125,895
Corporation tax	1,350	
Social security and other taxes	69,661	58,671
Other creditors	125,746	97,048
	319,825	284,179

LEGALINX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013**

10 CREDITORS

Amounts falling due after more than one year

	2013 £	2012 £
Amounts owed to group undertakings	848,424	800,512

Creditors include amounts not wholly repayable within 5 years as follows

	2013 £	2012 £
Repayable other than by instalments	848,424	800,512

Amounts owed to group undertakings include £848,424 (2012 800,512) owed to GlobalX (UK) Limited, the company's immediate parent company. The amounts owed bear interest at the benchmark interest rate published by the Reserve Bank of Australia plus a percentage margin as applied by HSBC Bank Australia under the ultimate parent company's Multiple Advance Facility.

11 DEFERRED TAXATION

	2013 £	2012 £
At beginning of year		
Charge for year	2,500	
At end of year	2,500	

The provision for deferred taxation is made up as follows

	2013 £	2012 £
Accelerated capital allowances	2,500	

12 SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	100	100

13 RESERVES

	Profit and loss account £
At 1 July 2012	11,588
Loss for the year	(40,094)
At 30 June 2013	(28,506)

LEGALINX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2013

14 OPERATING LEASE COMMITMENTS

At 30 June 2013 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings			Other
	2013	2012	2013	2012
	£	£	£	£
Expiry date				
Within 1 year				1,174
Between 2 and 5 years	30,000	30,000	3,630	7,340
After more than 5 years			3,630	

15 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a subsidiary of GlobalX Information Pty Limited which is the ultimate parent company incorporated in Australia

The largest group in which the results of the company are consolidated is that headed by GlobalX Information Pty Limited, incorporated in Australia. The smallest group in which they are consolidated is that headed by GlobalX (UK) Limited, incorporated in England. The consolidated accounts are available to the public and may be obtained from Level 6, West Tower, 410 Ann Street, Brisbane, Queensland 4000, Australia

Annual Return

Received for filing in Electronic Format on the: **25/02/2014**

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X32FRQDK

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**

Date of this return: **14/02/2014**

SIC codes: **58290**
63990
69109

Company Type: **Private company limited by shares**

Situation of Registered Office: **14-18 CITY ROAD**
CARDIFF
SOUTH GLAMORGAN
CF24 3DL

Officers of the company

Company Secretary J

Type: **Person**
Full forename(s): **MR. DARREN JOHN**

Surname: **COBB**

Fomier names:

SellJice Address: **21 ENDWOOD COURT
HIGHVALE
4520 QUEENSLAND
AUSTRALIA**

Company Director **J**

Type: Person

Full forename(s): MR. CAMERON DAVID

Surname: **BEAVIS**

Fomier names:

SellJice Address: **4 HOUSEWOOD COURT
HIGHVALE
QUEENSLAND
AUSTRALIA
QLD 4520**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **05/12/1960**

Nationality: **AUSTRALIAN**

Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**

Ful/forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Fomier names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: 17/03/1960

Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director 3

Type: **Person**
Fullforename(s): **MR. TIMOTHY LLOYD**

Surname: **MAHONY**

Fomier names:

SellJice Address: **34 WENTWORTH ROAD
VAUCLUSE, 2030
NEW SOUTH WALES
AUSTRALIA**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **16/02/1958** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2014 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders/or the company are shown below

Shareholding **J** : **100 ORDINARY shares held as at the date of this return**
Name: **GLOBALX (UK) LIMITED**

Authorisation

Authenticated

This form was authorised by one of the following:

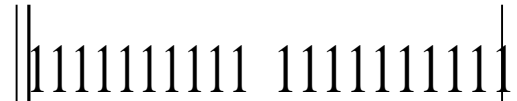
Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Termination of a Director Appointment

Company Name: **LEGALINX LIMITED**

Company Number: **02357470**



Received for filing in Electronic Format on the: **25/02/2014**

X32FQR3S

Resignation Details

Date of resignation: **24/02/2014**

Name: **MR SAMUEL GEORGE ALAN LLOYD**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

PKF'

Accountants &
business advisers

235 1670

The Directors
7Side L1m1ted
14 - 18 City Road
Cardiff
CF24 3DL

Our ref TDS/SRB/4022143

29 April 2013

Dear Sirs

7Side L1m1ted
Section 516 Notice of res1gnat1on

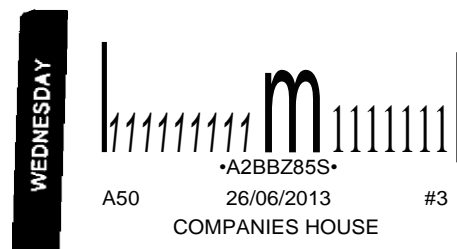
This letter, along with the attached s519 Statement, constitutes our Notice of res1gnat1on as auditor under s516 of the Companies Act 2006 ("the Act") The attached s519 statement as required by the Act indicates that there are no circumstances connected with our res1gnat1on which we consider should be brought to the attention of members or creditors of the company We will be submitting a copy of this statement to the Registrar of Companies as required by s521 of the Act

Yours faithfully

P CW\u..f

PKF (UK) LLP

Enc



Direct tel 029 2064 6200 | Direct fax 029 2064 6202

Email tlm.sm1th@bdo.co.uk | www.pkf.co.uk

PKF (UK) LLP | Helmont House | Churchill Way | Cardiff | CF10 2HE | DX 50791 Cardiff 2

PKF (UK) LLP is a limited liability partnership registered in England and Wales with registered number OC310487

A list of members' names, open to inspection at Farnngdon Place, 20 Farnngdon Road, London EC1M 3AP, the principal place of business and registered office of PKF (UK) LLP, is available on request. PKF (UK) LLP is a member firm of the PKF International network of legally independent firms and does not accept any responsibility for the actions or inactions on the part of any other individual member firm or firms.

To the directors of 7S1de Limited

Company number: 02357470

29 April 2013

Statement under section 519 of the Companies Act 2006

In accordance with s519, we confirm there are no circumstances connected wrth our ceasing to hold office as auditor of 7S1de L1m1ted which we consider should be brought to the attention of members or creditors of the company

PKF(UK)LLP

PKF (UK) LLP

Company No. 2357470

The Companies Acts 2006

Company Limited By Shares

Special Resolution

- of -

7SIOE LIMITED

PASSED 29th May 2013

At a GENERAL MEETING of the above-named Company, duly convened, and held at the Registered Office of the Company on the above date the following SPECIAL RESOLUTION was passed -

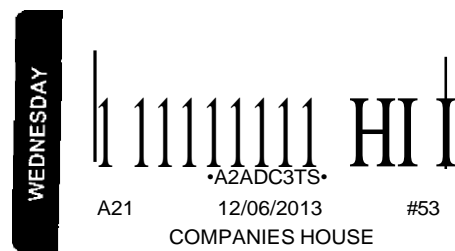
RESOLUTION

That with the consent of the Department of Trade the name of the Company be and is hereby changed to•

LEGALINX LIMITED

Director

Presenter 7S1de L1m1ted
14-18 Crty Road
Cardiff
CF24 3DL





FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2357470

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

7SIDE LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

LEGALINX LIMITED

Given at Companies House on **12th June 2013**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

NM01

Notice of change of name by resolution

101309/50



A fee is payable with this form

Please see 'How to pay' on the last page

What this form is for

You may use this form to give notice of an unconditional change of name by the company members

What this form is NOT for

You cannot use this form to give notice of a conditional change of name

WEDNESDAY

11111111111111111111

A21

12/06/2013

COMPANIES HOUSE

#55

Company details

Company number 21315171417

Existing company name in full

1?SIDE LIMITED

Fill in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

f1

Proposed name

The above company resolved to change the company name to

Proposed name

1LEGALINX LIMITED

Sensitive words

If the proposed name contains sensitive or restricted words or expressions you must provide form NM06 'Request to seek comments of government department or other specified body on change of name' and the appropriate supporting information before the name can be changed

Please note that the Registrar cannot change the company name until a copy of the resolution has been received

Fi

Signature

I am signing this form on behalf of the company

Signature

Signature

X

X

This form may be signed by
Director Secretary, Person authorised, Liquidator, Administrator,
Administrative receiver, Receiver, Receiver manager, Charity commissioner receiver
and manager, CIC manager

Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

Person authorised

Under either section 270 or 274 of the Companies Act 2006

NM01

Notice of change of name by resolution

t.j Presenter information

You do not have to give any contact information, but if you do it will help Companies House. If there is a query on the form, the contact information you give will be visible to searchers of the public record.

Contact name

Company name **PSIDE LIMITED**

Address **14-18 CITY ROAD**

Town **CARDIFF**

(County/Postcode)

Postcode

C F 2 4 3 D L

Country

DX

Telephone

S Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☒ The company name and number match the information held on the public Register
- ☒ You have given the proposed name in section 2
- ☒ You have attached a copy of the resolution unless previously filed
- ☐ You have signed the form
- ☒ You have enclosed the correct fee

d Important information

Please note that all information on this form will appear on the public record.

ti How to pay

A fee of £10 is payable to Companies House in respect of a notice of change of name by resolution.

Make cheques or postal orders payable to 'Companies House'.

1S1 Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland-
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountambudge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast Northern Ireland, BT1 3B5
DX 481 N R Belfast 1

D Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

To the directors of 7S1de Limited

Company number: 02357470

29 April 2013

Statement under section 519 of the Companies Act 2006

In accordance with s519, we confirm there are no circumstances connected with our ceasing to hold office as auditor of 7S1de L1m1ted which we consider should be brought to the attention of members or creditors of the company

PKF(UK)LLP

PKF (UK) LLP





Accountants &
business advisers

The Directors
751de L1m1ted
14- 18 City Road
Cardiff
CF24 3DL

Our ref TDS/SRB/4022143

29 Aprl 2013

Dear Sirs

7S1de L1m1ted
Section 516 Notice of resignation

This letter, along with the attached s519 Statement, constitutes our Notice of resignation as auditor under s516 of the Companies Act 2006 ("the Act") The attached s519 statement as required by the Act indicates that there are no circumstances connected with our resignation which we consider should be brought to the attention of members or creditors of the company We will be submitting a copy of this statement to the Registrar of Companies as required by s521 of the Act

Yours faithfully

PKF (UK) LLP

Enc

Direct tel 029 2064 6200 | Direct fax 029 2064 6202
Email t1m.smith@bdo.co.uk | www.pkf.co.uk
PKF (UK) LLP | Belmont House | Churchill Way | Cardiff | CF10 2HE | DX 50791 Cardiff 2

PKF (UK) LLP is a limited liability partnership registered in England and Wales with registered number OC310487

A list of members names is open to inspection at Farnngdon Place 20 Farnngdon Road London EC1M 3AP the principal place of business and registered office of PKF (UK) LLP, is authorised and regulated by the Financial Services Authority for investment business activities PKF (UK) LLP, a member firm of the PKF International Limited network of legally independent firms and does not accept any responsibility or liability for the actions or inactions on the part of any other individual member firm or firms

7SIDE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2012



7SIDE LIMITED

COMPANY INFORMATION

Directors	TL Mahony CD Beavis S GLloyd
Company number	02357470
Registered office	14-18 City Road Cardiff CF24 3DL
Auditor	PKF (UK) LLP Helmont House Churchill Way Cardiff CF10 2HE

7SIDE LIMITED

CONTENTS

	Page
Directors' report	
Directors' responsibilities statement	2
Independent auditor's report	3-4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 11
The following pages do <i>not</i> form part of the statutory financial statements	
Detailed profit and loss account and summaries	12 - 14

7S1DE LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2012**

The directors present their report and the financial statements for the year ended 30 June 2012

Principal activities

The principal activity of the company is that of the provision of company and property information to the legal and commerce sectors in the United Kingdom

Directors

The directors who served during the year were

TL Mahony
CD Beavis
S G Lloyd

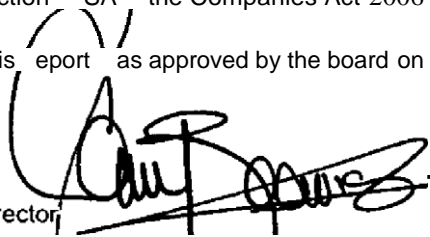
Provision of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 376 of the Companies Act 2006

This report was approved by the board on 11/11/12 and signed on its behalf


Director

CAMERON DAVID BEAVIS

7SIDE LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 JUNE 2012

The directors are responsible for preparing the directors' 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). 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 then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- 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.

7SIDE LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 7SIDE LIMITED

We have audited the financial statements of 7SIDE Limited for the year ended 30 June 2012 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 the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to smaller entities).

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 auditor

As explained more fully in the directors' responsibilities statement, 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 Directors' report and financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 30 June 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

7SIDE LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF 7SIDE LIMITED

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

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 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors' report

Timothy Smith (Senior statutory auditor)
for and behalf of PKF (UK) LLP, Statutory auditor
Cardiff, UK

7SIDE LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2012

		30 June 2012 £	Four months ended 30 June 2011 £
	Note		
TURNOVER	1	2,425,261	867,950
Cost of sales		(1,626,741)	(548,381)
GROSS PROFIT		798,520	319,569
Administrative expenses		(852,100)	(281,857)
OPERATING (LOSS)/PROFIT	2	(53,580)	37,712
Interest receivable and similar income		40	14
Interest payable and similar charges		(57,676)	(15,487)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(111,216)	22,239
Tax on (loss)/profit on ordinary activities	4	24,341	(3,338)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	11	(86,875)	18,901

The notes on pages 7 to 11 form part of these financial statements

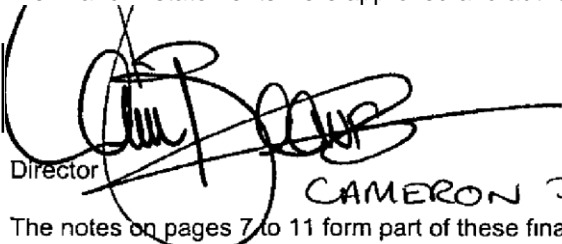
7SIDE LIMITED
REGISTERED NUMBER 02357470

BALANCE SHEET
AS AT 30 JUNE 2012

	Note	£	2012 £	£	2011 £
FIXED ASSETS					
Intangible assets	5		566,250		611,250
Tangible assets	6		55,869		41,082
			622,119		652,332
CURRENT ASSETS					
Debtors	7	422,337		332,698	
Cash at bank and m hand		51,923		156,526	
		474,260		489,224	
CREDITORS amounts falling due within one year	8	(284,179)		(484,401)	
NET CURRENT ASSETS			190,081		4,823
TOTAL ASSETS LESS CURRENT LIABILITIES			812,200		657,155
CREDITORS amounts falling due after more than one year	9		(800,512)		(558,592)
NET ASSETS			11,688		98,563
CAPITAL AND RESERVES					
Called up share capital	10		100		100
Profit and loss account	11		11,588		98,463
SHAREHOLDERS' FUNDS			11,688		98,563

The 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 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on


 Director
CAMERON DAVID BEAVIS

The notes on pages 7 to 11 form part of these financial statements

7SIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2012

1 ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. All income is recognised in the period for which goods delivered or services provided.

1.3 Intangible fixed assets and amortisation

Goodwill arising on an acquisition of a trade is the difference between the fair value of consideration paid and the fair value of the assets and liabilities acquired. Positive goodwill is capitalised and amortised through the profit and loss account over the directors' estimate of its useful economic life of 20 years.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	20% straight line
Fixtures & fittings	15% straight line
Office equipment	25% straight line
Computer equipment	33% straight line

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Financial instruments

Financial instruments are measured initially and subsequently at cost.

7SIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2012

2 OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging

	30 June 2012	Four months ended 30 June 2011
	£	£
Amortisation - intangible fixed assets	45,000	15,000
Depreciation of tangible fixed assets - owned by the company	19,496	4,959
Auditor's remuneration	5,000	7,000
	<hr/>	<hr/>

3 DIRECTORS' REMUNERATION

	30 June 2012	Four months ended 30 June 2011
	£	£
Aggregate emoluments	80,000	29,304
	<hr/>	<hr/>

4 TAXATION

	30 June 2012	Four months ended 30 June 2011
	£	£
UK corporation tax (credit)/charge on (loss)/profit for the year/period	(24,341)	3,338
	<hr/>	<hr/>

7SIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2012

5 INTANGIBLE FIXED ASSETS

	Goodwill £
Cost	
At 1 July 2011 and 30 June 2012	900,000
Amortisation	
At 1 July 2011	288,750
Charge for the year	45,000
At 30 June 2012	333,750
Net book value	
At 30 June 2012	566,250
At 30 June 2011	611,250

6 TANGIBLE FIXED ASSETS

	Motor vehicles £	Fixtures & fittings £	Office equipment £	Total £
Cost				
At 1 July 2011	8,293	31,149	94,952	134,394
Additions		1,507	35,332	36,839
Disposals	(4,146)	(8,263)	(68,768)	(81,177)
At 30 June 2012	4,147	24,393	61,516	90,056
Depreciation				
At 1 July 2011	1,798	21,580	69,934	93,312
Charge for the year	1,521	3,621	14,354	19,496
On disposals	(1,590)	(8,263)	(68,768)	(78,621)
At 30 June 2012	1,729	16,938	15,520	34,187
Net book value				
At 30 June 2012	2,418	7,455	45,996	55,869
At 30 June 2011	6,495	9,569	25,018	41,082

7. DEBTORS

	2012 £	2011 £
Trade debtors	296,117	239,206
Other debtors	126,220	93,492
	422,337	332,698

7SIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2012

8 CREDITORS:

Amounts falling due within one year

	2012	2011
	£	£
Bank loans and overdrafts	2,565	129
Trade creditors	125,895	75,876
Social security and other taxes	58,671	92,956
Other creditors	97,048	315,440
	284,179	484,401

9 CREDITORS

Amounts falling due after more than one year

	2012	2011
	£	£
Amounts owed to group undertakings	800,512	558,592

Creditors include amounts not wholly repayable within 5 years as follows

	2012	2011
	£	£
Repayable other than by instalments	800,512	558,592

10 SHARE CAPITAL

	2012	2011
	£	£
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	100	100

11. RESERVES

	Profit and loss account £
At 1 July 2011	98,463
Loss for the year	(86,875)
At 30 June 2012	11,588

7SIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2012

12. OPERATING LEASE COMMITMENTS

At 30 June 2012 the company had annual commitments under non-cancellable operating leases as follows

	2012 £	2011 £
Expiry date		
Within 1 year	1,174	5,600
Between 2 and 5 years	<u>37,340</u>	<u>42,726</u>

13. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a subsidiary of GlobalX Information Pty Limited which is the ultimate parent company incorporated in Australia

The largest group in which the results of the company are consolidated is that headed by GlobalX Information Pty Limited, incorporated in Australia. The smallest group in which they are consolidated is that headed by GlobalX (UK) Limited, incorporated in England. The consolidated accounts are available to the public and may be obtained from Level 6, West Tower, 410 Ann Street, Brisbane, Queensland 4000, Australia

7SIDE LIMITED

DETAILED TRADING AND PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2012

		30 June 2012 £	Four months ended 30 June 2011 £
	Page		
TURNOVER	13	2,425,261	867,950
Cost of sales	13	(1,626,741)	(548,381)
		<hr/>	<hr/>
GROSS PROFIT		798,520	319,569
Gross profit %		32 9 %	36 8 %
LESS OVERHEADS			
Administration expenses	13	(852,100)	(281,857)
		<hr/>	<hr/>
OPERATING (LOSS)/PROFIT		(53,580)	37,712
Interest receivable	14	40	14
Interest payable	14	(57,676)	(15,487)
		<hr/>	<hr/>
(LOSS)/PROFIT FOR THE YEAR		(111,216)	22,239
		<hr/>	<hr/>

**SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 30 JUNE 2012**Page 13

7SIDE LIMITED

SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 30 JUNE 2012

	30 June 2012 £	Four months ended 30 June 2011 £
ADMINISTRATION EXPENSES (continued)		
Sub-total brought forward	773,426	250,395
Repairs and maintenance	3,862	11,503
Depreciation	19,496	4,959
Amortisation - intangible fixed assets	45,000	15,000
Profit/loss on sale of tangible assets	(444)	-
Recruitment	10,760	-
	<u>852,100</u>	<u>281,857</u>

	30 June 2012 £	Four months ended 30 June 2011 £
INTEREST RECEIVABLE		
Bank interest receivable	<u>40</u>	<u>14</u>

	30 June 2012 £	Four months ended 30 June 2011 £
INTEREST PAYABLE		
Group interest payable	57,676	9,245
Other loan interest payable	-	6,242
	<u>57,676</u>	<u>15,487</u>



Companies House
— for the record —

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **12/03/2013**

X240044W

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Date of this return: **14/02/2013**

SIC codes: **58290**
63990
69109

Company Type: **Private company limited by shares**

Situation of Registered Office: **14-18 CITY ROAD**
CARDIFF
SOUTH GLAMORGAN
CF24 3DL

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR. DARREN JOHN**

Surname: **COBB**

Former names:

Service Address: **21 ENDWOOD COURT
HIGHVALE
4520 QUEENSLAND
AUSTRALIA
-**

Company Director **1**

Type: **Person**

Full forename(s): **MR. CAMERON DAVID**

Surname: **BEAVIS**

Former names:

Service Address: **4 HOUSEWOOD COURT
HIGHVALE
QUEENSLAND
AUSTRALIA
QLD 4520**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **05/12/1960**

Nationality: **AUSTRALIAN**

Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/03/1960** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MR. TIMOTHY LLOYD**

Surname: **MAHONY**

Former names:

Service Address: **34 WENTWORTH ROAD**
 VAUCLUSE, 2030
 NEW SOUTH WALES
 AUSTRALIA
 -

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **16/02/1958** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2013 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

Shareholding 1 : 100 ORDINARY shares held as at the date of this return
Name: GLOBALX (UK) LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

Private and Confidential

For the attention on Mr D Cobb
7Side Limited
14-18 City Road
Cardiff
CF24 3DL

9 July 2012

Our ref 010151/AS/KLB11131
Your ref TDS/SRB

2357470

Dear Sir

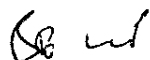
7Side Limited

We are writing to confirm our resignation as auditors of the above named company, as from 9 July 2012.

This letter, along with the attached Section 519 Statement, constitutes our notice of resignation under Section 516 of the Companies Act 2006 ("the Act"). The attached 519 statement as required by the Act indicates that there are no circumstances connected with our resignation which we consider should be brought to the attention of members and/or creditors of the company. We will be submitting a copy of this statement to the Registrar of Companies as required by Section 521 of the Act. We will also be notifying the Institute of Chartered Accountants in England and Wales of our resignation under Section 522 of the Act.

We would like to take this opportunity to remind you of the company's obligations under the Act which are outlined in Appendix A to this letter.

Yours faithfully



BDO LLP

Enc

THURSDAY



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RM

12/07/2012

#207

COMPANIES HOUSE

010151/AS/KLB11131
g:\client_data\global\uk\limited\audit\k1b11132.docx



To the directors of 7Side Limited

Company Number 02357470

9 July 2012

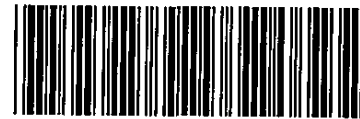
Statement under Section 519 Companies Act 2006.

In accordance with Section 519, we confirm there are no circumstances connected with our ceasing to hold office as auditors of 7Side Limited which we consider should be brought to the attention of members and/or creditors of the company.

SB L

BDO LLP

WEDNESDAY



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A03

11/07/2012

#153

COMPANIES HOUSE

REGISTRAR'S COPY
REG'D NUMBER 02357470

7Side Limited

Abbreviated Accounts

Period Ended

30 June 2011

Company Number 02357470



7Side Limited

**Abbreviated accounts
for the period ended 30 June 2011**

Contents

Page:

1	Independent auditor's report
2	Balance sheet
3	Notes forming part of the abbreviated accounts

Directors

Mr S G A Lloyd
Mr T L Mahony
Mr C D Beavis

Secretary and registered office

Mr D J Cobb, 14 - 18 City Road, Cardiff, South Glamorgan, CF24 3DL

Company number

02357470

Auditors

BDO LLP, Emerald House, East Street, Epsom, Surrey, KT17 1HS

7Side Limited

Independent auditor's report

To 7Side Limited under section 449 of the Companies Act 2006

We have examined the abbreviated accounts which comprise the balance sheet and the related notes, together with the financial statements of 7Side Limited for the period from 1 March 2011 to 30 June 2011 prepared under section 396 of the Companies Act 2006

Our report has been prepared pursuant to the requirements of section 449 of the Companies Act 2006 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of section 449 of the Companies Act 2006 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 444 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 444(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Other information

The corresponding figures for the 13 month period ended 28 February 2011 are unaudited.

BSB LLP

Andrew Stickland (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Epsom
United Kingdom

1 March 2012

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

7Side Limited

Balance sheet at 30 June 2011

<i>Company number 02357470</i>	Note	30 June 2011 £	30 June 2011 £	28 February 2011 £	28 February 2011 £
Fixed assets					
Intangible assets	2		611,250		626,250
Tangible assets	3		41,082		20,614
			<u>652,332</u>		<u>646,864</u>
Current assets					
Debtors		332,698		275,752	
Cash at bank and in hand		156,526		7,962	
		<u>489,224</u>		<u>283,714</u>	
Creditors: amounts falling due within one year		<u>484,401</u>		<u>264,783</u>	
Net current assets			<u>4,823</u>		<u>18,931</u>
Total assets less current liabilities			<u>657,155</u>		<u>665,795</u>
Creditors: amounts falling due after more than one year	4		<u>558,592</u>		<u>586,133</u>
			<u>98,563</u>		<u>79,662</u>
Capital and reserves					
Called up share capital	5		100		100
Profit and loss account	6		98,463		79,562
Shareholders' funds			<u>98,563</u>		<u>79,662</u>

These abbreviated accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and the Financial Reporting Standard for Smaller Entities (effective April 2008)

The abbreviated accounts were approved by the board of directors and authorised for issue on 29 February 2012

Mr C D Beavis
Director

The notes on pages 3 to 6 form part of these abbreviated accounts

7Side Limited

Notes forming part of the abbreviated accounts for the period ended 30 June 2011

1 Accounting policies

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 2006 relating to small companies and the Financial Reporting Standard for Smaller Entities (effective April 2008) and have been prepared under the historical cost convention

The following principal accounting policies have been applied

Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax or local taxes on sales. All income is recognised in the period in which goods are delivered or the service is provided.

Goodwill

Goodwill arising on an acquisition of a trade is the difference between the fair value of the consideration paid and the fair value of the assets and liabilities acquired. Positive goodwill is capitalised and amortised through the profit and loss account over the directors' estimate of its useful economic life which ranges from 20 years.

Amortisation of Goodwill

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset. Goodwill is amortised over 20 years.

Impairment of fixed assets and goodwill

The need for any fixed asset impairment write-down is assessed by comparison of the carrying value of the asset against its recoverable amount.

Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets, except for investment properties and freehold land, evenly over their expected useful lives. It is calculated at the following rates:

Motor vehicles	- 20% per annum on a straight line basis
Fixtures and fittings	- 15% per annum on a straight line basis
Computer equipment	- 25% per annum on a straight line basis

Financial instruments

Financial instruments are measured initially and subsequently at cost.

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Dividends on shares wholly recognised as liabilities are recognised as expenses and classified within interest payable.

7Side Limited

Notes forming part of the abbreviated accounts for the period ended 30 June 2011 (*continued*)

1 Accounting policies (*continued*)

Related party disclosures

The company is a wholly owned subsidiary of GlobalX Information Services Pty Limited and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with GlobalX Information Services Pty Limited or other wholly owned subsidiaries within the group

2 Intangible fixed assets

	Purchased goodwill £
<i>Cost</i>	
At 1 March 2011 and 30 June 2011	900,000
<i>Amortisation</i>	
At 1 March 2011	273,750
Provided for the period	15,000
At 30 June 2011	288,750
<i>Net book value</i>	
At 30 June 2011	611,250
At 28 February 2011	626,250

7Side Limited

Notes forming part of the abbreviated accounts
for the period ended 30 June 2011 *(continued)*

3 Tangible fixed assets

	Plant and machinery etc £
<i>Cost</i>	
At 1 March 2011	108,967
Additions	25,427
	<hr/>
At 30 June 2011	134,394
	<hr/>
<i>Depreciation</i>	
At 1 March 2011	88,353
Provided for the period	4,959
	<hr/>
At 30 June 2011	93,312
	<hr/>
<i>Net book value</i>	
At 30 June 2011	41,082
	<hr/> <hr/>
At 28 February 2011	20,614
	<hr/> <hr/>

4 Creditors: amounts falling due after more than one year

Included in creditors are amounts owed to group undertakings of £558,592 falling due in more than one year

5 Share capital

	30 June 2011 £	28 February 2011 £
<i>Allotted, called up and fully paid</i>		
100 shares of £1 each	100	100
	<hr/>	<hr/>

7Side Limited

Notes forming part of the abbreviated accounts
for the period ended 30 June 2011 (*continued*)

6 Reserves

	Profit and loss account £
At 1 March 2011	79,562
Profit for the period	18,901
	<hr/>
At 30 June 2011	98,463
	<hr/>



Companies House
— for the record —

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **24/02/2012**

X13CUCFV

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Date of this return: **14/02/2012**

SIC codes: **58290**
69109
63990

Company Type: **Private company limited by shares**

Situation of Registered Office: **14-18 CITY ROAD**
CARDIFF
SOUTH GLAMORGAN
CF24 3DL

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR. DARREN JOHN**

Surname: **COBB**

Former names:

Service Address: **21 ENDWOOD COURT
HIGHVALE
4520 QUEENSLAND
AUSTRALIA
-**

Company Director **1**

Type: **Person**
Full forename(s): **MR. CAMERON DAVID**

Surname: **BEAVIS**

Former names:

Service Address: **4 HOUSEWOOD COURT**
 HIGHVALE
 QUEENSLAND
 AUSTRALIA
 QLD 4520

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **05/12/1960** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/03/1960** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MR. TIMOTHY LLOYD**

Surname: **MAHONY**

Former names:

Service Address: **34 WENTWORTH ROAD**
 VAUCLUSE, 2030
 NEW SOUTH WALES
 AUSTRALIA
 -

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **16/02/1958** *Nationality:* **AUSTRALIAN**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2012 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

Shareholding 1 : 0 ORDINARY shares held as at the date of this return
43 shares transferred on 2011-02-28

Name: AMANDA JAYNE BISS

Shareholding 2 : 0 ORDINARY shares held as at the date of this return
43 shares transferred on 2011-02-28

Name: SAMUEL GEORGE ALAN LLOYD

Shareholding 3 : 0 ORDINARY shares held as at the date of this return
14 shares transferred on 2011-02-28

Name: MARY HELEN COLLEEN LOVELL

Shareholding 4 : 100 ORDINARY shares held as at the date of this return
Name: GLOBALX (UK) LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

7SIDE LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED
28 FEBRUARY 2011

HSJ ACCOUNTANTS
Business and Tax Consultants
Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

THURSDAY



A59 *AJGJST01* 14
28/04/2011
COMPANIES HOUSE

7SIDE LIMITED

ABBREVIATED ACCOUNTS

PERIOD FROM 1 FEBRUARY 2010 TO 28 FEBRUARY 2011

CONTENTS	PAGE
Accountants' report to the director	1
Abbreviated balance sheet	2
Notes to the abbreviated accounts	4

7SIDE LIMITED

ACCOUNTANTS' REPORT TO THE DIRECTOR OF 7SIDE LIMITED

PERIOD FROM 1 FEBRUARY 2010 TO 28 FEBRUARY 2011

As described on the balance sheet, the director of the company is responsible for the preparation of the abbreviated accounts for the period ended 28 February 2011, set out on pages 2 to 5

You consider that the company is exempt from an audit under the Companies Act 2006

In accordance with your instructions we have compiled these unaudited abbreviated accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us

Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

8 April 2011

HSJ ACCOUNTANTS
Business and Tax Consultants

7SIDE LIMITED

ABBREVIATED BALANCE SHEET

28 FEBRUARY 2011

	Note	28 Feb 11 £	£	31 Jan 10 £
Fixed Assets	2			
Intangible assets			626,250	675,000
Tangible assets			20,614	31,187
			<u>646,864</u>	<u>706,187</u>
Current Assets				
Debtors		275,752		298,425
Cash at bank and in hand		7,963		735
		<u>283,715</u>		<u>299,160</u>
Creditors: Amounts falling due within one year		<u>264,785</u>		<u>297,341</u>
NET CURRENT ASSETS			<u>18,930</u>	<u>1,819</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>665,794</u>	<u>708,006</u>
CREDITORS: Amounts falling due after more than one year			<u>586,132</u>	<u>604,996</u>
			<u>79,662</u>	<u>103,010</u>
CAPITAL AND RESERVES				
Called-up equity share capital	3		100	100
Profit and loss account			79,562	102,910
Shareholders' FUNDS			<u>79,662</u>	<u>103,010</u>

The Balance sheet continues on the following page
The notes on pages 4 to 5 form part of these abbreviated accounts

7SIDE LIMITED

ABBREVIATED BALANCE SHEET *(continued)*

28 FEBRUARY 2011

The director is satisfied that the company is entitled to exemption from the provisions of the Companies Act 2006 (the Act) relating to the audit of the financial statements for the period by virtue of section 477, and that no member or members have requested an audit pursuant to section 476 of the Act

The director acknowledges his responsibility for

- (i) ensuring that the company keeps adequate accounting records which comply with section 386 of the Act, and
- (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These abbreviated accounts were approved and signed by the director and authorised for issue on 8 April 2011



MR S G A LLOYD

Company Registration Number 2357470

The notes on pages 4 to 5 form part of these abbreviated accounts.

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 FEBRUARY 2010 TO 28 FEBRUARY 2011

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the period, exclusive of Value Added Tax

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising in respect of business acquisitions, is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Goodwill - 20 years

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Fixtures & Fittings	- 15%p a straight line
Motor Vehicles	- 20%p a straight line
Equipment	- 25%p a straight line

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

PERIOD FROM 1 FEBRUARY 2010 TO 28 FEBRUARY 2011

2 FIXED ASSETS

	Intangible Assets £	Tangible Assets £	Total £
COST			
At 1 February 2010	900,000	103,358	1,003,358
Additions	–	13,656	13,656
Disposals	–	(8,047)	(8,047)
At 28 February 2011	900,000	108,967	1,008,967
DEPRECIATION			
At 1 February 2010	225,000	72,171	297,171
Charge for period	48,750	17,450	66,200
On disposals	–	(1,268)	(1,268)
At 28 February 2011	273,750	88,353	362,103
NET BOOK VALUE			
At 28 February 2011	626,250	20,614	646,864
At 31 January 2010	675,000	31,187	706,187

3. SHARE CAPITAL

Authorised share capital

	28 Feb 11 £	31 Jan 10 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	28 Feb 11 No	£	31 Jan 10 No	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

MG02

Statement of satisfaction in full or in part of mortgage or charge



☒ **What this form is for**
You may use this form to register a
statement of satisfaction in full or in
part of a mortgage or charge

☒ **What this form is NOT for**
You cannot use this form to register
a statement of satisfaction in full or
in part of a fixed charge for a
company registered in Scotland.
If you wish to do this, please use form MG01.

THURSDAY



AE53MTHS
A75 21/04/2011 188
COMPANIES HOUSE

1	Company details	1	for official use
Company number	2 3 5 7 4 7 0	Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *	
Company name in full	7SIDE LIMITED		

2	Creation of charge	You should give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Legal charge' The date of registration may be confirmed from the certificate
Date charge created	2 6 0 1 2 0 0 4	
Description ¹	DEBENTURE	
Date of registration ²	4 2 0 2 2 0 0 4	

3	Name and address of chargee(s), or trustee(s) for the debenture holders	Continuation page Please use a continuation page if you need to enter more details
Please give the name and address of the chargee(s), or trustee(s) for the debenture holders		
Name	BARCLAYS BANK PLC	
Address	54 LOMBARD STREET	
	LONDON	
Postcode	E C 3 P 3 A H	
Name		
Address		
Postcode		
Name		
Address		
Postcode		

MG02

Statement of satisfaction in full or in part of mortgage or charge

4

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

Please use a continuation page if you need to enter more details

Short particulars

FIXED AND FLOATING CHARGES OVER THE UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE INCLUDING GOODWILL BOOKDEBTS UNCALLED CAPITAL BUILDINGS FIXTURES FIXED PLANT AND MACHINERY

5

Satisfaction of the debt

I confirm that the debt for which the charge described above was given has been paid or satisfied ①

- ☒ In full
☐ In part

① Please tick one box only

6

Signature

Please sign the form here

Signature

Signature

X




X


This form must be signed by a person with an interest in the registration of the charge



CHFP000
05/10 Version 4 0


MG02

Statement of satisfaction in full or in part of mortgage or charge

 Presenter information	
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	
Contact name	Sam Lloyd
Company name	7side Limited
Address	14-18 City Road
Post town	Cardiff
County/Region	Cardiff
Postcode	C F 2 4 3 D L
Country	Wales
DX	
Telephone	029 20 451444

 Checklist
We may return forms completed incorrectly or with information missing
Please make sure you have remembered the following
<input type="checkbox"/> The company name and number match the information held on the public Register
<input type="checkbox"/> You have completed the charge details in Section 2
<input type="checkbox"/> You have completed the name and address of the chargee, or trustee for the debenture holders
<input type="checkbox"/> You have completed the short particulars of the property mortgaged or charged
<input type="checkbox"/> You have confirmed whether the charge is to be satisfied in full or in part
<input type="checkbox"/> You have signed the form

 Important information
Please note that all information on this form will appear on the public record
 Where to send
You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below
For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff
For companies registered in Scotland The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)
For companies registered in Northern Ireland The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

 Further information
For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquires@companieshouse.gov.uk
This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



Companies House
— for the record —

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **29/03/2011**

X6ABASUK

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Date of this return: **14/02/2011**

SIC codes: **7411**

Company Type: **Private company limited by shares**

Situation of Registered Office: **14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
CF24 3DL**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address recorded as Company's registered office

Company Director 1

Type: **Person**
Full forename(s): **AMANDA JAYNE**

Surname: **BISS**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/05/1963** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/03/1960** Nationality: **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director 3

Type: **Person**
Full forename(s): **MARY HELEN COLLEEN**

Surname: **LOVELL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **11/10/1955** Nationality: **BRITISH**
Occupation: **MARKETING SALES DIRECTOR**

Company Director 4

Type: **Person**
Full forename(s): **CHRISTOPHER JOHN**

Surname: **SOLLARS**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **15/12/1956** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding 1 : **43 ORDINARY shares held as at 2011-02-14**
Name: **AMANDA JAYNE BISS**

Shareholding 2 : **43 ORDINARY shares held as at 2011-02-14**
Name: **SAMUEL GEORGE ALAN LLOYD**

Shareholding 3 : **14 ORDINARY shares held as at 2011-02-14**
Name: **MARY HELEN COLLEEN LOVELL**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

TM01 (ef)

**Termination of Appointment
of Director or Corporate Director**



X507BSTT

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

Resignation Details

Date of resignation: **28/02/2011**

Name: **MARY HELEN COLLEEN LOVELL**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

AP03 (ef)

Appointment of Secretary



X5O4ASTP

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

New Appointment Details

Date of Appointment: **28/02/2011**

Name: **MR. DARREN JOHN COBB**

Consented to Act: **YES**

Service Address: **21 ENDWOOD COURT
HIGHVALE
4520 QUEENSLAND
AUSTRALIA**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

AP01 (ef)

Appointment of Director



X5NY5STD

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

New Appointment Details

Date of Appointment: **28/02/2011**

Name: **MR. CAMERON DAVID BEAVIS**

Consented to Act: **YES**

Service Address: **4 HOUSEWOOD COURT
HIGHVALE
QUEENSLAND
AUSTRALIA
QLD 4520**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **05/12/1960**

Nationality: **AUSTRALIAN**

Occupation: **COMPANY DIRECTOR**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

TM01 (ef)

**Termination of Appointment
of Director or Corporate Director**



X5NTDSTG

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

Resignation Details

Date of resignation: **28/02/2011**

Name: **AMANDA JAYNE BISS**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver
Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

TM01 (ef)

**Termination of Appointment
of Director or Corporate Director**



X5NRSSTT

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

Resignation Details

Date of resignation: **28/02/2011**

Name: **CHRISTOPHER JOHN SOLLARS**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

TM02 (ef)

**Termination of Appointment
of Secretary or Corporate Secretary**



X5NPJSTI

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

Resignation Details

Date of resignation: **28/02/2011**

Name: **MR SAMUEL GEORGE ALAN LLOYD**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

AP01 (ef)

Appointment of Director



X5NLQSTL

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **28/03/2011**

New Appointment Details

Date of Appointment: **28/02/2011**

Name: **MR. TIMOTHY LLOYD MAHONY**

Consented to Act: **YES**

Service Address: **34 WENTWORTH ROAD
VAUCLUSE, 2030
NEW SOUTH WALES
AUSTRALIA**

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **16/02/1958**

Nationality: **AUSTRALIAN**

Occupation: **COMPANY DIRECTOR**

Former Names:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

AA01(ef)

Change of accounting reference date



XZBNGSAC

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **09/03/2011**

The accounting reference period ending 28/02/2012 is shortened so as to end on 30/06/2011

Subsequent periods will end on the same day and month in future years

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Permanent Representative on behalf of an Overseas Company, Person Authorised on behalf of an Overseas Company, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

AA01(ef)

Change of accounting reference date



XXZFLS5Q

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **04/03/2011**

The accounting reference period ending 31/01/2011 is extended so as to end on 28/02/2011

Subsequent periods will end on the same day and month in future years

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Permanent Representative on behalf of an Overseas Company, Person Authorised on behalf of an Overseas Company, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

MG02

Statement of satisfaction in full or in part of mortgage or charge

Oyez

✓ **What this form is for**

You may use this form to register a
statement of satisfaction in full or in
part of a mortgage or charge

✗ **What this form is NOT for**

You cannot use this form to re-
a statement of satisfaction in fu
or in part of a fixed charge for
company registered in Scotland
do this, please use form MG02

WEDNESDAY



A4S3TRWP

A50

23/02/2011

277

COMPANIES HOUSE

Company details

Company number 0 2 3 5 7 4 7 0

Company name in full 7SIDE LIMITED

3 For official use

▶ **Filing in this form**

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

Creation of charge

Date charge created 1 4 0 2 2 0 0 7

Description 1) DEBENTURE

Date of registration 2) 2 3 0 2 2 0 0 7

1 You should give a description of
the instrument (if any) creating or
evidencing the charge,
e.g. 'Legal charge'

2 The date of registration may be
confirmed from the certificate

Name and address of chargee(s), or trustee(s) for the debenture holders

Please give the name and address of the chargee(s), or trustee(s) for the
debenture holders

Name BARCLAYS BANK PLC

Address 1 Churchill Place, London

Postcode E 1 4 5 H P

Name

Address

Postcode

Name

Address

Postcode

Continuation page

Please use a continuation page if
you need to enter more details

MG02

Statement of satisfaction in full or in part of mortgage or charge

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged

Continuation page

Please use a continuation page if you need to enter more details

Short particulars

FIXED AND FLOATING CHARGES OVER THE UNDERTAKING AND ALL PROPERTY AND ASSETS PRESENT AND FUTURE INCLUDING GOODWILL BOOKDEBTS UNCALLED CAPITAL BUILDINGS FIXTURES FIXED PLANT AND MACHINERY

Satisfaction of the debt

I confirm that the debt for which the charge described above was given has been paid or satisfied 1

- ☒ In full
☐ In part

1) Please tick one box only

Signature

Please sign the form here

Signature

Signature

X

A26v88

X

This form must be signed by a person with an interest in the registration of the charge

MG02

Statement of satisfaction in full or in part of mortgage or charge

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

JL

Company name

M&A Solicitors LLP

Address

3 Assembly Square

Britannia Quay

Cardiff Bay

Post town

Cardiff

County/Region

Postcode

C F 1 0 4 P L

Country

DX

DX 200750 CARDIFF BAY

Telephone

029 2048 2288

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed the charge details in Section 2
- ☐ You have completed the name and address of the chargee, or trustee for the debenture holders
- ☐ You have completed the short particulars of the property mortgaged or charged
- ☐ You have confirmed whether the charge is to be satisfied in full or in part
- ☐ You have signed the form

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 NR Belfast 1

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

15

7SIDE LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED
31 JANUARY 2010

TUESDAY



AA4P9L9G

A14

29/06/2010

225

COMPANIES HOUSE

HSJ ACCOUNTANTS
Business and Tax Consultants
Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

7SIDE LIMITED

ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2010

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Abbreviated balance sheet	2
Notes to the abbreviated accounts	4

7SIDE LIMITED

ACCOUNTANTS' REPORT TO THE DIRECTORS OF 7SIDE LIMITED

YEAR ENDED 31 JANUARY 2010

As described on the balance sheet, the directors of the company are responsible for the preparation of the abbreviated accounts for the year ended 31 January 2010, set out on pages 2 to 5

You consider that the company is exempt from an audit under the Companies Act 2006

In accordance with your instructions we have compiled these unaudited abbreviated accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us

Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

1 June 2010

HSJ ACCOUNTANTS
Business and Tax Consultants

7SIDE LIMITED

ABBREVIATED BALANCE SHEET

31 JANUARY 2010

	Note	2010 £	2009 £
Fixed Assets	2		
Intangible assets		675,000	720,000
Tangible assets		31,187	47,784
		<u>706,187</u>	<u>767,784</u>
Current Assets			
Debtors		298,425	249,791
Cash at bank and in hand		735	17,453
		<u>299,160</u>	<u>267,244</u>
Creditors: Amounts falling due within one year		<u>297,341</u>	<u>233,659</u>
NET CURRENT ASSETS		1,819	33,585
TOTAL ASSETS LESS CURRENT LIABILITIES		708,006	801,369
CREDITORS: Amounts falling due after more than one year		604,996	651,955
		<u>103,010</u>	<u>149,414</u>
CAPITAL AND RESERVES			
Called-up equity share capital	3	100	100
Profit and loss account		102,910	149,314
Shareholders' FUNDS		<u>103,010</u>	<u>149,414</u>

The Balance sheet continues on the following page
The notes on pages 4 to 5 form part of these abbreviated accounts.

7SIDE LIMITED

ABBREVIATED BALANCE SHEET *(continued)*

31 JANUARY 2010

The directors are satisfied that the company is entitled to exemption from the provisions of the Companies Act 2006 (the Act) relating to the audit of the financial statements for the year by virtue of section 477, and that no member or members have requested an audit pursuant to section 476 of the Act

The directors acknowledge their responsibilities for

- (i) ensuring that the company keeps adequate accounting records which comply with section 386 of the Act, and
- (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These abbreviated accounts were approved by the directors and authorised for issue on 1 June 2010, and are signed on their behalf by



MRS A J BISS



MR S G A LLOYD

Company Registration Number 2357470

The notes on pages 4 to 5 form part of these abbreviated accounts.

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2010

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising in respect of business acquisitions, is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Goodwill - 20 years

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Fixtures & Fittings	- 15%p a straight line
Motor Vehicles	- 20%p a straight line
Equipment	- 25%p a straight line

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2010

2. FIXED ASSETS

	Intangible Assets £	Tangible Assets £	Total £
COST			
At 1 February 2009	900,000	98,410	998,410
Additions	—	4,948	4,948
At 31 January 2010	900,000	103,358	1,003,358
DEPRECIATION			
At 1 February 2009	180,000	50,626	230,626
Charge for year	45,000	21,545	66,545
At 31 January 2010	225,000	72,171	297,171
NET BOOK VALUE			
At 31 January 2010	675,000	31,187	706,187
At 31 January 2009	720,000	47,784	767,784

3. SHARE CAPITAL

Authorised share capital:

	2010 £	2009 £
1,000 Ordinary shares of £1 each	1,000	1,000

Allotted, called up and fully paid:

	2010 No	£	2009 No	£
100 Ordinary shares of £1 each	100	100	100	100

7SIDE LIMITED

Company No
02357470

The Companies Act 2006

On the 12th April 2010 . . the following Written Resolution (such resolution being passed as a special resolution) was approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006

Special Resolution

That Regulations 1 to 3 (inclusive) and Regulation 5 in the existing Memorandum of Association be and are hereby removed, and that Regulation 4 in the existing Memorandum of Association be replaced with Article 2 "Liability of Members" in the new Articles of Association, of which a copy has been attached to this resolution and which are hereby adopted as the Articles of Association of the company in substitution for and to the exclusion of the existing Articles of Association thereof



Chairman

MONDAY



A08 12/04/2010 367
COMPANIES HOUSE

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

7SIDE LIMITED

(Adopted by written Resolution passed on 12th April 2010)



14-18 City Road, Cardiff, CF24 3DL
Tel (029) 20 451444

www.7side.co.uk

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PART 1

INTERPRETATION AND LIMITATION OF LIABILITY

1 Defined terms

1 1 In these Articles, unless the context requires otherwise

Allocation Notice has the meaning given to that term in Article 48 12,

appointor has the meaning given to that term in Article 24 1,

Articles means the Company's articles of association for the time being in force,

bankruptcy includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy,

Buyer has the meaning given to that term in Article 48 12,

CA 2006 means the Companies Act 2006,

call has the meaning given to that term in Article 34 1,

call notice has the meaning given to that term in Article 34 1,

call payment date has the meaning given to that term in Article 37 2 1,

capitalised sum has the meaning given to that term in Article 62 1 2,

chairman has the meaning given to that term in Article 13 2,

chairman of the meeting has the meaning given to that term in Article 68,

Clear Days means (in relation to the period of a notice) that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect,

Companies Acts means the Companies Acts (as defined in section 2 of CA 2006), in so far as they apply to the Company,

Company's lien has the meaning given to that term in Article 32,

Conflict has the meaning given to that term in Article 16 2,

conflicted director means a director who has, or could have, a Conflict in a situation involving the Company and consequently whose vote is not to be counted in respect of any resolution to authorise such Conflict and who is not to be counted as participating in the quorum for the meeting (or part of the meeting) at which such resolution is to be voted upon,

corporate representative has the meaning given to that term in Article 76,

director means a director of the Company, and includes any person occupying the position of director, by whatever name called,

distribution recipient has the meaning given to that term in Article 56 2,

document includes, unless otherwise specified, any document sent or supplied in electronic form,

electronic form has the meaning given to that term in section 1168 of CA 2006,

Excess Securities has the meaning given to that term in Article 29 3 2,

Excess Shares has the meaning given to that term in Article 48 11 1,

fully paid in relation to a share, means that the nominal value and any premium to be paid to the Company in respect of that share have been paid to the Company,

hard copy form has the meaning given to that term in section 1168 of CA 2006,

holder in relation to shares means the person whose name is entered in the register of members as the holder of the shares or, in the case of a share in respect of which a share warrant has been issued (and not cancelled), the person in possession of that warrant,

instrument means a document in hard copy form,

lien enforcement notice has the meaning given to that term in Article 33,

Market Value has the meaning given to that term in Article 48 4 1,

member has the meaning given to that term in section 112 of CA 2006,

Model Articles means the model articles for private companies limited by shares contained in Schedule 1 of the Companies (Model Articles) Regulations 2008 (SI 2009/3229) as amended prior to the date of adoption of these Articles,

non-conflicted director means any director who is not a conflicted director,

Offer Notice has the meaning given to that term in Articles 48 9 and 48 10,

ordinary resolution has the meaning given to that term in section 282 of CA 2006,

paid means paid or credited as paid,

participate, in relation to a directors' meeting, has the meaning given to that term in Article 12

partly-paid in relation to a share means that part of that share's nominal value or any premium at which it was issued has not been paid to the Company,

persons entitled has the meaning given to that term in Article 62 1 2,

Proposed Sale Price has the meaning given to that term in Article 48 2 3,

proxy notice has the meaning given to that term in Article 74 2,

proxy notification address has the meaning given to that term in Article 75 1,

relevant officer has the meaning given to that term in Articles 83 3 2 or 84 2 1, as the case may be,

relevant loss has the meaning given to that term in Article 84 2 2,

relevant rate has the meaning given to that term in Article 37 2 2,

Sale Price has the meaning given to that term in Article 48 4,

Sale Shares and **Sale Share** have the meanings respectively given to those terms in Article 48 2 1,

Seller has the meaning given to that term in Article 48 1,

shares means shares in the Company,

special resolution has the meaning given to that term in section 283 of CA 2006,

subsidiary has the meaning given to that term in section 1159 of CA 2006,

Total Transfer Condition has the meaning given to that term in Article 48 2 5,

transfer or **transferring** has the meaning given to those terms respectively in Article 47 1,

Transfer Notice has the meaning given to that term in Article 48 1,

transmittee means a person entitled to a share by reason of the death or bankruptcy of a holder or otherwise by operation of law,

United Kingdom means Great Britain and Northern Ireland,

Valuers means the auditors for the time being of the Company, unless the auditors give notice to the Company that they decline an instruction to report on the matter in question, when the Valuers shall be a firm of chartered accountants agreed between the Seller and the directors or in default of such agreement within 10 working days following the notice from the auditors declining to report, as appointed by the President of the Institute of Chartered Accountants in England and Wales on the application of any such party, and

writing means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise

- 1 2 Save as otherwise specifically provided in these Articles, words and expressions which have particular meanings in the Model Articles shall have the same meanings in these Articles, subject to which and unless the context otherwise requires, words and expressions which have particular meanings in CA 2006 as in force on the date when these Articles become binding on the Company shall have the same meanings in these Articles
- 1 3 Headings in these Articles are used for convenience only and shall not affect the construction or interpretation of these Articles
- 1 4 Unless expressly provided otherwise, a reference to a statute, statutory provision or subordinate legislation is a reference to it as it is in force from time to time and shall include any orders, regulations or subordinate legislation from time to time made under it and any amendment or re-enactment of it or any such orders, regulations or subordinate legislation for the time being in force
- 1 5 Any phrase introduced by the terms "including", "include", "in particular" or any similar expression shall be construed as illustrative and shall not limit the sense of the words preceding those terms

- 1 6 No regulations set out in any statute or in any statutory instrument or other subordinate legislation concerning companies, including but not limited to the Model Articles, shall apply to the Company, but the following shall be the articles of association of the Company

2 Liability of members

The liability of the members is limited to the amount, if any, unpaid on the shares held by them

PART 2

DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES

3 Directors' general authority

Subject to the Articles and to the applicable provisions for the time being of the Companies Acts the directors are responsible for the management of the Company's business, for which purpose they may exercise all the powers of the Company

4 Change of Company name

Without prejudice to the generality of Article 3, the directors may resolve in accordance with Article 8 to change the Company's name

5 Members' reserve power

- 5 1 The members may, by special resolution, direct the directors to take, or refrain from taking, specified action

- 5 2 No such special resolution invalidates anything which the directors have done before the passing of the resolution

6 Directors may delegate

- 6 1 Subject to the Articles, the directors may delegate any of the powers which are conferred on them under the Articles

6 1 1 to such person or committee,

6 1 2 by such means (including by a power of attorney),

6 1 3 to such an extent,

6 1 4 in relation to such matters or territories, and

6 1 5 on such terms and conditions,

as they think fit

- 6 2 If the directors so specify any such delegation may authorise further delegation of the directors' powers by any person to whom they are delegated

- 6 3 The directors may revoke any delegation in whole or part, or alter its terms and conditions

7 Committees

- 7 1 Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the Articles which govern the taking of decisions by directors
- 7 2 The directors may make rules of procedure for all or any committees, which prevail over rules derived from the Articles if they are not consistent with them
- 7 3 Where a provision of the Articles refers to the exercise of a power, authority or discretion by the directors and that power, authority or discretion has been delegated by the directors to a committee, the provision shall be construed as permitting the exercise of the power, authority or discretion by the committee

DECISION-MAKING BY DIRECTORS

8 Directors to take decisions collectively

- 8 1 The general rule about decision-making by directors is that any decision of the directors must be taken as a majority decision at a meeting or as a directors' written resolution in accordance with Article 9 (Directors' written resolutions) or otherwise as a unanimous decision taken in accordance with Article 10 (Unanimous decisions)
- 8 2 If
 - 8 2 1 the Company only has one director for the time being, and
 - 8 2 2 no provision of the Articles requires it to have more than one director,the general rule does not apply, and the director may (for so long as he remains the sole director) take decisions without regard to any of the provisions of the Articles relating to directors' decision-making
- 8 3 Subject to the Articles, each director participating in a directors' meeting has one vote

9 Directors' written resolutions

- 9 1 Any director may propose a directors' written resolution by giving notice in writing of the proposed resolution to each of the other directors (including alternate directors)
- 9 2 If the company has appointed a company secretary, the company secretary must propose a directors' written resolution if a director so requests by giving notice in writing to each of the other directors (including alternate directors)
- 9 3 Notice of a proposed directors' written resolution must indicate
 - 9 3 1 the proposed resolution, and
 - 9 3 2 the time by which it is proposed that the directors should adopt it
- 9 4 A proposed directors' written resolution is adopted when a majority of the non-conflicted directors (or their alternates) have signed one or more copies of it, provided that those directors (or their alternates) would have formed a quorum at a directors' meeting were the resolution to have been proposed at such meeting

- 9 5 Once a directors' written resolution has been adopted it must be treated as if it had been a decision taken at a directors' meeting in accordance with the Articles
- 10 Unanimous decisions**
- 10 1 A decision of the directors is taken in accordance with this Article 10 when all non-conflicted directors indicate to each other by any means that they share a common view on a matter
- 10 2 A decision may not be taken in accordance with this Article 10 if the non-conflicted directors would not have formed a quorum at a directors' meeting had the matter been proposed as a resolution at such a meeting
- 10 3 Once a directors' unanimous decision is taken in accordance with this Article 10 it must be treated as if it had been a decision taken at a directors' meeting in accordance with the Articles
- 11 Calling a directors' meeting**
- 11 1 Any director may call a directors' meeting by giving notice of the meeting to each of the directors (including alternate directors), whether or not he is absent from the United Kingdom, or by authorising the company secretary (if any) to give such notice
- 11 2 Notice of any directors' meeting must indicate
- 11 2 1 its proposed date and time,
- 11 2 2 where it is to take place, and
- 11 2 3 if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting
- 11 3 Subject to Article 11 4, notice of a directors' meeting must be given to each director but need not be in writing
- 11 4 Notice of a directors' meeting need not be given to directors who waive their entitlement to notice of that meeting, by giving notice to that effect to the Company prior to or up to and including not more than seven days after the date on which the meeting is held Where such notice is given after the meeting has been held, that does not affect the validity of the meeting, or of any business conducted at it
- 12 Participation in directors' meetings**
- 12 1 Subject to the Articles, directors participate in a directors' meeting, or part of a directors' meeting, when
- 12 1 1 the meeting has been called and takes place in accordance with the Articles, and
- 12 1 2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting
- 12 2 In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other
- 12 3 If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is

13 **Chairing of directors' meetings**

- 13 1 The directors may appoint a director to chair their meetings
- 13 2 The person so appointed for the time being is known as the chairman
- 13 3 The directors may terminate the chairman's appointment at any time
- 13 4 If the chairman is not participating in a directors' meeting within ten minutes of the time at which it was to start, the participating directors must appoint one of themselves to chair it

14 **Chairman's casting vote at directors' meetings**

- 14 1 If the numbers of votes for and against a proposal at a meeting of directors are equal, the chairman or other director chairing the meeting has a casting vote
- 14 2 Article 14 1 does not apply in respect of a particular meeting (or part of a meeting) if, in accordance with the Articles, the chairman or other director chairing the meeting is a conflicted director for the purposes of that meeting (or that part of that meeting at which the proposal is voted upon)

15 **Quorum for directors' meetings**

- 15 1 At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting
- 15 2 Subject to Article 15 3, the quorum for the transaction of business at a meeting of directors may be fixed from time to time by a decision of the directors but it must never be less than two directors, and unless otherwise fixed it is two. A person who holds office only as an alternate director shall, if his appointor is not present, be counted in the quorum. If and so long as there is a sole director, he may exercise all the powers and authorities vested in the directors by these Articles and accordingly the quorum for the transaction of business in these circumstances shall be one
- 15 3 For the purposes of any meeting (or part of a meeting) held pursuant to Article 16 (Directors' conflicts of interests) to authorise a director's Conflict, if there is only one non-conflicted director in office in addition to the conflicted director(s), the quorum for such meeting (or part of a meeting) shall be one non-conflicted director

16 **Directors' conflicts of interests**

- 16 1 For the purposes of this Article 16, a **conflict of interest** includes a conflict of interest and duty and a conflict of duties, and interest includes both direct and indirect interests
- 16 2 The directors may, in accordance with the requirements set out in this Article 16, authorise any matter proposed to them by any director which would, if not authorised, involve a director breaching his duty under section 175 of CA 2006 to avoid conflicts of interest (such matter being hereinafter referred to as a **Conflict**)
- 16 3 A director seeking authorisation in respect of a Conflict shall declare to the other directors the nature and extent of his interest in a Conflict as soon as is reasonably practicable. The director shall provide the other directors with such details of the relevant matter as are necessary for the other directors to decide how to address the Conflict, together with such other information as may be requested by the other directors
- 16 4 Any authorisation under this Article 16 will be effective only if

- 16 4 1 the matter in question shall have been proposed by any director for consideration at a meeting of directors in the same way that any other matter may be proposed to the directors under the provisions of these Articles or in such other manner as the directors may determine,
- 16 4 2 any requirement as to the quorum at any meeting of the directors at which the matter is considered is met without counting the director in question and any other conflicted director(s), and
- 16 4 3 the matter was agreed to without the director and any other conflicted director(s) voting or would have been agreed to if their votes had not been counted
- 16 5 Any authorisation of a Conflict under this Article 16 may (whether at the time of giving the authorisation or subsequently)
 - 16 5 1 extend to any actual or potential conflict of interest which may reasonably be expected to arise out of the Conflict so authorised,
 - 16 5 2 be subject to such terms and for such duration, or impose such limits or conditions as the directors may determine, or
 - 16 5 3 be terminated or varied by the directors at any time

This will not affect anything done by the director prior to such termination or variation in accordance with the terms of the authorisation
- 16 6 In authorising a Conflict the directors may decide (whether at the time of giving the authorisation or subsequently) that if a director has obtained any information through his involvement in the Conflict otherwise than as a director of the Company and in respect of which he owes a duty of confidentiality to another person the director is under no obligation to
 - 16 6 1 disclose such information to the directors or to any director or other officer or employee of the Company, or
 - 16 6 2 use or apply any such information in performing his duties as a director.

where to do so would amount to a breach of that confidence
- 16 7 Where the directors authorise a Conflict they may provide, without limitation (whether at the time of giving the authorisation or subsequently) that the director
 - 16 7 1 is excluded from discussions (whether at meetings of directors or otherwise) related to the Conflict,
 - 16 7 2 is not given any documents or other information relating to the Conflict,
 - 16 7 3 may or may not vote (or may or may not be counted in the quorum) at any future meeting of directors in relation to any resolution relating to the Conflict
- 16 8 Where the directors authorise a Conflict
 - 16 8 1 the director will be obliged to conduct himself in accordance with any terms, limits and/or conditions imposed by the directors in relation to the Conflict,
 - 16 8 2 the director will not infringe any duty he owes to the Company by virtue of sections 171 to 177 of CA 2006 provided he acts in accordance with such terms, limits and/or conditions (if any) as the directors impose in respect of its authorisation

- 16 9 A director is not required, by reason of being a director (or because of the fiduciary relationship established by reason of being a director), to account to the Company for any remuneration, profit or other benefit which he receives as director or other officer or employee of the Company's subsidiaries or of any other body corporate in which the Company is interested or which he derives from or in connection with a relationship involving a Conflict which has been authorised by the directors or by the Company in general meeting (subject in each case to any terms, limits or conditions attaching to that authorisation) and no contract shall be liable to be avoided on such grounds nor shall the receipt of any such remuneration or other benefit constitute a breach of his duty under section 176 of CA 2006
- 16 10 Subject to the applicable provisions for the time being of the Companies Acts and to any terms, limits and/or conditions imposed by the directors in accordance with Article 16 5 2, and provided that he has disclosed to the directors the nature and extent of any interest of his in accordance with the Companies Acts, a director notwithstanding his office
- 16 10 1 may be a party to, or otherwise interested in, any contract, transaction or arrangement with the Company or in which the Company is otherwise interested,
- 16 10 2 shall be counted as participating for voting and quorum purposes in any decision in connection with any proposed or existing transaction or arrangement with the Company, in which he is in any way directly or indirectly interested,
- 16 10 3 may act by himself or his firm in a professional capacity for the Company (otherwise than as auditor) and he or his firm shall be entitled to remuneration for professional services as if he were not a director,
- 16 10 4 may be a director or other officer of, or employed by, or a party to any contract, transaction or arrangement with, or otherwise interested in, any body corporate promoted by the Company or in which the Company is otherwise interested, and
- 16 10 5 shall not, by reason of his office, be accountable to the Company for any benefit which he (or anyone connected with him (as defined in section 252 of CA 2006) derives from any such office or employment or from any such contract transaction or arrangement or from any interest in any such body corporate and no such contract, transaction or arrangement shall be liable to be avoided on the ground of any such interest or benefit, nor shall the receipt of any such remuneration or benefit constitute a breach of his duty under section 176 of CA 2006
- 16 11 For the purposes of this Article, references to proposed decisions and decision-making processes include any directors' meeting or part of a directors' meeting
- 16 12 Subject to Article 16 13, if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chairman whose ruling in relation to any director other than the chairman is to be final and conclusive
- 16 13 If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chairman, the question is to be decided by a decision of the directors at that meeting, for which purpose the chairman is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes
- 17 **Records of decisions to be kept**
- 17 1 The directors must ensure that the Company keeps a record, in writing, for at least ten years from the date of the decision recorded, of every unanimous or majority decision taken by the directors

- 17 2 Where decisions of the directors are taken by electronic means, such decisions shall be recorded by the directors in permanent form, so that they may be read with the naked eye

18 **Directors' discretion to make further rules**

Subject to the Articles, the directors may make any rule which they think fit about how they take decisions and about how such rules are to be recorded or communicated to directors

APPOINTMENT AND TERMINATION OF APPOINTMENT OF DIRECTORS

19 **Number of directors**

Unless otherwise determined by ordinary resolution, the number of directors (other than alternate directors) shall not be subject to any maximum but shall not be less than one

20 **Methods of appointing directors**

- 20 1 Any person who is willing to act as a director, and is permitted by law to do so, may be appointed to be a director

20 1 1 by ordinary resolution, or

20 1 2 by a decision of the directors

- 20 2 In any case where, as a result of death or bankruptcy, the Company has no members and no directors, the transmittee(s) of the last member to have died or to have a bankruptcy order made against him (as the case may be) shall have the right, by notice in writing, to appoint a person (including a transmittee who is a natural person), who is willing to act and is permitted to do so, to be a director

- 20 3 For the purposes of Article 20 2, where two or more members die in circumstances rendering it uncertain who was the last to die, a younger member is deemed to have survived an older member

21 **Termination of director's appointment**

- 21 1 A person ceases to be a director as soon as

21 1 1 that person ceases to be a director by virtue of any provision of CA 2006 or is prohibited from being a director by law,

21 1 2 a bankruptcy order is made against that person,

21 1 3 a composition is made with that person's creditors generally in satisfaction of that person's debts and the Company resolves that his office be vacated,

21 1 4 a registered medical practitioner who is treating that person gives a written opinion to the Company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months,

21 1 5 by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have, or

21 1 6 notification is received by the Company from the director that the director is resigning from office, and such resignation has taken effect in accordance with its terms

22 **Directors' remuneration**

- 22 1 Directors may undertake any services for the Company that the directors decide
- 22 2 Directors are entitled to such remuneration as the directors determine
 - 22 2 1 for their services to the Company as directors, and
 - 22 2 2 for any other service which they undertake for the Company
- 22 3 Subject to the Articles, a director's remuneration may
 - 22 3 1 take any form, and
 - 22 3 2 include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director
- 22 4 Unless the directors decide otherwise, directors' remuneration accrues from day to day

23 **Directors' expenses**

- 23 1 The Company may pay any reasonable expenses which the directors (including alternate directors) and the secretary (if any) properly incur in connection with their attendance at
 - 23 1 1 meetings of directors or committees of directors,
 - 23 1 2 general meetings, or
 - 23 1 3 separate meetings of the holders of any class of shares or of debentures of the Company,
- or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Company

ALTERNATE DIRECTORS

24 **Appointment and removal of alternate directors**

- 24 1 Any director (**appointor**) may appoint as an alternate any other director, or any other person approved by resolution of the directors, to
 - 24 1 1 exercise that director's powers, and
 - 24 1 2 carry out that director's responsibilities,
 - 24 1 3 in relation to the taking of decisions by the directors in the absence of the alternate's appointor
- 24 2 Any appointment or removal of an alternate must be effected by notice in writing to the Company signed by the appointor, or in any other manner approved by the directors
- 24 3 The notice must
 - 24 3 1 identify the proposed alternate, and

- 24 3 2 in the case of a notice of appointment, contain a statement signed by the proposed alternate that the proposed alternate is willing to act as the alternate of the director giving the notice

25 Rights and responsibilities of alternate directors

- 25 1 An alternate director may act as alternate director to more than one director and has the same rights in relation to any decision of the directors as the alternate's appointor
- 25 2 Except as the Articles specify otherwise, alternate directors
- 25 2 1 are deemed for all purposes to be directors,
- 25 2 2 are liable for their own acts and omissions,
- 25 2 3 are subject to the same restrictions as their appointors (including those set out in sections 172 to 177 CA 2006 inclusive and Article 16), and
- 25 2 4 are not deemed to be agents of or for their appointors,
- and, in particular (without limitation), each alternate director shall be entitled to receive notice of all meetings of directors and of all meetings of committees of directors of which his appointor is a member
- 25 3 A person who is an alternate director but not a director
- 25 3 1 may be counted as participating for the purposes of determining whether a quorum is present (but only if that person's appointor is not participating and provided that no alternate may be counted as more than one director for these purposes),
- 25 3 2 may participate in a unanimous decision of the directors (but only if his appointor does not participate), and
- 25 3 3 may sign a written resolution (but only if it is not signed or to be signed by that person's appointor)
- 25 4 A director who is also an alternate director is entitled, in the absence of any of his appointors, to a separate vote on behalf of that appointor, in addition to his own vote on any decision of the directors but he shall count as only one for the purpose of determining whether a quorum is present
- 25 5 An alternate director is not entitled to receive any remuneration from the Company for serving as an alternate director except such part of the alternate's appointor's remuneration as the appointor may direct by notice in writing made to the Company

26 Termination of alternate directorship

An alternate director's appointment as an alternate for any appointor terminates

- 26 1 when that appointor revokes the appointment by notice to the Company in writing specifying when it is to terminate,
- 26 2 when notification is received by the Company from the alternate that the alternate is resigning as alternate for that appointor and such resignation has taken effect in accordance with its terms,
- 26 3 on the occurrence, in relation to the alternate, of any event which, if it occurred in relation to that appointor, would result in the termination of that appointor's appointment as a director

- 26 4 on the death of that appointor, or
- 26 5 when the alternate's appointor's appointment as a director terminates

SECRETARY

27 Appointment and removal of secretary

The directors may appoint any person who is willing to act as the secretary for such term, at such remuneration, and upon such conditions as they may think fit and from time to time remove such person and, if the directors so decide, appoint a replacement, in each case by a decision of the directors

PART 3

SHARES AND DISTRIBUTIONS

SHARES

28 Further issues of shares: authority

- 28 1 The following paragraphs of this Article 28 shall not apply to a private company with only one class of shares
- 28 2 Subject to Article 28 1 and save to the extent authorised by these Articles, or authorised from time to time by an ordinary resolution of the shareholders, the directors shall not exercise any power to allot shares or to grant rights to subscribe for, or to convert any security into, any shares in the Company
- 28 3 Subject to the remaining provisions of this Article 28 and to Article 29 (Further issues of shares pre-emption rights) and to any directions which may be given by the Company in general meeting, the directors are generally and unconditionally authorised, for the purpose of section 551 of CA 2006 to exercise any power of the Company to
 - 28 3 1 offer or allot,
 - 28 3 2 grant rights to subscribe for or to convert any security into,
 - 28 3 3 otherwise create, deal in, or dispose of,any shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper
- 28 4 The authority referred to in Article 28 3
 - 28 4 1 shall be limited to a maximum nominal amount of £1,000,
 - 28 4 2 shall only apply insofar as the Company has not renewed, waived or revoked it by ordinary resolution and
 - 28 4 3 may only be exercised for a period of five years commencing on the date on which the Company is incorporated or these Articles are adopted whichever is the later, save that the directors may make an offer or agreement which would, or might require shares to be allotted after the expiry of such authority (and the directors may allot shares in pursuance of an offer or agreement as if such authority had not expired)

29 Further issues of shares: pre-emption rights

- 29 1 In accordance with section 567(1) of CA 2006, sections 561 and 562 of CA 2006 shall not apply to an allotment of equity securities (as defined in section 560(1) of CA 2006) made by the Company
- 29 2 Unless otherwise agreed by special resolution, if the Company proposes to allot any equity securities, those equity securities shall not be allotted to any person unless the Company has first offered them to all members on the date of the offer on the same terms, and at the same price, as those equity securities are being offered to such other person on a pari passu basis and pro rata to the nominal value of shares held by those members (as nearly as possible without involving fractions)
- 29 3 The offer
- 29 3 1 shall be in writing, shall be open for acceptance for a period of fifteen working days from the date of the offer and shall give details of the number and subscription price of the relevant equity securities, and
- 29 3 2 may stipulate that any member who wishes to subscribe for a number of equity securities in excess of the proportion to which he is entitled shall, in his acceptance, state the number of excess equity securities (**Excess Securities**) for which he wishes to subscribe
- 29 4 Any equity securities not accepted by members pursuant to the offer made to them in accordance with Articles 29 2 and 29 3 shall be used for satisfying any requests for Excess Securities made pursuant to Article 29 3 2. If there are insufficient Excess Securities to satisfy such requests the Excess Securities shall be allotted to the applicants as nearly as practicable in the proportion that the number of Excess Securities each member indicated he would accept bears to the total number of Excess Securities applied for (as nearly as possible without involving fractions or increasing the number of Excess Securities allotted to any member beyond that applied for by him). After that allotment, any Excess Securities remaining shall be offered to any other person as the directors may determine, at the same price and on the same terms as the offer to the members

30 Powers to issue different classes of share

- 30 1 Subject to these Articles, but without prejudice to the rights attached to any existing share, the Company may issue shares with such rights or restrictions as may be determined by ordinary resolution
- 30 2 The Company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the Company or the holder, and the directors may determine the terms, conditions and manner of redemption of any such shares

31 Variation of class rights

- 31 1 Whenever the capital of the Company is divided into different classes of shares, the special rights attached to any class may only be varied or abrogated, either whilst the Company is a going concern or during or in contemplation of a winding up, with the consent of the holders of the issued shares of that class given in accordance with Article 31 2
- 31 2 The consent of the holders of a class of shares may be given by
- 31 2 1 a special resolution passed at a separate general meeting of the holders of the issued shares of that class, or

- 31 2 2 a written resolution in any form signed by or on behalf of the holders of three-quarters in nominal value of the issued shares of that class,

but not otherwise To every such meeting, all the provisions of these Articles and CA 2006 relating to general meetings of the Company shall apply (with such amendments as may be necessary to give such provisions efficacy) but so that the necessary quorum shall be two holders of shares of the relevant class present in person or by proxy and holding or representing not less than one third in nominal value of the issued shares of the relevant class that every holder of shares of the class shall be entitled on a poll to one vote for every such share held by him, and that any holder of shares of the class, present in person or by proxy or (being a corporation) by a duly authorised representative, may demand a poll If at any adjourned meeting of such holders such a quorum as aforesaid is not present, not less than one person holding shares of the class who is present in person or by proxy shall be a quorum

32 Company's lien over shares

The Company has a lien (**Company's lien**) over every share, whether or not fully paid, which is registered in the name of any person indebted or under any liability to the Company, whether he is the sole registered holder of the share or one of several joint holders, for all monies payable by him (either alone or jointly with any other person) to the Company, whether payable immediately or at some time in the future and whether or not a call notice has been sent in respect of it

32 1 The Company's lien over a share

32 1 1 takes priority over any third party's interest in that share, and

32 1 2 extends to any dividend or other money payable by the company in respect of that share and (if the lien is enforced and the share is sold by the Company) the proceeds of sale of that share

32 2 The directors may at any time decide that a share which is or would otherwise be subject to the Company's lien shall not be subject to it, either wholly or in part

33 Enforcement of the company's lien

33 1 Subject to the provisions of this Article 33, if

33 1 1 a lien enforcement notice has been given in respect of a share, and

33 1 2 the person to whom the notice was given has failed to comply with it,

the Company may sell that share in accordance with Article 41 5

33 2 A lien enforcement notice

33 2 1 may only be given in respect of a share which is subject to the Company's lien, in respect of which a sum is payable and the due date for payment of that sum has passed,

33 2 2 must specify the share concerned,

33 2 3 must be in writing and require payment of the sum payable within fourteen days of the notice,

33 2 4 must be addressed either to the holder of the share or to a transmittee of that holder and

- 33 2 5 must state the Company's intention to sell the share if the notice is not complied with
- 33 3 Where shares are sold under this Article 33
 - 33 3 1 the directors may authorise any person to execute an instrument of transfer of the shares to the purchaser or a person nominated by the purchaser, and
 - 33 3 2 the transferee is not bound to see to the application of the consideration, and the transferee's title is not affected by any irregularity in or invalidity of the process leading to the sale
- 33 4 The net proceeds of any such sale (after payment of the costs of sale and any other costs of enforcing the lien) must be applied
 - 33 4 1 first, in payment of so much of the sum for which the lien exists as was payable at the date of the lien enforcement notice,
 - 33 4 2 second, to the person entitled to the shares at the date of the sale, but only after the certificate for the shares sold has been surrendered to the Company for cancellation or an indemnity in a form reasonably satisfactory to the directors has been given for any lost certificates, and subject to a lien equivalent to the Company's lien for any money payable (whether payable immediately or at some time in the future) as existed over the shares before the sale in respect of all shares registered in the name of such person (whether as the sole registered holder or as one of several joint holders) after the date of the lien enforcement notice
- 33 5 A statutory declaration by a director or the company secretary (if any) that the declarant is a director or the company secretary (as the case may be) and that a share has been sold to satisfy the Company's lien on a specified date
 - 33 5 1 is conclusive evidence of the facts stated in it as against all persons claiming to be entitled to the share, and
 - 33 5 2 subject to compliance with any other formalities of transfer required by the Articles or by law, constitutes a good title to the share
- 34 **Call notices**
 - 34 1 Subject to the Articles and the terms on which shares are allotted, the directors may send a notice (**call notice**) to a member requiring the member to pay the Company a specified sum of money (**call**) which is payable by that member to the Company at the date when the directors decide to send the call notice
 - 34 2 A call notice
 - 34 2 1 must be in writing,
 - 34 2 2 may not require a member to pay a call which exceeds the total amount of his indebtedness or liability to the Company,
 - 34 2 3 must state when and how any call to which it relates it is to be paid, and
 - 34 2 4 may permit or require the call to be paid by instalments
 - 34 3 A member must comply with the requirements of a call notice, but no member is obliged to pay any call before fourteen days have passed since the notice was sent

- 34 4 Before the Company has received any call due under a call notice the directors may
- 34 4 1 revoke it wholly or in part, or
- 34 4 2 specify a later time for payment than is specified in the notice,
- by a further notice in writing to the member in respect of whose shares the call is made
- 35 **Liability to pay calls**
- 35 1 Liability to pay a call is not extinguished or transferred by transferring the shares in respect of which it is required to be paid
- 35 2 Joint holders of a share are jointly and severally liable to pay all calls in respect of that share
- 35 3 Subject to the terms on which shares are allotted, the directors may, when issuing shares, provide that call notices sent to the holders of those shares may require them
- 35 3 1 to pay calls which are not the same, or
- 35 3 2 to pay calls at different times
- 36 **When call notice need not be issued**
- 36 1 A call notice need not be issued in respect of sums which are specified in the terms on which a share is issued, as being payable to the Company in respect of that share
- 36 1 1 on allotment,
- 36 1 2 on the occurrence of a particular event, or
- 36 1 3 on a date fixed by or in accordance with the terms of issue
- 36 2 But if the due date for payment of such a sum has passed and it has not been paid, the holder of the share concerned is treated in all respects as having failed to comply with a call notice in respect of that sum, and is liable to the same consequences as regards the payment of interest and forfeiture
- 37 **Failure to comply with call notice automatic consequences**
- 37 1 If a person is liable to pay a call and fails to do so by the call payment date
- 37 1 1 the directors may issue a notice of intended forfeiture to that person, and
- 37 1 2 until the call is paid, that person must pay the Company interest on the call from the call payment date at the relevant rate
- 37 2 For the purposes of this Article 37
- 37 2 1 the **call payment date** is the time when the call notice states that a call is payable unless the directors give a notice in writing specifying a later date, in which case the **call payment date** is that later date,
- 37 2 2 the **relevant rate** is

- 37 2 2 1 the rate fixed by the terms on which the share in respect of which the call is due was allotted,
 - 37 2 2 2 such other rate as was fixed in the call notice which required payment of the call, or has otherwise been determined by the directors, or
 - 37 2 2 3 if no rate is fixed in either of these ways, five per cent (5%) per annum
- 37 3 The relevant rate must not exceed by more than five percentage points the base lending rate most recently set by the Monetary Policy Committee of the Bank of England in connection with its responsibilities under Part 2 of the Bank of England Act 1998
- 37 4 The directors may waive any obligation to pay interest on a call wholly or in part
- 38 **Notice of intended forfeiture**
 - 38 1 A notice of intended forfeiture
 - 38 1 1 must be in writing,
 - 38 1 2 may be sent in respect of any share in respect of which a call has not been paid as required by a call notice,
 - 38 1 3 must be sent to the holder of that share (or, in the case of joint holders of a share in accordance with Article 79 6) or to a transmittee of that holder in accordance with Article 79 7,
 - 38 1 4 must require payment of the call and any accrued interest and all expenses that may have been incurred by the Company by reason of such non-payment by a date which is not less than fourteen days after the date of the notice,
 - 38 1 5 must state how the payment is to be made and
 - 38 1 6 must state that if the notice is not complied with, the shares in respect of which the call is payable will be liable to be forfeited
- 39 **Directors' power to forfeit shares**

If a notice of intended forfeiture is not complied with before the date by which payment of the call is required in the notice of intended forfeiture, the directors may decide that any share in respect of which it was given is forfeited, and the forfeiture is to include all dividends or other moneys payable in respect of the forfeited shares and not paid before the forfeiture
- 40 **Effect of forfeiture**
 - 40 1 Subject to the Articles, the forfeiture of a share extinguishes
 - 40 1 1 all interests in that share, and all claims and demands against the Company in respect of it, and
 - 40 1 2 all other rights and liabilities incidental to the share as between the person whose share it was prior to the forfeiture and the Company
 - 40 2 Any share which is forfeited in accordance with the Articles

- 40 2 1 is deemed to have been forfeited when the directors decide that it is forfeited,
- 40 2 2 is deemed to be the property of the Company, and
- 40 2 3 may be sold, re-allotted or otherwise disposed of as the directors think fit in accordance with Article 41 5
- 40 3 If a person's shares have been forfeited
 - 40 3 1 the Company must send that person written notice that forfeiture has occurred and record it in the register of members,
 - 40 3 2 that person ceases to be a member in respect of those shares,
 - 40 3 3 that person must surrender the certificate for the shares forfeited to the Company for cancellation,
 - 40 3 4 that person remains liable to the Company for all sums payable by that person under the Articles at the date of forfeiture in respect of those shares including any interest (whether accrued before or after the date of forfeiture), and
 - 40 3 5 the directors may waive payment of such sums wholly or in part or enforce payment without any allowance for the value of the shares at the time of forfeiture or for any consideration received on their disposal
- 40 4 At any time before the Company disposes of a forfeited share, the directors may decide to cancel the forfeiture on payment of all calls and interest due in respect of it and on such other terms as they think fit
- 41 **Procedure following forfeiture**
 - 41 1 If a forfeited share is to be disposed of by being transferred, the Company may receive the consideration for the transfer and the directors may authorise any person to execute the instrument of transfer
 - 41 2 A statutory declaration by a director or the Company secretary (if any) that the declarant is a director or the Company secretary (as the case may be) and that a share has been forfeited on a specified date
 - 41 2 1 is conclusive evidence of the facts stated in it as against all persons claiming to be entitled to the share, and
 - 41 2 2 subject to compliance with any other formalities of transfer required by the Articles or by law, constitutes a good title to the share
 - 41 3 A person to whom a forfeited share is transferred is not bound to see to the application of the consideration (if any) nor is that person's title to the share affected by any irregularity in or invalidity of the process leading to the forfeiture or transfer of the share
 - 41 4 If the Company sells a forfeited share, the person who held it prior to its forfeiture is entitled to receive from the company the proceeds of such sale net of any commission, and excluding any amount which
 - 41 4 1 was, or would have become, payable, and
 - 41 4 2 had not when that share was forfeited, been paid by that person in respect of that share,

but no interest is payable to such a person in respect of such proceeds and the Company is not required to account for any money earned on them

- 41 5 All shares to be sold in the enforcement of the company's lien or rights of forfeiture shall be offered in accordance with Article 48 (Voluntary Transfers) as if they were Sale Shares in respect of which a Transfer Notice had been given and treating as the Seller the holder of those shares save that the Sale Price shall be the Market Value of those shares and the Transfer Notice shall be deemed not to contain a Total Transfer Condition

42 Surrender of shares

- 42 1 A member may surrender any share
- 42 1 1 in respect of which the directors may issue a notice of intended forfeiture
- 42 1 2 which the directors may forfeit, or
- 42 1 3 which has been forfeited
- 42 2 The directors may accept the surrender of any such share
- 42 3 The effect of surrender on a share is the same as the effect of forfeiture on that share
- 42 4 A share which has been surrendered may be dealt with in the same way as a share which has been forfeited

43 Payment of commission on subscription for shares

- 43 1 The Company may pay any person a commission in consideration for that person
- 43 1 1 subscribing, or agreeing to subscribe, for shares, or
- 43 1 2 procuring or agreeing to procure, subscriptions for shares
- 43 2 Any such commission may be paid
- 43 2 1 in cash, or in fully paid or partly paid shares or other securities or partly in one way and partly in the other, and
- 43 2 2 in respect of a conditional or an absolute subscription

44 Company not bound by less than absolute interests

- 44 1 Except as required by law, no person is to be recognised by the Company as holding any share upon any trust, and except as otherwise required by law or the Articles, the Company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it

45 Share certificates

- 45 1 The Company must issue each member, free of charge, with one or more certificates in respect of the shares which that member holds
- 45 2 Every certificate must specify
- 45 2 1 in respect of how many shares, of what class, it is issued,

- 45 2 2 the nominal value of those shares,
 - 45 2 3 the extent to which shares are paid up, and
 - 45 2 4 any distinguishing numbers assigned to them
- 45 3 No certificate may be issued in respect of shares of more than one class
- 45 4 If more than one person holds a share only one certificate may be issued in respect of it
- 45.5 Certificates must
 - 45 5 1 have affixed to them the Company's common seal, or
 - 45 5 2 be otherwise executed in accordance with the Companies Acts
- 46 **Replacement share certificates**
 - 46 1 If a certificate issued in respect of a member's shares is
 - 46 1 1 damaged or defaced, or
 - 46 1 2 said to be lost, stolen or destroyed,
 that member is entitled to be issued with a replacement certificate in respect of the same shares
 - 46 2 A member exercising the right to be issued with such a replacement certificate
 - 46 2 1 may at the same time exercise the right to be issued with a single certificate or separate certificates
 - 46 2 2 must return the certificate which is to be replaced to the Company if it is damaged or defaced, and
 - 46 2 3 must comply with such conditions as to evidence, indemnity and the payment of a reasonable fee as the directors decide
- 47 **Transfer of shares- general**
 - 47 1 In these Articles a reference to the **transfer** of or **transferring** shares shall include any transfer, assignment, disposition or proposed or purported transfer, assignment or disposition
 - 47 1 1 of any share or shares of the Company, or
 - 47 1 2 of any interest of any kind in any share or shares of the Company, or
 - 47 1 3 of any right to receive or subscribe for any share or shares of the Company
 - 47 2 The directors shall not register the transfer of any share or any interest in any share unless the transfer is made in accordance with Article 48 (Voluntary Transfers), and, in any such case, is not prohibited under Article 49 (Prohibited Transfers)
 - 47 3 If the directors refuse to register a transfer of a share they shall, as soon as practicable and in any event within two months after the date on which the transfer was lodged with the Company, send to the transferee notice of and the reasons for, the refusal

- 47 4 An obligation to transfer a share under these Articles shall be deemed to be an obligation to transfer the entire legal and beneficial interest in such share free from any lien, charge or other encumbrance
- 47 5 Shares may be transferred by means of an instrument of transfer in any usual form or any other form approved by the directors, which is executed by or on behalf of the transferor and (if any of the shares is partly paid) the transferee
- 47 6 No fee may be charged for registering any instrument of transfer or other document relating to or affecting the title to any share
- 47 7 The Company may retain any instrument of transfer which is registered
- 47 8 The transferor remains the holder of a share until the transferee's name is entered in the register of members as holder of it
- 48 **Voluntary Transfers: Pre-emption rights**
 - 48 1 Any member who wishes to transfer any share (**Seller**) shall before transferring or agreeing to transfer such share or any interest in it, serve notice in writing (**Transfer Notice**) on the Company of his wish to make that transfer
 - 48 2 In the Transfer Notice the Seller shall specify
 - 48 2 1 the number and class of shares (**Sale Shares** and each one a **Sale Share**) which he wishes to transfer,
 - 48 2 2 the identity of the person (if any) to whom the Seller wishes to transfer the Sale Shares,
 - 48 2 3 the price per share at which the Seller wishes to transfer the Sale Shares (**Proposed Sale Price**),
 - 48 2 4 any other terms relating to the transfer of the Sale Shares, and
 - 48 2 5 whether the Transfer Notice is conditional upon all (and not part only) of the Sale Shares being sold pursuant to the following provisions of this Article 48 (**Total Transfer Condition**)
 - 48 3 Each Transfer Notice shall
 - 48 3 1 relate to one class of shares only,
 - 48 3 2 constitute the Company as the agent of the Seller for the sale of the Sale Shares on the terms of this Article 48, and
 - 48 3 3 save as provided in Article 48 8 be irrevocable
 - 48 4 The Sale Shares shall be offered for purchase in accordance with this Article 48 at a price per Sale Share (**Sale Price**) agreed between the Seller and the directors or, in default of such agreement by the end of the 15th working day after the date of service of the Transfer Notice
 - 48 4 1 if the directors so elect within that fifteen working day period after the date of service of the Transfer Notice, the Sale Price shall be the price per Sale Share reported on by the Valuers as their written opinion of the open market value of each Sale Share (**Market Value**) as at the date of service of the Transfer Notice (in which case for the purposes of these Articles the Sale Price shall be deemed to have

- been determined on the date of the receipt by the Company of the Valuer's report),
and
- 48 4 2 otherwise the Sale Price shall be the Proposed Sale Price, in which case for the purpose of these Articles the Sale Price shall be deemed to have been agreed at the end of that 15th working day
- 48 5 If instructed to report on their opinion of Market Value under Article 48 4 the Valuers shall
- 48 5 1 act as expert and not as arbitrator and their written determination shall be final and binding on the members, and
- 48 5 2 proceed on the basis that
- 48 5 2 1 the open market value of each Sale Share shall be the sum which a willing buyer would agree with a willing seller to be the purchase price for all the class of shares of which the Sale Shares form part, divided by the number of issued shares then comprised in that class,
- 48 5 2 2 there shall be no addition of any premium or subtraction of any discount by reference to the size of the holding the subject of the Transfer Notice or in relation to any restrictions on the transferability of the Sale Shares, and
- 48 5 2 3 any difficulty in applying either of the foregoing bases shall be resolved by the Valuers as they think fit in their absolute discretion
- 48 6 The Company will use its reasonable endeavours to procure that the Valuers deliver their written opinion of the Market Value to the directors and to the Seller within twenty-eight days of being requested to do so
- 48 7 The Valuers' fees for reporting on their opinion of the Market Value shall be borne as the Valuers shall specify in their valuation having regard to the conduct of the parties and the merit of their agreements in respect of the matters in dispute or otherwise (in the absence of any such specification by the Valuers) as to one half by the Seller and as to the other half by the Company unless the Seller revokes the Transfer Notice pursuant to Article 48 8, in which case the Seller shall pay all the Valuers' fees
- 48 8 If the Market Value is reported on by the Valuers under Article 48 4 to be less than the Proposed Sale Price, the Seller may revoke any Transfer Notice which was not stated to be or is not deemed by these Articles to be, irrevocable by written notice given to the directors within the period of five working days after the date the directors serve on the Seller the Valuers' written opinion of the Market Value
- 48 9 The directors shall at least ten working days after and no more than twenty working days after the Sale Price has been agreed or determined give an Offer Notice to all members in accordance with these Articles For the avoidance of doubt no Sale Shares may be offered or sold to any transferee pursuant to Article 48 14 unless an Offer Notice has first been given to all members in accordance with the pre-emption provisions set out in this Article 48 9 and Articles 48 10 to 48 13 inclusive
- 48 10 An Offer Notice shall
- 48 10 1 specify the Sale Price,
- 48 10 2 contain the other details included in the Transfer Notice, and

- 48 10 3 invite each of the members (other than the Seller) to respond in writing, before expiry of the Offer Notice, to purchase the numbers of Sale Shares specified by them in their application,
- and shall expire twenty working days after its service
- 48 11 After the expiry date of the Offer Notice, the directors shall allocate the Sale Shares in accordance with the applications received save that
- 48 11 1 if there are applications from members for more than the number of Sale Shares available, they shall be allocated to those applicants in proportion (as nearly as possible but without allocating to any member more Sale Shares than the maximum number applied for by him) to the number of shares then held by them respectively, however in his application for Sale Shares a member may, if he so desires indicate that he would be willing to purchase a particular proportionate entitlement (**Excess Shares**) in which case, applications for Excess Shares shall be allocated in accordance with such application, or in the event of competition among those members applying for Excess Shares in such proportions as equal (as nearly as may be) the proportions of all the shares held by such members,
- 48 11 2 if it is not possible to allocate any of the Sale Shares without involving fractions, they shall be allocated amongst them in such manner as the Board shall think fit, and
- 48 11 3 if the Transfer Notice contained a valid Total Transfer Condition no allocation of Sale Shares shall be made unless all the Sale Shares are allocated
- 48 12 The directors shall, within five working days of the expiry date of the Offer Notice, give notice in writing (**Allocation Notice**) to the Seller and to each person to whom Sale Shares have been allocated (each a **Buyer**) specifying the name and address of each Buyer, the number and class of Sale Shares agreed to be purchased by him and the aggregate price payable for them
- 48 13 Completion of a sale and purchase of Sale Shares pursuant to an Allocation Notice shall take place at the registered office of the Company at the time specified in the Allocation Notice when the Seller shall, upon payment to him by a Buyer of the Sale Price in respect of the Sale Shares allocated to that Buyer, transfer those Sale Shares and deliver the relative share certificate(s) to that Buyer
- 48 14 If all the Sale Shares are not sold under the pre-emption provisions contained in Articles 48 9 to 48 13 inclusive, the Seller may, during the period of thirty working days immediately following the expiry date of the Offer Notice, sell all or any of these Sale Shares, for which an Allocation Notice has not been given, by way of bona fide sale to the proposed transferee (if any) named in the Transfer Notice or, if none was so named, to any transferee, in either case at any price per Sale Share which is not less than the Sale Price, without any deduction, rebate or allowance to the proposed transferee, provided that
- 48 14 1 the Seller may not transfer such share and the directors shall not register any transfer to a transferee who is not at that date a member unless such transferee is first approved in writing by the directors, and
- 48 14 2 if the Transfer Notice contained a Total Transfer Condition, the Seller shall not be entitled, save with the written consent of the directors, to sell only some of the Sale Shares under this Article 48 14
- 48 15 If a Seller fails for any reason (including death) to transfer any Sale Shares when required pursuant to this Article 48, the directors may authorise any director of the Company (who shall be deemed to be irrevocably appointed as the attorney of the Seller for the purpose) to execute

each necessary transfer of such Sale Shares and deliver it on the Seller's behalf. The Company may receive the purchase money for such Sale Shares from the Buyer and shall upon receipt (subject, if necessary, to the transfer being duly stamped) register the Buyer as the holder of such Sale Shares. The Company shall hold such purchase money in a separate bank account on trust for the Seller but shall not be bound to earn or pay interest on any money so held. The Company's receipt for such purchase money shall be a good discharge to the Buyer who shall not be bound to see to the application of it, and after the name of the Buyer has been entered in the register of members in purported exercise of the power conferred by this Article 48 15 the validity of the proceedings shall not be questioned by any person.

49 Prohibited Transfers

Notwithstanding any other provision of these Articles, no transfer of any Share shall be registered if it is to any minor, undischarged bankrupt, trustee in bankruptcy or person of unsound mind.

50 Transmission of shares

50 1 If title to a share passes to a transmittee, the Company may only recognise the transmittee as having any title to that share.

50 2 Nothing in these Articles releases the estate of a deceased member from any liability in respect of a share solely or jointly held by that member.

50 3 A transmittee who produces such evidence of entitlement to shares as the directors may properly require

50 3 1 may, subject to the Articles, choose either to become the holder of those shares or to have them transferred to another person, and

50 3 2 subject to the Articles, and pending any transfer of the shares to another person, has the same rights as the holder had.

50 4 But subject to Article 20 2 (Methods of appointing directors), transmittees do not have the right to attend or vote at a general meeting, or agree to a proposed written resolution, in respect of shares to which they are entitled, by reason of the holder's death or bankruptcy or otherwise, unless they become the holders of those shares.

51 Exercise of transmittees' rights

51 1 Transmittees who wish to become the holders of shares to which they have become entitled must notify the Company in writing of that wish.

51 2 If the transmittee wishes to have a share transferred to another person, the transmittee must execute an instrument of transfer in respect of it.

51 3 Any transfer made or executed under this Article is to be treated as if it were made or executed by the person from whom the transmittee has derived rights in respect of the share, and as if the event which gave rise to the transmission had not occurred.

52 Transmittees bound by prior notices

If a notice is given to a member in respect of shares and a transmittee is entitled to those shares, the transmittee is bound by the notice if it was given to the member before the transmittee's name or the name of any person nominated under Article 50 3 (Transmission of shares), has been entered in the register of members.

53 Procedure for disposing of fractions of shares

53 1 This Article applies where

53 1 1 there has been a consolidation or division of shares, and

53 1 2 as a result, members are entitled to fractions of shares

53 2 The directors may

53 2 1 sell the shares representing the fractions to any person including the Company for the best price reasonably obtainable,

53 2 2 authorise any person to execute an instrument of transfer of the shares to the purchaser or a person nominated by the purchaser, and

53 2 3 distribute the net proceeds of sale in due proportion among the holders of the shares

53 3 The person to whom the shares are transferred is not obliged to ensure that any purchase money is received by the person entitled to the relevant fractions

53 4 The transferee's title to the shares is not affected by any irregularity in or invalidity of the process leading to their sale

DIVIDENDS AND OTHER DISTRIBUTIONS

54 Procedure for declaring dividends

54 1 The Company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends

54 2 A dividend must not be declared unless the directors have made a recommendation as to its amount. Such a dividend must not exceed the amount recommended by the directors

54 3 No dividend may be declared or paid unless it is in accordance with members' respective rights

54 4 Unless the members' resolution to declare or directors' decision to pay a dividend or the terms on which shares are issued specify otherwise, it must be paid by reference to each member's holding of shares on the date of the resolution or decision to declare or pay it

54 5 If the Company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if, at the time of payment, any preferential dividend is in arrear

54 6 The directors may pay at intervals any dividend payable at a fixed rate if it appears to them that the profits available for distribution justify the payment

54 7 If the directors act in good faith, they do not incur any liability to the holders of shares conferring preferred rights for any loss they may suffer by the lawful payment of an interim dividend on shares with deferred or non-preferred rights

55 Calculation of dividends

55 1 Except as otherwise provided by the Articles or the rights attached to shares, all dividends must be

- 55 1 1 declared and paid according to the amounts paid up on the shares on which the dividend is paid, and
 - 55 1 2 apportioned and paid proportionately to the amounts paid up on the shares during any portion or portions of the period in respect of which the dividend is paid
- 55 2 If any share is issued on terms providing that it ranks for dividend as from a particular date that share ranks for dividend accordingly
- 56 **Payment of dividends and other distributions**
 - 56 1 Where a dividend or other sum which is a distribution is payable in respect of a share it must be paid by one or more of the following means
 - 56 1 1 transfer to a bank or building society account specified by the distribution recipient either in writing or as the directors may otherwise decide,
 - 56 1 2 sending a cheque made payable to the distribution recipient by post to the distribution recipient at the distribution recipient's registered address (if the distribution recipient is a holder of the share), or (in any other case) to an address specified by the distribution recipient either in writing or as the directors may otherwise decide,
 - 56 1 3 sending a cheque made payable to such person by post to such person at such address as the distribution recipient has specified either in writing or as the directors may otherwise decide, or
 - 56 1 4 any other means of payment as the directors agree with the distribution recipient either in writing or by such other means as the directors decide.
 - 56 2 In these Articles, the **distribution recipient** means, in respect of a share in respect of which a dividend or other sum is payable
 - 56 2 1 the holder of the share, or
 - 56 2 2 if the share has two or more joint holders, whichever of them is named first in the register of members, or
 - 56 2 3 if the holder is no longer entitled to the share by reason of death or bankruptcy or otherwise by operation of law, the transmittee
- 57 **Deductions from distributions in respect of sums owed to the company**
 - 57 1 If
 - 57 1 1 a share is subject to the Company's lien, and
 - 57 1 2 the directors are entitled to issue a lien enforcement notice in respect of it,

they may, instead of issuing a lien enforcement notice deduct from any dividend or other sum payable in respect of the share any sum of money which is payable to the Company in respect of that share to the extent that they are entitled to require payment under a lien enforcement notice
 - 57 2 Money so deducted must be used to pay any of the sums payable in respect of that share
 - 57 3 The Company must notify the distribution recipient in writing of

- 57 3 1 the fact and amount of any such deduction,
- 57 3 2 any non-payment of a dividend or other sum payable in respect of a share resulting from any such deduction, and
- 57 3 3 how the money deducted has been applied

58 No interest on distributions

- 58 1 The Company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by
 - 58 1 1 the terms on which the share was issued, or
 - 58 1 2 the provisions of another agreement between the holder of that share and the Company

59 Unclaimed distributions

- 59 1 All dividends or other sums which are
 - 59 1 1 payable in respect of shares, and
 - 59 1 2 unclaimed after having been declared or become payable,
 may be invested or otherwise made use of by the directors for the benefit of the Company until claimed
- 59 2 The payment of any such dividend or other sum into a separate account does not make the Company a trustee in respect of it
- 59 3 If
 - 59 3 1 twelve years have passed from the date on which a dividend or other sum became due for payment, and
 - 59 3 2 the distribution recipient has not claimed it,
 the distribution recipient is no longer entitled to that dividend or other sum and it ceases to remain owing by the Company

60 Non-cash distributions

- 60 1 Subject to the terms of issue of the share in question, the Company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any Company)
- 60 2 For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including, where any difficulty arises regarding the distribution
 - 60 2 1 fixing the value of any assets,
 - 60 2 2 paying cash to any distribution recipient on the basis of that value in order to adjust the rights of recipients, and

60 2 3 vesting any assets in trustees

61 Waiver of distributions

61 1 Distribution recipients may waive their entitlement to a dividend or other distribution payable in respect of a share by giving the Company notice in writing to that effect, but if

61 1 1 the share has more than one holder, or

61 1 2 more than one person is entitled to the share, whether by reason of the death or bankruptcy of one or more joint holders, or otherwise,

the notice is not effective unless it is expressed to be given, and signed, by all the holders or persons otherwise entitled to the share

CAPITALISATION OF PROFITS

62 Authority to capitalise and appropriation of capitalised sums

62 1 Subject to the Articles, the directors may, if they are so authorised by an ordinary resolution

62 1 1 decide to capitalise any profits of the Company (whether or not they are available for distribution) which are not required for paying a preferential dividend or any sum standing to the credit of the Company's share premium account or capital redemption reserve, and

62 1 2 appropriate any sum which they so decide to capitalise (**capitalised sum**) to the persons who would have been entitled to it if it were distributed by way of dividend (**persons entitled**) and in the same proportions

62 2 Capitalised sums must be applied

62 2 1 on behalf of the persons entitled, and

62 2 2 in the same proportions as a dividend would have been distributed to them

62 3 Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct

62 4 A capitalised sum which was appropriated from profits available for distribution may be applied

62 4 1 in or towards paying up any amounts unpaid on existing shares held by the persons entitled, or

62 4 2 in paying up new debentures of the Company which are then allotted credited as fully paid to the persons entitled or as they may direct

62 5 Subject to the Articles the directors may

62 5 1 apply capitalised sums in accordance with paragraphs 62 3 and 62 4 partly in one way and partly in another,

62 5 2 make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this Article (including the issuing of fractional certificates or the making of cash payments), and

- 62 5 3 authorise any person to enter into an agreement with the Company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this Article 62

PART 4

DECISION-MAKING BY MEMBERS

ORGANISATION OF GENERAL MEETINGS

63 Convening general meetings

The directors may call general meetings and, on the requisition of members pursuant to the provisions of CA 2006, shall forthwith proceed to convene a general meeting in accordance with CA 2006. If there are not within the United Kingdom sufficient directors to call a general meeting, any director or the members requisitioning the meeting (or any of them representing more than one half of the total voting rights of them all) may call a general meeting. If the Company has only a single member, such member shall be entitled at any time to call a general meeting.

64 Notice of general meetings

64 1 General meetings (other than an adjourned meeting) shall be called by at least fourteen Clear Days' notice but a general meeting may be called by shorter notice if it is so agreed by a majority in number of the members having a right to attend and vote, being a majority together holding not less than ninety per cent (90%) in nominal value of the shares at the meeting, giving that right.

64 2 The notice shall specify the time, date and place of the meeting, the general nature of the business to be transacted and the terms of any resolution to be proposed at it.

64 3 Subject to the provisions of these Articles and to any restrictions imposed on any shares, the notice shall be given to all members, to all persons entitled to a share in consequence of the death or bankruptcy of a member (if the company has been notified of their entitlement) and to the directors, alternate directors and the auditors for the time being of the Company.

64 4 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

65 Resolutions requiring special notice

65 1 If CA 2006 requires special notice to be given of a resolution, then the resolution will not be effective unless notice of the intention to propose it has been given to the Company at least twenty-eight Clear Days before the general meeting at which it is to be proposed.

65 2 Where practicable, the Company must give the members notice of the resolution in the same manner and at the same time as it gives notice of the general meeting at which it is to be proposed. Where that is not practicable, the Company must give the members at least fourteen Clear Days' before the relevant general meeting by advertisement in a newspaper with an appropriate circulation.

65 3 If, after notice to propose such a resolution has been given to the Company, a meeting is called for a date twenty-eight days or less after the notice has been given, the notice shall be deemed to have been properly given, even though it was not given within the time required by Article 65 1.

66 Attendance and speaking at general meetings

- 66 1 A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting during the meeting any information or opinions which that person has on the business of the meeting
- 66 2 A person is able to exercise the right to vote at a general meeting when
- 66 2 1 that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
- 66 2 2 that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting
- 66 3 The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it
- 66 4 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other
- 66 5 Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them

67 Quorum for general meetings

- 67 1 No business shall be transacted at any meeting unless a quorum is present Subject to section 318(2) of CA 2006, two qualifying persons (as defined in section 318(3) of CA 2006) entitled to vote upon the business to be transacted shall be a quorum, provided that if the Company has only a single member, the quorum shall be one such qualifying person
- 67 2 No business other than the appointment of the chairman of the meeting is to be transacted at a general meeting if the persons attending it do not constitute a quorum

68 Chairing general meetings

- 68 1 If the directors have appointed a chairman, the chairman shall chair general meetings if present and willing to do so
- 68 2 If the directors have not appointed a chairman, or if the chairman is unwilling to chair the meeting or is not present within ten minutes of the time at which a meeting was due to start
- 68 2 1 the directors present, or
- 68 2 2 (if no directors are present), the meeting,
- must appoint a director or member to chair the meeting, and the appointment of the chairman of the meeting must be the first business of the meeting
- 68 3 The person chairing a meeting in accordance with this Article is referred to as the **chairman of the meeting**

69 Attendance and speaking by directors and non-members

- 69 1 Directors may attend and speak at general meetings, whether or not they are members

- 69 2 The chairman of the meeting may permit other persons who are not
- 69 2 1 members of the Company, or
- 69 2 2 otherwise entitled to exercise the rights of members in relation to general meetings,
- to attend and speak at a general meeting

70 **Adjournment**

- 70 1 If the persons attending a general meeting within half an hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chairman of the meeting must adjourn it. If, at the adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall be dissolved
- 70 2 The chairman of the meeting may adjourn a general meeting at which a quorum is present if
- 70 2 1 the meeting consents to an adjournment, or
- 70 2 2 it appears to the chairman of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner
- 70 3 The chairman of the meeting must adjourn a general meeting if directed to do so by the meeting
- 70 4 When adjourning a general meeting, the chairman of the meeting must
- 70 4 1 either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the directors, and
- 70 4 2 have regard to any directions as to the time and place of any adjournment which have been given by the meeting
- 70 5 If the continuation of an adjourned meeting is to take place more than fourteen days after it was adjourned, the Company must give at least seven Clear Days' notice of it (that is, excluding the day of the adjourned meeting and the day on which the notice is given)
- 70 5 1 to the same persons to whom notice of the Company's general meetings is required to be given, and
- 70 5 2 containing the same information which such notice is required to contain
- 70 6 No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place

VOTING AT GENERAL MEETINGS

71 **Voting: general**

- 71 1 A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Articles. Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative (unless the representative is himself a member, in which case he shall have more than one vote) shall have one vote. A proxy shall not be entitled to vote on a show of hands

- 71 2 No member shall vote at any general meeting or at any separate meeting of the holder of any class of shares, either in person or by proxy, in respect of any share held by him unless all monies presently payable by him in respect of that share have been paid
- 71 3 In the case of joint holders the vote of the senior who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders, and seniority shall be determined by the order in which the names of the holders stand in the register of members
- 71 4 Unless a poll is duly demanded, a declaration by the chairman that a resolution has been carried or carried unanimously or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution
- 72 **Errors and disputes**
- 72 1 No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid
- 72 2 Any such objection must be referred to the chairman of the meeting, whose decision is final
- 73 **Poll votes**
- 73 1 On a poll every member who (being an individual is present in person or by proxy) or (being a corporation) is present by a duly authorised representative or by proxy shall have one vote for every share of which he is the holder On a poll, a member entitled to more than one vote need not use all his votes or cast all the votes he uses in the same way
- 73 2 A poll on a resolution may be demanded
- 73 2 1 in advance of the general meeting where it is to be put to the vote, or
- 73 2 2 at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared
- 73 3 A poll may be demanded by
- 73 3 1 the chairman of the meeting,
- 73 3 2 the directors,
- 73 3 3 two or more persons having the right to vote on the resolution,
- 73 3 4 a person or persons representing not less than one tenth of the total voting rights of all the members having the right to vote on the resolution, or
- 73 3 5 a person or persons holding shares conferring a right to vote on the resolution on which not less than one tenth of the total sum paid up on all the shares conferring that right
- 73 4 A demand for a poll may be withdrawn if
- 73 4 1 the poll has not yet been taken, and
- 73 4 2 the chairman of the meeting consents to the withdrawal

A demand so withdrawn shall not invalidate the result of a show of hands declared before the demand was made

73 5 A poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such time and place as the chairman directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

73 6 No notice need be given of a poll not taken forthwith if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case at least seven Clear Days' notice shall be given specifying the time and place at which the poll is to be taken.

73 7 The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

74 Content of proxy notices

74 1 Subject to the provisions of these Articles, a member is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a general meeting. A member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member.

74 2 Proxies may only validly be appointed by a notice in writing (**proxy notice**) which

74 2 1 states the name and address of the member appointing the proxy,

74 2 2 identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed,

74 2 3 is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the directors may determine, and

74 2 4 is delivered to the Company in accordance with the Articles and in accordance with any instructions contained in the notice of the general meeting (or adjourned meeting) to which they relate and received by the Company.

74 2 4 1 subject to Articles 74 2 4 2 and 74 2 4 3 in the case of a general meeting or adjourned meeting, not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the right to vote is to be exercised,

74 2 4 2 in the case of a poll taken more than forty-eight hours after it is demanded, after the poll has been demanded and not less than twenty-four hours before the time appointed for the taking of the poll, or

74 2 4 3 where the poll is not taken forthwith but is taken not more than forty-eight hours after it was demanded, at the time at which the poll was demanded or twenty-four hours before the time appointed for the taking of the poll, whichever is the later,

and a proxy notice which is not delivered and received in such manner shall be invalid.

- 74 3 The Company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes
- 74 4 Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions and the proxy is obliged to vote or abstain from voting in accordance with the specified instructions. However, the Company is not obliged to check whether a proxy votes or abstains from voting as he has been instructed and shall incur no liability for failing to do so. Failure by a proxy to vote or abstain from voting as instructed at a meeting shall not invalidate proceedings at that meeting
- 74 5 Unless a proxy notice indicates otherwise, it must be treated as
 - 74 5 1 allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
 - 74 5 2 appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself

75 **Delivery of proxy notices**

- 75 1 Any notice of a general meeting must specify the address or addresses (**proxy notification address**) at which the Company or its agents will receive proxy notices relating to that meeting or any adjournment of it, delivered in hard copy or electronic form
- 75 2 A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it even though a valid proxy notice has been delivered to the Company by or on behalf of that person to a proxy notification address
- 75 3 An appointment under a proxy notice may be revoked by delivering to the Company a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given
- 75 4 A notice revoking a proxy appointment only takes effect if it is received by the Company
 - 75 4 1 in the case of a general or adjourned meeting, not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the right to vote is to be exercised,
 - 75 4 2 in the case of a poll taken more than forty-eight hours after it was demanded, not less than twenty-four hours before the time appointed for the taking of the poll or
 - 75 4 3 in the case of a poll not taken forthwith but not more than forty-eight hours after it was demanded, at the time at which it was demanded or twenty-four hours before the time appointed for the taking of the poll, whichever is later.

and a notice which is not delivered and received in such manner shall be invalid
- 75 5 In calculating the periods referred to in Article 74 (Content of proxy notices) and this Article 75, no account shall be taken of any part of a day that is not a working day
- 75 6 If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor's behalf

76 **Representation of corporations at meetings**

Subject to CA 2006, a company which is a member may, by resolution of its directors or other governing body, authorise one or more persons to act as its representative or representatives at a meeting of the company or at a separate meeting of the holders of a class of shares of the company (**corporate representative**) A director, secretary or other person authorised for the purpose by the directors may require a corporate representative to produce a certified copy of the resolution of authorisation before permitting him to exercise his powers

77 **Amendments to resolutions**

77 1 An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if

77 1 1 notice of the proposed amendment is given to the Company in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chairman of the meeting may determine), and

77 1 2 the proposed amendment does not, in the reasonable opinion of the chairman of the meeting, materially alter the scope of the resolution

77 2 A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if

77 2 1 the chairman of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed, and

77 2 2 the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution

77 3 If the chairman of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chairman's error does not invalidate the vote on that resolution

WRITTEN RESOLUTIONS

78 **Written Resolutions**

78 1 A resolution of the members (or a class of members) may be passed as a written resolution in accordance with chapter 2 of part 13 of CA 2006

PART 5

MISCELLANEOUS PROVISIONS

COMMUNICATIONS

79 **Means of communication to be used**

79 1 Subject to the Articles, anything sent or supplied by or to the Company under the Articles may be sent or supplied in any way in which of CA 2006 provides for documents or information which are authorised or required by any provision of CA 2006 to be sent or supplied by or to the Company

79 2 Any notice, document or other information shall be deemed served on or delivered to the intended recipient

- 79 2 1 If properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted,
- 79 2 2 If properly addressed and delivered by hand, when it was given or left at the appropriate address,
- 79 2 3 If properly addressed and sent or supplied by electronic means 48 hours after the document or information was sent or supplied, and
- 79 2 4 If sent or supplied by means of a website when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website

For the purposes of this Article 79 2, no account shall be taken of any part of a day that is not a working day

- 79 3 In proving that any notice, document or other information was properly addressed, it shall be sufficient to show that the notice, document or other information was delivered to an address permitted for the purpose by of CA 2006
- 79 4 Subject to the Articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being
- 79 5 A director may agree with the Company that notices or documents sent to that director in a particular way are to be deemed to have been received within a specified time of their being sent, and for the specified time to be less than 48 hours
- 79 6 In the case of joint holders of a share, all notices or documents shall be given to the joint holder whose name stands first in the register in respect of the joint holding Notice so given shall be sufficient notice to all of the joint holders Where there are joint holders of a share, anything which needs to be agreed or specified in relation to any notice, document or other information to be sent or supplied to them can be agreed or specified by any one of the joint holders The agreement or specification of the joint holder whose name stands first in the register will be accepted to the exclusion of the agreement or specification of any other joint holder (s) whose name(s) stand later in the register
- 79 7 The Company may give notice to the transmittee of a member, by sending or delivering it in any manner authorised by these Articles for the giving of notice to a member, addressed to that person by name, or by the title, of representative of the deceased or trustee of the bankrupt or representative by operation of law or by any like description, at the address (if any) within the United Kingdom supplied for the purpose by the person claiming to be so entitled Until such an address has been so supplied, a notice may be given in any manner in which it might have been given if the death or bankruptcy or operation of law had not occurred

ADMINISTRATIVE ARRANGEMENTS

80 Company seals

- 80 1 Any common seal may only be used by the authority of the directors
- 80 2 The directors may decide by what means and in what form any common seal is to be used
- 80 3 Unless otherwise decided by the directors, if the Company has a common seal and it is affixed to a document, the document must also be signed by either at least two authorised persons or by at least one authorised person in the presence of a witness who attests the signature

- 80 4 For the purposes of this Article, an authorised person is
- 80 4 1 any director of the Company,
 - 80 4 2 the Company secretary (if any), or
 - 80 4 3 any person authorised by the directors for the purpose of signing documents to which the common seal is applied

81 No right to inspect accounts and other records

Except as provided by law or authorised by the directors or an ordinary resolution of the Company no person is entitled to inspect any of the Company's accounting or other records or documents merely by virtue of being a member

82 Provision for employees on cessation of business

The directors may decide to make provision for the benefit of persons employed or formerly employed by the Company or any of its subsidiaries (other than a director or former director or shadow director) in connection with the cessation or transfer to any person of the whole or part of the undertaking of the Company or that subsidiary

DIRECTORS' INDEMNITY AND INSURANCE

83 Indemnity

83 1 Subject to Article 83 2, but without prejudice to any indemnity to which a relevant officer is otherwise entitled

83 1 1 each relevant officer shall be indemnified out of the Company's assets against all costs, charges, losses, expenses and liabilities incurred by him as a relevant officer

83 1 1 1 in the actual or purported execution and/or discharge of his duties or in relation to them, and

83 1 1 2 in relation to the company's (or any associated company's) activities as trustee of an occupational pension scheme (as defined in section 235(6) of CA 2006),

including (in each case) any liability incurred by him in defending any civil or criminal proceedings in which judgment is given in his favour or in which he is acquitted or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on his part or in connection with any application in which the court grants him, in his capacity as a relevant officer, relief from liability for negligence, default, breach of duty or breach of trust in relation to the Company's (or any associated company's) affairs, and

83 1 2 the Company may provide any relevant officer with funds to meet expenditure incurred or to be incurred by him in connection with any proceedings or application referred to in Article 83 1 1 and otherwise may take any action to enable any such relevant officer to avoid incurring such expenditure

83 2 This Article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law

83 3 In this Article 83

83 3 1 companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate, and

83 3 2 a **relevant officer** means any director or alternate director or other officer or former director or other officer of the Company or an associated company (including any company which is a trustee of an occupational pension scheme (as defined by section 235(6) of CA 2006) and may, if the members so decide, include any person engaged by the Company (or any associated company) as auditor (whether or not he is also a director or other officer), to the extent he acts in his capacity as auditor)

84 Insurance

84 1 The directors may decide to purchase and maintain insurance, at the expense of the Company for the benefit of any relevant officer in respect of any relevant loss

84 2 In this Article 84

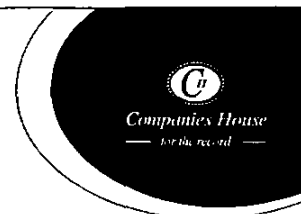
84 2 1 a **relevant officer** means any director or alternate director or other officer or former director or other officer of the Company or an associated company (including any company which is a trustee of an occupational pension scheme (as defined by section 235(6) of CA 2006,

84 2 2 a **relevant loss** means any loss or liability which has been or may be incurred by a relevant officer in connection with that officer's duties or powers in relation to the Company, any associated company or any pension fund or employees' share scheme of the Company or associated company, and

84 2 3 companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate

CC04

Statement of company's objects



✓ **What this form is for**
You may use this form to notify the
change of company's objects

✗ **What this form is NOT for**
You cannot use this form to
the change of any provision of
articles different to objects

MONDAY



1 Company details

Company number 0 2 3 5 7 4 7 0

Company name in full 7SIDE LIMITED

→ **Filing in this form**
Please complete in typescript or in
bold black capitals.
All fields are mandatory unless
specified or indicated by *

2 Company's objects ¹

The above company gives notice of the following changes to the company's
objects ²

- ☐ addition to
- ☒ removal of
- ☒ alteration to

1 Please note
A copy of the amending resolution
and a copy of the revised articles
must be sent within 15 days of the
amendment taking effect
**2 The amendment to the objects is not
effective until entry of this form on
the Register**

3 Signature

I am signing this form on behalf of the company

Signature

Signature

✗

✗

This form may be signed by
Director ³, Secretary, Person authorised ⁴, Liquidator, Administrator,
Administrative receiver, Receiver, Receiver manager, Charity Commission receiver
and manager, CIC manager, Judicial factor

3 Societas Europaea
If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership
4 Person authorised
Under either section 270 or 274 of
the Companies Act 2006

CC04

Statement of company's objects

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Formations Dept**

Company name **7Side Limited**

Address **14-18 City Road**

Post town **Cardiff**

County/Region

Postcode

C	F	2	4	3	D	L
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Country

DX

Telephone

**Checklist**

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have indicated in section 2 the extent of changes to the company's objects
- ☐ You have signed the form

**Important information**

Please note that all information on this form will appear on the public record

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



Companies House
— for the record —

AR01 (ef)

Annual Return



XFJ5GHQN

Received for filing in Electronic Format on the: **22/02/2010**

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Date of this return: **14/02/2010**

SIC codes: **7411**

Company Type: **Private company limited by shares**

Situation of Registered Office: **14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
CF24 3DL**

Officers of the company

Company Secretary **I**

Type: **Person**

Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address:

Company Director **1**

Type: **Person**

Full forename(s): **AMANDA JAYNE**

Surname: **BISS**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/05/1963** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **2**

Type: **Person**

Full forename(s): **MR SAMUEL GEORGE ALAN**

Surname: **LLOYD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **17/03/1960** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MARY HELEN COLLEEN**
Surname: **LOVELL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **11/10/1955** *Nationality:* **BRITISH**

Occupation: **MARKETING SALES**
 DIRECTOR

Company Director **4**

Type: **Person**
Full forename(s): **CHRISTOPHER JOHN**
Surname: **SOLLARS**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **15/12/1956** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>	THE ORDINARY SHARES SHALL BE NON REDEEMABLE BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, AND SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.		

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2010 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding : 1

43 ORDINARY Shares held as at 14/02/2010

Name: **AMANDA JAYNE BISS**

Address:

Shareholding : 2

43 ORDINARY Shares held as at 14/02/2010

Name: **SAMUEL GEORGE ALAN LLOYD**

Address:

Shareholding : 3

14 ORDINARY Shares held as at 14/02/2010

Name: **MARY HELEN COLLEEN LOVELL**

Address:

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

CH03 (ef)

**Change of Particulars
for Secretary**



XFJ5BHQI

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **22/02/2010**

Details Prior to Change

Position: **SECRETARY**

Original Name: **MR SAMUEL GEORGE ALAN LLOYD**

New Details

Date of Change: **01/10/2009**

Service Address recorded as Company's registered office

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

CH01 (ef)

Change of Director's Details



XFJ5FHQM

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **22/02/2010**

Details Prior to Change

Position: **DIRECTOR**

Date of Birth: **15/12/1956**

Original Name: **CHRISTOPHER JOHN SOLLARS**

New Details

Date of Change: **01/10/2009**

Service Address recorded as Company's registered office

The usual residential address of this person has not changed

Country/State Usually Resident: **UNITED KINGDOM**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

CH01 (ef)

Change of Director's Details



XFJ5EHQL

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **22/02/2010**

Details Prior to Change

Position: **DIRECTOR**

Date of Birth: **11/10/1955**

Original Name: **MARY HELEN COLLEEN LOVELL**

New Details

Date of Change: **01/10/2009**

Service Address recorded as Company's registered office

The usual residential address of this person has not changed

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

CH01 (ef)

Change of Director's Details



XFJ5DHQK

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **22/02/2010**

Details Prior to Change

Position: **DIRECTOR**

Date of Birth: **17/03/1960**

Original Name: **MR SAMUEL GEORGE ALAN LLOYD**

New Details

Date of Change: **01/10/2009**

Service Address recorded as Company's registered office

The usual residential address of this person has not changed

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



Companies House
— for the record —

CH01 (ef)

Change of Director's Details



XFJ5CHQJ

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Received for filing in Electronic Format on the: **22/02/2010**

Details Prior to Change

Position: **DIRECTOR**

Date of Birth: **17/05/1963**

Original Name: **AMANDA JAYNE BISS**

New Details

Date of Change: **01/10/2009**

Service Address recorded as Company's registered office

The usual residential address of this person has not changed

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

7SIDE LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED
31 JANUARY 2009

HSJ CLINE TALBOT
Business and Tax Consultants
Henstaff Court Business Centre
Llantrisant Road
Nr. Groesfaen
Cardiff
CF72 8NG

TUESDAY



AD9BKEGL
A76 27/10/2009 118
COMPANIES HOUSE

7SIDE LIMITED

ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2009

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7SIDE LIMITED

ACCOUNTANTS' REPORT TO THE DIRECTORS OF 7SIDE LIMITED

YEAR ENDED 31 JANUARY 2009

As described on the balance sheet, the directors of the company are responsible for the preparation of the abbreviated accounts for the year ended 31 January 2009, set out on pages 2 to 4.

You consider that the company is exempt from an audit under the Companies Act 1985.

In accordance with your instructions we have compiled these unaudited abbreviated accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Henstaff Court Business Centre
Llantrisant Road
Nr. Groesfaen
Cardiff
CF72 8NG

22 September 2009

HSJ CLINE TALBOT
Business and Tax Consultants

7SIDE LIMITED

ABBREVIATED BALANCE SHEET

31 JANUARY 2009

	Note	2009 £	2008 £
Fixed Assets	2		
Intangible assets		720,000	765,000
Tangible assets		47,784	62,118
		<u>767,784</u>	<u>827,118</u>
Current Assets			
Debtors		249,791	350,387
Cash at bank and in hand		17,453	1,047
		<u>267,244</u>	<u>351,434</u>
Creditors: Amounts falling due within one year		<u>233,659</u>	<u>276,170</u>
NET CURRENT ASSETS		33,585	75,264
TOTAL ASSETS LESS CURRENT LIABILITIES		801,369	902,382
CREDITORS: Amounts falling due after more than one year		651,955	706,786
		<u>149,414</u>	<u>195,596</u>
CAPITAL AND RESERVES			
Called-up equity share capital	4	100	100
Profit and loss account		149,314	195,496
Shareholders' FUNDS		<u>149,414</u>	<u>195,596</u>


The directors are satisfied that the company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the financial statements for the year by virtue of section 249A(1), and that no member or members have requested an audit pursuant to section 249B(2) of the Act.

The directors acknowledge their responsibilities for:

- ensuring that the company keeps proper accounting records which comply with section 221 of the Act, and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company.

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

These abbreviated accounts were approved by the directors and authorised for issue on 22 September 2009, and are signed on their behalf by:


MRS.A.J. BISS


MR.S.G.A. LLOYD

The notes on pages 3 to 4 form part of these abbreviated accounts.

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2009

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007).

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion.

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising in respect of business acquisitions, is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Goodwill - 20 years

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Fixtures & Fittings - 15%p.a. straight line
Equipment - 25%p.a. straight line

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2009

2. FIXED ASSETS

	Intangible Assets £	Tangible Assets £	Total £
COST			
At 1 February 2008	900,000	105,792	1,005,792
Additions	-	8,754	8,754
Disposals	-	(16,136)	(16,136)
At 31 January 2009	900,000	98,410	998,410
DEPRECIATION			
At 1 February 2008	135,000	43,674	178,674
Charge for year	45,000	23,088	68,088
On disposals	-	(16,136)	(16,136)
At 31 January 2009	180,000	50,626	230,626
NET BOOK VALUE			
At 31 January 2009	720,000	47,784	767,784
At 31 January 2008	765,000	62,118	827,118

3. TRANSACTIONS WITH THE DIRECTORS

The directors operate a loan account with the company, which is debited with payments made by the company on behalf of the directors and credited with capital introduced and undrawn directors' fees. Included in creditors is £613,006 (2008 - £651,102) the amount being attributable to Directors loan accounts.

4. SHARE CAPITAL

Authorised share capital:

	2009 £	2008 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	2009 No	£	2008 No	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>



Companies House

— for the record —

363a (ef)

Annual Return



XS Y3T7MC

Received for filing in Electronic Format on the: 23/02/2009

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Company Details

Period Ending: **14/02/2009**

Company Type: **PRIVATE COMPANY LIMITED BY SHARES**

Principal Business Activities:

SIC codes:

7411

*Registered Office
Address:*

*Register of
Members Address:*

*Register of Debenture
Holders Address:*

**14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
CF24 3DL**

Details of Officers of the Company

Company Secretary 1:

Name: **SAMUEL GEORGE ALAN
LLOYD**

Address: **2 FFORDD MORGANNWG
LONGWOOD PARK WHITCHURCH
CARDIFF
CF14 7JS**

Director 1 :

Name: **AMANDA JAYNE BISS**

Address: **1 FALCON GROVE
LAVERNOCK PARK
PENARTH
SOUTH GLAMORGAN
CF64 5FB**

Date of Birth: **17/05/1963** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Director 2 :

Name: **SAMUEL GEORGE ALAN
LLOYD**

Address: **2 FFORDD MORGANNWG
LONGWOOD PARK WHITCHURCH
CARDIFF
CF14 7JS**

Date of Birth: **17/03/1960** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Director 3 :

Name: **MARY HELEN COLLEEN
LOVELL**

Address: **17A LLANEDEYRN ROAD
CARDIFF
CF23 9DT**

Date of Birth: **11/10/1955** Nationality: **BRITISH**

Occupation: **MARKETING SALES
DIRECTOR**

Director 4 :

Name: **CHRISTOPHER JOHN
SOLLARS**

Address: **48 CONYBEARE ROAD
SULLY
PENARTH
VALE OF GLAMORGAN
CF48 5US**

Date of Birth: **15/12/1956** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Share Capital

Issued Share Capital Details:

<i>Class of Share</i>	<i>Number of Shares issued</i>	<i>Aggregate Nominal value of issued Shares</i>
ORDINARY	100	GBP100

TOTALS

100	GBP100
------------	---------------

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2009 or that had ceased to be shareholders since the made up date of the previous Annual Return

Shareholding 1:

43 ORDINARY Shares held as at 14/02/2009

Name:

AMANDA JAYNE BISS

Address:

Shareholding 2:

43 ORDINARY Shares held as at 14/02/2009

Name:

SAMUEL GEORGE ALAN LLOYD

Address:

Shareholding 3:

14 ORDINARY Shares held as at 14/02/2009

Name:

MARY HELEN COLLEEN LOVELL

Address:

Authorisation

Authoriser Designation: **director**

Date Authorised: **23/02/2009**

Authenticated: **Yes (E/W)**

COMPANY REGISTRATION NUMBER 2357470

7SIDE LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED
31 JANUARY 2008



HSJ CLINE TALBOT LIMITED

Business and Tax Consultants
Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

7SIDE LIMITED

ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2008

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7SIDE LIMITED

ACCOUNTANTS' REPORT TO THE DIRECTORS OF 7SIDE LIMITED

YEAR ENDED 31 JANUARY 2008

As described on the balance sheet, the directors of the company are responsible for the preparation of the abbreviated accounts for the year ended 31 January 2008, set out on pages 2 to 4

You consider that the company is exempt from an audit under the Companies Act 1985

In accordance with your instructions we have compiled these unaudited abbreviated accounts in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us

HSJ Clive Talbot

Henstaff Court Business Centre
Llantrisant Road
Nr Groesfaen
Cardiff
CF72 8NG

HSJ CLINE TALBOT LIMITED
Business and Tax Consultants

16 October 2008

7SIDE LIMITED

ABBREVIATED BALANCE SHEET

31 JANUARY 2008

	Note	2008 £	2007 £
Fixed Assets	2		
Intangible assets		765,000	810,000
Tangible assets		<u>62,118</u>	<u>59,542</u>
		827,118	869,542
Current Assets			
Debtors		350,387	351,672
Cash at bank and in hand		<u>1,047</u>	<u>24,249</u>
		351,434	375,921
Creditors: Amounts falling due within one year		276,170	308,832
NET CURRENT ASSETS		75,264	67,089
TOTAL ASSETS LESS CURRENT LIABILITIES		902,382	936,631
CREDITORS: Amounts falling due after more than one year		706,786	771,192
		<u>195,596</u>	<u>165,439</u>
CAPITAL AND RESERVES			
Called-up equity share capital	4	100	100
Profit and loss account		<u>195,496</u>	<u>165,339</u>
Shareholders' FUNDS		<u>195,596</u>	<u>165,439</u>

The directors are satisfied that the company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the financial statements for the year by virtue of section 249A(1), and that no member or members have requested an audit pursuant to section 249B(2) of the Act

The directors acknowledge their responsibilities for

- (i) ensuring that the company keeps proper accounting records which comply with section 221 of the Act, and
- (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985

These abbreviated accounts were approved by the directors and authorised for issue on 16 October 2008, and are signed on their behalf by


MRS A J BISS


MR S G A LLOYD

The notes on pages 3 to 4 form part of these abbreviated accounts.

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2008

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007)

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising in respect of business acquisitions, is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Goodwill - 20 years

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Fixtures & Fittings - 15%p a straight line
Equipment - 25%p a straight line

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities

7SIDE LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 JANUARY 2008

2. FIXED ASSETS

	Intangible Assets £	Tangible Assets £	Total £
COST			
At 1 February 2007	900,000	111,599	1,011,599
Additions	—	34,334	34,334
Disposals	—	(40,141)	(40,141)
At 31 January 2008	900,000	105,792	1,005,792
DEPRECIATION			
At 1 February 2007	90,000	52,057	142,057
Charge for year	45,000	30,732	75,732
On disposals	—	(39,115)	(39,115)
At 31 January 2008	135,000	43,674	178,674
NET BOOK VALUE			
At 31 January 2008	765,000	62,118	827,118
At 31 January 2007	810,000	59,542	869,542

3. TRANSACTIONS WITH THE DIRECTORS

The directors operate a loan account with the company, which is debited with payments made by the company on behalf of the directors and credited with capital introduced and undrawn directors' fees. Included in creditors is £651,102 (2007 - £704,572) the amount being attributable to Directors loan accounts.

4. SHARE CAPITAL

Authorised share capital:

	2008 £	2007 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	2008 No	£	2007 No	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>



Companies House

— for the record —

363a_(ef)

Annual Return



XQ51TYEY

Received for filing in Electronic Format on the: 28/03/2008

Company Name: **7SIDE LIMITED**

Company Number: **02357470**

Company Details

Period Ending: **14/02/2008**

Company Type: **PRIVATE COMPANY LIMITED BY SHARES**

Principal Business Activities:

SIC codes:

7411

*Registered Office
Address:*

*Register of
Members Address:*

*Register of Debenture
Holders Address:*

**14-18 CITY ROAD
CARDIFF
SOUTH GLAMORGAN
CF24 3DL**

Details of Officers of the Company

Company Secretary 1:

Name: **SAMUEL GEORGE ALAN LLOYD** *Address:* **2 FFORDD MORGANNWG
LONGWOOD PARK WHITCHURCH
CARDIFF
CF14 7JS**

Director 1 :

Name: **AMANDA JAYNE BISS** *Address:* **1 FALCON GROVE
LAVERNOCK PARK
PENARTH
SOUTH GLAMORGAN
CF64 5FB**

Date of Birth: **17/05/1963** *Nationality:* **BRITISH** *Occupation:* **COMPANY DIRECTOR**

Director 2 :

Name: **MARY HELEN COLLEEN
LOVELL** *Address:* **17A LLANEDEYRN ROAD
CARDIFF
CF23 9DT**

Date of Birth: **11/10/1955** *Nationality:* **BRITISH** *Occupation:* **MARKETING SALES
DIRECTOR**

Director 3 :

Name: **CHRISTOPHER JOHN
SOLLARS**

Address: **48 CONYBEARE ROAD
SULLY
PENARTH
VALE OF GLAMORGAN
CF48 5US**

Date of Birth: **15/12/1956**

Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Director 4 :

Name: **SAMUEL GEORGE ALAN
LLOYD**

Address: **2 FFORDD MORGANNWG
LONGWOOD PARK WHITCHURCH
CARDIFF
CF14 7JS**

Date of Birth: **17/03/1960**

Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Share Capital

Issued Share Capital Details:

<i>Class of Share</i>	<i>Number of Shares issued</i>	<i>Aggregate Nominal value of issued Shares</i>
ORDINARY	100	GBP100
TOTALS	100	GBP100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/02/2008 or that had ceased to be shareholders since the made up date of the previous Annual Return

Shareholding 1:

43 ORDINARY Shares held as at 14/02/2008

Name: **AMANDA JAYNE BISS**

Address: **1 FALCON GROVE
LAVERNOCK PARK
NR PENARTH
SOUTH GLAMORGAN
CF64 5FB**

Shareholding 2:

43 ORDINARY Shares held as at 14/02/2008

Name: **SAMUEL GEORGE ALAN LLOYD**

Address: **1 Ffordd Morgannwg
Longwood Park Whitchurch
Cardiff
CF14 7JS**

Shareholding 3:

14 ORDINARY Shares held as at 14/02/2008

Name: **MARY HELEN COLLEEN LOVELL**

Address: **17A LLANEDEYRN ROAD
CARDIFF
CF23 9DT**

Authorisation

Authoriser Designation: **director**

Date Authorised: **28/03/2008**

Authenticated: **Yes (E/W)**