

Geraud Markets (UK) Limited

Registered number: 03731102

Annual report

For the year ended 31 December 2016



GERAUD MARKETS (UK) LIMITED

COMPANY INFORMATION

Directors	P Lamb (resigned 29 September 2017) J Auguste M Distel A M C Auguste (appointed 26 June 2017)
Registered number	03731102
Registered office	Management Suite Prescot Centre Eccleston Street Prescot L34 5GA
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor One St Peters Square Manchester M2 3DE

GERAUD MARKETS (UK) LIMITED

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GERAUD MARKETS (UK) LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their report and the financial statements for the year ended 31 December 2016.

Principal activity

The principal activity of the company continued to be that of market consultants and market managers.

Results and dividends

The loss for the year, after taxation, amounted to £1,506,725 (2015 - restated loss £5,158,257).

The directors do not recommend the payment of a dividend.

Directors

The directors who served during the year were:

P Lamb (resigned 29 September 2017)

J Auguste

M Distel

A M C Auguste (appointed 26 June 2017)

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make 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 directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

GERAUD MARKETS (UK) LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2016**

Disclosure of information to auditor

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

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

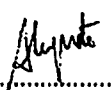
Auditor

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

Small companies note

This report has been prepared in accordance with the small companies regime of the Companies Act 2006.

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


.....
A M C Auguste
Director

Date: 8th March 2019

Independent auditor's report to the members of Geraud Markets (UK) Limited

We have audited the financial statements of Geraud Markets (UK) Limited (the 'company') for the year ended 31 December 2016 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

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. 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.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

Basis for disclaimer of opinion on the financial statements

The directors' were unable to provide us with sufficient appropriate audit evidence to allow us to complete our audit procedures in respect of the accompanying financial statements of the company for the year ended 31 December 2016. This was a result of the failure to maintain adequate accounting records, in part due to the directors dedicating significant time in pursuing the actions against the former directors as detailed in note 18.

Disclaimer of opinion on financial statements

We do not express an opinion on the accompanying financial statements of the company. The significance of the matters described in the Basis for disclaimer of opinion section above, results in us not being able to obtain sufficient appropriate audit evidence to provide an audit opinion on these financial statements.

Emphasis of matter – basis of preparation

We draw attention to note 2.2 to the financial statements which explains that the directors have prepared the financial statements on a going concern basis. This is based upon the continuing support of the controlling party, without which, the company may not be able to meet its liabilities as they fall due. We have not been able to validate the financial information relating to the controlling party to enable us to conclude on its ability to provide such support. Our inability to validate this information indicates that a material uncertainty exists that may cast significant doubt over the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other matter

Without qualifying our opinion, we draw attention to note 2.1 to the financial statements and the fact that the comparative information in the financial statements is considered to be unaudited.

Opinion on the other matter prescribed by the Companies Act 2006

Notwithstanding our disclaimer of an opinion on the view given by the financial statements, in our opinion the information given in the Directors' Report 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

In our opinion adequate accounting records have not been kept by the company, the financial statements are not in agreement with the accounting records and returns and we did not receive all the information and explanations we require for our audit as explained above in the basis for our disclaimer of opinion on the financial statements.

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:

- certain disclosures of directors' remuneration specified by law are not made; and
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.



Timothy Hudson (Senior Statutory Auditor)

for and on behalf of Mazars LLP

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

Date:

8 March 2019.

GERAUD MARKETS (UK) LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Note	2016 £	As restated 2015 £
Turnover		1,065,772	1,893,079
Cost of sales		(862,790)	(131,657)
Gross profit		<u>202,982</u>	<u>1,761,422</u>
Administrative expenses - other		(2,206,452)	(3,379,902)
Administrative expenses - exceptional	5	513,580	(3,538,240)
Operating loss		<u>(1,489,890)</u>	<u>(5,156,720)</u>
Interest payable and similar charges		(2,661)	(1,537)
Loss before tax		<u>(1,492,551)</u>	<u>(5,158,257)</u>
Tax on loss		(14,174)	-
Loss for the year		<u><u>(1,506,725)</u></u>	<u><u>(5,158,257)</u></u>

There were no recognised gains and losses for 2016 or 2015 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2016 (2015: £NIL).

The notes on pages 8 to 21 form part of these financial statements.

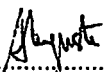
GERAUD MARKETS (UK) LIMITED
REGISTERED NUMBER: 03731102

BALANCE SHEET
AS AT 31 DECEMBER 2016

	Note	2016 £	2016 £	As restated 2015 £	As restated 2015 £
Fixed assets					
Tangible assets	6		260,708		236,883
Investments	7		1		82
			<u>260,709</u>		<u>236,965</u>
Current assets					
Debtors: amounts falling due within one year	8	734,924		859,190	
Cash at bank and in hand		25,866		494,690	
		<u>760,890</u>		<u>1,353,880</u>	
Creditors: amounts falling due within one year	9	(7,994,887)		(7,032,669)	
Net current liabilities			<u>(7,233,997)</u>		<u>(5,678,789)</u>
Total assets less current liabilities			<u>(6,973,288)</u>		<u>(5,441,824)</u>
Creditors: amounts falling due after more than one year	10		(4,191)		(9,780)
Provisions for liabilities					
Deferred tax	13		(1,000)		-
Net assets excluding pension liability			<u>(6,978,479)</u>		<u>(5,451,604)</u>
Pension liability	14		(179,850)		(200,000)
Net liabilities			<u>(7,158,329)</u>		<u>(5,651,604)</u>
Capital and reserves					
Called up share capital	15		218,298		218,298
Profit and loss account	16		(7,376,627)		(5,869,902)
			<u>(7,158,329)</u>		<u>(5,651,604)</u>

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

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



A M C Auguste
 Director

Date: 8th March 2017

The notes on pages 8 to 21 form part of these financial statements.

GERAUD MARKETS (UK) LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2016 (as previously stated)	218,298	(2,331,662)	(2,113,364)
Prior year adjustment	-	(3,538,240)	(3,538,240)
At 1 January 2016 (as restated)	<u>218,298</u>	<u>(5,869,902)</u>	<u>(5,651,604)</u>
Comprehensive income for the year			
Loss for the year	-	(1,506,725)	(1,506,725)
At 31 December 2016	<u><u>218,298</u></u>	<u><u>(7,376,627)</u></u>	<u><u>(7,158,329)</u></u>

**RESTATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2015	218,298	(711,645)	(493,347)
Comprehensive income for the year			
Restated loss for the year	-	(5,158,257)	(5,158,257)
Restated at 31 December 2015	<u><u>218,298</u></u>	<u><u>(5,869,902)</u></u>	<u><u>(5,651,604)</u></u>

The notes on pages 8 to 21 form part of these financial statements.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

1. General information

Geraud Markets (UK) Limited is a company limited by shares incorporated in England and Wales. The registered office is Management Suite, Prescott Centre, Eccleston Street, Prescott, L34 5GA.

The principal activity of the company continued to be that of market consultants and market managers.

The company's functional and presentational currency is GBP.

2. Accounting policies**2.1 Basis of preparation of financial statements**

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

The audit opinion in respect of the 2015 financial statements was disclaimed and the 2015 comparative information is therefore considered to be unaudited.

The following principal accounting policies have been applied:

2.2 Going concern

After reporting another consecutive year of losses and an increased net liability position, the directors have considered the next 12 months and have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. In forming this opinion the directors have considered, in particular, the twelve month period following the date of approval of these financial statements and the fact that the ultimate controlling party has provided a letter of support confirming that it unconditionally and irrevocably provides the company with adequate financial support, either in the form of a contribution, loan, or another form of support, to ensure its liabilities can be settled as they fall due.

2.3 Exemption from preparing consolidated financial statements

The company is a parent company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of an EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.4 Revenue

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes and is derived from the rental of market stalls, energy rechages, parking charges and storage charges.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

2: Accounting policies (continued)**2.5 Tangible fixed assets**

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

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, as recognised below.

Depreciation is provided on the following basis:

Market equipment	- 20% and 25% straight line
Motor vehicles	- 33.33% straight line
Fixtures, fittings & equipment	- 20%, 25% and 33.33% straight line

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

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

2.6 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

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

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

2. Accounting policies (continued)**2.9 Financial instruments**

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.11 Finance costs

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

2.12 Operating leases: the company as lessee

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

2. Accounting policies (continued)**2.13 Pensions****Defined contribution pension plan**

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

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

Defined benefit pension plan

The company operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the Balance Sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the balance sheet date less the fair value of plan assets at the balance sheet date (if any) out of which the obligations are to be settled.

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the company's policy for similarly held assets. This includes the use of appropriate valuation techniques.

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

- a) the increase in net pension benefit liability arising from employee service during the period; and
- b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in profit or loss as a 'finance expense'.

2.14 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.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

2. Accounting policies (continued)**2.15 Provisions for liabilities**

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

2.16 Current and deferred taxation

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

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

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

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

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

2.17 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence, as presented in note 5. The comparative figures have been restated to reflect the impact of adjustments in respect of 2015 and prior as described in note 18.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

3. Auditor's remuneration

	2016	2015
	£	£
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	10,000	-

The company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent company.

4. Employees

The average monthly number of employees, including directors, during the year was 10 (2015 - 10).

5. Exceptional items

	2016	As restated
	£	2015
	£	£
Correction of amounts due to / (from) related parties	513,580	(3,538,240)

The exceptional items represent the net release / (write off) of amounts due from and to fellow subsidiary undertakings of Geraud (UK) Limited and other related entities.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

6. Tangible fixed assets

	Market equipment £	Motor vehicles £	Fixtures, fittings & equipment £	Total £
Cost or valuation				
At 1 January 2016	565,234	43,962	11,094	620,290
Additions	64,359	-	80,078	144,437
Disposals	-	(8,000)	-	(8,000)
At 31 December 2016	<u>629,593</u>	<u>35,962</u>	<u>91,172</u>	<u>756,727</u>
Depreciation				
At 1 January 2016	341,785	32,178	9,444	383,407
Charge for the year	92,114	9,467	19,031	120,612
Disposals	-	(8,000)	-	(8,000)
At 31 December 2016	<u>433,899</u>	<u>33,645</u>	<u>28,475</u>	<u>496,019</u>
Net book value				
At 31 December 2016	<u>195,694</u>	<u>2,317</u>	<u>62,697</u>	<u>260,708</u>
At 31 December 2015	<u>223,449</u>	<u>11,784</u>	<u>1,650</u>	<u>236,883</u>

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2016 £	2015 £
Motor vehicles	<u>1</u>	<u>6,690</u>

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

7. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2016	82
Disposals	(81)
At 31 December 2016	<u>1</u>

The subsidiary undertaking, Geraud Markets Scandinavia Limited, ceased trading as at 31 December 2016 and it is the directors' intention to get the company struck off the register of companies in 2019.

Geraud Markets Liverpool Limited was disposed of within the year.

8. Debtors

	2016 £	As restated 2015 £
Amounts owed by group undertakings	369,546	-
Amounts owed by related parties	148,076	396,576
Other debtors	73,487	275,296
Prepayments and accrued income	143,815	174,144
Deferred taxation (note 13)	-	13,174
	<u>734,924</u>	<u>859,190</u>

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

9. Creditors: Amounts falling due within one year

	2016	As restated 2015
	£	£
Bank loans and overdrafts	-	410,483
Trade creditors	331,379	1,145,019
Amounts owed to group undertakings	7,154,375	4,175,437
Amounts owed to related parties	282,990	222,990
Other taxation and social security	29,196	25,532
Obligations under finance lease and hire purchase contracts	5,589	5,589
Other creditors	6,715	229,209
Accruals and deferred income	184,643	818,410
	<u>7,994,887</u>	<u>7,032,669</u>

Amounts owed to group undertakings are unsecured, interest free, and repayable on demand.

Net obligations under hire purchase agreements are secured on the underlying assets.

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

	2016	2015
	£	£
Net obligations under finance leases and hire purchase contracts	<u>4,191</u>	<u>9,780</u>

Net obligations under hire purchase agreements are secured on the underlying assets.

11. Loans

Analysis of the maturity of loans is given below:

	2016	2015
	£	£
Amounts falling due within one year		
Bank loans and overdrafts	<u>-</u>	<u>410,483</u>

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

12. Finance lease obligations

Minimum lease payments under hire purchase fall due as follows:

	2016 £	2015 £
Between 1-5 years	9,780	15,369

13. Deferred taxation

	2016 £	2015 £
At beginning of year	(13,174)	(13,174)
Charged to profit or loss	14,174	-
At end of year	1,000	(13,174)

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balance (after offset) for financial reporting purposes:

	2016 £	2015 £
Accelerated capital allowances	1,000	(13,174)

14. Pension liability

The company provides defined benefit pensions for a small number of current and former employees.

The position of members of the Citrus Pension Plan has been estimated based upon the most recent formal actuarial valuation of that scheme which was as at 31 December 2012 which had been informally updated annually until 31 December 2014. The directors have estimated that the deficit remains unchanged at £200,000. During the year ended 31 December 2016 the company made payments amounting to £20,150, therefore reducing the year end provision to £179,850.

15. Share capital

	2016 £	2015 £
Allotted, called up and fully paid		
218,298 Ordinary shares of £1 each	218,298	218,298

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

16. Reserves

Profit & loss account

This reserve represent the cumulative profits and losses.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

17. Prior year adjustment

During the year management identified a number of errors in the prior year financial statements which resulted in the prior year adjustments below:-.

Trade debtors as at 31 December 2015	£389,593
Prior year adjustment	(£389,593)
As restated	£Nil
Amounts due from subsidiary undertakings as at 31 December 2015	£117,966
Prior year adjustment	(£117,966)
As restated	£Nil
Amounts due from fellow group undertakings as at 31 December 2015	£57,521
Prior year adjustment	(£57,521)
As restated	£Nil
Amounts owed by related parties as at 31 December 2015	£Nil
Prior year adjustment	£396,576
As restated	£396,576
Other debtors as at 31 December 2015	£98,681
Prior year adjustment	£176,615
As restated	£275,296
Prepayments and accrued income as at 31 December 2015	£384,509
Prior year adjustment	(£210,365)
As restated	£174,144
Trade creditors as at 31 December 2015	£303,380
Prior year adjustment	£841,639
As restated	£1,145,019
Amounts owed to group undertakings as at 31 December 2015	£1,432,964
Prior year adjustment	£2,742,473
As restated	£4,715,437
Amounts owed to related parties as at 31 December 2015	£Nil
Prior year adjustment	£222,990
As restated	£222,990
Other creditors as at 31 December 2015	£83,705
Prior year adjustment	£145,504
As restated	(£229,209)
Accruals and deferred income as at 31 December 2015	£1,435,030
Prior year adjustment	(£616,620)
As restated	£818,410

The net impact on the Statement of Comprehensive Income of the adjustments was a charge of £3,538,240.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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18. Contingencies

During 2014 Geraud (UK) Limited and other entities in the UK group entered into litigation against former directors following their dismissal from the group with civil cases going before the Court in 2016 resulting in interim charging orders dated 10 November 2016 and further charging orders in January 2017. The group was successful in its litigation although the quantum of monies to be received is dependent upon the availability of personal funds of the former directors and this is yet to be established. The group also made a claim from the CCU for the recovery of significant legal expenses.

The recovery of these monies is not recorded in these financial statements or those of other members in the group due to uncertainty as to the timing and quantum of recovery.

19. Retirement benefit scheme

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit or loss in respect of defined contribution schemes was £44,640.

20. Commitments under operating leases

At 31 December 2016 the company had future minimum lease payments under non-cancellable operating leases as follows:

	2016 £	2015 £
Not later than 1 year	217,295	242,500
Later than 1 year and not later than 5 years	554,164	639,260
Later than 5 years	2,098,219	2,231,082
	<u>2,869,678</u>	<u>3,112,842</u>

21. Related party transactions

The company has taken advantage of the exemption in FRS 102 Section 1A from the requirement to disclose transactions with fellow subsidiary companies on the grounds that consolidated financial statements are prepared by Geraud (UK) Limited.

Amounts owed by related parties, related entities through common control comprised: The Forge Market Property Co. Limited £73,762 (2015: £73,762 as restated); Geraud Markets Denmark £74,314 (2015: £33,054 as restated); The Forge Starters Limited £Nil (2015: £20,617); Geraud Markets Liverpool Limited £Nil (2015: £269,143 as restated).

Within amounts owed to related parties £282,990 (2015: £222,990 as restated) was owed to The Forge Market Limited, a related entity through common control.

GERAUD MARKETS (UK) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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22. Controlling party

The immediate parent company and smallest group of companies into which the company's results are consolidated and the financial statements are made available to the public is Geraud (UK) Limited, a company incorporated in England and Wales with registered office address Management Suite Prescott Centre, Eccleston Street, Prescott, Merseyside, England, L34 5GA. Copies of the consolidated financial statements of Geraud (UK) Limited may be obtained from the Registrar of Companies at Crown Way, Cardiff, CF14 3UZ.

The ultimate parent undertaking is Geraud S.A., a company registered in Luxembourg with registered office address 44, avenue J.F. Kennedy, L - 1855 Luxembourg.