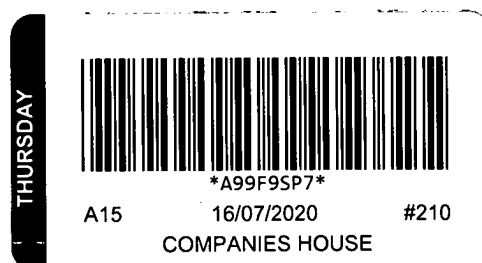


REGISTERED NUMBER: 06893418 (England and Wales)

**Report of the Director and
Financial Statements for the Year Ended 31 December 2019
for
Valisrc Limited**



**Contents of the Financial Statements
for the year ended 31 December 2019**

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Valisrc Limited

**Company Information
for the year ended 31 December 2019**

DIRECTOR: G Desler

SECRETARY: G Desler

REGISTERED OFFICE: Stonebridge House
Chelmsford Road
Hatfield Heath
Essex
CM22 7BD

REGISTERED NUMBER: 06893418 (England and Wales)

AUDITORS: Adler Shine LLP
Aston House
Cornwall Avenue
London
N3 1LF

Valisrc Limited

Report of the Director for the year ended 31 December 2019

The director presents his report with the financial statements of the company for the year ended 31 December 2019.

PRINCIPAL ACTIVITY

The company did not trade during the year under review.

DIVIDENDS

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

DIRECTORS

G Desler has held office during the whole of the period from 1 January 2019 to the date of this report.

Other changes in directors holding office are as follows:

Dr S Vainikka ceased to be a director after 31 December 2019 but prior to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

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

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Valisrc Limited

**Report of the Director
for the year ended 31 December 2019**

AUDITORS

The auditors, Adler Shine LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

The report of the directors has been prepared taking advantage of the small companies' exemption set out in section 415A of the Companies Act 2006.

ON BEHALF OF THE BOARD:



G Desler - Director

30 June 2020

Report of the Independent Auditors to the Members of Valisrc Limited

Opinion

We have audited the financial statements of Valisrc Limited (the 'company') for the year ended 31 December 2019 which comprise the Statement of Income and Retained Earnings, Statement of Financial Position and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Material uncertainty relating to going concern

We draw your attention to the policy on Going Concern within note 3 to the financial statements, which indicates that the accounts have been prepared on the going concern basis. The Board has referred to the fact that the company is reliant on future fund raisings to continue its activities as budgeted. Should future fund raisings be unsuccessful, this may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information

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

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

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

Opinions on other matters prescribed by the Companies Act 2006

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

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

Report of the Independent Auditors to the Members of Valisrc Limited

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report.

Responsibilities of director

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Christopher Taylor (Senior Statutory Auditor)
for and on behalf of Adler Shine LLP
Aston House
Cornwall Avenue
London
N3 1LF

30 June 2020

Valisrc Limited

**Statement of Income and Retained Earnings
for the year ended 31 December 2019**

	Notes	2019 £	2018 £
TURNOVER		-	-
Administrative expenses		<u>84</u>	<u>110</u>
OPERATING LOSS and LOSS BEFORE TAXATION		(84)	(110)
Tax on loss		<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR		(84)	(110)
Retained earnings at beginning of year		<u>(4,604)</u>	<u>(4,494)</u>
RETAINED EARNINGS AT END OF YEAR		<u>(4,688)</u>	<u>(4,604)</u>

The notes form part of these financial statements

Valisrc Limited

**Statement of Financial Position
31 December 2019**

	Notes	2019 £	2018 £
CURRENT ASSETS			
Cash at bank		4	108
CREDITORS			
Amounts falling due within one year	8	<u>4,592</u>	<u>4,612</u>
NET CURRENT LIABILITIES		<u>(4,588)</u>	<u>(4,504)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(4,588)</u>	<u>(4,504)</u>
CAPITAL AND RESERVES			
Called up share capital	9	100	100
Retained earnings		<u>(4,688)</u>	<u>(4,604)</u>
SHAREHOLDERS' FUNDS		<u>(4,588)</u>	<u>(4,504)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the director and authorised for issue on 30 June 2020 and were signed by:

G. Desler

G Desler - Director

The notes form part of these financial statements

**Notes to the Financial Statements
for the year ended 31 December 2019**

1. STATUTORY INFORMATION

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

The presentation currency of the financial statements is the Pound Sterling (£).

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006.

3. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements have been prepared under the historical cost convention.

Reduced disclosure exemption

The company has taken exemption in FRS 102 Section 1A from the preparation of the statement of cash flows and reduced disclosures as permitted by FRS 102 on the basis that it is a qualifying entity and its ultimate parent company, ValiRx plc, includes the company's cash flows in its own consolidated financial statements. The consolidated accounts of this company are available to the public and may be obtained from Stonebridge House, Chelmsford Road, Hatfield Heath, CM22 78D.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Brands and licences are being amortised evenly over their estimated useful life of nil years.

Financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

Taxation

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

Current or deferred taxation assets and liabilities are not discounted.

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

**Notes to the Financial Statements - continued
for the year ended 31 December 2019**

3. ACCOUNTING POLICIES - continued

Deferred tax

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

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

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

Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Going concern

The company meets its day to day working capital requirements through loans from its parent undertaking, Valirx Plc ('Valirx'). Valirx carries out regular fund-raising exercises in order that it can provide the necessary working capital for its subsidiary undertakings to finance their work programmes.

The current economic environment is challenging and the company has reported an operating loss for the year. The company ceased to trade in November 2014.

The directors of Valirx have indicated their willingness to continue to provide financial support to the company and will not require its loan to be repaid in the foreseeable future.

The director has considered the current economic uncertainty and market volatility caused by the COVID-19 (Coronavirus) pandemic ongoing at the time of approving these financial statements. In assessing whether the going concern assumption is appropriate, he has reviewed the impact of COVID-19 on the company in conjunction with the Board of Valirx, which provides the company's working capital.

Valirx has implemented a series of cost saving and cashflow measures. These actions include, temporary pay cuts, furloughing some U.K. employees, delaying non-essential capital expenditure and tightening of working capital. This has been supplemented by additional fundraising through three share placings with gross proceeds of approximately £1.4 million, before expenses. The net proceeds of the placings will be used to strengthen the Group's balance sheet, working capital and liquidity position.

Although the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future the successful completion of future fund raisings by Valirx and the impact of COVID-19 constitute material uncertainties that may cast doubt about the company's ability to continue as a going concern. The financial statements do not contain the adjustments that would result if the company was unable to continue as a going concern.

**Notes to the Financial Statements - continued
for the year ended 31 December 2019**

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

5. EMPLOYEES AND DIRECTORS

The average number of employees, including the director, during the period was 2 (2018: 2).

The directors of the company are also directors of other group companies and are remunerated centrally by the parent company.

6. OPERATING LOSS

Auditors fees for the company are borne directly by the company's parent undertaking, Valirx Plc.

7. INTANGIBLE FIXED ASSETS

	Brands and licences £
COST	
At 1 January 2019	
and 31 December 2019	15,000
AMORTISATION	
At 1 January 2019	
and 31 December 2019	15,000
NET BOOK VALUE	
At 31 December 2019	-
At 31 December 2018	-

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019 £	2018 £
Trade creditors	-	13
Amounts owed to group undertakings	4,592	4,599
	4,592	4,612

Valisrc Limited

Notes to the Financial Statements - continued for the year ended 31 December 2019

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal value:	2019	2018
Number:	Class:		£	£
100	Ordinary shares	£1	100	100

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

10. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 Section 1A 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

11. ULTIMATE CONTROLLING PARTY

The directors consider the ultimate parent undertaking and controlling party to be Valirx Plc, a company incorporated and registered in England and Wales.

The parent undertaking of the smallest and largest group of undertakings for which group financial statements are drawn up and which the company is a member is also Valirx Plc. Copies of these financial statements can be obtained from Stonebridge House, Chelmsford Road, Hatfield Heath, CM22 78D.