

COMPANY REGISTRATION NUMBER 01623770

ROBERTO BUCCI (UK) LIMITED

CONSOLIDATED
REPORTS AND FINANCIAL STATEMENTS

31 DECEMBER 2015



ROBERTO BUCCI (UK) LIMITED
FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

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ROBERTO BUCCI (UK) LIMITED

STRATEGIC REPORT

PERIOD ENDED 31 DECEMBER 2015

We aim to present a balanced and comprehensive review of the development and performance of our business during the year and its position at the year end. Our review is consistent with the size and non-complex nature of our business and is written in the context of the risks and uncertainties we face.

It is group's policy to provide a comprehensive range of freight forwarding services to clients, comprising the management and movement of container/trailers based freight and the provision of general freight forwarding services world wide.

Bucci Freight Services Limited is the main UK arm of the Roberto Bucci Group which is based in Italy. Containerised freight movements between Italy and the UK play a major part of the company's activities, as well as new trailer services from Italy and the UK to all European Countries. One of the group's strengths is its relatively small operational team, resulting in close individual contact with clients and tightly controlled activities.

We consider that our key financial performance indicators are those that communicate the financial performance and strength of the company as a whole, these being turnover, gross margin and return on capital employed.

Turnover is £18,386,842 (2014 - £16,330,655), gross margin is 13.9% (2014 - 14.3%) and return on capital employed is 16.9% (2014 - 17.8%). Return on capital employed is calculated as profit before tax divided by capital employed, which constitutes total assets less current liabilities.

As for many businesses of our size, the business environment in which we operate continues to be challenging. The freight forwarding market in the UK is highly competitive and margins continue to be tight. With these risks and uncertainties in mind, we are aware that any plans for the future development of the business may be subject to unforeseen future events outside of our control.

The company policy going forward is to expand further into other world markets or trades with the support of our existing and new clients.

Financial instruments and credit risk

The Group's financial instruments, comprise cash, bank borrowings and various items, such as trade receivables and trade payables, that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations.

The principal financial risks to which the Group is exposed relate to liquidity/funding, credit risk, interest rates and foreign exchange rates.

In order to minimise the risk of bad debts the company has put in place trade indemnity insurance.

Signed on behalf of the directors



R Bucci
Director

Approved by the directors on 12 July 2016

ROBERTO BUCCI (UK) LIMITED

DIRECTORS' REPORT

PERIOD ENDED 31 DECEMBER 2015

The directors present their report and the financial statements of the group for the period ended 31 December 2015.

RESULTS AND DIVIDENDS

The profit for the period, after taxation, amounted to £989,449. Particulars of dividends paid are detailed in note 10 to the financial statements.

DIRECTORS

The directors who served the company during the period were as follows:

R. Bucci
A. Bucci- Gnerre
G. Bucci

DIRECTORS' RESPONSIBILITIES

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 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 the group and of the profit or loss of the group for that period. In preparing those 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 group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group 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 group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the group's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

ROBERTO BUCCI (UK) LIMITED

DIRECTORS' REPORT *(continued)*


PERIOD ENDED 31 DECEMBER 2015

Each of the persons who is a director at the date of approval of this report confirm that:

- so far as each director is aware, there is no relevant audit information of which the group's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Registered office:
4 Gwynne House
94 Lower Sloane Street
London
SW1W 8BX

Signed on behalf of the directors


R Bucci
Director

Approved by the directors on 12 July 2016

ROBERTO BUCCI (UK) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ROBERTO BUCCI (UK) LIMITED

PERIOD ENDED 31 DECEMBER 2015

We have audited the group and parent company financial statements ("the financial statements") of Roberto Bucci (UK) Limited for the period ended 31 December 2015 on pages 6 to 25. 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).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, 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 group's and the parent 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 annual report 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 group's and parent company's affairs as at 31 December 2015 and of the group's profit for the period 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

ROBERTO BUCCI (UK) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ROBERTO BUCCI (UK) LIMITED *(continued)*

PERIOD ENDED 31 DECEMBER 2015

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.



LEE SESSIONS FCA (Senior
Statutory Auditor)
For and on behalf of
QUAY BUSINESS ADVICE LIMITED
Chartered Accountants
& Statutory Auditor

1 Town Quay Wharf
Abbey Road
Barking
Essex IG11 7BZ

12.7.16

ROBERTO BUCCI (UK) LIMITED
CONSOLIDATED PROFIT AND LOSS ACCOUNT
PERIOD ENDED 31 DECEMBER 2015

| | | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|---|-----------|-----------------------------|--|
| GROUP TURNOVER | Note 2 | 18,386,842 | 16,330,655 |
| Cost of sales | | 15,834,395 | 14,002,198 |
| GROSS PROFIT | | <u>2,552,447</u> | <u>2,328,457</u> |
| Distribution costs | | 27,168 | 22,394 |
| Administrative expenses | | 1,277,098 | 1,142,949 |
| OPERATING PROFIT | 3 | <u>1,248,181</u> | <u>1,163,114</u> |
| Income from fixed asset investments | 6 | 8,759 | 15,576 |
| Interest receivable | | 1,042 | 4,582 |
| Interest payable and similar charges | 7 | (2,716) | (4,935) |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | <u>1,255,266</u> | <u>1,178,337</u> |
| Tax on profit on ordinary activities | 8 | 264,350 | 297,075 |
| PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION | | <u>990,916</u> | <u>881,262</u> |
| Minority interests | | 1,467 | 254 |
| PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY | 9 | <u>989,449</u> | <u>881,008</u> |
| PROFIT FOR THE FINANCIAL PERIOD | | <u><u>989,449</u></u> | <u><u>881,008</u></u> |

All of the activities of the group are classed as continuing.

The company has taken advantage of section 408 of the Companies Act 2006
not to publish its own Profit and Loss Account.

The notes on pages 11 to 25 form part of these financial statements.

ROBERTO BUCCI (UK) LIMITED
CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

PERIOD ENDED 31 DECEMBER 2015

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|---|-----------------------------|--|
| Profit for the financial period attributable to the shareholders of the parent company | 989,449 | 881,008 |
| Unrealised profit on revaluation of certain fixed assets | <u>100,000</u> | — |
| Total gains and losses recognised since the last annual report | <u><u>1,089,449</u></u> | <u><u>881,008</u></u> |

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

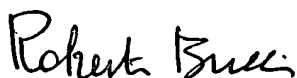
| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|---------------------------------------|-----------------------------|--|
| Profit for the financial period | 989,449 | 881,008 |
| Other net recognised gains and losses | 100,000 | — |
| Equity dividends | <u>(279,800)</u> | — |
| Net addition to shareholders' funds | 809,649 | 881,008 |
| Opening shareholders' funds | <u>6,020,542</u> | <u>5,139,534</u> |
| Closing shareholders' funds | <u><u>6,830,191</u></u> | <u><u>6,020,542</u></u> |

The notes on pages 11 to 25 form part of these financial statements.

ROBERTO BUCCI (UK) LIMITED
CONSOLIDATED BALANCE SHEET
31 DECEMBER 2015

| | Note | 2015 £ | 2014 £ |
|--|------|------------------|------------------|
| FIXED ASSETS | | | |
| Tangible assets | 11 | 881,231 | 765,061 |
| Investments | 12 | 698,273 | 739,818 |
| | | <u>1,579,504</u> | <u>1,504,879</u> |
| CURRENT ASSETS | | | |
| Debtors due within one year | 13 | 3,339,089 | 3,625,625 |
| Debtors due after one year | 13 | 3,640,049 | 2,604,609 |
| Cash at bank | | 1,695,626 | 1,289,662 |
| | | <u>8,674,764</u> | <u>7,519,896</u> |
| CREDITORS: Amounts falling due within one year | 14 | <u>2,809,238</u> | <u>2,401,486</u> |
| NET CURRENT ASSETS | | <u>5,865,526</u> | <u>5,118,410</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | <u>7,445,030</u> | <u>6,623,289</u> |
| CREDITORS: Amounts falling due after more than one year | 15 | <u>612,163</u> | <u>601,538</u> |
| | | <u>6,832,867</u> | <u>6,021,751</u> |
| MINORITY INTERESTS | | <u>2,676</u> | <u>1,209</u> |
| | | <u>6,830,191</u> | <u>6,020,542</u> |
| CAPITAL AND RESERVES | | | |
| Called up equity share capital | 20 | 140,000 | 140,000 |
| Revaluation reserve | 21 | 744,827 | 644,827 |
| Profit and loss account | 21 | 5,945,364 | 5,235,715 |
| SHAREHOLDERS' FUNDS | | <u>6,830,191</u> | <u>6,020,542</u> |

These accounts were approved by the directors and authorised for issue on 12 July 2016, and are signed on their behalf by:



R. Bucci

The notes on pages 11 to 25 form part of these financial statements.

ROBERTO BUCCI (UK) LIMITED

BALANCE SHEET

31 DECEMBER 2015

| | Note | 2015 £ | 2014 £ |
|--|------|------------------|------------------|
| FIXED ASSETS | | | |
| Tangible assets | 11 | 850,001 | 750,001 |
| Investments | 12 | 210,000 | 210,000 |
| | | <u>1,060,001</u> | <u>960,001</u> |
| CURRENT ASSETS | | | |
| Debtors due within one year | 13 | 65,956 | 248,688 |
| Debtors due after one year | 13 | 3,169,754 | 2,106,332 |
| Cash at bank | | 21,508 | 22,427 |
| | | <u>3,257,218</u> | <u>2,377,447</u> |
| CREDITORS: Amounts falling due within one year | 14 | <u>2,773,242</u> | <u>1,684,329</u> |
| NET CURRENT ASSETS | | <u>483,976</u> | <u>693,118</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | <u>1,543,977</u> | <u>1,653,119</u> |
| CREDITORS: Amounts falling due after more than one year | 15 | <u>601,538</u> | <u>601,538</u> |
| | | <u>942,439</u> | <u>1,051,581</u> |
| CAPITAL AND RESERVES | | | |
| Called up equity share capital | 20 | 140,000 | 140,000 |
| Revaluation reserve | 21 | 744,827 | 644,827 |
| Profit and loss account | 21 | 57,612 | 266,754 |
| SHAREHOLDERS' FUNDS | | <u>942,439</u> | <u>1,051,581</u> |

These accounts were approved by the directors and authorised for issue on 12 July 2016, and are signed on their behalf by:

Roberto Bucci

R. Bucci

Company Registration Number: 01623770

The notes on pages 11 to 25 form part of these financial statements.

ROBERTO BUCCI (UK) LIMITED
CONSOLIDATED CASH FLOW STATEMENT
PERIOD ENDED 31 DECEMBER 2015

| | | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|--|------------|-----------------------------|--|
| NET CASH INFLOW FROM OPERATING ACTIVITIES | Note 22 | 1,770,093 | 1,368,832 |
| RETURNS ON INVESTMENTS AND SERVICING OF FINANCE | 22 | 7,085 | 15,223 |
| TAXATION | 22 | (308,981) | (309,541) |
| CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT | 22 | (24,836) | (3,699) |
| EQUITY DIVIDENDS PAID | | (279,800) | – |
| FINANCING | 22 | (770,167) | (232,367) |
| INCREASE IN CASH | 22 | <u>393,394</u> | <u>838,448</u> |

The notes on pages 11 to 25 form part of these financial statements.

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and its two trading subsidiary undertakings. These are adjusted, where appropriate, to conform to group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off over five years from the year of acquisition. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively. As a consolidated profit and loss account is published, a separate profit and loss account for the parent company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

Turnover

The turnover shown in the profit and loss account represents the value of services provided during the period, exclusive of Value Added Tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

| | |
|---------------------|---|
| Leasehold Property | - straight line over the period of the lease (except below) |
| Fixtures & Fittings | - 25% on cost |
| Motor Vehicles | - 25% on cost |
| Office equipment | - 20% per annum on cost |

Depreciation has not been provided on the Company's leasehold property as when calculated in conjunction with the estimated residual value the charge is immaterial. The lease is for 999 years and has 966 remaining.

Investments

Investments are initially recorded at cost and are regarded as monetary assets. The Company assesses investments for impairment whenever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable. If any such indication of impairment exists, the Company makes an estimate of the recoverable amount. If the recoverable amount is less than the value of the investment, the investment is considered to be impaired and is written down to its recoverable amount. An impairment loss is recognised immediately in the profit and loss account.

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES *(continued)*

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a sum of the digits basis.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a money purchase pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account

Deferred taxation

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Foreign currencies

Monetary 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 rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the group.

An analysis of turnover is given below:

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|----------------|-----------------------------|--|
| United Kingdom | 17,578,736 | 15,539,010 |
| Overseas | 808,106 | 791,645 |
| | <u>18,386,842</u> | <u>16,330,655</u> |

3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|--|-----------------------------|--|
| Depreciation of owned fixed assets | 1,008 | 5,166 |
| Depreciation of assets held under hire purchase agreements | 9,659 | - |
| Profit on disposal of fixed assets | (2,001) | - |
| Auditor's remuneration | | |
| - as auditor | 5,700 | 5,472 |
| Operating lease costs: | | |
| - Plant and equipment | 3,753 | 5,963 |
| - Other | 24,426 | 21,508 |
| Net loss on foreign currency translation | <u>63,373</u> | <u>198,681</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the group during the financial period amounted to:

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|----------------------|------------------------|---|
| | No. | No. |
| Administrative staff | 2 | 2 |
| Management staff | 4 | 4 |
| Operational staff | 5 | 5 |
| | <u>11</u> | <u>11</u> |

The aggregate payroll costs of the above were:

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|-----------------------|------------------------|---|
| | £ | £ |
| Wages and salaries | 728,336 | 507,290 |
| Social security costs | 83,831 | 53,469 |
| Other pension costs | 32,943 | 32,514 |
| | <u>845,110</u> | <u>593,273</u> |

5. DIRECTORS' REMUNERATION

The directors' aggregate remuneration in respect of qualifying services were:

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|-------------------------|------------------------|---|
| | £ | £ |
| Remuneration receivable | <u>239,800</u> | <u>43,372</u> |

Remuneration of highest paid director:

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|--|------------------------|---|
| | £ | £ |
| Total remuneration (excluding pension contributions) | <u>239,800</u> | <u>—</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

6. INCOME FROM FIXED ASSET INVESTMENTS

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|---|------------------------|---|
| | £ | £ |
| Income from other fixed asset investments | <u>8,759</u> | <u>15,576</u> |

7. INTEREST PAYABLE AND SIMILAR CHARGES

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|------------------------------------|------------------------|---|
| | £ | £ |
| Interest payable on bank borrowing | 158 | — |
| Finance charges | 732 | 216 |
| Other similar charges payable | <u>1,826</u> | <u>4,719</u> |
| | <u>2,716</u> | <u>4,935</u> |

8. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the period

| | Period to 31 Dec 15 | Period from 1 Jan 14 to 30 Dec 14 |
|--|------------------------|---|
| | £ | £ |
| Current tax: | | |
| UK Corporation tax based on the results for the period at 20% (2014 - 20.12%) | 264,350 | 296,713 |
| (Over)/under provision in prior year | — | 362 |
| Total current tax | <u>264,350</u> | <u>297,075</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

8. TAXATION ON ORDINARY ACTIVITIES *(continued)*

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 20% (2014 - 20.12%).

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|--|-----------------------------|--|
| Profit on ordinary activities before taxation | <u>1,255,266</u> | <u>1,178,337</u> |
| Profit on ordinary activities by rate of tax | 253,936 | 254,053 |
| Expenses not deductible for tax purposes | 3,639 | 3,062 |
| Depreciation for period in excess of capital allowances | 843 | (272) |
| Adjustments to tax charge in respect of previous periods | - | 362 |
| Rounding on tax charge | (37) | (71) |
| Unrealised foreign exchange gain on associated loans | 5,969 | 39,941 |
| Total current tax (note 8(a)) | <u>264,350</u> | <u>297,075</u> |

9. PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

The profit dealt with in the financial statements of the parent company was £70,658 (2014 - £(70,112)).

10. DIVIDENDS

Equity dividends

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|-------------------------------------|-----------------------------|--|
| Paid during the year | | |
| Equity dividends on ordinary shares | <u>279,800</u> | <u>-</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

11. TANGIBLE ASSETS

| Group | Leasehold Property £ | Fixtures & Fittings £ | Motor Vehicles £ | Equipment £ | Total £ |
|--------------------------|----------------------------|-----------------------------|------------------------|----------------|----------------|
| COST OR VALUATION | | | | | |
| At 31 December 2014 | 752,355 | 70,736 | 37,290 | 19,529 | 879,910 |
| Additions | — | — | 38,636 | — | 38,636 |
| Disposals | — | — | (37,290) | — | (37,290) |
| Revaluation | 100,000 | — | — | — | 100,000 |
| At 31 December 2015 | <u>852,355</u> | <u>70,736</u> | <u>38,636</u> | <u>19,529</u> | <u>981,256</u> |
| DEPRECIATION | | | | | |
| At 31 December 2014 | 2,355 | 68,834 | 25,491 | 18,169 | 114,849 |
| Charge for the period | — | 633 | 9,659 | 375 | 10,667 |
| On disposals | — | — | (25,491) | — | (25,491) |
| At 31 December 2015 | <u>2,355</u> | <u>69,467</u> | <u>9,659</u> | <u>18,544</u> | <u>100,025</u> |
| NET BOOK VALUE | | | | | |
| At 31 December 2015 | <u>850,000</u> | <u>1,269</u> | <u>28,977</u> | <u>985</u> | <u>881,231</u> |
| At 30 December 2014 | <u>750,000</u> | <u>1,902</u> | <u>11,799</u> | <u>1,360</u> | <u>765,061</u> |

In respect of certain fixed assets stated at valuations, the comparable historical cost and depreciation values are as follows:

| | 2015 £ | 2014 £ |
|-----------------|----------------|----------------|
| Historical cost | <u>105,173</u> | <u>105,173</u> |

Hire purchase agreements

Included within the net book value of £881,231 is £28,977 (2014 - £Nil) relating to assets held under hire purchase agreements. The depreciation charged to the financial statements in the period in respect of such assets amounted to £9,659 (2014 - £Nil).

ROBERTO BUCCI (UK) LIMITED
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11. TANGIBLE ASSETS *(continued)*

| Company | Leasehold Property £ | Fixtures & Fittings £ | Total £ |
|--|-------------------------------------|--|--------------------|
| COST OR VALUATION | | | |
| At 31 December 2014 | 750,000 | 10,757 | 760,757 |
| Revaluation | 100,000 | — | 100,000 |
| At 31 December 2015 | <u>850,000</u> | <u>10,757</u> | <u>860,757</u> |
| DEPRECIATION | | | |
| At 31 December 2014 and 31 December 2015 | — | 10,756 | 10,756 |
| NET BOOK VALUE | | | |
| At 31 December 2015 | <u>850,000</u> | <u>1</u> | <u>850,001</u> |
| At 30 December 2014 | <u>750,000</u> | <u>1</u> | <u>750,001</u> |

The Investment property was revalued by the directors on 31st December 2015 using comparable evidence on an open market basis. The directors consider this to be a fair estimate of the market value at the period end.

Should this property be sold at the estimated market value, a capital gains tax liability of approximately £106,917 would crystalize. The directors have no present intention of disposing of this property in the foreseeable future and accordingly no provision has been made for the potential tax liability.

In respect of certain fixed assets stated at valuations, the comparable historical cost and depreciation values are as follows:

| | 2015 | 2014 |
|------------------------|----------------|----------------|
| | | £ |
| Historical cost | <u>105,173</u> | <u>105,173</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
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12. INVESTMENTS

| Group | Other Investments |
|---|----------------------|
| | £ |
| COST | |
| At 31 December 2014 | 739,818 |
| Foreign currency conversion gain/(loss) | <u>(41,545)</u> |
| At 31 December 2015 | <u>698,273</u> |
| NET BOOK VALUE | |
| At 31 December 2015 | <u>698,273</u> |
| At 30 December 2014 | <u>739,818</u> |

| Company | Subsidiary undertakings |
|--|----------------------------|
| | £ |
| COST | |
| At 31 December 2014 and 31 December 2015 | <u>210,000</u> |
| NET BOOK VALUE | |
| At 31 December 2015 and 30 December 2014 | <u>210,000</u> |

| | Country of incorporation | Holding | Proportion of voting rights and shares held | Nature of business |
|------------------------------------|-----------------------------|--------------------|--|--------------------|
| Subsidiary undertakings | | | | |
| All held by the company: | | | | |
| Bucci Freight Services Limited | England | Ordinary shares | 100% | Freight forwarding |
| European Liner Agencies Limited | England | Ordinary shares | 95% | Freight forwarding |

ROBERTO BUCCI (UK) LIMITED
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13. DEBTORS

| | Group | | Company | |
|--------------------------------------|------------------|------------------|------------------|------------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Trade debtors | 2,854,291 | 3,006,143 | – | – |
| Amounts owed by group undertakings | 3,059,500 | 1,989,519 | 3,075,700 | 2,005,719 |
| Loan to company under common control | 580,549 | 615,090 | 110,254 | 116,813 |
| Tax recoverable | 45,912 | 59,812 | 45,912 | 45,912 |
| Other debtors | – | 1,518 | – | – |
| Directors current accounts | – | 34,479 | – | – |
| Directors current accounts | 1,771 | 183,657 | 1,771 | 183,657 |
| Prepayments and accrued income | 437,115 | 340,016 | 2,073 | 2,919 |
| | <u>6,979,138</u> | <u>6,230,234</u> | <u>3,235,710</u> | <u>2,355,020</u> |

The debtors above include the following amounts falling due after more than one year:

| | Group | | Company | |
|------------------------------------|------------------|------------------|------------------|------------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Amounts owed by group undertakings | 3,059,500 | 1,989,519 | 3,059,500 | 1,989,519 |
| Other debtors | 580,549 | 615,090 | 110,254 | 116,813 |
| | <u>3,640,049</u> | <u>2,604,609</u> | <u>3,169,754</u> | <u>2,106,332</u> |

14. CREDITORS: Amounts falling due within one year

| | Group | | Company | |
|---|------------------|------------------|------------------|------------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Trade creditors | 1,281,489 | 1,050,447 | – | – |
| Amounts owed to group undertakings | 828,429 | 829,545 | 2,746,699 | 1,658,861 |
| Hire purchase agreements | 8,500 | – | – | – |
| Directors' loan accounts | 28,266 | – | – | – |
| Other creditors including taxation and social security: | | | | |
| Corporation tax | 178,981 | 223,612 | 7,526 | 8,603 |
| PAYE and social security | 128,158 | 18,651 | – | – |
| VAT | 330,439 | 256,026 | – | – |
| Accruals and deferred income | 24,976 | 23,205 | 19,017 | 16,865 |
| | <u>2,809,238</u> | <u>2,401,486</u> | <u>2,773,242</u> | <u>1,684,329</u> |

The following liabilities disclosed under creditors falling due within one year are secured by the company:

| | Group | | Company | |
|--------------------------|--------------|-------------|----------------|-------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Hire purchase agreements | <u>8,500</u> | <u>–</u> | <u>–</u> | <u>–</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
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15. CREDITORS: Amounts falling due after more than one year

| | Group | | Company | |
|------------------------------------|----------------|----------------|----------------|----------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Amounts owed to group undertakings | 601,538 | 601,538 | 601,538 | 601,538 |
| Hire purchase agreements | 10,625 | - | - | - |
| | <u>612,163</u> | <u>601,538</u> | <u>601,538</u> | <u>601,538</u> |

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

| | Group | | Company | |
|--------------------------|---------------|-------------|----------------|-------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Hire purchase agreements | <u>10,625</u> | <u>-</u> | <u>-</u> | <u>-</u> |

16. COMMITMENTS UNDER HIRE PURCHASE AGREEMENTS

Future commitments under hire purchase agreements are as follows:

| | Group | | Company | |
|--|----------------|-------------|----------------|-------------|
| | 2015 | 2014 | 2015 | 2014 |
| | £ | £ | £ | £ |
| Amounts payable within 1 year | 9,236 | - | - | - |
| Amounts payable between 2 to 5 years | 11,545 | - | - | - |
| | <u>20,781</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Less interest and finance charges relating to future periods | <u>(1,656)</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| | <u>19,125</u> | <u>-</u> | <u>-</u> | <u>-</u> |

17. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2015 the group had annual commitments under non-cancellable operating leases as set out below.

| Group | 2015 | | 2014 | |
|--------------------------------|---------------------------|--------------------|---------------------------|--------------------|
| | Land and buildings | Other items | Land and buildings | Other items |
| | £ | £ | £ | £ |
| Operating leases which expire: | | | | |
| Within 1 year | - | 515 | - | - |
| Within 2 to 5 years | - | - | - | 9,686 |
| After more than 5 years | 32,500 | - | 32,500 | - |
| | <u>32,500</u> | <u>515</u> | <u>32,500</u> | <u>9,686</u> |

ROBERTO BUCCI (UK) LIMITED
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18. TRANSACTIONS WITH THE DIRECTORS

Included in debtors is a directors loan account:

| | 2015 £ | 2014 £ |
|--------------|-----------------|----------------|
| Robert Bucci | <u>(26,494)</u> | <u>239,257</u> |

The amounts advanced to/received from Roberto Bucci during the period were:

| | |
|------------------------------|------------------|
| Funds received | (239,257) |
| Salary not drawn | (28,265) |
| Other sundry movements (net) | 1,771 |
| | <u>(265,751)</u> |

The loans are interest free and repayable on demand.

19. RELATED PARTY TRANSACTIONS

During the year Bucci Freight Services Limited had transactions with Roberto Bucci SpA another group company. Included within sales and cost of sales is £853,902 (2014 - £187,132) and £11,301,580 (2014 - £10,540,510) in respect of freight charges between Bucci Freight Services Limited and Roberto Bucci SpA.

Group and Related Party intercompany indebtedness figures are summarised below as follows :-

| | 2015 £ | 2014 £ |
|---|-----------|-----------|
| Investment bonds | | |
| PT Investments SA (Group company) | 698,273 | 739,818 |
| Debtors - due after more than one year | | |
| SCI Bucci Saint Michel (Company under common control) | 580,549 | 615,090 |
| PT Investments SA (Group company) | 3,059,500 | 1,989,519 |
| Creditors - due within one year | | |
| Roberto Bucci SpA (Group company) | 828,429 | 829,545 |
| Creditors - due after one year | | |
| Sirefid SpA (Group company) | 601,538 | 601,538 |

20. SHARE CAPITAL

Allotted, called up and fully paid:

| | 2015 | | 2014 | |
|----------------------------|---------|---------|---------|---------|
| | No. | £ | No. | £ |
| Ordinary shares of £1 each | 140,000 | 140,000 | 140,000 | 140,000 |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

21. RESERVES

| Group | Revaluation reserve £ | Profit and loss account £ |
|-------------------------------|--------------------------------------|--|
| Balance brought forward | 644,827 | 5,235,715 |
| Profit for the period | — | 989,449 |
| Equity dividends | — | (279,800) |
| Other gains and losses | | |
| - Revaluation of fixed assets | 100,000 | — |
| Balance carried forward | <u>744,827</u> | <u>5,945,364</u> |

| Company | Revaluation reserve £ | Profit and loss account £ |
|-------------------------------|--------------------------------------|--|
| Balance brought forward | 644,827 | 266,754 |
| Profit for the period | — | 70,658 |
| Equity dividends | — | (279,800) |
| Other gains and losses | | |
| - Revaluation of fixed assets | 100,000 | — |
| Balance carried forward | <u>744,827</u> | <u>57,612</u> |

22. NOTES TO THE CASH FLOW STATEMENT

**RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM
OPERATING ACTIVITIES**

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|---|--------------------------------------|--|
| Operating profit | 1,248,181 | 1,163,114 |
| Depreciation | 10,667 | 5,166 |
| Profit on disposal of fixed assets | (2,001) | — |
| Decrease in debtors | 81,424 | 175,273 |
| Increase/(decrease) in creditors | 402,848 | (167,313) |
| Loss/(gain) on foreign currency retranslation on debt | 28,974 | 192,592 |
| Net cash inflow from operating activities | <u>1,770,093</u> | <u>1,368,832</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

22. NOTES TO THE CASH FLOW STATEMENT *(continued)*

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|--|-----------------------------|--|
| Income from other fixed asset investments | 8,759 | 15,576 |
| Interest received | 1,042 | 4,582 |
| Interest paid | (1,984) | (4,719) |
| Interest element of hire purchase | (732) | (216) |
| Net cash inflow from returns on investments and servicing of finance | <u>7,085</u> | <u>15,223</u> |

TAXATION

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|----------|-----------------------------|--|
| Taxation | <u>(308,981)</u> | <u>(309,541)</u> |

CAPITAL EXPENDITURE

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|---|-----------------------------|--|
| Payments to acquire tangible fixed assets | (38,636) | (3,699) |
| Receipts from sale of fixed assets | 13,800 | - |
| Net cash outflow from capital expenditure | <u>(24,836)</u> | <u>(3,699)</u> |

FINANCING

| | Period to 31 Dec 15 £ | Period from 1 Jan 14 to 30 Dec 14 £ |
|--|-----------------------------|--|
| Net (inflow)/repayment of amounts owed by group undertakings | (1,035,441) | (270,278) |
| Net cash inflow/(outflow) from directors and other loans | 246,149 | 40,522 |
| Capital element of hire purchase | 19,125 | (2,611) |
| Net cash inflow/(outflow) from financing | <u>(770,167)</u> | <u>(232,367)</u> |

ROBERTO BUCCI (UK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 2015

22. NOTES TO THE CASH FLOW STATEMENT *(continued)*

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

| | 2015 | 2014 |
|--|------------------|------------------|
| | £ | £ |
| Increase in cash in the period | 393,394 | 838,448 |
| Net cash outflow from amounts owed to group undertakings | 1,035,441 | 270,278 |
| Net cash (inflow)/outflow from amounts owed by directors/other loans | (246,149) | (40,522) |
| Cash outflow in respect of hire purchase | (19,125) | 2,611 |
| | <u>1,163,561</u> | <u>1,070,815</u> |
| Non cash adjustment to amounts owed by group undertakings | 12,571 | (141,008) |
| Change in net funds | 1,176,132 | 929,807 |
| Net funds at 30 December 2014 | 3,512,386 | 2,582,579 |
| Net funds at 31 December 2015 | <u>4,688,518</u> | <u>3,512,386</u> |

ANALYSIS OF CHANGES IN NET FUNDS

| | At 31 Dec 2014 | Cash flows | At 31 Dec 2015 |
|--------------------------|-------------------|------------------|-------------------|
| | £ | £ | £ |
| Cash in hand and at bank | 1,289,662 | 405,965 | 1,695,627 |
| Loans due after 1 year | 2,604,608 | 1,035,441 | 3,640,049 |
| Loans due within 1 year | 219,654 | (246,149) | (26,495) |
| Debt due after 1 year | (601,538) | – | (601,538) |
| Hire purchase agreements | – | (19,125) | (19,125) |
| Net funds | <u>3,512,386</u> | <u>1,176,132</u> | <u>4,688,518</u> |

23. ULTIMATE PARENT COMPANY

Roberto Bucci (UK) Limited heads the UK arm of the 'Bucci' group. The immediate parent of this company is PT Investments, a company registered in Luxembourg. The ultimate holding company was Sirefid SpA, a company registered in Italy. Sirefid SpA has control over PT Investments and therefore ultimately has control over this company.