

**Semantico Limited**

**Filleted accounts**

**31 March 2021**

**Company registration number: 03841410**

## **Semantico Limited**

### **Directors and other information**

**Directors**

Mr John Doherty  
Mr Rahul Arora  
Mr Sunit Malhotra

**Company number**

03841410

**Registered office**

Lees House  
21 Dyke Road  
Brighton  
BN1 3FE

**Auditor**

Cox Hinkins & Co  
The Old Dairy  
12 Stephen Road  
Headington  
Oxford  
OX3 9AY

## **Semantico Limited**

### **Directors responsibilities statement**

#### **Period ended 31st March 2021**

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 period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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; and
- 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.

**Semantico Limited****Balance sheet****31st March 2021**

	Note	31/03/21 £	£	31/12/19 £	£
<b>Fixed assets</b>					
Tangible assets	5	16,061		24,313	
		<u>          </u>	16,061	<u>          </u>	24,313
<b>Current assets</b>					
Debtors	6	2,840,026		4,650,611	
Cash at bank and in hand		766,589		193,703	
		<u>          </u>		<u>          </u>	
		3,606,615		4,844,314	
<b>Creditors: amounts falling due within one year</b>	7	( 2,021,812)		( 3,859,493)	
		<u>          </u>		<u>          </u>	
<b>Net current assets</b>			1,584,803		984,821
			<u>          </u>		<u>          </u>
<b>Total assets less current liabilities</b>			1,600,864		1,009,134
			<u>          </u>		<u>          </u>
<b>Provisions for liabilities</b>	8		( 917)		( 917)
			<u>          </u>		<u>          </u>
<b>Net assets</b>			1,599,947		1,008,217
			<u>          </u>		<u>          </u>
<b>Capital and reserves</b>					
Called up share capital	10		58,712		58,712
Capital redemption reserve			500		500
Profit and loss account			1,540,735		949,005
			<u>          </u>		<u>          </u>
<b>Shareholders funds</b>			1,599,947		1,008,217
			<u>          </u>		<u>          </u>

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In accordance with section 444 of the Companies Act 2006, the Profit & loss account has not been delivered.

These financial statements were approved by the board of directors and authorised for issue on 10 August 2021 ,  
and are signed on behalf of the board by:

Mr John Doherty

Director

Company registration number: 03841410

## **Semantico Limited**

### **Notes to the financial statements**

**Period ended 31st March 2021**

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

The company is a private company limited by shares, registered in England & Wales. The address of the registered office is Lees House, 21 Dyke Road, Brighton, BN1 3FE. There was no significant change in the company's principal activity during the period which continued to be the provision of e-publishing solutions, technical support and maintenance.

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

These financial statements have been prepared in compliance with the provisions of FRS 102, Section 1A, '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. The principal accounting policies are set out below. The financial statements are prepared in sterling which is the functional currency of the entity.

##### **Going concern**

At the time of approving the financial statements, the restrictions which were placed on businesses and people designed to reduce the spread of Covid-19 are being eased in the United Kingdom. The directors assume that the coronavirus pandemic will not have a significant negative impact on the future development of the company as the services provided have been able to continue with minimal interruption, but it is not possible to foresee all the impacts which it may have on the company. Having regard to these facts, the directors have considered the potential implications for the company and are of the opinion that it is appropriate to prepare the financial statements on the going concern basis. This assumes the company will continue in operational existence for at least twelve months from the date of approval of the financial statements while having adequate financial resources to meet its obligations when they fall due. The financial statements have been prepared on a going concern basis.

##### **Turnover**

Turnover is measured at the fair value of the consideration received or receivable for services rendered, net of discounts and Value Added Tax. Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

## **Taxation**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, 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.

## **Foreign currencies**

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to profit or loss.

## **Operating leases**

## **Tangible assets**

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

## **Depreciation**

Depreciation is calculated so as to write off the cost of an asset, less its residual value, over the useful economic life of that asset as follows:

Short leasehold property	-	Over the lease term on a straight line basis
Computer hardware	-	25 % straight line
Office equipment	-	15 % straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

## **Impairment**

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date. When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash generating unit to which the asset belongs. The cash generating unit is the smallest identifiable group of assets that include the asset and generate cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

## **Provisions**

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event; it is probable that the entity will be required to transfer the economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the balance sheet and the amount of the provision as an expense in profit and loss. Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of acquiring an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised in finance cost through profit and loss in the period that it arises.

## **Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the asset of the company after deducting all of its liabilities.

## **Defined contribution plans**

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund. When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

## **Cash and cash equivalents**

Cash consists of cash on hand and demand deposits. There are no cash equivalents included in the financial statements.

## **Other financial assets**

Other financial assets comprise of amounts owed by group undertakings and other debtors. Other financial assets are initially measured at the undiscounted amount of cash receivable and are subsequently measured at amortised cost less impairment, where there is objective evidence of an impairment.

## **Other financial liabilities**

Other financial liabilities include trade creditors, amounts owed to group undertakings and other creditors. Other financial liabilities are measured at invoice cost, unless payment is deferred beyond normal business terms or is financed at a rate of interest that is not market rate. In this case the arrangement constitutes a financing transaction, and the financial liability is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

#### 4. Employee numbers

The average number of persons employed by the company during the period amounted to 9 (2019: 13 ).

The directors are remunerated via other group companies.

#### 5. Tangible assets

	Short leasehold property £	Office equipment £	Computer equipment £	Total £
<b>Cost</b>				
At 1st January 2020	16,303	41,811	26,082	84,196
Additions	-	518	-	518
<b>At 31st March 2021</b>	<b>16,303</b>	<b>42,329</b>	<b>26,082</b>	<b>84,714</b>
<b>Depreciation</b>				
At 1st January 2020	16,303	21,037	22,543	59,883
Charge for the year	-	6,830	1,940	8,770
<b>At 31st March 2021</b>	<b>16,303</b>	<b>27,867</b>	<b>24,483</b>	<b>68,653</b>
<b>Carrying amount</b>				
<b>At 31st March 2021</b>	<b>-</b>	<b>14,462</b>	<b>1,599</b>	<b>16,061</b>
At 31st December 2019	-	20,774	3,539	24,313

#### 6. Debtors

	31/03/21 £	31/12/19 £
Trade debtors	792,023	563,497
Amounts owed by group undertakings	1,916,332	3,917,805
Other debtors	131,671	169,309
	<b>2,840,026</b>	<b>4,650,611</b>

## 7. Creditors: amounts falling due within one year

	31/03/21	31/12/19
	£	£
Trade creditors	105,957	259,445
Amounts owed to group undertakings	1,115,022	2,892,530
Accruals and deferred income	540,417	628,225
Social security and other taxes	257,697	75,708
Other creditors	2,719	3,585
	<u>2,021,812</u>	<u>3,859,493</u>

## 8. Provisions

	Deferred tax (note 9) £
<b>At 1st January 2020 and 31st March 2021</b>	917
	<u>917</u>

## 9. Deferred tax

The deferred tax included in the Balance sheet is as follows:

	31/03/21	31/12/19
	£	£
Included in provisions (note 8)	917	917
	<u>917</u>	<u>917</u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	31/03/21	31/12/19
	£	£
Accelerated capital allowances	917	1,153
Other timing differences	-	(236)
	<u>917</u>	<u>917</u>

## 10. Called up share capital

### Issued, called up and fully paid

	31/03/21		31/12/19	
	No	£	No	£
Ordinary shares of £ 0.01 each	5,871,200	58,712	5,871,200	58,712
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

## 11. Operating leases

### The company as lessee

The total future minimum lease payments under non-cancellable operating leases are as follows:

	£	£
Not later than 1 year	85,775	85,775
Later than 1 year and not later than 5 years	343,100	343,100
Later than 5 years	159,330	266,255
	<u>          </u>	<u>          </u>
	588,205	695,130
	<u>          </u>	<u>          </u>

## 12. Summary audit opinion

The auditor's report for the period dated 18 August 2021 was unqualified.

The senior statutory auditor was Michael Howard Hinkins for and on behalf of Cox Hinkins & Co

## 13. Controlling party

On 1 July 2020, the parent company Highwire Press Limited was acquired by MPS North America LLC, a company incorporated in the United States of America. At 31 March 2021, the smallest group in which the results of the company are consolidated is that headed by the parent company of MPS North America LLC, MPS Limited, a company incorporated in India. The ultimate owner is ADI BPO Services Ltd, a public company incorporated in India.

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