Company Registration No. 06010900 (England and Wales)

VALIANT INVESTMENTS PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 NOVEMBER 2018

VALIANT INVESTMENTS PLC

COMPANY INFORMATION

Directors	Mr C Windham	
	Mr J Ross	(Appointed 21 June 2019)
	Mr S T Bhohi	(Appointed 21 June 2019)
Secretary	Mr E Taylor	
Company number	06010900	
Registered office	6 High Street Ely Cambridgeshire CB7 4JU	
Auditor	Price Bailey LLP Price Bailey Chartered Accountants 6 High Street Ely Cambridgeshire CB7 4JU	

VALIANT INVESTMENTS PLC

CONTENTS

STRATEGIC REPORT

FOR THE YEAR ENDED 30 NOVEMBER 2018

The Directors present the Strategic Report for the year ended 30 November 2018.

Fair review of the business
Valiant Investments plc is an investment company focused on venture capital through investing in small, fledgling companies that demonstrate the opportunity for attractive levels of growth and returns on investment. Valiant Investments plc is listed on the NEX Exchange Growth Market.

The Company held a general meeting on 21 June 2019 at which a number of resolutions were passed which lay the foundations for a new direction for the Company. Firstly, Mr J Ross and Mr S T Bhohi were appointed to the board of directors. Mr E Taylor stood down as a director and will continue as company secretary, The board of directors would like to thank Mr E Taylor for his many years of service to the Company.

The Company's shares were consolidated on a basis of 1 for 150 and the simultaneously sub-divided into shares of £0.0001 each. The Company placed 17,516,162 ordinary shares at £0.015 raising £262,742 before expenses.

A resolution was also agreed to dispose of the Company's 84.7% interest in Flamethrower plc for a nominal consideration of £1 to Mr C Windham. In return, Mr C Windham will forgive an amount of approximately £75,000 owed to him by the Company. Furthermore, a resolution was agreed to waive an amount of £154,520 owed by Flamethrower plc to the Company.

The Company will also change its name to Eurocann International plc.

It is important that I elucidate further as to why we have decided to proceed with this restructuring of Valiant. During the course of 2018, one of Valiant’s key financial backers shut up shop, thereby cutting off a crucial component of Valiant’s modus operandi that had been key to its development, and in particular that of its subsidiary company, Flamethrower plc. By not having a strong cash position, Valiant had been reliant upon regular modest fundraisings to meet its ongoing financial obligations and to provide funding to its subsidiary, Flamethrower, to enable it to grow through both acquisition and organically.

Such a strategy was delivering, as evidenced by the growth in turnover that Flamethrower has seen since its formation. Our objective had always been to get the turnover and profit of Flamethrower to a certain level whereby there would be no requirement for Valiant to continue raising capital and the Group would be self-sufficient.

Unfortunately our financial backers ceasing to do business has meant that the growth trajectory of Flamethrower has flatlined, with the costs of being a public company devouring the free cash flow generated by this subsidiary. The failure to reach critical mass and to be self sufficient has led to us having to look at alternate plans that can deliver value for our shareholders.

Therefore I was very pleased to announce on 30 April, a new direction for Valiant will see the company renamed Eurocann International plc, recapitalised as described above, the board strengthened through the appointment of new directors, and with plans to move into the medicinal cannabis market.

In many ways this is a natural market for the company to pivot to, having held investments in Canadian cannabis companies for a number of years. Whilst we exited the position in Tetra Bio Pharma at the start of 2019, we do continue to hold a small number of shares in North Bud Farms Inc, a Canadian Securities Exchange company constructing a modern purpose-built cannabis production facility located on 95 acres of agricultural land in Low, Quebec. North Bud is focussed on pharmaceutical and food grade cannabinoid production in preparation for the legalization of edibles and ingestible products scheduled for October 2019.

I am excited that Valiant is poised to move into the medicinal cannabis market. The importance of the endocannabinoid system in humans and the role this plays in our health is only starting to be fully appreciated. The hemp plant contains over 100 different phytocannabinoids, one of which, cannabidiol, more commonly known as CBD, has become recognised for its potential health benefits. However, it is important to understand the full spectrum of phytocannabinoids, and how they complement one another, because it is recognised that CBD is not the sole solution to supporting the endocannabinoid system as a whole.

Our bodies produce cannabinoids that share a similar structure to the cannabinoids found in cannabis, and if our bodies do not produce sufficient amounts to feed our receptors, then various conditions and illnesses can ensue. It is no wonder, therefore, at the level of global interest in the medicinal cannabis market and the number of companies now focussed on this industry. Understanding and targeting our endocannabinoid system is likely to dominate medicine and nutrition for at least the next couple of decades, and it is exciting that we will be positioned in this transformative industry.

Turning to Valiant's subsidiary company, Flamethrower plc, which will be disposed of under the restructuring:

Investments

Flamethrower plc

The prime objective of Flamethrower during the financial year was to expand its digital asset portfolio, which was achieved through the acquisition of two websites, namely National-Preservation.com in March 2018, and xpGameSaves.com in June 2018.

National-Preservation.com is a forum website that is focused primarily on British railway heritage, providing users a platform to discuss a wide range of topics associated with railways and British heritage. It was established in 2005 and has grown to become the leading forum for the discussion of railway and heritage topics in the UK. The website was acquired for a cash consideration of US$17,500.

xpGameSaves.com is a website that provides news and opinion on the gaming industry to users, as well as having an active forum. It was established in 2009, and has grown to have over 1 million registered users, and was acquired for a cash consideration of US$11,501.

The prime websites in Flamethrower's portfolio are National-Preservation.com, MinecraftCommand.Science, xpGameSaves.com, and FootballTipsFC.com, and are monetized, in the case of the first three, through serving ads to users, and through paid subscription in the case of FootballTipsFC.com. The performance of the websites in the period can be described as satisfactory.

Flamethrower's app portfolio continues to perform well, and the portfolio for Apple devices has had over 1.3 million downloads since we commenced its construction in May 2016. The app portfolio is monetized through a combination of in-app purchases, direct sale, and through serving ads to users.

During the first half of the financial year we updated a number of the Mac apps from 32-bit binary to 64-bit binary, so as to ensure they perform optimally on the modern Macs with their 64-bit processors, whilst we also continue to update other apps in the portfolio.

There have been no additions or disposals of domain names since the last update to shareholders at the time of the interim results in August 2018. Flamethrower continues to hold ComputerPlace.com, WhatClub.com, HottestThing.com, ScrapHeaps.com, MediaFeeds.com, LockStore.com, Gungy.com, GamingBooth.com, LQEX.com, and UFBS.com.

In terms of the investment portfolio, I reported in the interim results of August 2018 that there had been one disposal, being the 1,125 shares held in Caledonia Mining. Since this point the rest of the investment portfolio has been sold, so as to assist with meeting the financial obligations of the Group.

Slot Right In Limited

Slot Right In Ltd was formed in November 2016 as a wholly-owned subsidiary of Flamethrower plc, for the purpose of serving as the social casino app and gaming division of the group. Whilst a handful of initial apps were launched, this division never took off in the manner originally anticipated at formation, and was put on the backburner.

At the time of the interim results in August 2018, we advised that Slot Right In had recently entered into a joint venture with BlueWater Publishing ("BlueWater"), an independent American-based app developer, to construct a portfolio of high-end social casino apps for iOS and Android devices.

The initial social casino app under the joint venture, 777 Lucky Slot Casino, was released for iOS devices in November 2018. From a financial perspective its performance to date has been underwhelming, with the app fluctuating between being loss-making or just breaking even each month. We are working with BlueWater to try and address the disappointing financial performance through introducing new levels to the game, and trying to improve the monetization.

It is too early to fully conclude on the success or otherwise of this joint venture. Whilst it is disappointing that we are yet to see a return on our investment into the venture, we remain optimistic that its performance will improve, and that it will become profitable.

Outside of the joint venture our intention is to work toward building a portfolio of social casino apps for iOS and Android devices, but the pace at which this is achieved is highly dependent on having the financial resources to meet such investment.

All Star Minerals plc

The £20,000 convertible loan note with NEX Exchange Growth Market company, All Star Minerals plc, continues to be outstanding, with the interest due on the note from May 2017, payable in the form of ordinary shares of All Star, still outstanding. Valiant is currently awaiting the issuance of 4,000,000 shares in All Star in respect of the interest earned on the loan note in the period to May 2018, and a further 4,000,000 shares in respect of the interest earned on the loan note in the period to May 2019.

Valiant will hold a total of 18,260,712 shares in All Star once the shares earned in respect of the interest on the loan note have been issued.

All Star is an investment vehicle listed on the NEX Exchange Growth Market that is seeking a transaction, and which holds 5,519,545 shares in NQ Minerals plc, shares in which are also listed on the NEX Growth Market. At the time of writing, shares in NQ Minerals are trading at 4.5p, which values All Star's shareholding at £248,379.

In its most recent update, being its interim results to 30 June 2018, All Star reiterated that it continues to review potential opportunities to ensure that a suitable transaction is secured to move the business forward.

Outlook

The outlook for Valiant is primarily dependent on shareholders approving the resolutions at the General Meeting to approve the recapitalisation of the company and the new direction into the medicinal cannabis sector. Assuming that shareholders vote in favour of these resolutions, then I can say with some confidence that I feel the company has an optimistic and exciting future.

On the flip side, should such resolutions be rejected, then the future for Valiant is less certain, and we will have to consider the sense in remaining as a public company on the NEX Exchange.

However, I will be voting in favour of the resolutions, and am optimistic that shareholders will follow suite and that the resolutions will be passed. Having a company that is well capitalised, with a strong board, should ensure that we can complete a transaction or transactions that will be transformational to the future of the company.

I look forward to updating shareholders on developments in the weeks ahead, and am cautiously optimistic about the future.

Principal risks and uncertainties

The following business risks and uncertainties are in addition to those already outlined within the section on Flamethrower plc:

Funding

The Company's dependence on raising capital from investors has been further reduced over the past year. The recapitalisation of the Company described above also mitigate funding risk. The Company's short and medium term dependence on raising capital has been substantially reduced through having raised £262,742 following approval of all resolutions at the General Meeting of 21 June 2019.

Foreign Exchange Risk

Flamethrower generates a proportion of its revenue in foreign currency, and therefore is exposed to the corresponding fluctuations associated with a foreign currency. Similarly, some of the Company's investments are denominated in foreign currency. Such currency movements could affect the sterling denominated financials of the Group.

Security of Listing on NEX Exchange Growth Market

The Company is no longer dependent on being listed on the NEX Exchange, or any other stock exchange, in order to progress. Hitherto, the listing has been essential in order for Valiant to secure capital from investors, but the development of Flamethrower over the past year and the associated growth in revenue and free cash flow, means that the reliance on raising capital and being listed on the exchange has been substantially reduced, to the point where Valiant could continue without a public listing.

Having said this, there is absolutely no intention on the Company's part to delist from the NEX Exchange Growth Market, or to seek a listing on another exchange. We believe that being listed on the NEX Exchange Growth Market is a suitable listing for Valiant, which provides the Company with the necessary facilities to develop and build value for shareholders. We believe that being listed on the NEX Exchange serves to expedite growth for all shareholders.

Dependence On Key Directors

The Company has a small board of two directors, so as to minimise costs as this early stage in its development, with particular dependence on Conrad Windham to advance the Flamethrower plc subsidiary, procure capital, identify suitable investment opportunities and implement the investment policy. Were death or severe illness to affect the ability of Conrad Windham to continue as a director and perform these functions then the success of the Company could be jeopardised.

Key performance indicators

The financial results for the 12-month period to 30 November 2018 show turnover of £109,578 principally reflecting the revenue generated by Valiant's 84.7% owned subsidiary, Flamethrower plc. The loss after taxation was £141,370 (2017: £215,761), and the basic loss per share was 0.01p (2017: 0.02p).

On behalf of the board

....
Mr C Windham
Director
....

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 NOVEMBER 2018

The Directors present their annual report and financial statements for the year ended 30 November 2018.

Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr E Taylor	(Resigned 21 June 2019)
Mr C Windham	
Mr J Ross	(Appointed 21 June 2019)
Mr S T Bhohi	(Appointed 21 June 2019)

Mr J Ross and MR S T Bhohi were appointed as directors on 21 June 2019. Mr E Taylor stepped down as a director on 21 June 2019.

Results and dividends

The results for the year are set out on page 12.

No ordinary dividends were paid. The directors do not recommend payment of a further dividend.

Financial instruments

Financial risk management

Details of the Company's financial risk management objectives and policies are included in note 24 to the accounts.

Post reporting date events

The Company held a general meeting on 21 June 2019 at which a number of resolutions were passed which lay the foundations for a new direction for the Company. Firstly, Mr J Ross and Mr S T Bhohi were appointed to the board of directors. Mr E Taylor stood down as a director and will continue as company secretary, The board of directors would like to thank Mr E Taylor for his many years of service to the Company.

The Company's shares were consolidated on a basis of 1 for 150 and the simultaneously sub-divided into shares of £0.0001 each. The Company placed 17,516,162 ordinary shares at £0.015 raising £262,742 before expenses.

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The Company will also change its name to Eurocann International plc.

Auditor

The auditors, Price Bailey LLP, have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the Company's forthcoming Annual General Meeting.

Strategic report

The Group has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the Group's Strategic Report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report. It has done so in respect of future developments.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the Company is unaware. Additionally, the Directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the Company is aware of that information.

On behalf of the board

....

Mr C Windham

Director

Date: ....

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 30 NOVEMBER 2018

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 'the Financial Reporting Standard applicable to the UK and Republic of Ireland'. Under company law the the Directors must not approve the financial statements unless the Directors are satisfied that they give a true and fair view of the state of affairs of the group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Company and enable them to ensure that the financial statements comply with the Companies Act 2006. The Directors are also responsible for safeguarding the assets of the Group and Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF VALIANT INVESTMENTS PLC

Opinion

We have audited the financial statements of Valiant Investments plc (the 'company') and its subsidiaries (the 'group) for the year ended 30 November 2018 which comprise the Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Company Statement of Changes in Equity, Consolidated Statement of Changes in Equity, Company Statement of Cash Flows, Consolidated Statement of Cash Flows Statement of Financial Position 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 group's and the parent company's affairs as at 30 November 2018 and of the group's loss 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.

Material uncertainty related to going concern

We draw attention to note 1.3 in the financial statements, which indicates that the Group has raised and will need to raise additional funds to continue to meet ongoing operational costs for the next 12 months. Whilst the directors expect to meet funding requirements based upon the current economic environment there exists a material uncertainty which may cast significant doubt as to whether the Group will be able to raise sufficient additional funds and therefore continue as a going concern. Our opinion is not modified in respect of this matter.

Given the uncertainties noted above we considered going concern to be a Key Audit Matter. We have assessed the managements forecasts and underlying assumptions. In doing so we considered factors such as historical operating expenditure and the groups ability to raise funding in the near future.

We found our results from the above and the disclosures in the financial statements in respect of the above to be appropriate.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant addressed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: overall audit strategy, the allocation of resources in the audit: the directing of efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

Revenue recognition

The risk is that income has failed to be recognised in the appropriate period and subsequently revenue has not been recognised in line with the accounting policy.

We focused on timing of revenue recognition in accordance with stated accounting policies and its subsequent presentation in the Statement of Comprehensive Income.

Key audit matters (continued)

Our procedures included:

- Detailed analytical procedures and depth testing on a sample of transactions ensuring they had been accounted for correctly and that revenue is complete.
- Reviewing the systems and procedures implemented to ensure revenue is recognised in the appropriate accounting period, testing a sample of entries where necessary.
- Testing that cut off has been applied correctly and that income have been recorded in the same period and that adequate provisions have been made.

Our work did not identify any items that could not be substantiated.

Intangible assets existence and ownership
The group holds a portfolio of digital assets comprising web-sites and apps which is the mainly ‘trading’ focus of the subsidiary undertakings. The key risks are the asset values are mis-stated.

We focused on asset valuation, existence and recognition in accordance with stated accounting policies.

Our procedures included:
Verification of ownership of the assets by reference to purchase documentation and registration on software platforms and to ensure subsequent recognition was in accordance with the stated accounting policies. We also reviewed income generation against stated assets for indicators of impairment.

Our work did not identify any items that could not be substantiated.

Valuation of investments
A significant value of the Group is derived through the listed and unlisted investments. The key risks are considered to be that the value of the investments are not reflective of the open market price and that the quantity of listed shares held has been misstated.

We focused on investment valuation, existence and recognition in accordance with stated accounting policies.

Our procedures included:
We agreed the listed share price value recognised in the financial statements to a third party value. We agreed the holding as recognised in the financial statements to the share certificates. We considered movement in the share value post year end.

Our work did not identify any items that could not be substantiated.

Our application of materiality

We consider materiality to be the magnitude by which misstatements, including omissions, could influence the economic decisions of reasonably knowledgeable users that are taken on the basis of Financial Statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We based materiality on net assets of the Group and concluded materiality to be £11,600. We consider that gross assets provides us with the most relevant performance measure to stakeholders of the entity given the stage of the Group’s activity and growth.

We apply the concept of materiality both in the planning and performance of the audit, and in evaluating the effects of misstatements.

During the course of the audit we reassessed materiality from planning to reflect the final reported performance of the Company. There was no change made to our planning materiality.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF VALIANT INVESTMENTS PLC

An overview of the scope of our audit

Our Group audit was scoped by obtaining an understanding of the Group and its environment. We determined materiality and assessed the risk of material misstatement in the financial statements. In particular we looked at where the directors had made subjective judgements within accounting estimates. We addressed the risk of management override of internal controls including whether there was evidence of bias by the directors that represented a risk of material misstatements due to fraud.

We assessed there to be three significant components being Valiant Investments Plc together with Flamethrower Plc and Slot Right In Limited.

The parent entity and significant components were subject to a full scope audit by the group auditor.

Other information

The directors are responsible for the other information. The other information comprises the information included 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.

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 our audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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 group's and the parent 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 either intend to liquidate the group or the parent 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: https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx. This description forms part of our auditor's report.

Use of our 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.

Mark Clapson FCA (Senior Statutory Auditor)
for and on behalf of Price Bailey LLP

....

Chartered Accountants
Statutory Auditor

Price Bailey Chartered Accountants
Tennyson House
Cambridge Business Park
Cambridge
CB4 0WZ

VALIANT INVESTMENTS PLC

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 NOVEMBER 2018

	Notes	2018 £	2017 £
Turnover	**3**	109,578	57,832
Cost of sales		(70,137)	(47,326)
Gross profit		39,441	10,506
Administrative expenses		(186,109)	(254,942)
Operating loss	**4**	(146,668)	(244,436)
Interest receivable and similar income	**8**	6,317	4,000
Listed investments movements	**9**	(1,019)	24,675
Loss before taxation		(141,370)	(215,761)
Taxation	**10**	-	-
Loss for the financial year and total comprehensive income		(141,370)	(215,761)
Loss for the financial year is attributable to:			
- Owners of the parent company		(139,599)	(212,038)
- Non-controlling interests		(1,771)	(3,723)
		(141,370)	(215,761)
Total comprehensive income for the year is attributable to:			
- Owners of the parent company		(139,599)	(212,038)
- Non-controlling interests		(1,771)	(3,723)
		(141,370)	(215,761)

The Profit And Loss Account has been prepared on the basis that all operations are continuing operations.

Basic and diluted earnings per share (pence)		(0.01)	(0.02)

VALIANT INVESTMENTS PLC

CONSOLIDATED BALANCE SHEET

AS AT 30 NOVEMBER 2018

	Notes	2018 £	2018 £	2017 £	2017 £
Fixed assets					
Intangible assets	**11**		112,396		141,154
Tangible assets	**12**		3,666		4,719
Investments	**14**		63,294		60,519
			179,356		206,392
Current assets					
Debtors	**16**	22,406		27,508	
Investments	**17**	4,130		-	
Cash at bank and in hand		1,289		3,606	
		27,825		31,114	
Creditors: amounts falling due within one year	**18**	(76,108)		(40,063)	
Net current liabilities			(48,283)		(8,949)
Total assets less current liabilities			131,073		197,443
Capital and reserves					
Called up share capital	**19**		1,208,159		1,158,159
Share premium account			1,067,510		1,042,510
Profit and loss reserves			(2,141,152)		(2,001,553)
Equity attributable to owners of the parent company			134,517		199,116
Non-controlling interests			(3,444)		(1,673)
			131,073		197,443

The financial statements were approved by the Board of Directors and authorised for issue on .... and are signed on its behalf by:

....
Mr C Windham
Director

VALIANT INVESTMENTS PLC

COMPANY BALANCE SHEET

AS AT 30 NOVEMBER 2018

	Notes	2018 £	2018 £	2017 £	2017 £
Fixed assets					
Investments	**14**		141,354		138,679
Current assets					
Debtors	**16**	164,050		183,599	
Cash at bank and in hand		40		951	
		164,090		184,550	
Creditors: amounts falling due within one year	**18**	(73,702)		(39,107)	
Net current assets			90,388		145,443
Total assets less current liabilities			231,742		284,122
Capital and reserves					
Called up share capital	**19**		1,208,059		1,158,059
Share premium account			1,067,510		1,042,510
Profit and loss reserves			(2,043,827)		(1,916,447)
Total equity			231,742		284,122

As permitted by s408 Companies Act 2006, the Company has not presented its own profit and loss account and related notes. The Company's loss for the year was £127,380 (2017 - £189,431 loss).

The financial statements were approved by the Board of Directors and authorised for issue on .... and are signed on its behalf by:

....
Mr C Windham
Director

Company Registration No. 06010900

VALIANT INVESTMENTS PLC

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 NOVEMBER 2018

	Notes	Share capital £	Share premium account £	Profit and loss reserves £	Total £
Balance at 1 December 2016		829,809	1,042,510	(1,727,016)	145,303
Year ended 30 November 2017:					
Loss and total comprehensive income for the year		-	-	(189,431)	(189,431)
Issue of share capital	**19**	328,250	-	-	328,250
Balance at 30 November 2017		1,158,059	1,042,510	(1,916,447)	284,122
Year ended 30 November 2018:					
Loss and total comprehensive income for the year		-	-	(127,380)	(127,380)
Issue of share capital	**19**	50,000	25,000	-	75,000
Balance at 30 November 2018		1,208,059	1,067,510	(2,043,827)	231,742

VALIANT INVESTMENTS PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 NOVEMBER 2018

	Notes	Share capital £	Share premium account £	Profit and loss reserves £	Total controlling interest £	Non-controlling interest £	Total £
Balance at 1 December 2016		829,809	1,042,510	(1,789,515)	82,804	2,050	84,854
Year ended 30 November 2017:							
Loss and total comprehensive income for the year		-	-	(212,038)	(212,038)	(3,723)	(215,761)
Issue of share capital	**19**	328,350	-	-	328,350	-	328,350
Balance at 30 November 2017		1,158,159	1,042,510	(2,001,553)	199,116	(1,673)	197,443
Year ended 30 November 2018:							
Loss and total comprehensive income for the year		-	-	(139,599)	(139,599)	(1,771)	(141,370)
Issue of share capital	**19**	50,000	25,000	-	75,000	-	75,000
Balance at 30 November 2018		1,208,159	1,067,510	(2,141,152)	134,517	(3,444)	131,073

VALIANT INVESTMENTS PLC

COMPANY STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 NOVEMBER 2018

	Notes	2018 £	2018 £	2017 £	2017 £
Cash flows from operating activities					
Cash absorbed by operations	**26**		(79,911)		(341,223)
Investing activities					
Purchase of fixed asset investments		(1,822)		(4,000)	
Interest received		4,000		4,000	
Dividends received		1,822		-	
Net cash generated from/(used in) investing activities			4,000		-
Financing activities					
Proceeds from issue of shares		75,000		328,250	
Net cash generated from financing activities			75,000		328,250
Net decrease in cash and cash equivalents			(911)		(12,973)
Cash and cash equivalents at beginning of year			951		13,924
Cash and cash equivalents at end of year			40		951

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 NOVEMBER 2018

		2018		2017	
	Notes	**£**	**£**	**£**	**£**
Cash flows from operating activities					
Cash absorbed by operations	**25**		(33,391)		(208,559)
Cash flow from investing activities					
Purchase of intangible assets		(43,469)		(129,236)	
Proceeds on disposal of intangibles		1,263		530	
Purchase of tangible fixed assets		(213)		(3,949)	
Purchase of fixed asset investments		(969)		-	
Other investments and loans made		(19,102)		-	
Proceeds from other investments and loans		16,247		-	
Dividends received		2,317		-	
Net cash used in investing activities			(43,926)		(132,655)
Cash flow from financing activities					
Proceeds from issue of shares		75,000		328,350	
Net cash generated from financing activities			75,000		328,350
Net decrease in cash and cash equivalents			(2,317)		(12,864)
Cash and cash equivalents at beginning of year			3,606		16,470
Cash and cash equivalents at end of year			1,289		3,606

1 Accounting policies

Company information

Valiant Investments Plc ("the Company") is a public company, limited by shares, domiciled and incorporated in England and Wales within the UK whose shares are listed on the NEX Exchange. The registered office is 6 High Street, Ely, Cambridgeshire, CB7 4JU.

The Company is an investment Company focused on venture capital through investing in small, fledgling companies that demonstrate the opportunity for attractive levels of growth and return on investments. The Group consists of Valiant Investments Plc and all of its subsidiaries.

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.

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.

The company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements for parent company information presented within the consolidated financial statements:

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment' – Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

1 Accounting policies **(Continued)**

1.2 Basis of consolidation

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

The consolidated financial statements incorporate those of Valiant Investments Plc and all of its subsidiaries (ie entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes.

All financial statements are made up to 30 November 2018. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The group profit and loss account and statement of cash flows include the results and cash flows of the subsidiary companies, Flamethrower Limited and Slot Right In Limited.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. In the group financial statements, joint ventures are accounted for using the equity method.

1.3 Going concern

The Directors have considered the cash flow requirement of the company over the next 12 months from the date of signing this report. If the company is to continue to meet its operational costs, it will be necessary to continue to raise additional funds. On 21 June 2019, a resolution was passed to place £262,742 (before expenses) of ordinary shares to support the Company's on going operations and future investment strategy. Whilst it is difficult in the current economic climate to generate the extra funds required, the Directors consider that the Company has sufficient funds to meet the funding requirements for the next 12 months and therefore believe that the going concern basis is appropriate for the preparation of the financial statements.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for 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.

The company's revenues are derived from the sale of digital services and are recognised as those services are consumed.

1 Accounting policies **(Continued)**

1.5 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably.

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

Software Apps	3 years stright line
Website Domains	3 years straight line

1.6 Tangible fixed assets

Tangible fixed assets 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 of assets less their residual values over their useful lives on the following bases:

Other assets	25% on cost
Office equipment	25% 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 recognised in the profit and loss account.

1.7 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

The convertible loan note receivable is measured at fair value though profit or loss and interest receivable in the form of shares is recognised as interest receivable and similar income.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

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

1 Accounting policies **(Continued)**

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.8 Impairment of fixed assets

At each reporting period end date, the group 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.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

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.

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 Accounting policies **(Continued)**

1.9 Cash at bank and in hand

Cash at bank and in hand 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.

1.10 Financial instruments

The group 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 group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and 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.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

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 group 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.

1 Accounting policies **(Continued)**

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 group after deducting all of its 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 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 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.

Other financial liabilities

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

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

1.11 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.12 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 group’s liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

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 if, and only if, there is 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.

1.13 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 fixed 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.

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.15 Reserves

The share premium accounts represents amounts paid or due to the Company which are in excess of the nominal value of the Company's shares. The profit and loss result represents the accumulated results of the Group and Company less and dividends paid or payable.

1.16 Jointly controlled assets

The company recognises its share of revenue, expenses, assets and liabilities in respect of jointly controlled assets in the relevant proportion in the financial statements.

2 Judgements and key sources of estimation uncertainty

In the application of the group’s accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

2 Judgements and key sources of estimation uncertainty **(Continued)**

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Fair value of unlisted investments

The company makes an estimate of the fair value of their unlisted investments. When assessing impairment, management considers factors including profitability, balance sheet strength, and historical experience. See note 12 for the net carrying amount of the investments and the associated impairment provision.

Useful economic lives of intangible and tangible fixed assets

The annual depreciation or amortisation charge for both tangible and intangible fixed assets is sensitive to changes in the estimated useful economic lives and residual values of the assets concerned. These lives and values are re-assessed annually and are amended when necessary to reflect current estimates based on a number of factors such as economic utilisation and physical condition. See notes 1.5 and 1.6 for the useful economic lives of each class of assets.

3 Turnover and other revenue

Turnover analysed by geographical market

	2018 £	2017 £
UK	34,798	18,330
Europe	27,373	14,415
Rest of World	47,407	25,087
	109,578	57,832

The total turnover of the group for the year has been derived from the principal activity of its subsidiaries, Flamethrower Plc and Slot Right In Ltd, being the development and sale of mobile applications for use on smart phones and tablets.

4 Operating loss

	2018 £	2017 £
Operating loss for the year is stated after charging/(crediting):		
Depreciation of owned tangible fixed assets	1,268	549
Amortisation of intangible assets	68,538	44,550
Loss/(profit) on disposal of intangible assets	2,426	(257)
Operating lease charges	16,272	6,656

5 Auditor's remuneration

Fees payable to the company's auditor and associates:	2018 £	2017 £
For audit services		
Audit of the financial statements of the group and company	16,800	13,000

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2018 Number	2017 Number	Company 2018 Number	2017 Number
Directors	2	2	2	2

Their aggregate remuneration comprised:

	Group 2018 £	2017 £	Company 2018 £	2017 £
Wages and salaries	79,160	153,700	79,160	153,700

7 Directors' remuneration

	2018 £	2017 £
Remuneration for qualifying services	79,160	153,700

8 Interest receivable and similar income

	2018 £	2017 £
Interest income		
Other interest income	4,000	4,000
Other income from investments		
Dividends received	2,317	-
Total income	6,317	4,000

9 Amounts written off investments

	2018	2017
	£	£
Fair value gains/(losses) on financial instruments		
Change in value of financial assets held at fair value through profit or loss	(95)	24,675
Other gains/(losses)		
Loss on disposal of investments held at fair value	(924)	-
	(1,019)	24,675

10 Taxation

The actual charge for the year can be reconciled to the expected charge based on the profit or loss and the standard rate of tax as follows:

	2018	2017
	£	£
Loss before taxation	(141,370)	(215,761)
Expected tax credit based on the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%)	(26,860)	(41,534)
Tax effect of expenses that are not deductible in determining taxable profit	-	843
Unutilised tax losses carried forward	27,059	41,336
Permanent capital allowances in excess of depreciation	241	(645)
Dividend income	(440)	-
Taxation charge	-	-

At 30 November 2018 the group had trading and management related tax losses of £998,881 (2017: £856,466).

The main rate of UK corporation tax was reduce to 19% on 1 April 2017 and by 2020 it is proposed this rate will fall to 17%. No deferred tax asset has been recognised as recovery of the tax losses is not currently considered probable.

11 Intangible fixed assets

Group	Software Apps	Website Domains	Total
	£	£	£
Cost			
At 1 December 2017	176,422	14,850	191,272
Additions - separately acquired	925	42,544	43,469
Disposals	(11,254)	(987)	(12,241)
At 30 November 2018	166,093	56,407	222,500
Amortisation and impairment			
At 1 December 2017	48,068	2,050	50,118
Amortisation charged for the year	58,425	10,113	68,538
Disposals	(7,980)	(572)	(8,552)
At 30 November 2018	98,513	11,591	110,104
Carrying amount			
At 30 November 2018	67,580	44,816	112,396
At 30 November 2017	128,354	12,800	141,154

The company had no intangible fixed assets at 30 November 2018 or 30 November 2017.

Included within intangible assets is £17,126 (2017: £nil) in relation to amounts recognised in respect of jointly controlled assets.

12 Tangible fixed assets

Group	Office equipment
	£
Cost	
At 1 December 2017	5,356
Additions	215
At 30 November 2018	5,571
Depreciation and impairment	
At 1 December 2017	637
Depreciation charged in the year	1,268
At 30 November 2018	1,905
Carrying amount	
At 30 November 2018	3,666
At 30 November 2017	4,719

The company had no tangible fixed assets at 30 November 2018 or 30 November 2017.

13 Subsidiaries

Details of the Company's subsidiaries at 30 November 2018 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct	Indirect
Flamethrower Plc	United Kingdom	Information technology	Ordinary	84.70	-
Slot Right In Ltd	United Kingdon	Information technology	Ordinary	-	84.70

Both companies' registered offices are the same as that of the parent undertaking.

14 Fixed asset investments

		Group		Company	
		2018	2017	2018	2017
	Notes	£	£	£	£
Investments in subsidiaries	13	100	-	78,160	78,160
Listed investments		43,194	40,519	43,194	40,519
Unlisted investments		20,000	20,000	20,000	20,000
		63,294	60,519	141,354	138,679
Listed investments carrying amount		43,194	40,519	43,194	40,519

Movements in fixed asset investments

Group	Shares in group undertakings	Other investments other than loans	Total
	£	£	£
Valuation			
At 1 December 2017	-	60,519	60,519
Additions	-	1,822	1,822
Fair value movement	100	853	953
At 30 November 2018	100	63,194	63,294
Carrying amount			
At 30 November 2018	100	63,194	63,294
At 30 November 2017	-	60,519	60,519

14 Fixed asset investments **(Continued)**

Movements in fixed asset investments

Company	**Shares in group undertakings**	**Investments**	**Total**
	£	**£**	**£**
Cost or valuation			
At 1 December 2017	78,160	60,519	138,679
Additions	-	1,822	1,822
Fair value movement	-	853	853
At 30 November 2018	78,160	63,194	141,354
Carrying amount			
At 30 November 2018	78,160	63,194	141,354
At 30 November 2017	78,160	60,519	138,679

Included within investments is a convertible loan note with a principal of £20,000 on which interest accrues at the rate of 20% p.a. Interest is settled by the issue of shares in the underlying investment which in a NEX listed growth company, All Star Minerals plc. The convertible loan note is valued on a discounted cash flow basis using the market rate of interest for the convertible loan note. Interest received in the form of shares is included in interest receivable and similar income with the shares received being added to the Company's investment portfolio.

15 Financial instruments

	Group		**Company**	
	2018	**2017**	**2018**	**2017**
	£	**£**	**£**	**£**
Carrying amount of financial assets				
Debt instruments measured at amortised cost	18,210	24,908	161,330	180,999
Financial assets measured at cost less impairment	-	-	78,160	78,160
Financial assets measured at fair value	67,324	60,519	63,194	60,519
Carrying amount of financial liabilities				
Measured at amortised cost	76,108	40,063	73,702	39,107

16 Debtors

	Group 2018	2017	Company 2018	2017
Amounts falling due within one year:	£	£	£	£
Trade debtors	11,400	-	-	-
Amounts owed by group undertakings	(100)	-	154,520	156,190
Other debtors	6,910	24,908	6,810	24,809
Prepayments and accrued income	4,196	2,600	2,720	2,600
	22,406	27,508	164,050	183,599

17 Current asset investments

	Group 2018	2017	Company 2018	2017
	£	£	£	£
Listed investments	4,130	-	-	-
Listed investments carrying amount	4,130	-	-	-

18 Creditors: amounts falling due within one year

	Group 2018	2017	Company 2018	2017
	£	£	£	£
Trade creditors	28,806	12,563	26,402	11,607
Other creditors	3,500	-	3,500	-
Accruals and deferred income	43,802	27,500	43,800	27,500
	76,108	40,063	73,702	39,107

19 Share capital

	Group and company 2018	2017
Ordinary share capital	£	£
Issued and fully paid		
1,208,058,666 (2017: 1,158,058,666) Ordinary shares of 0.1p each	1,208,059	1,158,059

19 Share capital **(Continued)**

Reconciliation of movements during the year:

	Ordinary Number
At 1 December 2017	1,158,058,666
Issue of fully paid shares	50,000,000
At 30 November 2018	1,208,058,666

Shares were issued as follows: 26 January 2018 - 36,000,000 for £36,000; 22 February 2018 - 15,000,000 for £15,000; 14 May 2018 - 15,000,000 for £15,000; and 24 May 2018 - 9,000,000 for £9,000. The total proceeds raised were £75,000 of which £50,000 related to the nominal value of the shares. The balance of £25,000 is a premium over the nominal value and has been transferred to the share premium account accordingly.

20 Operating lease commitments

Lessee

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Within one year	10,744	10,744	-	-
Between two and five years	9,121	19,865	-	-
	19,865	30,609	-	-

21 Events after the reporting date

The Company held a general meeting on 21 June 2019 at which a number of resolutions were passed which lay the foundations for a new direction for the Company. Firstly, Mr J Ross and Mr S T Bhohi were appointed to the board of directors. Mr E Taylor stood down as a director and will continue as company secretary, The board of directors would like to thank Mr E Taylor for his many years of service to the Company.

The Company's shares were consolidated on a basis of 1 for 150 and the simultaneously sub-divided into shares of £0.0001 each. The Company placed 17,516,162 ordinary shares at £0.015 raising £262,742 before expenses.

A resolution was also agreed to dispose of the Company's 84.7% interest in Flamethrower plc for a nominal consideration of £1 to Mr C Windham. In return, Mr C Windham will forgive an amount of approximately £75,000 owed to him by the Company. Furthermore, a resolution was agreed to waive an amount of £154,520 owed by Flamethrower plc to the Company.

The Company will also change its name to Eurocann International plc.

22 Related party transactions

Remuneration of key management personnel
The remuneration of key management personnel is as follows.

	2018 £	2017 £
Aggregate compensation	79,160	153,700

Mr C Windham charged the Company £75,000 (2017: £151,000) in respect of fees during the year and was additionally reimbursed £893 of expenses (2017: £14,091). Mr E Taylor charged the Company £4,160 (2017: £2,700) in fees during the year and was additionally reimbursed £358 (2017: £411) of expenses.

23 Earnings per share

Basic Earnings per share are calculated by dividing net result for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year. The weighted average number of shares outstanding for 2018 was 1,194,639,488 (2017: 1,035,649,762).

Diluted Earnings per share amounts are calculated by dividing the net result attributable to ordinary equity holders of the parent after adjustments for instruments that dilute basic earnings per share by the weighted average of ordinary shares outstanding during the period (adjusted for the effects of dilutive instruments). However, as the company is loss making the effect of any share options is anti-dilutive so a diluted EPS figure has not been presented.

24 Financial risk management objectives and policies

The Group and Company holds or issues financial instruments in order to achieve three main objectives, being:

(a) to finance its operations;

(b) to manage its exposure to interest and currency risks arising from its operations and from its sources of finance; and

(c) for trading purposes.

In addition, various financial instruments (e.g. trade debtors, trade creditors, accruals and prepayments) arise directly from the Group and Company's operations.

The Group and Company do not actively engage in the trading of financial assets for speculative purposes. The most significant financial risks to which the Group and Company are exposed are described below.

Interest rate risk

The Group and Company have no borrowings. The Group and Company do have an investment in a fixed interest convertible loan note which exposes both the Group and Company to fair value interest rate risk. This risk is limited as a result of the short duration of borrowings.

Credit risk

Credit risk is the risk that a counterparty fails to discharge an obligation to the Group and Company. The main exposure to credit risk arises through the convertible loan note noted above. Management actively monitor the counterparty's financial condition to ensure that credit risk is maintained at an acceptable level.

The credit risk for cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

Liquidity risk

Liquidity risk is that the Group and Company might be unable to meet their financial obligations.

The Company has given responsibility of liquidity risk management to the Board who have formulated liquidity management tools to service this requirement.

Management of liquidity risk is achieved by monitoring budgets and forecasts and actual cash flows.

As disclosed in note 1.3 management expect to meet funding requirements through the raising of additional funds.

Market risk

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates, interest rates and equity prices will affect the Group and Company’s income or the value of its holding in financial instruments. The main exposure to price risk is in relation to the Company's equity investments which are held as part of the Company's investment strategy.

Foreign currency risk

The Group and Company do not have any direct exposure to foreign currency risk.

25 Group cash generated from group operations

	2018 £	2017 £
Loss for the year after tax	(141,370)	(215,761)
Adjustments for:		
Investment income	(6,317)	(4,000)
Loss/(gain) on disposal of intangible assets	2,426	(257)
Amortisation and impairment of intangible assets	68,538	44,550
Depreciation and impairment of tangible fixed assets	1,268	549
Decrease/(increase) in fair value of listed investments	1,019	(24,675)
Movements in working capital:		
Decrease/(increase) in debtors	5,002	(19,845)
Increase in creditors	36,043	10,880
Cash absorbed by operations	(33,391)	(208,559)

26 Cash generated from operations - company

	2018 £	2017 £
Loss for the year after tax	(127,380)	(189,431)
Adjustments for:		
Investment income	(5,822)	(4,000)
Amounts written off investments	(853)	(24,675)
Movements in working capital:		
Decrease/(increase) in debtors	19,549	(133,746)
Increase in creditors	34,595	10,629
Cash absorbed by operations	(79,911)	(341,223)