OOMPH WELLNESS LIMITED ABBREVIATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

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INDEPENDENT AUDITORS' REPORT TO OOMPH WELLNESS LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 2 to 5, together with the financial statements of Oomph Wellness Limited for the year ended 31 March 2015 prepared under section 396 of the Companies Act 2006.

This report is made solely to the company in accordance with Chapter 10 of Part 15 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 444 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 444(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Other information

On 16 December 2015 we reported, as auditors of Oomph Wellness Limited, to the members on the financial statements prepared under section 396 of the Companies Act 2006 for the year ended 31 March 2015, and our report included the following paragraph:

Emphasis of matter

In the previous accounting period the directors of the company took advantage of audit exemption under s477 of the Companies Act. Therefore the prior period financial statements were not subject to audit.'

John McIntyre (Senior Statutory Auditor) for and on behalf of Wilkins Kennedy FKC

16 December 2015

Chartered Accountants Statutory Auditor

Stourside Place Station Road Ashford Kent TN23 1PP

ABBREVIATED BALANCE SHEET

AS AT 31 MARCH 2015

| | | 201 | 5 | 2014 | |
|--|-------|--|---|----------|----------|
| | Notes | £ | £ | £ | £ |
| Fixed assets | | | | | |
| Tangible assets | 2 | | 1,458 | | 2,602 |
| Investments | 2 | | 100 | | 100 |
| • | | | 1,558 | | 2,702 |
| Current assets | | | | | |
| Debtors | 3 | 165,570 | ų. | 42,777 | |
| Cash at bank and in hand | | 25,748 | | 218,668 | |
| | | 191,318 | | 261,445 | |
| Creditors: amounts falling due within one year | | (66,636) | | (94,509) | |
| Net current assets | | ., ,, , , , , , , , , , , , , , , , , , | 124,682 | | 166,936 |
| Total assets less current liabilities | | | 126,240 | | 169,638 |
| Creditors: amounts falling due after | | | | | |
| more than one year | • | | (17,417) | , | (18,200) |
| | | | | | · |
| · | | | 108,823 | | 151,438 |
| <i>p</i> | | , | *************************************** | | |
| Capital and reserves | | | • | | |
| Called up share capital | 4 | | 2 | | 2 |
| Share premium account | | | 234,999 | | 234,999 |
| Profit and loss account | | | (126,178) | | (83,563) |
| Shareholders' funds | | | 108,823 | | 151,438 |
| | | | | | |

These abbreviated financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Approved by the Board and authorised for issue on $\frac{8}{10}$

Mr B Allen **Director**

Company Registration No. 07608774

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

1 Accounting policies

1.1 Accounting convention

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

The accounts are prepared on a going concern basis. The use of the going concern basis of accounting is appropriate because there are no material uncertainties related to events or conditions that may cast significant doubt about the ability of the company to continue as a going concern.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Fixtures, fittings & equipment

25% reducing balance

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

1.6 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.7 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

1.8 Grants

Grants are credited to deferred revenue. Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2015

| 2 | Fixed assets | • | | | |
|---|------------------------------------|--|--------------------|-------------|--------------------|
| | | | Tangible assets | Investments | Total |
| | | | £ | £ | £ |
| | Cost | | | | |
| | At 1 April 2014 & at 31 March 2015 | en e | 5,125 | 100 | 5,225 |
| | Depreciation | | | | - , , , |
| | At 1 April 2014 | | 2,523 | - | 2,523 |
| | Charge for the year | | 1,144 | - | 1,144 |
| | At 31 March 2015 | | 3,667 | - | 3,667 |
| | Net book value | | | | |
| | At 31 March 2015 | IT" | 1,458 | 100 | 1,558 |
| | At 31 March 2014 | | 2,602 | 100 | 2,702 |
| | | | | | |

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

| Company | Country of registration or incorporation | Shares held Class | % |
|--------------------------------------|--|----------------------|--------|
| Subsidiary undertakings | | • | |
| Oomph Wellness Training Limited | England | Ordinary shares | 100.00 |
| Oomph Wellness Associates Limited | England | Ordinary shares | 51.00 |

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

| | | Capital and reserves | • | Profit/(loss) for the year |
|--------------------------------------|--|----------------------|-------------|----------------------------|
| | | 2015 | 2015 | |
| Oomph Wellness Training | Principal activity Health and wellbeing training | £ (00.674) | £ (425.942) | |
| Oomph Wellness Associates Limited | provider Dormant | (99,674) | (125,842) | |
| | | | | |

Oomph Wellness Associates Limited was dissolved on 24 June 2014.

3 Debtors

Debtors include an amount of £145,686 (2014 - £13,939) which is due after more than one year.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2015

| 4 | Share capital | | 2015 | 2014 |
|---|--|---|------|------|
| | | | £ | £ |
| | Allotted, called up and fully paid | | | |
| | 1,377 Ordinary shares of £0.001p each and 276 Ordinary 'A' shares of | | | |
| | £0.001p each | • | 2 | 2 |
| | | | | |

On 4 April 2013 335 Ordinary shares of £0.001 were allotted and fully paid with a premium of £74.625 for cash consideration to provide additional working capital. On 21 October 2013 42 Ordinary shares of £0.001 were allotted and fully paid with a premium of £238.094 for cash consideration to provide additional working capital.

On 18 December 2013 276 Ordinary 'A' shares of £0.001 were allotted and part paid with a premium of £724.63 for cash consideration to provide additional working capital.

The nominal value of the Ordinary shares is £1.377 and the nominal value of the Ordinary 'A' shares is £0.276. This has been rounded to show as £2 share capital with the balance of the rounding showing in the share premium account.

On 15 December 2014 the company granted an EMI option agreement to D Lehner and N K Colborne-Baber for the issue of 64 'B' shares each at £291 per share with an exercise date of 18 December 2017 or thereafter.

5 Ultimate parent company

The ultimate controlling party of the company is considered to be Mr B Allen by virtue of his majority shareholding.