Company registration number: 07438779

Future Brands Limited

Financial statements

for the year ended

31 December 2016

21/03/2017 COMPANIES HOUSE

Company information

Directors

R. Batra

Secretary

P. Rudran

Company number

07438779

Registered office

Unit 1

Colonial Business Park

Colonial Way Watford WD24 4PR

Business address

Unit 1

Colonial Business Park

Colonial Way Watford WD24 4PR

Auditors

SRV Delson

Chartered Certified Accountants

Amba House

2nd Floor, Delson Suite 15 College Road

Harrow HA1 1BA

Bankers

HSBC Bank Plc

The Belfry Business Park

Colonial Way Watford WD24 4WH

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Directors report for the Year ended 31 December 2016

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

Directors

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

R. Batra

Statement of 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 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 judgments 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.

Auditor

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

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware;
 and
- they have 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.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 24 February 2017 and signed on behalf of the board by:

R. Batra

Director

Independent auditor's report to the shareholders of Future Brands Limited for the Year ended 31 December 2016

We have audited the financial statements of Future Brands Limited for the year ended 31 December 2016 which comprise the statement of income and retained earningsstatement of comprehensive income, statement of financial position, statement of changes in equity and 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 applicable in the UK and Republic of Ireland.

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 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 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 Directors responsibilities, 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 Directors responsibilities to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)", in the circumstances set out below:

We have undertaken the audit in accordance with the requirements of APB Ethical Standards in the circumstances set out in note 5 the financial statements.

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 Directors 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 directors affairs as at 31 December 2016 and of its profit 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.

Opinion on other matter prescribed by the Companies Act 2006

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.

Independent auditor's report to the shareholders of Future Brands Limited (continued) for the Year ended 31 December 2016

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 the 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; and
- the directors were not entitled to take advantage of the small companies exemption in preparing the Directors report and take advantage of the small companies exemption from the requirement to prepare a strategic report.

Sailesh Rameshchandra Vaghjee (senior statutory auditor)

For and on behalf of SRV Delson Chartered Certified Accountants and & Registered Auditors Amba House 2nd Floor, Delson Suite 15 College Road Harrow HA1 1BA

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Statement of comprehensive income for the Year ended 31 December 2016

		2016	2015
	Note	£	£
Turnover	3	7,649,387	7,315,711
Cost of sales		(5,836,272)	(5,275,962)
Gross profit		1,813,115	2,039,749
Administrative expenses		(1,610,079)	(1,831,661)
Other operating income	4	84,342	
Operating profit	5	287,378	208,088
Income from participating interests	7	-	236,486
Other interest receivable and similar income	8	368	-
Interest payable and similar charges	9	(38,996)	(44,136)
Profit on ordinary activities before taxation		248,750	400,438
Tax on profit on ordinary activities	10	(94,983)	(8,648)
Profit for the financial year		153,767	391,790
Revaluation of tangible assets		====	200,000
Other comprehensive income for the year			200,000
Total comprehensive income for the year		153,767	591,790

All the activities of the company are from continuing operations.

Statement of financial position as at 31 December 2016

		20	16	20	15
	Note	£	£	£	£
Fixed assets					
Intangible fixed assets	12	228,464		272,313	
Tangible assets		193,789		1,197,741	
Fixed asset investments		296,250		306,250	
t			1,718,503		1,776,304
			1,710,503		1,770,304
Current assets					
Stocks	15	696,459		1,027,123	
Debtors	16	228,147		605,280	
Cash at bank and in hand		580,890		66,782	
	1,	505,496		1,699,185	
Creditors: amounts falling due					
within one year	17 (1,	436,302)		(1,788,087)	
Net current assets/(liabilities)			69,194		(88,902)
Total assets less current liabilities			1,787,697		1,687,402
Creditors: amounts falling due				•	
after more than one year	18		(497,954)		(541,429)
			(40.000)		
Provisions for liabilities	20		(40,000)		-
Net assets			1,249,743		1,145,973
					
Capital and reserves					
Called up share capital	22		1,000		1,000
Revaluation reserve	23		200,000		200,000
Profit and loss account	23		1,048,743		944,973
Shareholders funds			1,249,743		1,145,973
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Statement of financial position (continued) as at 31 December 2016

These financial statements were approved by the board of directors and authorised for issue on 24 February 2017, and are signed on behalf of the board by:

R. Batra

Director

Company registration number: 07438779

Statement of changes in equity for the Year ended 31 December 2016

	Called up share capital	Revaluation reserve	Profit and loss account	Total
	£	£	£	£
At 1 January 2015	1,000	-	603,183	604,183
Profit for the year Other comprehensive income for the year:			391,790	391,790
Revaluation of tangible assets		200,000		200,000
Total comprehensive income for the year	-	200,000	391,790	591,790
Dividends paid and payable			(50,000)	(50,000)
Total investments by and distributions to owners	-	· -	(50,000)	(50,000)
At 31 December 2015	1,000	200,000	944,976	1,145,976
Profit for the year		÷	153,767	153,767
Total comprehensive income for the year	-	-	153,767	153,767
Dividends paid and payable			(50,000)	(50,000)
Total investments by and distributions to owners		-	(50,000)	(50,000)
At 31 December 2016	1,000	200,000	1,048,743	1,249,743

Notes to the financial statements for the Year ended 31 December 2016

1. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

2. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Transition to FRS 102

The entity transitioned from previous UK GAAP to FRS 102 as at 1 January 2015. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 25.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer, usually on despatch of the goods; the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at a revalued amount, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses.

Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

Notes to the financial statements (continued) for the Year ended 31 December 2016

Amortisation

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

Patents, trademarks and licences

Straight line over 10 years

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in capital and reserves, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in capital and reserves in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in capital and reserves in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

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

Fittings fixtures and equipment

25% straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Fixed asset investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses. Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Notes to the financial statements (continued) for the Year ended 31 December 2016

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stocks to their present location and condition.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event; it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised in finance costs in profit or loss in the period it arises.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets or either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Notes to the financial statements (continued) for the Year ended 31 December 2016

J.	Turriover		
	Turnover arises from:		
		2016	2015
		£	£
	Sale of goods	7,649,387	·7,315,711

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

4.	Other operating income		
	. •	2016	2015
		£	£
	Other operating income	84,342	-

5.

Operating profit

-	1 31		
	Operating profit is stated after charging/(crediting):		
		2016	2015
		3	£
	Amortisation of intangible assets	33,531	33,531
	Depreciation of tangible assets	16,406	18,031
	(Gain)/loss on disposal of Intangible assets	10,318	(43,240)
	Fees payable for the audit of the financial statements	4,000	8,000

In common with many other businesses of our size and nature we use our auditors to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements.

6.	Auditors remuneration		
		2016	2015
		£	£
	Fees payable to SRV Delson		
	Fees payable for the audit of the financial statements	4,000	8,000
7.	Income from participating interests		
		2016	2015
		£	£
	Income from participating interests	-	236,486

Notes to the financial statements (continued) for the Year ended 31 December 2016

8.	Other interest receivable and similar income	•	
		2016	2015
		£	£
	Bank deposits	368	-
		· ====	====
9.	Interest payable and similar charges		•
		2016	2015
		3	£
	Bank loans and overdrafts	38,996	44,136
	•		

Notes to the financial statements (continued) for the Year ended 31 December 2016

10. Tax on profit on ordinary activities

Major components of tax expense	2016 £	2015 £
Current tax: UK current tax expense	54,983	8,648

Deferred tax:		
Origination and reversal of timing differences	40,000	-
Tax on profit on ordinary activities	94,983	8,648

Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is higher than (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 20%).

2015

A reconciliation is given below:

	2016	2015
	£	£
Profit on ordinary activities before taxation	248,750	400,438
Profit on ordinary activities by rate of tax	49,750	80,088
Effect of expenses not deductible for tax purposes	5,137	5,374
Effect of capital allowances and depreciation	9,560	(38,981)
Utilisation of tax losses	(9,464)	-
Unrelieved tax losses	-	9,464
Profit on disposal of shares	-	(8,648)
Income from group companies	-	(47,297)
Gains on disposal of investments		8,648
Deferred tax provision	40,000	
Tax on profit on ordinary activities	94,983	8,648

Factors affecting future tax expense

Deferred tax of £40,000 has been provided on the revaluation of the property.

11. Dividends

Equity dividends

	2016	2015
	£	£
Dividends paid during the year (excluding those for which a		
liability existed at the end of the prior year)	50,000	50,000

Notes to the financial statements (continued) for the Year ended 31 December 2016

12.	Intangible assets			Patents, trademarks
				& licences
	Cost At 1 January 2016 Disposals			339,375 (10,319)
	At 31 December 2016			329,056
	Amortisation At 1 January 2016 Charge for the year			67,061 33,531
	At 31 December 2016			100,592
	Carrying amount At 31 December 2016			228,464
	At 31 December 2015			272,314
13.	Tangible assets	Freehold property	Fixtures, fittings and equipment	Total
	04	£	£	£
	Cost At 1 January 2016 Additions	1,164,930	73,099 12,453	1,238,029 12,453
	At 31 December 2016	1,164,930	85,552	1,250,482
	Depreciation At 1 January 2016 Charge for the year	- -	40,287 16,406	40,287 16,406
	At 31 December 2016		56,693	56,693
	Carrying amount At 31 December 2016	1,164,930	28,859	1,193,789
	At 31 December 2015	1,164,930	32,812	1,197,742

Notes to the financial statements (continued) for the Year ended 31 December 2016

14.	Fixed asset investments	Shares in group undertakings	Loans to participating interests	Total
		£	£	£
	Cost or valuation At 1 January 2016 Repayments	6,250	300,000 (10,000)	306,250 (10,000)
	At 31 December 2016	6,250	290,000	296,250
	Carrying amount At 31 December 2016	6,250	290,000	296,250
	At 31 December 2015	6,250	300,000	306,250
	The above include Payment to Subspecies Ltd to acquire the brand - £6,250			
15.	Stocks			
	Finished goods		2016 £ 696,459	2015 £ 1,027,123 ———
16.	Debtors		2016	2015
			£	£
	Trade debtors		87,119	520,175
	Prepayments and accrued income Other debtors		7,052 133,976	2,535 82,570
			228,147	605,280
				000,200

Notes to the financial statements (continued) for the Year ended 31 December 2016

17.	Creditors: amounts falling due within one year		
	· ·	2016	2015
		£	£
	Bank loans and overdrafts	63,600	467,571
	Trade creditors	1,105,433	986,362
	Accruals and deferred income	55,502	41,028
	Corporation tax	50,654	8,224
	Other creditors	161,113	284,902
	·	1,436,302	1,788,087
18.	Creditors: amounts falling due after more than one year		
		2016	2015
		3	£
	Bank loans and overdrafts	497,954	541,429
19.	Deferred tax		
	The deferred tax included in the statement of financial position is as follows:		
	, and the control tank more and the control tank management and the control tank more and the co	2016	2015
		£	£
	Included in provisions (note 20)	40,000	-
			
	The deferred tax account consists of the tax effect of timing differences in res	enect of:	
	The defence tax account consists of the tax effect of timing differences in rec	2016	2015
	,	3	£
	Revaluation of tangible assets	40,000	-
	·		
20.	Provisions		
			Deferred tax
			(note 19)
			£
	At 1 January 2016		40.000
	Other movements 2		40,000
	At 31 December 2016		40,000

21. Financial instruments

The company enters into foreign currency contracts to mitigate the exchange rate risks.

The frward currency contracts are measured at fair value using forward exchange rates.

Notes to the financial statements (continued) for the Year ended 31 December 2016

22. Called up share capital Issued, called up and fully paid

	2016		2015	
•	No	3	No	£
Ordinary shares shares of £ 1.00 each	1,000	1,000	1,000	1,000

23. Reserves

The company has revaluation reserve of £200,000 on the property. In accordance with FRS102 deferred tax of £40,000 has been provided on the revaluation.

24. Controlling party

During the year, the company was controlled by R. Batra who is a director and shareholder of the company.

25. Transition to FRS 102

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1 January 2015.

Reconciliation of equity

No transitional adjustments were required.

Reconciliation of profit or loss for the year

No transitional adjustments were required.

26. General information

Future Brands limited is a company incorporated and domiciled in England and Wales and has its registered office and principal place of business at Unit 1,Colonial Business Park, Colonial way, Watford, WD24 4PR

27. Holiday pay accrual

Prior to applying FRS102 the company did not make proision for holiday pay which comprises holiday earned but not taken prior to year end. This has resulted in the company recognising a liability for holiday pay of £11,156.