

REPORT OF THE DIRECTOR AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2013
FOR
TRANSMARKET GROUP LIMITED



**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2013**

	Page
Company Information	1
Report of the Director	2
Report of the Independent Auditors	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6 to 8
Trading and Profit and Loss Account	9

TRANSMARKET GROUP LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 30 NOVEMBER 2013

DIRECTOR: B Smith

REGISTERED OFFICE: 77 - 79 High Street
Egham
Surrey
TW20 9HY

REGISTERED NUMBER: 02861767

AUDITORS: Wilkins Kennedy LLP
Statutory Auditor
Chartered Accountants
Bridge House
London Bridge
London
SE1 9QR

TRANSMARKET GROUP LIMITED (REGISTERED NUMBER: 02861767)

**REPORT OF THE DIRECTOR
FOR THE YEAR ENDED 30 NOVEMBER 2013**

The director presents his report with the financial statements of the company for the year ended 30 November 2013.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of proprietary trading in securities and derivatives on international exchanges.

DIRECTOR

B Smith held office during the whole of the period from 1 December 2012 to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements 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 director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

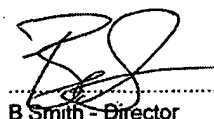
So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Wilkins Kennedy LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:


.....
B Smith - Director

Date: 28 Aug 2014

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF TRANSMARKET GROUP LIMITED

We have audited the financial statements of Transmarket Group Limited for the year ended 30 November 2013 on pages four to eight. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 a Report of the Auditors 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.

Respective responsibilities of director and auditors

As explained more fully in the Statement of Director's Responsibilities set out on page two, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Director to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 November 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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, 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Director.



Robin Haslam (Senior Statutory Auditor)
for and on behalf of Wilkins Kennedy LLP
Statutory Auditor
Chartered Accountants
Bridge House
London Bridge
London
SE1 9QR

Date: 29 April 2014

TRANSMARKET GROUP LIMITED (REGISTERED NUMBER: 02861767)

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 NOVEMBER 2013**

	Notes	2013 £	2012 £
TURNOVER		61,977	394,179
Cost of sales		<u>-</u>	<u>310,510</u>
GROSS PROFIT		61,977	83,669
Administrative expenses		<u>78,094</u>	<u>303,063</u>
OPERATING LOSS	2	(16,117)	(219,394)
Interest receivable and similar income		<u>-</u>	<u>10,230</u>
		(16,117)	(209,164)
Interest payable and similar charges		<u>-</u>	<u>14,615</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(16,117)	(223,779)
Tax on loss on ordinary activities	3	<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR		<u>(16,117)</u>	<u>(223,779)</u>

The notes form part of these financial statements

TRANSMARKET GROUP LIMITED (REGISTERED NUMBER: 02861767)

**BALANCE SHEET
30 NOVEMBER 2013**

	Notes	2013 £	2012 £
FIXED ASSETS			
Investments	4	70,215	70,215
CURRENT ASSETS			
Debtors	5	981	981
Cash in hand		<u>10,598</u>	<u>114,164</u>
		11,579	115,145
CREDITORS			
Amounts falling due within one year	6	<u>358,078</u>	<u>445,527</u>
NET CURRENT LIABILITIES		<u>(346,499)</u>	<u>(330,382)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(276,284)</u>	<u>(260,167)</u>
CAPITAL AND RESERVES			
Called up share capital	7	9,517,926	9,517,926
Profit and loss account	8	<u>(9,794,210)</u>	<u>(9,778,093)</u>
SHAREHOLDERS' FUNDS		<u>(276,284)</u>	<u>(260,167)</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved by the director on 28 Aug 2014 and were signed by:


B. Smith - Director

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2013**

1. ACCOUNTING POLICIES**Accounting convention**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Preparation of consolidated financial statements

The financial statements contain information about Transmarket Group Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Transmarket Group LLC, a company registered in United States.

Exemption from preparing a cash flow statement

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Trading income

Trading income represents dealing income generated from trading on various futures and options exchanges and is stated gross of commissions and expenses.

Tangible fixed assets

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset over its expected useful life, as follows:-

Computer equipment	- over 3 or 5 years
Leasehold improvements	- over 4 to 6 years
Office furniture and equipment	- over 7 years

Any impairment in value is charged to the profit and loss account

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in future or a right to pay less tax in future have occurred. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be appropriate taxable profits from which the future reversal of the underlying timing differences can be deducted.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange over the trading period. Exchange differences are taken into account in arriving at the operating result.

2. OPERATING LOSS

The operating loss is stated after charging/(crediting):

	2013	2012
	£	£
Depreciation - owned assets	-	4,712
Loss on disposal of fixed assets	-	41,674
Auditors' remuneration	4,831	5,000
Foreign exchange differences	<u>(3,023)</u>	<u>32,744</u>
Directors' remuneration and other benefits etc	<u>-</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 NOVEMBER 2013

3. TAXATION

A deferred tax asset of £2.2m relating to temporary differences arising on trading losses and capital allowances is not recognised as there is insufficient evidence that this will reverse in subsequent periods.

4. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 December 2012 and 30 November 2013	<u>70,215</u>
NET BOOK VALUE	
At 30 November 2013	<u>70,215</u>
At 30 November 2012	<u>70,215</u>

The company's investments at the balance sheet date in the share capital of companies include the following:

Transmarket Iberia S.L

Country of incorporation: Spain

Nature of business: Non-trading

	% holding	2013	2012
Class of shares:		£	£
Ordinary Shares	100.00		
Aggregate capital and reserves		101,918	112,000
(Loss)/Profit for the year		<u>9,167</u>	<u>1,678</u>

5. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013	2012
	£	£
Trade debtors	<u>981</u>	<u>981</u>

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013	2012
	£	£
Amounts owed to group undertakings	353,078	435,170
Other creditors	<u>5,000</u>	<u>10,357</u>
	<u>358,078</u>	<u>445,527</u>

7. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2013	2012
			£	£
9,517,926	ordinary shares	1	<u>9,517,926</u>	<u>9,517,926</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 NOVEMBER 2013

8. RESERVES

	Profit and loss account £
At 1 December 2012	(9,778,093)
Deficit for the year	<u>(16,117)</u>
At 30 November 2013	<u>(9,794,210)</u>

9. RELATED PARTY DISCLOSURES

Details of related party transactions receivables, payables, income and expense accounts at 30 November 2013.

i) A balance of £184,684 (2012: £331,028) due to Transmarket Group L.L.C. The company recharged general and admin costs of £61,977 (2012: £nil) to Transmarket Group L.L.C during 2013.

ii) A balance of £106,417 (2012: £104,142) is due to Transmarket Iberia S.L

iii) The company incurred charges of £61,977 from Aardvark Trading L.L.C, a subsidiary undertaking of Transmarket Group LLC. A balance of £61,977 (2012: £Nil) was due to Aardvark Trading L.L.C.

10. ULTIMATE CONTROLLING PARTY

Transmarket Group L.L.C. is considered to be the ultimate controlling party by virtue of its indirect shareholding.