

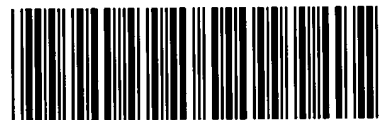
**Company registration number: 2812116**

**Bay Defender Limited**

**Financial statements**

**31 October 2016**

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## **Bay Defender Limited**

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## **Bay Defender Limited**

### **Directors and other information**

<b>Directors</b>	Patrick Doherty John Walsh
<b>Secretary</b>	Patrick Doherty
<b>Company number</b>	2812116
<b>Registered office</b>	Unit 20/21 Bookham Industrial Park Bookham, Leatherhead Surrey, KT23 3EU England
<b>Business address</b>	Unit 20/21 Bookham Industrial Park, Church Road, Bookham, Surrey, KT23 3EU, England.
<b>Auditor</b>	Boylan & Dodd Chartered Accountants 41 Percy Place, Dublin 4.
<b>Bankers</b>	Bank of Ireland Plc, 20 Chapel Street, Liverpool, L3 9AG, England.
<b>Solicitors</b>	Canter Levin, & Berg, 4th Floor, The Corn Exchange, Fenwick Street, Liverpool, L11 0EE, England.

## **Bay Defender Limited**

### **Directors report Year ended 31st October 2016**

The directors present their report and the financial statements of the company for the year ended 31st October 2016.

#### **Directors**

Patrick Doherty  
John Walsh

#### **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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The 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.

#### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 485 of the Companies Act 2006.


#### **Small company provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

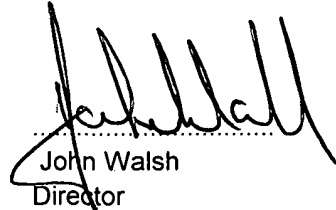
**Bay Defender Limited**

**Directors report (continued)**  
**Year ended 31st October 2016**

This report was approved by the board of directors on 27/07/17 and signed on behalf of the board by:



Patrick Doherty  
Director



John Walsh  
Director

## **Bay Defender Limited**

### **Independent auditor's report to the members of Bay Defender Limited Year ended 31st October 2016**

We have audited the financial statements of Bay Defender Limited for the year ended 31st October 2016 which comprise the income statement, statement of income and retained earnings, statement of financial position, statement of cash flows and related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standard (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 auditors 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 to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 31st October 2016 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.

#### **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.

**Bay Defender Limited**

**Independent auditor's report to the members of  
Bay Defender Limited (continued)  
Year ended 31st October 2016**

**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 the 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; and
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors report and take advantage of the small companies exemption from the requirement to prepare a strategic report.



Donal P. Boylan (senior statutory auditor)

For and on behalf of  
Boylan & Dodd  
Chartered Accountants and Statutory Auditor  
41 Percy Place,  
Dublin 4.

27/07/17

**Bay Defender Limited**  
**Income statement**  
**Year ended 31st October 2016**

	Note	2016 £	2015 £
<b>Turnover</b>		-	-
Cost of sales		-	-
<b>Gross profit</b>		<u>-</u>	<u>-</u>
Administrative expenses		(1,005)	(925)
<b>Operating loss</b>	<b>4</b>	<u>(1,005)</u>	<u>(925)</u>
<b>Loss before taxation</b>		<u>(1,005)</u>	<u>(925)</u>
Tax on loss	<b>6</b>	-	-
<b>Loss for the financial year</b>		<u><u>(1,005)</u></u>	<u><u>(925)</u></u>

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 11 to 15 form part of these financial statements.



**Bay Defender Limited**

**Statement of income and retained earnings**  
**Year ended 31st October 2016**

	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
Loss for the year	(1,005)	(925)
Retained earnings at the start of the year	<u>(348,969)</u>	<u>(348,044)</u>
<b>Retained earnings at the end of the year</b>	<u><u>(349,974)</u></u>	<u><u>(348,969)</u></u>


**Bay Defender Limited**

**Statement of financial position  
31st October 2016**

	Note	2016 £	£	2015 £	£
<b>Current assets</b>					
Debtors	7	182,657		182,657	
Cash at bank and in hand		56		-	
		<u>182,713</u>		<u>182,657</u>	
<b>Creditors: amounts falling due within one year</b>	9	<u>(282,687)</u>		<u>(281,626)</u>	
<b>Net current liabilities</b>			(99,974)		(98,969)
<b>Total assets less current liabilities</b>			(99,974)		(98,969)
<b>Net liabilities</b>			<u>(99,974)</u>		<u>(98,969)</u>
<b>Capital and reserves</b>					
Called up share capital	11	250,000		250,000	
Profit and loss account	12	(349,974)		(348,969)	
<b>Shareholders deficit</b>			<u>(99,974)</u>		<u>(98,969)</u>

These financial statements were approved by the board of directors and authorised for issue on 27/07/17, and are signed on behalf of the board by:

  
Patrick Doherty  
Director

  
John Walsh  
Director

Company registration number: 2812116

The notes on pages 11 to 15 form part of these financial statements.

**Bay Defender Limited**

**Statement of cash flows**  
**Year ended 31st October 2016**

	Note	2016 £	2015 £
<b>Cash flows from operating activities</b>			
Cash generated from operations	13	(255)	(175)
Net cash used in operating activities		<u>(255)</u>	<u>(175)</u>
 <b>Cash flows from financing activities</b>			
Proceeds from loans from group undertakings		<u>352</u>	<u>-</u>
Net increase/(decrease) in cash and cash equivalents		97	(175)
Cash and cash equivalents at beginning of year	8	<u>(41)</u>	<u>134</u>
<b>Cash and cash equivalents at end of year</b>	8	<u>56</u>	<u>(41)</u>

## **Bay Defender Limited**

### **Notes to financial statements Year ended 31st October 2016**

#### **1. General information**

The company is a private company limited by shares, registered in England. The address of the registered office is Unit 20/21 Bookham Industrial Park, Bookham, Leatherhead, Surrey, KT23 3EU, England.

#### **2. Statement of compliance**

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

#### **3. Accounting policies**

##### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

##### **Transition to FRS 102**

The entity transitioned from previous UK GAAP to FRS 102 as at 1st November 2014. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 15.

##### **Taxation**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

## Bay Defender Limited

### Notes to financial statements (continued) Year ended 31st October 2016

#### Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

#### 4. Operating loss

Operating loss is stated after charging:

	2016 £	2015 £
Fees payable for the audit of the financial statements	<u>750</u>	<u>750</u>

#### 5. Staff costs

There were no employees during the year apart from the directors.

**Bay Defender Limited**

**Notes to financial statements (continued)**  
**Year ended 31st October 2016**

**6. Tax on loss**

	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
<b>Current tax:</b>		
UK current tax expense	-	-
	<u>-</u>	<u>-</u>
Total current tax	-	-
<b>Deferred tax:</b>		
Origination and reversal of timing differences	-	-
	<u>-</u>	<u>-</u>
<b>Tax on loss</b>	<u>-</u>	<u>-</u>

**Reconciliation of tax expense**

The tax assessed on the loss for the year is higher than (2015: higher than) the standard rate of corporation tax in the UK of 20.00% (2015: 20.00%).

	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
Loss before taxation	(1,005)	(925)
	<u>(1,005)</u>	<u>(925)</u>
Loss multiplied by rate of tax	(201)	(185)
Unrelieved tax losses	201	185
	<u>201</u>	<u>185</u>
Tax on loss	-	-
	<u>-</u>	<u>-</u>

**7. Debtors**

	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
Amounts owed by group undertakings	182,657	182,657
	<u>182,657</u>	<u>182,657</u>

**8. Cash and cash equivalents**

	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
Cash at bank and in hand	56	-
Bank overdrafts	-	(41)
	<u>56</u>	<u>(41)</u>

**Bay Defender Limited**

**Notes to financial statements (continued)**  
**Year ended 31st October 2016**

**9. Creditors: amounts falling due within one year**

	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
Bank loans and overdrafts	-	41
Amounts owed to group undertakings	274,652	274,300
Accruals and deferred income	8,035	7,285
	<u>282,687</u>	<u>281,626</u>

**10. Financial instruments**

The carrying amount for each category of financial instrument is as follows:

	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
<b>Financial assets that are debt instruments measured at amortised cost</b>		
Cash at bank and in hand	56	-
Amounts owed by group undertakings	182,657	182,657
	<u>182,713</u>	<u>182,657</u>
<b>Financial liabilities measured at amortised cost</b>		
Bank overdrafts and loans	-	41
Amounts owed to group undertakings	274,652	274,300
	<u>274,652</u>	<u>274,341</u>

**11. Called up share capital**  
**Issued, called up and fully paid**

	<b>2016</b>		<b>2015</b>	
	<b>No</b>	<b>£</b>	<b>No</b>	<b>£</b>
Ordinary shares of £ 1.00 each	5,000	5,000	5,000	5,000
Redeemable ordinary shares of £ 1.00 each	95,000	95,000	95,000	95,000
Preference shares of £ 1.00 each	150,000	150,000	150,000	150,000
	<u>250,000</u>	<u>250,000</u>	<u>250,000</u>	<u>250,000</u>

**12. Reserves**

The profit and loss account represents cumulative gains and losses recognised in the profit and loss account, net of transfers to and from other reserves and dividends paid.

**Bay Defender Limited**

**Notes to financial statements (continued)**  
**Year ended 31st October 2016**

**13. Cash generated from operations**

	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
<b>Cash flows from operating activities</b>		
Loss for the financial year	(1,005)	(925)
Accrued expenses/(income)	750	750
Cash generated from operations	<u>(255)</u>	<u>(175)</u>

**14. Controlling party**

The holders of the ordinary shares in Electro Automation (Group) Limited are regarded as being the ultimate controlling party of the company. Electro Automation (Group) Limited is incorporated and registered in the Republic of Ireland.

**15. Transition to FRS 102**

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1st November 2014.

**Reconciliation of equity**

No transitional adjustments were required.

**Reconciliation of profit or loss for the year**

No transitional adjustments were required.