

Noble Systems UK Limited

Registered number: 03875607

Annual report and financial statements

For the year ended 31 December 2017

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NOBLE SYSTEMS UK LIMITED

COMPANY INFORMATION

Directors	Mr J K Noble Mr C G Hodges
Company secretary	S Andrews
Registered number	03875607
Registered office	11 Commerce Way Westinghouse Road Manchester M17 1HW
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor One St Peter's Square Manchester M2 3DE

NOBLE SYSTEMS UK LIMITED

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NOBLE SYSTEMS UK LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2017**

The directors present their report and the financial statements for the year ended 31 December 2017.

Principal activity

The company's principal activities are the sale and support of contact centre technology solutions within Europe and Africa. There have not been any significant changes in the company's principal activities in the year under review. The directors are not aware, at the date of this report, of any likely major changes in the company's principal activities in the forthcoming year.

Directors

The directors who served during the year were:

Mr J K Noble
Mr C G Hodges

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 Financial Reporting Standard 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 for the company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- 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 to 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.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- This report has been prepared in accordance with the provisions applicable to companies entitled to small companies exemption. so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

NOBLE SYSTEMS UK LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2017**

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

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

This report was approved by the board on 26 September 2018 and signed on its behalf.



Mr C G Hodges
Director

NOBLE SYSTEMS UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE SYSTEMS UK LIMITED

Opinion

We have audited the financial statements of Noble Systems UK Limited (the 'company') for the year ended 31 December 2017 which comprise the Income Statement, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information given in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

NOBLE SYSTEMS UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE SYSTEMS UK LIMITED

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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 returns; or
- certain disclosures of directors' remuneration specific by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

NOBLE SYSTEMS UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE SYSTEMS UK LIMITED

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of the audit report

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 auditor's 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.



Neil Barton (Senior statutory auditor)

for and on behalf of

Mazars LLP
Chartered Accountants and Statutory Auditor
One St Peter's Square
Manchester
M2 3DE

Date: 27 September 2018

NOBLE SYSTEMS UK LIMITED

**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Note	2017 £	2016 £
Turnover		7,549,318	6,608,196
Cost of sales		(2,361,574)	(1,676,213)
Gross profit		<u>5,187,744</u>	<u>4,931,983</u>
Administrative expenses		(3,390,833)	(2,453,331)
Operating profit		<u>1,796,911</u>	<u>2,478,652</u>
Interest receivable and similar income		16,704	5,952
Interest payable and expenses		(10,576)	(11,140)
Profit before tax		<u>1,803,039</u>	<u>2,473,464</u>
Tax on profit	4	(421,383)	(553,540)
Profit for the financial year		<u><u>1,381,656</u></u>	<u><u>1,919,924</u></u>

There were no recognised gains and losses for 2017 or 2016 other than those included in the income statement.

There was no other comprehensive income for 2017 (2016:£NIL).

The notes on pages 9 to 19 form part of these financial statements.

NOBLE SYSTEMS UK LIMITED
REGISTERED NUMBER: 03875607

BALANCE SHEET
AS AT 31 DECEMBER 2017

	Note	2017 £	2016 £
Fixed assets			
Intangible assets	6	196,005	361,145
Tangible assets	7	1,152,103	1,113,690
Investments	8	1	1
		<u>1,348,109</u>	<u>1,474,836</u>
Current assets			
Stocks		114,705	255,229
Debtors: amounts falling due within one year	9	1,955,938	5,766,249
Cash at bank and in hand		6,124,141	4,981,025
		<u>8,194,784</u>	<u>11,002,503</u>
Creditors: amounts falling due within one year	10	(2,877,313)	(2,934,350)
Net current assets		<u>5,317,471</u>	<u>8,068,153</u>
Total assets less current liabilities		<u>6,665,580</u>	<u>9,542,989</u>
Creditors: amounts falling due after more than one year	11	(491,201)	(518,814)
Provisions for liabilities			
Deferred tax	13	(59,488)	(44,645)
		<u>(59,488)</u>	<u>(44,645)</u>
Net assets		<u><u>6,114,891</u></u>	<u><u>8,979,530</u></u>
Capital and reserves			
Called up share capital		100	100
Profit and loss account		6,114,791	8,979,430
		<u>6,114,891</u>	<u>8,979,530</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on



Mr C G Hodges

Director

26 September 2018

The notes on pages 9 to 19 form part of these financial statements.

NOBLE SYSTEMS UK LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Allotted and called up share capital £	- Profit and loss account £	Total equity £
At 1 January 2016	100	7,059,506	7,059,606
Profit for the year	-	1,919,924	1,919,924
At 1 January 2017	100	8,979,430	8,979,530
Profit for the year	-	1,381,656	1,381,656
Dividends: Equity capital	-	(4,246,295)	(4,246,295)
At 31 December 2017	100	6,114,791	6,114,891

The notes on pages 9 to 19 form part of these financial statements.

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. Accounting policies**1.1 General Information**

Noble Systems UK Limited ('the company') is a private limited company incorporated in England and Wales. The company's registered number is 03875607. The address of its registered office and principal place of business is:

11 Commerce Way
Westinghouse Road
Manchester
M17 1HW

The principal activities of the company are the sale and support of contact centre technology solutions within Europe and Africa.

These financial statements have been presented in pound sterling which is the functional currency of the company and rounded to the nearest £.

1.2 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The company is exempt from the requirement to produce consolidated financial statements on the basis that the subsidiary OpenWave Limited is dormant and immaterial to the financial statements.

The following principal accounting policies have been applied:

1.3 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Noble Systems Intermediate Holdings Incorporated as at 31 December 2017 and these financial statements may be obtained from 1200 Ashwood Parkway, Suite 300, Atlanta, Georgia, 30338-4747.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. Accounting policies (continued)

1.4 Going concern

The company's forecasts and projections show that the company is expected to be able to operate within the working capital facilities available to it for at least 12 months from the date of approval of the financial statements. The company therefore continues to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably, and;
- the costs incurred and the costs to complete the contract can be measured reliably.

1.6 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Income Statement over its useful economic life.

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. Accounting policies (continued)**Other intangibles**

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

The periods amortised over are as follows:

Goodwill	7 years
Other intangibles	7 years
Computer software	4 years

1.7 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	-	2% straight line
Fixtures & fittings	-	20 - 25% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Income Statement.

1.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.9 Operating leases: the company as lessee

Rentals paid under operating leases are charged to the Income Statement on a straight line basis over the lease term.

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. Accounting policies (continued)**1.10 Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

1.11 Foreign currency translation

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Income Statement.

1.12 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

1.13 Finance costs

Finance costs are charged to the Income Statement over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.14 Pensions**Defined contribution pension plan**

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the Income Statement when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the company in independently administered funds.

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. Accounting policies (continued)**1.15 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Employees

The average monthly number of employees, including directors, during the year was 44 (2016 - 43).

3. Auditor's remuneration

	2017 £	2016 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	13,800	13,500
Fees payable to the company's auditor and its associates in respect of:		
Other services relating to taxation	<u>2,650</u>	<u>2,600</u>

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

4. Taxation

	2017 £	2016 £
Corporation tax		
Current tax on profits for the year	375,469	523,398
Adjustments in respect of previous periods	31,071	-
Total current tax	<u>406,540</u>	<u>523,398</u>
Deferred tax		
Origination and reversal of timing differences	14,843	30,947
Effect of tax rate change on opening balance	-	(805)
Total deferred tax	<u>14,843</u>	<u>30,142</u>
Taxation on profit on ordinary activities	<u>421,383</u>	<u>553,540</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2016 - higher than) the standard rate of corporation tax in the UK of 19.25% (2016 - 20%). The differences are explained below:

	2017 £	2016 £
Profit on ordinary activities before tax	<u>1,803,039</u>	<u>2,473,464</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.25% (2016 - 20%)	347,085	494,693
Effects of:		
Fixed asset differences	3,635	-
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	41,615	37,256
Intercompany bad debt provision not deductible for tax	-	27,859
Adjustments to tax charge in respect of prior periods	31,071	-
Adjust closing deferred tax to average rate of 19.25%	(7,923)	(7,879)
Adjust opening deferred tax to average rate of 19.25%	5,900	1,611
Total tax charge for the year	<u>421,383</u>	<u>553,540</u>

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

5. Dividends

	2017 £	2016 £
Dividends paid in year	4,246,295	-
	<u>4,246,295</u>	<u>-</u>

On 27 July 2018 the directors proposed a dividend of £5,799,348.

6. Intangible assets

	Computer software £	Other Intangible Assets £	Goodwill £	Total £
Cost				
At 1 January 2017	-	718,359	2,230,831	2,949,190
Additions	17,876	-	-	17,876
At 31 December 2017	<u>17,876</u>	<u>718,359</u>	<u>2,230,831</u>	<u>2,967,066</u>
Amortisation				
At 1 January 2017	-	718,359	1,869,686	2,588,045
Charge for the year	1,574	-	181,442	183,016
At 31 December 2017	<u>1,574</u>	<u>718,359</u>	<u>2,051,128</u>	<u>2,771,061</u>
Net book value				
At 31 December 2017	<u>16,302</u>	<u>-</u>	<u>179,703</u>	<u>196,005</u>
At 31 December 2016	<u>-</u>	<u>-</u>	<u>361,145</u>	<u>361,145</u>

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

7. Tangible fixed assets

	Freehold property £	Fixtures & fittings £	Total £
Cost			
At 1 January 2017	908,404	710,542	1,618,946
Additions	-	198,784	198,784
At 31 December 2017	908,404	909,326	1,817,730
Depreciation			
At 1 January 2017	170,577	334,679	505,256
Charge for the year	18,886	141,485	160,371
At 31 December 2017	189,463	476,164	665,627
Net book value			
At 31 December 2017	718,941	433,162	1,152,103
At 31 December 2016	737,827	375,863	1,113,690

The carrying value of the freehold property of £718,941 (2016: £737,827) is held as security for the bank loan.

8. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 January 2017	1
At 31 December 2017	1
Net book value	
At 31 December 2017	1
At 31 December 2016	1

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

8. Fixed asset investments (continued)

The following was a subsidiary undertaking of the company:

Name	Class of shares	Holding
Open Wave Limited	Ordinary	100%

Open Wave Limited has not traded during the year to 31 December 2017 and is not material to Noble Systems UK Limited. These financial statements therefore reflect the results and financial position of Noble Systems UK Limited only. Open Wave Limited shares the same registered address as the company.

9. Debtors

	2017 £	2016 £
Trade debtors	590,377	842,613
Amounts owed by group undertakings	1,138,162	4,722,019
Other debtors	583	19,811
Prepayments and accrued income	226,816	181,806
	<u>1,955,938</u>	<u>5,766,249</u>

10. Creditors: Amounts falling due within one year

	2017 £	2016 £
Bank loans	23,619	23,619
Trade creditors	131,717	70,313
Amounts owed to group undertakings	148,541	214,187
Corporation tax	68,992	72,410
Other taxation and social security	261,455	246,280
Other creditors	3,924	-
Accruals and deferred income	2,239,065	2,307,541
	<u>2,877,313</u>	<u>2,934,350</u>

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

11. Creditors: Amounts falling due after more than one year

	2017 £	2016 £
Bank loans	491,201	518,814
	<u>491,201</u>	<u>518,814</u>

Bank loans relate solely to the mortgage over the building owned and occupied by the company.

The loan bears interest at a rate which fluctuates in line with the base rate. At year end the interest rate was 1.5% above base rate.

Barclays Bank plc holds a legal charge over the building, 11 Commerce Way, Trafford Park, Manchester.

The element of this loan wholly repayable in greater than five years is £389,535 (2016: £415,116).

12. Loans

Analysis of the maturity of loans is given below:

	2017 £	2016 £
Amounts falling due within one year		
Bank loans	23,619	23,619
Amounts falling due 1-2 years		
Bank loans	25,595	25,595
Amounts falling due 2-5 years		
Bank loans	76,071	78,103
Amounts falling due after more than 5 years		
Bank loans	389,535	415,116
	<u>514,820</u>	<u>542,433</u>

13. Deferred taxation

	2017 £	2016 £
At beginning of year	(44,645)	(14,503)
Charged to the profit or loss	(14,843)	(30,142)
At end of year	<u>(59,488)</u>	<u>(44,645)</u>

NOBLE SYSTEMS UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

13. Deferred taxation (continued)

The provision for deferred taxation is made up as follows:

	2017 £	2016 £
Accelerated capital allowances	(60,155)	(44,645)
Short term timing differences	667	-
	<u>(59,488)</u>	<u>(44,645)</u>

14. Related party transactions

The immediate parent is Noble Systems Corporation, a company registered in Georgia, USA. The company's ultimate parent is Noble Systems Intermediate Holdings Incorporated and the ultimate controlling party is Mr J K Noble due to his majority shareholding in Noble Systems Intermediate Holdings Incorporated.

Consolidated accounts for the Noble Systems Intermediate Holdings Incorporated can be obtained from:

Noble Systems Intermediate Holdings Incorporated
1200 Ashwood Parkway
Suite 300
Atlanta
Georgia
30338-4747

15. Post balance sheet events

On 27 July 2018 the directors proposed a dividend of £5,799,348.