

**Abbreviated Unaudited Accounts**  
**for the Period 1 April 2013 to 30 September 2014**  
**for**  
**PLUG AND PLAY DESIGN LTD**

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for the Period 1 April 2013 to 30 September 2014**

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**PLUG AND PLAY DESIGN LTD**

**Company Information**  
**for the Period 1 April 2013 to 30 September 2014**

**DIRECTOR:**

Mr P D Richman

**REGISTERED OFFICE:**

7 Godalming Business Centre  
Woolsack Way  
Godalming  
Surrey  
GU7 1XW

**REGISTERED NUMBER:**

06862593 (England and Wales)

**ACCOUNTANTS:**

Gibson Hewitt Limited  
5 Park Court  
Pyrford Road  
West Byfleet  
Surrey  
KT14 6SD

**PLUG AND PLAY DESIGN LTD (REGISTERED NUMBER: 06862593)**

**Abbreviated Balance Sheet  
30 September 2014**

|  | Notes | 30.9.14<br>£   | £                | 31.3.13<br>£   | £               |
|--|-------|----------------|------------------|----------------|-----------------|
| <b>FIXED ASSETS</b>                          |       |                |                  |                |                 |
| Intangible assets                            | 2     |                | <b>111,548</b>   |                | 72,150          |
| Tangible assets                              | 3     |                | <b>36,852</b>    |                | 31,124          |
| Investments                                  | 4     |                | <b>-</b>         |                | 65              |
|  |       |                | <b>148,400</b>   |                | 103,339         |
| <b>CURRENT ASSETS</b>                        |       |                |                  |                |                 |
| Debtors                                      | 5     | <b>113,404</b> |                  | 184,958        |                 |
| <b>CREDITORS</b>                             |       |                |                  |                |                 |
| Amounts falling due within one year          | 6     | <b>428,830</b> |                  | <b>203,529</b> |                 |
| <b>NET CURRENT LIABILITIES</b>               |       |                | <b>(315,426)</b> |                | <b>(18,571)</b> |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> |       |                | <b>(167,026)</b> |                | 84,768          |
| <b>CREDITORS</b>                             |       |                |                  |                |                 |
| Amounts falling due after more than one year | 6     |                | <b>130,877</b>   |                | 62,500          |
| <b>NET (LIABILITIES)/ASSETS</b>              |       |                | <b>(297,903)</b> |                | <b>22,268</b>   |
| <b>CAPITAL AND RESERVES</b>                  |       |                |                  |                |                 |
| Called up share capital                      | 7     |                | <b>1,000</b>     |                | 1,000           |
| Profit and loss account                      |       |                | <b>(298,903)</b> |                | 21,268          |
| <b>SHAREHOLDERS' FUNDS</b>                   |       |                | <b>(297,903)</b> |                | <b>22,268</b>   |

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the period ended 30 September 2014.

The members have not required the company to obtain an audit of its financial statements for the period ended 30 September 2014 in accordance with Section 476 of the Companies Act 2006.

The director acknowledges his responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.
- (b)

**Abbreviated Balance Sheet - continued**  
**30 September 2014**

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the director on 29 June 2015 and were signed by:

Mr P D Richman - Director

**Notes to the Abbreviated Accounts  
for the Period 1 April 2013 to 30 September 2014**

**1. ACCOUNTING POLICIES**

**Accounting convention**

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).

**Preparation of consolidated financial statements**

The financial statements contain information about Plug and Play Design Ltd as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken the option under Section 398 of the Companies Act 2006 not to prepare consolidated financial statements.

**Related party exemption**

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 8 Related Party Disclosures, not to disclose related party transactions with wholly owned subsidiaries within the group.

**Turnover**

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of VAT and discounts.

Revenue is recognised on a 'work done' basis, except for franchise fees. Franchisees sign up for 5 years and pay an up-front fee to cover initial training, marketing materials and support and then a smaller monthly amount thereafter. The total fee is therefore 'spread' over this 5 year period and released to the profit and loss account accordingly.

**Goodwill**

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 of 5 years.

**Patents**

Patents will be amortised to the profit and loss account over their economic life, estimated to be 5 years.

**Research and development expenditure**

Development costs are capitalised within intangible assets where they can be identified with a specific product or project anticipated to produce future benefits. They are amortised on a straight line basis over the anticipated life of the benefits arising from the completed product or project, which is estimated to be 4 years.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

|                          |                                |
|--------------------------|--------------------------------|
| Improvements to property | - Over the period of the lease |
| Fixtures and fittings    | - 20% on reducing balance      |
| Computer equipment       | - 25% on cost                  |

**Hire purchase and leasing commitments**

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

**Investments**

Investments held as fixed assets are shown at cost less provision for impairment.

Notes to the Abbreviated Accounts - continued  
for the Period 1 April 2013 to 30 September 2014

1. ACCOUNTING POLICIES - continued

**Going concern**

During the period ended 30 September 2014 the company made a loss and at the balance sheet date had net liabilities of £297,903. The director believes that the company continues to be a going concern due to the continued support of the director and Group companies, via external investment funding. Accordingly the accounts have been prepared on a going concern basis.

2. INTANGIBLE FIXED ASSETS

|                         | Total<br>£     |
|-------------------------|----------------|
| <b>COST</b>             |                |
| At 1 April 2013         | 136,770        |
| Additions               | 96,232         |
| At 30 September 2014    | <u>233,002</u> |
| <b>AMORTISATION</b>     |                |
| At 1 April 2013         | 64,620         |
| Amortisation for period | 56,834         |
| At 30 September 2014    | <u>121,454</u> |
| <b>NET BOOK VALUE</b>   |                |
| At 30 September 2014    | <u>111,548</u> |
| At 31 March 2013        | <u>72,150</u>  |

3. TANGIBLE FIXED ASSETS

|                        | Total<br>£    |
|------------------------|---------------|
| <b>COST</b>            |               |
| At 1 April 2013        | 50,456        |
| Additions              | 40,861        |
| Disposals              | (31,692)      |
| At 30 September 2014   | <u>59,625</u> |
| <b>DEPRECIATION</b>    |               |
| At 1 April 2013        | 19,332        |
| Charge for period      | 14,047        |
| Eliminated on disposal | (10,606)      |
| At 30 September 2014   | <u>22,773</u> |
| <b>NET BOOK VALUE</b>  |               |
| At 30 September 2014   | <u>36,852</u> |
| At 31 March 2013       | <u>31,124</u> |

Notes to the Abbreviated Accounts - continued  
for the Period 1 April 2013 to 30 September 2014

4. **FIXED ASSET INVESTMENTS**

|                       | Investments<br>other<br>than<br>loans<br>£ |
|-----------------------|--|
| <b>COST</b>           |  |
| At 1 April 2013       | 65   |
| Impairments           | (65)                                       |
| At 30 September 2014  | -  |
| <b>NET BOOK VALUE</b> |  |
| At 30 September 2014  | -  |
| At 31 March 2013      | 65   |

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

**Xeus Systems Limited**

Nature of business: Dormant

|                                | %<br>holding |            |            |
|--------------------------------|--------------|------------|------------|
| Class of shares:               |              |            |            |
| Ordinary                       | 65.00        | 31.3.14    | 31.3.13    |
|                                |              | £          | £          |
| Aggregate capital and reserves |              | <u>100</u> | <u>100</u> |

5. **DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

The aggregate total of debtors falling due after more than one year is £ 7,185 (31.3.13 - £ 6,000 )

6. **CREDITORS**

Creditors include an amount of £ 82,988 (31.3.13 - £ 125,118 ) for which security has been given.

7. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

| Number: | Class:   | Nominal<br>value: | 30.9.14      | 31.3.13      |
|---------|----------|-------------------|--------------|--------------|
|         |          |                   | £            | £            |
| 1,000   | Ordinary | £1                | <u>1,000</u> | <u>1,000</u> |

8. **ULTIMATE PARENT COMPANY**

Plug and Play (UK) Group Limited is regarded by the director as being the company's ultimate parent company.



**Notes to the Abbreviated Accounts - continued  
for the Period 1 April 2013 to 30 September 2014**

**9. CHAIRMAN'S REPORT**

Over the course of the last year Plug and Play Design Ltd has now become a wholly owned subsidiary of Plug and Play (UK) Group Ltd.

As part of this process a private equity investment made to Plug and Play (UK) Group Ltd was spent within Plug and Play Design Ltd, and used to leverage bank lending for investment in our long term strategic plan with our SaaS products and incubated tech start-ups.

The result is that Plug and Play Design Ltd has been spending the unearned cash in it's P&L and the bank lending is on it's balance sheet. The result is a seemingly significant loss on the P&L, and the long term liabilities on the balance sheet. However, the Group position is very different, with the invested Share Premium placed on the Plug and Play (UK) Group Ltd balance sheet and respective healthy cash flow.

From here, we have strong indication that the investment cash spend in the long term strategic plan will start to pay back results from Q1 (April - June) of 2015 onwards driving profitability in Plug and Play Design Ltd moving forward.

Peter Richman  
June 2015

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.