

Company Registration No. SC204818 (Scotland)

**Clavamore Limited**  
**financial statements**  
**for the period ended 31 March 2017**  
**Pages for filing with Registrar**



## Clavamore Limited

### Company information

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<b>Directors</b>	I Ord P Lyall D Bates M Watson	(Appointed 16 November 2016) (Appointed 16 November 2016)
<b>Secretary</b>	I Douglas	
<b>Company number</b>	SC204818	
<b>Registered office</b>	The Courier Buildings 2 Albert Square Dundee Tayside DD1 9QJ	
<b>Auditor</b>	Henderson Loggie The Vision Building 20 Greenmarket Dundee DD1 4QB	
<b>Solicitors</b>	Burness Paull LLP Union Plaza 1 Union Wynd Aberdeen AB10 1DQ	

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**Clavamore Limited**

**Contents**

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	<b>Page</b>
Balance sheet	1
Notes to the financial statements	2 - 8

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# Clavamore Limited

## Balance sheet

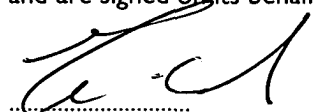
as at 31 March 2017

	Notes	2017		2016	
		£	£	£	£
<b>Fixed assets</b>					
Investments	2		145,574		145,574
<b>Current assets</b>					
Debtors	4	103,425		100,000	
Cash at bank and in hand		320		1,927	
		<u>103,745</u>		<u>101,927</u>	
<b>Creditors: amounts falling due within one year</b>	5			<u>(47,813)</u>	
<b>Net current assets</b>			<u>103,745</u>		<u>54,114</u>
<b>Total assets less current liabilities</b>			<u>249,319</u>		<u>199,688</u>
<b>Capital and reserves</b>					
Called up share capital	6		87,520		37,520
Share premium account			92,480		92,480
Profit and loss reserves			<u>69,319</u>		<u>69,688</u>
<b>Total equity</b>			<u>249,319</u>		<u>199,688</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 3/11/17 and are signed on its behalf by:



I Ord  
Director

Company Registration No. SC204818

# Clavamore Limited

## Notes to the financial statements

for the period ended 31 March 2017

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### 1 Accounting policies

#### Company information

Clavamore Limited is a private company limited by shares incorporated in Scotland. The registered office is The Courier Buildings, 2 Albert Square, Dundee, Tayside, DD1 9QJ.

#### 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. The principal accounting policies adopted are set out below.

These financial statements for the period ended 31 March 2017 are the first financial statements of Clavamore 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 March 2015. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

The company and its subsidiary undertaking comprise a small-sized group. The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated financial statements. The financial statements present information about the company as an individual entity and not about its group.

#### 1.2 Fixed asset 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.

#### 1.3 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.

## **Clavamore Limited**

### **Notes to the financial statements (continued)**

**for the period ended 31 March 2017**

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#### **1 Accounting policies (continued)**

##### **1.4 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 balance sheet 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 debtors 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.

##### **Impairment of financial assets**

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

##### **Derecognition of financial assets**

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

##### **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.

## **Clavamore Limited**

### **Notes to the financial statements (continued)**

**for the period ended 31 March 2017**

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#### **1 Accounting policies (continued)**

##### **Basic 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 receipts 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 creditors 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 creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

##### **Derecognition of financial liabilities**

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

#### **1.5 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.

#### **1.6 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 profit and loss account 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.

## Clavamore Limited

### Notes to the financial statements (continued)

for the period ended 31 March 2017

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#### 1 Accounting policies (continued)

##### 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 profit and loss account, 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.

#### 2 Fixed asset investments

	2017	2016
	£	£
Investments	145,574	145,574

Investments in subsidiary undertakings are held at cost in accordance with FRS 102.

##### Movements in fixed asset investments

	Shares in group undertakings £
<b>Cost or valuation</b>	
At 1 March 2016 & 31 March 2017	145,574
<b>Carrying amount</b>	
At 31 March 2017	145,574
At 29 February 2016	145,574



## Clavamore Limited

### Notes to the financial statements (continued)

for the period ended 31 March 2017

#### 3 Subsidiaries

Details of the company's subsidiaries at 31 March 2017 are as follows:

Name of undertaking	Country of incorporation	Nature of business	Class of shareholding	% Held
Fifth Ring Limited	Scotland	Advertising agents and graphic designers	Ordinary	100.00
Fifth Ring Inc *	USA	Marketing, communications, branding and litigations support	Ordinary	100.00
Fifth Ring Pte Ltd	Singapore	Advertising agents and graphic designers	Ordinary	90.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Profit/(Loss) £	Capital and Reserves £
Fifth Ring Limited	(111,923)	(66,646)
Fifth Ring Inc *	(14,299)	138,838
Fifth Ring Pte Ltd	(70,025)	(324,947)

\* Fifth Ring Inc is a wholly owned subsidiary of Fifth Ring Limited.

#### 4 Debtors

	2017 £	2016 £
<b>Amounts falling due within one year:</b>		
Corporation tax recoverable	83	-
Amounts due from group undertakings	3,342	-
	<u>3,425</u>	<u>-</u>
<b>Amounts falling due after more than one year:</b>		
Amounts due from group undertakings	<u>100,000</u>	<u>100,000</u>
<b>Total debtors</b>	<u>103,425</u>	<u>100,000</u>

## Clavamore Limited

### Notes to the financial statements (continued)

for the period ended 31 March 2017

#### 4 Debtors (continued)

There are no fixed repayment terms for amounts due from group undertakings within one year.

Amounts due from group undertakings after more than one year represent an intercompany loan which is unsecured and no interest applies.

#### 5 Creditors: amounts falling due within one year

	2017	2016
	£	£
Amounts due to group undertakings	-	47,813

#### 6 Called up share capital

	2017	2016
	£	£
<b>Ordinary share capital</b>		
<b>Issued and fully paid</b>		
87,520 Ordinary shares of £1 each	<b>87,520</b>	-
Ordinary 'A' shares of £1 each	-	14,999
Ordinary 'B' shares of £1 each	-	14,999
Ordinary 'C' share of £1 each	-	1
Ordinary 'D' share of £1 each	-	1
Ordinary 'E' shares of £1 each	-	7,520
	<b>87,520</b>	<b>37,520</b>

Ordinary shares have attached to them full voting, dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption.

On 31 March 2016, the company issued 20,000 ordinary 'A' £1 shares, 20,000 ordinary 'B' £1 shares and 10,000 ordinary 'E' £1 shares at par value.

On 16 November 2016, all classes of shares were redesignated as ordinary £1 shares.

#### 7 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Gavin Black.

The auditor was Henderson Loggie.

## **Clavamore Limited**

### **Notes to the financial statements (continued)**

**for the period ended 31 March 2017**

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#### **8 Parent company**

The company is a 51% owned subsidiary undertaking of D.C. Thomson & Company Limited, a company incorporated in Great Britain and registered in Scotland.

There is no individual controlling party of D.C. Thomson & Company Limited.