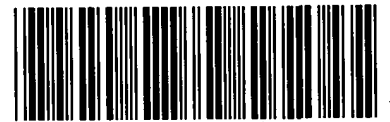


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REGISTERED NUMBER: 05949077 (England and Wales)

Report of the Directors and
Financial Statements for the Year Ended 31 March 2016
for
DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED

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FOR THE YEAR ENDED 31 MARCH 2016

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DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED

Company Information
FOR THE YEAR ENDED 31 MARCH 2016

DIRECTORS:	Dr. M Batra Dr. A Batra
SECRETARY:	Dr. A Batra
REGISTERED OFFICE:	Third Floor Front (North) Consulting Room 17 Harley Street London W1G 9QH
REGISTERED NUMBER:	05949077 (England and Wales)
SENIOR STATUTORY AUDITOR:	Mukesh Desai
AUDITORS:	Butler & Co LLP Chartered Accountants & Statutory Auditor Third Floor 126-134 Baker Street London W1U 6UE

Report of the Directors
FOR THE YEAR ENDED 31 MARCH 2016

The directors present their report with the financial statements of the company for the year ended 31 March 2016.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2015 to the date of this report.

Dr. M Batra
Dr. A Batra

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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). 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 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 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are 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 each director 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, Butler & Co LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

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

ON BEHALF OF THE BOARD:



Dr. A Batra - Director

5 September 2016

Report of the Independent Auditors to the Members of
Dr Batras' Positive Health Clinic (UK)
Limited

We have audited the financial statements of Dr Batras' Positive Health Clinic (UK) Limited for the year ended 31 March 2016 on pages five to fourteen. 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, 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.

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 directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors 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 31 March 2016 and of its 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.

Emphasis of Matter

We draw attention to Note 1 to the financial statements which describes the uncertainty related to the Company's ability to continue as a going concern. Our opinion is not qualified in respect of this matter.

Opinion on other matter prescribed by the Companies Act 2006

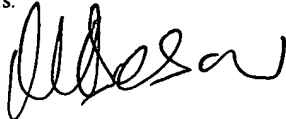
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of
Dr Batras' Positive Health Clinic (UK)
Limited

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



Mukesh Desai (Senior Statutory Auditor)
for and on behalf of Butler & Co LLP
Chartered Accountants
& Statutory Auditor
Third Floor
126-134 Baker Street
London
W1U 6UE

Date: 05.09.2016

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Income Statement
FOR THE YEAR ENDED 31 MARCH 2016

	Notes	2016 £	2015 £
TURNOVER		39,928	4,900
Cost of sales		<u>37,870</u>	<u>24,843</u>
GROSS PROFIT/(LOSS)		2,058	(19,943)
Administrative expenses		<u>183,005</u>	<u>66,980</u>
		(180,947)	(86,923)
Other operating income		<u>361</u>	<u>-</u>
OPERATING LOSS and LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	2	(180,586)	(86,923)
Tax on loss on ordinary activities	3	<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR		<u><u>(180,586)</u></u>	<u><u>(86,923)</u></u>

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Other Comprehensive Income
FOR THE YEAR ENDED 31 MARCH 2016

	Notes	2016 £	2015 £
LOSS FOR THE YEAR		(180,586)	(86,923)
OTHER COMPREHENSIVE INCOME		—	—
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>(180,586)</u>	<u>(86,923)</u>

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Balance Sheet
31 MARCH 2016

	Notes	2016 £	2015 £
FIXED ASSETS			
Tangible assets	4	101,682	1,133
CURRENT ASSETS			
Debtors	5	28,980	27,720
Cash at bank and in hand		20,263	13,569
		49,243	41,289
CREDITORS			
Amounts falling due within one year	6	858,020	568,931
NET CURRENT LIABILITIES		(808,777)	(527,642)
TOTAL ASSETS LESS CURRENT LIABILITIES		(707,095)	(526,509)
CAPITAL AND RESERVES			
Called up share capital	9	10,100	10,100
Retained earnings	10	(717,195)	(536,609)
SHAREHOLDERS' FUNDS		(707,095)	(526,509)

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were authorised for issue by the Board of Directors on 5 September 2016 and were signed on its behalf by:



Dr. A Batra - Director

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Statement of Changes in Equity
FOR THE YEAR ENDED 31 MARCH 2016

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2014	10,100	(449,686)	(439,586)
Changes in equity			
Total comprehensive income	-	(86,923)	(86,923)
Balance at 31 March 2015	10,100	(536,609)	(526,509)
Changes in equity			
Total comprehensive income	-	(180,586)	(180,586)
Balance at 31 March 2016	10,100	(717,195)	(707,095)

The notes form part of these financial statements

Notes to the Financial Statements
FOR THE YEAR ENDED 31 MARCH 2016

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Financial reporting standard 102 - reduced disclosure exemptions

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

- the requirements of Section 7 Statement of Cash Flows.

Turnover

Turnover represents amounts receivable for medical consultancy services. Income is recognised in the period when services are performed.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Improvements to property	- 20% on cost
Plant and machinery	- 20% on cost
Fixtures and fittings	- 10% on cost
Computer equipment	- 25% on cost

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Going concern

As at 31 March 2016, total liabilities of the company exceeded its total assets by £705,945 (2015: £526,509). However, the directors of the company consider that the going concern basis is appropriate in view of the assurance of continuing support, which the company has received from its shareholders.

2. OPERATING LOSS

The operating loss is stated after charging:

	2016	2015
	£	£
Depreciation - owned assets	11,356	319
Auditors' remuneration	6,900	2,760
	<u> </u>	<u> </u>
Directors' remuneration and other benefits etc	<u> </u>	<u> </u>

3. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 March 2016 nor for the year ended 31 March 2015.

**Notes to the Financial Statements - continued
FOR THE YEAR ENDED 31 MARCH 2016**

4. TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Totals £
COST					
At 1 April 2015	4,330	1,573	2,844	1,594	10,341
Additions	43,004	27,548	40,478	875	111,905
At 31 March 2016	47,334	29,121	43,322	2,469	122,246
DEPRECIATION					
At 1 April 2015	4,330	1,573	1,711	1,594	9,208
Charge for year	5,240	3,245	2,751	120	11,356
At 31 March 2016	9,570	4,818	4,462	1,714	20,564
NET BOOK VALUE					
At 31 March 2016	37,764	24,303	38,860	755	101,682
At 31 March 2015	-	-	1,133	-	1,133

5. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £	2015 £
Other debtors	27,017	27,720
Prepayments	1,963	-
	28,980	27,720

Other debtors include £19,950 rent deposit held by the landlord that can be used in the event of a default.

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £	2015 £
Other loans (see note 7)	744,000	504,000
Trade creditors	46,493	-
Amounts owed to group undertakings	53,961	53,118
Other creditors	6,666	6,473
Accruals and deferred income	6,900	5,340
	858,020	568,931

7. LOANS

An analysis of the maturity of loans is given below:

	2016 £	2015 £
Amounts falling due within one year or on demand:		
Other loans	744,000	504,000

The loan is repayable on demand.

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Notes to the Financial Statements - continued
FOR THE YEAR ENDED 31 MARCH 2016

8. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2016 £	2015 £
Within one year	42,000	-
Between one and five years	138,000	-
	<u>180,000</u>	<u>-</u>

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2016 £	2015 £
10,100	Ordinary Shares	£1	<u>10,100</u>	<u>10,100</u>

10. RESERVES

	Retained earnings £
At 1 April 2015	(536,609)
Deficit for the year	<u>(180,586)</u>
At 31 March 2016	<u>(717,195)</u>

11. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of Dr Batra's Positive Health Clinic Private Limited, a company incorporated in India.

12. RELATED PARTY DISCLOSURES

Included in creditors payable within one year is an amount of £53,118 (2015 £53,118) which is due to the parent company, Dr Batras' Positive Health Clinic Private Limited. £843 is payable to Dr Batras Homeopathic Clinic FZLLC Dubai.

Included in creditors payable within one year is an amount advanced by the parent company, Dr Batras' Positive Health Clinic Private Limited of £744,000 (2015: £504,000).

The loan is repayable on demand.

13. ULTIMATE CONTROLLING PARTY

By virtue of his shareholding in the parent company, Dr Mukesh Batra is considered to be the ultimate controlling party of the company.

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Reconciliation of Equity
1 APRIL 2014
(Date of Transition to FRS 102)

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Tangible assets	2	1,452	-	1,452
CURRENT ASSETS				
Debtors		20,844	-	20,844
Cash at bank and in hand		1,621	-	1,621
		22,465	-	22,465
CREDITORS				
Amounts falling due within one year		(59,503)	-	(59,503)
NET CURRENT LIABILITIES		(37,038)	-	(37,038)
TOTAL ASSETS LESS CURRENT LIABILITIES		(35,586)	-	(35,586)
CREDITORS				
Amounts falling due after more than one year		(404,000)	-	(404,000)
NET LIABILITIES		(439,586)	-	(439,586)
CAPITAL AND RESERVES				
Called up share capital		10,100	-	10,100
Retained earnings		(449,686)	-	(449,686)
SHAREHOLDERS' FUNDS		(439,586)	-	(439,586)

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Reconciliation of Equity - continued
31 MARCH 2015

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Tangible assets	2	1,133	-	1,133
CURRENT ASSETS				
Debtors		27,720	-	27,720
Cash at bank and in hand		13,569	-	13,569
		41,289	-	41,289
CREDITORS				
Amounts falling due within one year		(64,931)	(504,000)	(568,931)
NET CURRENT LIABILITIES		(23,642)	(504,000)	(527,642)
TOTAL ASSETS LESS CURRENT LIABILITIES		(22,509)	(504,000)	(526,509)
CREDITORS				
Amounts falling due after more than one year		(504,000)	504,000	-
NET LIABILITIES		(526,509)	-	(526,509)
CAPITAL AND RESERVES				
Called up share capital		10,100	-	10,100
Retained earnings		(536,609)	-	(536,609)
SHAREHOLDERS' FUNDS		(526,509)	-	(526,509)

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Reconciliation of Loss
FOR THE YEAR ENDED 31 MARCH 2015

	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
TURNOVER	4,900	-	4,900
Cost of sales	-	(24,843)	(24,843)
Administrative expenses	(91,823)	24,843	(66,980)
OPERATING LOSS	(86,923)	-	(86,923)
and			
LOSS ON ORDINARY ACTIVITIES BEFORE			
TAXATION	(86,923)	-	(86,923)
Tax on loss on ordinary activities	-	-	-
LOSS FOR THE FINANCIAL YEAR	(86,923)	-	(86,923)

The notes form part of these financial statements