SeaRoc Ltd

Directors Report and Financial Statements for the year ended 25 December 2019

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SeaRoc Ltd

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SeaRoc Ltd Registered number: 04951754 Directors' Report

The directors present their report and financial statements for the year ended 25 December 2019.

Principal activities

The company has not traded throughout the year or subsequent to the year end. As explained in note 1, the accounts have not been prepared on a going concern basis.

Proposed dividends

The directors do not recommend the payment of a dividend (2018: £nil)

Directors

The following persons served as directors during the year:

- S. Pears (resigned on 28th August 2020)
- N. Emery (resigned on 20th October 2020)
- D. Lee (appointed on 20th October 2020)
- D. Mckay (appointed on 20th October 2020)

Political contributions

The company made no political donations or incurred any political expenditure during the year (2018: £nil).

Auditor

The company was dormant throughout the period and as such is entitled to audit exemption under Section 480 of the Companies Act 2006.

Other information

The company has taken advantage of the small companies' exemption in not preparing a strategic report.

This report was approved by the board on 3 December 2020 and signed on its behalf.

D. Leé

Director

Unit A Underwood Business Park
Wookey Hole Road
Wells
Somerset
England

BA5 1AF

SeaRoc Ltd Statement of Directors' Responsibilities

The directors are responsible for preparing the directors' report and 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 UK Accounting Standards and applicable law (UK 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 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 judgements and 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;
- as explained in note 1 to the accounts, the directors do not believe the going concern basis to be appropriate and these financial statements have not been prepared on that basis.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

SeaRoc Ltd Profit and Loss Account and Other Comprehensive Income for the year ended 25 December 2019

| | Notes | 2019 £000 | 2018 £000 |
|---|-------|---------------|--------------|
| Operating profit | | | |
| Profit on ordinary activities before taxation | | \$. " | |
| Tax on profit on ordinary activities | | . | * |
| Profit for the financial year | | / <u>*</u> | |

The notes on page 6 form part of these financial statements.

During the financial period the Company did not trade, received no income and incurred no expenditure. Consequently, during this period the Company made neither a profit nor a loss. There were no recognised gains or losses for the period other than the results reported above.

SeaRoc Ltd Balance Sheet as at 25 December 2019

| | Notes | 2019 | | 2018 | |
|--|----------|-------------|---------|-------------|---------|
| | | | 000£ | | £000 |
| Creditors: amounts falling due within one year | <i>3</i> | (2,335) | | (2,335) | |
| Net current liabilities | - | | (2,335) | | (2,335) |
| Net liabilities | | <u></u> | (2,335) | | (2,335) |
| Capital and reserves | | | | | |
| Called up share capital | .4 | | 750 | | 750 |
| Profit and loss account | | | (3,085) | | (3,085) |
| Shareholders funds | | | (2,335) | | (2,335) |

The notes on page 6 form part of these financial statements.

For the year ending 25th December 2019, the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies. Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the board of directors on 3 December 2020 and were signed on its behalf by:

D. Mokay Director

Company registration number: 04951754

SeaRoc Ltd Statement of Changes in Equity for the year ended 25 December 2019

| | Share capital | Profit and loss account | Total |
|--|------------------|-------------------------|---------|
| 1 | £000 | £000 | £000 |
| Balance at 26 December 2017 | 750 | (3,085) | (2,335) |
| Total comprehensive income for the financial year Profit for the financial year | £. | £ | . • |
| Balance at 25 December 2018 | 750 | (3,085) | (2,335) |
| Balance at 26 December 2018 | 750 | (3,085) | (2,335) |
| Total comprehensive income for the financial year Profit for the financial year | - | | Š |
| Balance at 25 December 2019 | 750 | (3,085) | (2,335) |

The notes on page 6 form part of these financial statements.

SeaRoc Ltd Notes to the Accounts for the year ended 25 December 2019

1 Summary of significant accounting policies

SeaRoc Ltd is a company limited by shares and incorporated and domiciled in the UK.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

Going concern

Parent undertakings have not indicated their intention on providing financial support to the company in the future. The directors have considered this in their assessment of going concern and as such feel it is prudent to prepare the accounts on a breakup basis. Therefore the 2019 financial statements have been prepared on a breakup basis.

Basic financial instruments

Trade and other debtors / creditors:

Trade and other debtors are recognised at transaction price less attributable transaction costs. Trade and other creditors are recognised at transaction price plus attributable transaction costs.

2 Staff numbers and costs

The company had no employees other than the directors during the year. No emoluments were paid to the directors during the year in respect of their services to the company (2018: £nil).

| 3 | Creditors: amounts falling due within one year | | | 2019 £000 | 2018 £000 |
|---|--|------------------|----------------|--------------|--------------|
| | Trade creditors Amounts owed to group undertakings | | | 6 2,329 | 6 2,329 |
| | , another or so good participation of | | - | 2,335 | 2,335 |
| 4 | Share capital | Nominäl value | 2019 Number | 2019 £000 | 2018 £000 |
| | Allotted, called up and fully paid: Ordinary shares | £1 each | 750,000 | 750 | 750 |

5 Controlling party

The immediate parent company is SeaRoc Group Limited.

The ultimate parent company and controlling party is Constellation Software Inc, a company incorporated in Canada and listed on the Toronto Stock Exchange.