Company Registration No. 04071207 (England and Wales)

CICERO CONSULTING LIMITED

UNAUDITED FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2016

PAGES FOR FILING WITH REGISTRAR

CICERO CONSULTING LIMITED

COMPANY INFORMATION

Directors	I W Anderson J K Swan M Twigg H M Walsh T A Frackowiak M N Robb J W Rowland
Secretary	K J Grant
Company number	04071207
Registered office	10 Old Bailey Old Bailey London EC4M 7NG
Accountants	Leigh Saxton Green LLP Mutual House 70 Conduit Street London W1S 2GF

CICERO CONSULTING LIMITED

CONTENTS

CICERO CONSULTING LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2016

		2016		2015 as restated	
	Notes	£	£	£	£
Fixed assets					
Goodwill	3		39,130		44,720
Property, plant and equipment	4		84,646		128,236
Investments	5		212		212
			123,988		173,168
Current assets					
Trade and other receivables	6	1,575,556		1,012,852	
Cash at bank and in hand		399,892		476,332	
		1,975,448		1,489,184	
Current liabilities	7	(1,070,669)		(854,802)	
Net current assets			904,779		634,382
Total assets less current liabilities			1,028,767		807,550
Equity					
Called up share capital	8		189,821		183,023
Share premium account			371,645		329,678
Capital redemption reserve			8,570		7,737
Retained earnings			458,731		287,112
Total equity			1,028,767		807,550

The directors of the company have elected not to include a copy of the income statement within the financial statements.

For the financial Period ended 31 December 2016 the company was entitled to exemption from audit under section 477 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 financial statements.

The members have not required the company to obtain an audit of its financial statements for the Period in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

CICERO CONSULTING LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 DECEMBER 2016

The financial statements were approved by the board of directors and authorised for issue on 24/5/2017 and are signed on its behalf by:

J K Swan
Director

Company Registration No. 04071207

CICERO CONSULTING LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 31 DECEMBER 2016

	Notes	Share capital	Share premium account	Capital redemption reserve	Retained earnings	Total
		£	£	£	£	£
As restated for the period ended 31 December 2015:						
Balance at 1 July 2014		190,076	329,080	-	117,457	636,613
Period ended 31 December 2015:						
Profit and total comprehensive income for the period		-	-	-	219,945	219,945
Issue of share capital	8	684	598	-	-	1,282
Redemption of shares	8	(7,737)	-	7,737	(50,290)	(50,290)
Balance at 31 December 2015		183,023	329,678	7,737	287,112	807,550
Period ended 31 December 2016:						
Profit and total comprehensive income for the period		-	-	-	178,286	178,286
Issue of share capital	8	7,631	41,967	-	-	49,598
Redemption of shares	8	(833)	-	833	(6,667)	(6,667)
Balance at 31 December 2016		189,821	371,645	8,570	458,731	1,028,767

1 Accounting policies

Company information

Cicero Consulting Limited is a private company limited by shares incorporated in England and Wales. The registered office is 10 Old Bailey, Old Bailey, London, EC4M 7NG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the Period ended 31 December 2016 are the first financial statements of Cicero Consulting Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 July 2014. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Revenue

Revenue is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

1 Accounting policies **(Continued)**

1.3 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

1.4 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and machinery	50% on cost and 33% on cost

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Non-current investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Impairment of non-current assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

1 Accounting policies **(Continued)**

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other payables, 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.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1 Accounting policies **(Continued)**

1.9 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.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or non-current assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the income statement for the period.

2 Employees

The average monthly number of persons (including directors) employed by the company during the Period was 44 (2015 - 43).

3 Intangible fixed assets

	Goodwill
	£
Cost	
At 1 January 2016 and 31 December 2016	55,900
Amortisation and impairment	
At 1 January 2016	11,180
Amortisation charged for the Period	5,590
At 31 December 2016	16,770
Carrying amount	
At 31 December 2016	39,130
At 31 December 2015	44,720

4 Property, plant and equipment

	Plant and machinery etc
	£
Cost	
At 1 January 2016	485,168
Additions	25,137
At 31 December 2016	510,305
Depreciation and impairment	
At 1 January 2016	356,932
Depreciation charged in the Period	68,727
At 31 December 2016	425,659
Carrying amount	
At 31 December 2016	84,646
At 31 December 2015	128,236

5 Fixed asset investments

	2016	2015
	£	£
Investments	212	212

The Directors and shareholders of Cicero Consulting Limited have 100% control of Cicero Online Limited (formerly MTC Online Limited), a company of whose business was previously owned by Cicero Consulting Limited. The results of Cicero Online Limited for the year ended 31 December 2016 showed a profit after tax of £62,390 and capital and reserves of £498,588 at that date.

Movements in non-current investments

	Shares in group undertakings
	£
Cost or valuation	
At 1 January 2016 & 31 December 2016	212
Carrying amount	
At 31 December 2016	212
At 31 December 2015	212

6 Trade and other receivables

	2016	2015
Amounts falling due within one year:	£	£
Trade receivables	838,178	379,240
Amounts due from group undertakings	179,301	304,945
Other receivables	558,077	328,667
	1,575,556	1,012,852

7 Current liabilities

	2016	2015
	£	£
Trade payables	275,551	187,876
Corporation tax	59,376	8,900
Other taxation and social security	277,493	190,182
Other payables	458,249	467,844
	1,070,669	854,802

8 Called up share capital

	2016	2015
	£	£
Ordinary share capital		
Issued and fully paid		
1,898,208 Ordinary shares of 10p each	189,821	183,023

9 Prior period adjustment

Changes to the statement of financial position

	At 31 December 2015		
	As previously reported	Adjustment	As restated
	£	£	£
Current assets			
Debtors due within one year	932,852	80,000	1,012,852
Capital and reserves			
Profit and loss	207,112	80,000	287,112

Changes to the income statement

	Period ended 31 December 2015		
	As previously reported	Adjustment	As restated
	£	£	£
Administrative expenses	(5,154,315)	80,000	(5,074,315)
Profit for the financial period	139,945	80,000	219,945