Registration number: 05665012

KG&S Ltd

Annual Report and Unaudited Financial Statements
for the Year Ended 31 March 2018

SRC-Time Ltd
Chartered Accountants and Chartered Tax Advisors
2nd Floor
Stanford Gate
South Road
Brighton
East Sussex
BN1 6SB

KG&S Ltd

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Chartered Accountants' Report to the Board of Directors on the Preparation of the Unaudited Statutory Accounts of KG&S Ltd for the Year Ended 31 March 2018

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of KG&S Ltd for the year ended 31 March 2018, which comprise the profit and loss account, the balance sheet, the statement of changes in equity and related notes as set out on pages 2 to 10 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at icaew.com/membershandbook.

This report is made solely to the Board of Directors of KG&S Ltd, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the accounts of KG&S Ltd and state those matters that we have agreed to state to the Board of Directors of KG&S Ltd, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than KG&S Ltd and its Board of Directors as a body for our work or for this report.

It is your duty to ensure that KG&S Ltd has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the assets, liabilities, financial position and loss of KG&S Ltd. You consider that KG&S Ltd is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the accounts of KG&S Ltd. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory accounts.

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Date:.............................

KG&S Ltd

(Registration number: 05665012)
Balance Sheet as at 31 March 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	5	-	81
Investments	6	1,286,352	1,286,352
		1,286,352	1,286,433
Current assets			
Debtors	7	877,383	891,479
Cash at bank and in hand		16,344	17,390
		893,727	908,869
Creditors: Amounts falling due within one year	8	(619,321)	(583,216)
Net current assets		274,406	325,653
Total assets less current liabilities		1,560,758	1,612,086
Creditors: Amounts falling due after more than one year	8	(300,000)	(260,000)
Net assets		1,260,758	1,352,086
Capital and reserves			
Called up share capital		125,160	125,160
Profit and loss account		1,135,598	1,226,926
Total equity		1,260,758	1,352,086

For the financial year ending 31 March 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

The notes on pages 5 to 10 form an integral part of these financial statements.

KG&S Ltd

(Registration number: 05665012)
Balance Sheet as at 31 March 2018

Approved and authorised by the Board on 12 December 2018 and signed on its behalf by:

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Dr M J Suffield

Director

The notes on pages 5 to 10 form an integral part of these financial statements.

KG&S Ltd

Statement of Changes in Equity for the Year Ended 31 March 2018

	Share capital £	Profit and loss account £	Total £
At 1 April 2017	125,160	1,226,926	1,352,086
Loss for the year	-	(91,328)	(91,328)
Total comprehensive income	-	(91,328)	(91,328)
At 31 March 2018	125,160	1,135,598	1,260,758

	Share capital £	Profit and loss account £	Total £
At 1 April 2016	125,160	438,556	563,716
Profit for the year	-	823,283	823,283
Total comprehensive income	-	823,283	823,283
Dividends	-	(34,913)	(34,913)
At 31 March 2017	125,160	1,226,926	1,352,086

The notes on pages 5 to 10 form an integral part of these financial statements.

1 General information

The company is a private company limited by share capital incorporated in England and Wales.

The address of its registered office is:
15 Halls Farm Close
Winchester
Hampshire
SO23 6RE
United Kingdom

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

Going concern

The directors have reviewed the twelve months ahead and note no material reason as to why the company should not continue as a going concern.

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.
The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Plant & machinery	25% straight line basis
Motor vehicles	20% straight line basis
Equipment	33% straight line basis

2 Accounting policies (continued)

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.
Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.
Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.
Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.
Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared.

2 Accounting policies (continued)

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.
Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

3 Staff numbers

The average number of persons employed by the company (including directors) during the year, was 4 (2017 - 4).

4 Exceptional administrative expenses

Included within administrative expenses totalling £128,016 (2017: £752,258 credit) is an exceptional administrative expense of £7,866 debit (2016: 814,780 credit) being the write off of inter-company balances due to the restructuring of the group.

Notes to the Financial Statements (continued)

5 Tangible assets

	Equipment £	Plant & machinery £	Total £
Cost or valuation			
At 1 April 2017	19,495	14,061	33,556
At 31 March 2018	19,495	14,061	33,556
Depreciation			
At 1 April 2017	19,414	14,061	33,475
Charge for the year	81	-	81
At 31 March 2018	19,495	14,061	33,556
Carrying amount			
At 31 March 2018	-	-	-
At 31 March 2017	81	-	81

6 Investments

	2018 £	2017 £
Investments in subsidiaries	1,286,352	1,286,352

Subsidiaries	**£**
Cost or valuation	
At 1 April 2017	1,286,352
Provision	
Carrying amount	
At 31 March 2018	1,286,352
At 31 March 2017	1,286,352

Notes to the Financial Statements (continued)

7 Debtors

	Note	2018 £	2017 £
Amounts owed by group undertakings	10	836,339	883,086
Other debtors		41,044	8,393
Total current trade and other debtors		877,383	891,479

8 Creditors

	Note	2018 £	2017 £
Due within one year			
Bank loans and overdrafts	9	22,472	-
Amounts owed to group undertakings	10	111,902	17,218
Taxation and social security		1,515	1,963
Other creditors		483,432	564,035
		619,321	583,216
Due after one year			
Loans and borrowings	9	300,000	260,000

9 Loans and borrowings

	2018 £	2017 £
Non-current loans and borrowings		
Redeemable preference shares	300,000	260,000

	2018 £	2017 £
Current loans and borrowings		
Bank overdrafts	22,472	-

Notes to the Financial Statements (continued)

10 Related party transactions

Summary of transactions with subsidiaries

Karis Winchester Limited (Subsidiary)
At the balance sheet date, the amount due from Karis Winchester Limited totalled £78,432 (2017: £114,183).
ICare247 Limited (Subsidiary)
At the balance sheet date, the amount due to ICare247 Limited totalled £31,695 (2017: £17,217).
Karis Group Sierra Leone Limited (50% owned by KG&S Limited)
KG&S Limited have paid for expenses and costs relating to Karis Group Sierra Leone Limited. At the balance sheet date, the amount due from Karis Group Sierra Leone Limited totalled £757,907 (2017: £760,249).

Summary of transactions with other related parties

Karis Group Limited (Under common control)
At the balance sheet date, the amount due to Karis Group Limited totalled £11,264 (2017: debtor of £4,000).