Company registration number: 07438779

**Future Brands Limited** 

**Financial statements** 

Year ended

31 December 2017

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## **Directors and other 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

**Auditor** 

SRV Delson

**Chartered Certified Accountants** 

& & Statutory Auditors

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

### <u>Directors report</u> Year ended 31 December 2017

The directors present their report and the financial statements of the company for the year ended 31 December 2017.

#### **Directors**

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

R. Batra

#### **Directors responsibilities statement**

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; and
- 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.

## <u>Directors report (continued)</u> <u>Year ended 31 December 2017</u>

This report was approved by the board of directors on 5 April 2018 and signed on behalf of the board by:

R. Batra

Director

Date: 5 April 2018

# Independent auditor's report to the members of Future Brands Limited Year ended 31 December 2017

We have audited the financial statements of Future Brands Limited for the year ended 31 December 2017 which comprise the statement of income and retained earnings, statement of financial position and related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standard (United Kingdom Generally Accepted Accounting Practice), including FRS 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 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 members 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 statement, 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 (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 6 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 company's affairs as at 31 December 2017 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 members of Future Brands Limited (continued) Year ended 31 December 2017

### 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 & Statutory Auditors** 

Amba House 2nd Floor, Delson Suite 15 College Road Harrow

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**HA1 1BA** 

10-4-18.

## Statement of income and retained earnings Year ended 31 December 2017

	Note	2017 £	<b>2016</b> £
Turnover	4	7,214,046	7,649,387
Cost of sales  Gross profit	,	(5,211,409)  2,002,637	(5,836,272)  1,813,115
Administrative expenses Other operating income	5	(1,669,168) 157,335	(1,610,079) 84,342
Operating profit	6	490,804	287,378
Other interest receivable and similar income Interest payable and similar expenses	8 9	(25,298)	368 (38,996)
Profit before taxation		465,506	248,750
Tax on profit	10	(93,706)	(94,983)
Profit for the financial year and total comprehensive income		371,800 ———	153,767 ———
Dividends declared and paid or payable during th	e year <b>12</b>	(12,500)	(50,000)
Retained earnings at the start of the year		1,048,743	944,976
Retained earnings at the end of the year		1,408,043	1,048,743

All the activities of the company are from continuing operations.

## Statement of financial position 31 December 2017

	2017		2016		
	Note	£	£	£	£
Fixed assets					
Intangible assets	13	194,933		228,464	
Tangible assets	14	1,189,360		1,193,789	
Investments	15	271,250		296,250	
			1,655,543		1,718,503
Current assets					
Stocks	17	725,021		696,459	
Debtors	18	817,710		228,147	
Cash at bank and in hand		380,068		580,890	
		1,922,799		1,505,496	
Creditors: amounts falling due within one year	19 (	1,477,198)		(1,436,302)	
Net current assets	(		445,601	(1,100,002)	69,194
net current assets			445,601		————
Total assets less current liabilities			2,101,144		1,787,697
Creditors: amounts falling due					
after more than one year	20		(452,101)		(497,954)
Provisions for liabilities	21		(40,000)		(40,000)
Net assets			1,609,043		1,249,743
Capital and reserves					
Called up share capital	24		1,000		1,000
Revaluation reserve	25		200,000		200,000
Profit and loss account	25		1,408,043		1,048,743
Shareholders funds			1,609,043		1,249,743

## Statement of financial position (continued) 31 December 2017

These financial statements were approved by the board of directors and authorised for issue on 5 April 2018, and are signed on behalf of the board by:

**H. Batra** Director

Company registration number: 07438779

## Notes to the financial statements Year ended 31 December 2017

#### 1. General information

The company is a private company limited by shares, registered in England & wales. The address of the registered office is Unit 1, Colonial Business Park, Colonial Way, Watford, WD24 4PR.

The principal activity of the company is that of distribution of branded apparel and footwear.

### 2. Statement of compliance

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

#### 3. 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.

#### **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) Year ended 31 December 2017

#### **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) Year ended 31 December 2017

#### **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) Year ended 31 December 2017

### **Defined contribution plans**

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised in finance costs in profit or loss in the period in which it arises.

#### 4. Turnover

Turnover arises from:

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

## 5. Other operating income

	2017	2016
	£	£
Other operating income	157,335	84,342

#### 6. Operating profit

Operating profit is stated after charging/(crediting):

,	2017	2010
	2	£
Amortisation of intangible assets	33,531	33,531
Depreciation of tangible assets	16,170	16,406
(Gain)/loss on disposal of intangible assets	· -	10,318
Cost of stocks recognised as an expense	5,211,409	5,836,272
Fees payable for the audit of the financial statements	7,454	4,000

2017

2016

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.

## Notes to the financial statements (continued) Year ended 31 December 2017

### 7. Staff costs

The aggregate payroll costs incurred during the year were:	The aggregate	payroll costs	s incurred	during the	year were:
--	---------------	---------------	------------	------------	------------

	2017	2016
	£	£
Wages and salaries	202,165	255,530
Social security costs	42,404	33,051
Other pension costs	2,517	-
·	247,086	288,581

### 8. Other interest receivable and similar income

	2017	2016
·	£	£
Bank deposits	-	368
•		

## 9. Interest payable and similar expenses

	2017	2016
	£	£
Bank loans and overdrafts	25,298	38,996 ======

## Notes to the financial statements (continued) Year ended 31 December 2017

## 10. Tax on profit

#### Major components of tax expense

major componente er tux expense	2017 £	<b>2016</b> £
Current tax:		
UK current tax expense	93,706	54,983
Deferred tax:		
Origination and reversal of timing differences	-	40,000
Tax on profit	93,706	94,983

### Reconciliation of tax expense

The tax assessed on the profit for the year is higher than (2016: higher than) the standard rate of corporation tax in the UK of 19.24% (2016: 20.00%).

	2017 £	2016 £
Profit before taxation	465,506	248,750
		1,000
Profit multiplied by rate of tax	89,563	49,750
Effect of expenses not deductible for tax purposes	3,143	5,137
Effect of capital allowances and depreciation	1,000	9,560
Utilisation of tax losses	-	(9,464)
Deferred tax provision	-	40,000
Tax on profit	93,706	94,983
I ax on profit	93,706	94,983

## **Factors affecting future tax expense**

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

## Notes to the financial statements (continued) Year ended 31 December 2017

## 11. Earnings per share

Basic	earnings/6	loss)	per share
		,	P

The earnings/(loss) and weighted average number of shares used in the calculation of basic earnings/(loss) per share are as follows:

	2017	2016
	£	£
Profit for the year attributable to the owners of the company	371,800	153,767

## Diluted earnings/(loss) per share

The earnings/(loss) and weighted average number of shares used in the calculation of diluted earnings/(loss) per share are as follows:

	201 <i>7</i>	2016
	£	£
Earnings/(loss) used in calculation of basic earnings/(loss) per share	371,800	153,767

#### 12. Dividends

## **Equity dividends**

	2017	2010
	£	£
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year)	12,500	50,000

### 13. Intangible assets

	Patents, trademarks	Total	
	£	3	
Cost			
At 1 January 2017 and 31 December 2017	329,056	329,056	
Amortisation	<del></del>		
At 1 January 2017	100,592	100,592	
Charge for the year	33,531	33,531	
At 31 December 2017	134,123	134,123	
Carrying amount			
At 31 December 2017	194,933	194,933	
At 31 December 2016	228,464	228,464	

## Notes to the financial statements (continued) Year ended 31 December 2017

14.	Tangible	assets

14.	Tangible assets	Freehold property	Fixtures, fittings and equipment £	Total £
	Cost			
	At 1 January 2017 Additions	1,164,930	. 85,552 11,741	1,250,482 11,741
	At 31 December 2017	1,164,930	97,293	1,262,223
	<b>Depreciation</b> At 1 January 2017 Charge for the year	- -	56,693 16,170	56,693 16,170
	At 31 December 2017		72,863	72,863
	Carrying amount At 31 December 2017	1,164,930	24,430	1,189,360
	At 31 December 2016	1,164,930	28,859	1,193,789
15.	Investments	undertakings (	company has	Total
		а	participating interest	
		£	£	£
	Cost At 1 January 2017 Repayments	6,250	290,000 (25,000)	296,250 (25,000)
	At 31 December 2017	6,250	265,000	271,250
	Impairment At 1 January 2017 and 31 December 2017			
	Carrying amount At 31 December 2017	6,250	265,000	271,250
	At 31 December 2016	6,250	<del></del> 290,000	<del></del> 296,250

### **Listed investments**

The above include

Payment to Subspecies Ltd to acquire the brand - £6,250

# Notes to the financial statements (continued) Year ended 31 December 2017

17.	Stocks		
		2017	2016
	Finished acade	£	£
	Finished goods	725,021 	696,459 ======
18.	Debtors		
	Desicio	2017	2016
		£	£
	Trade debtors	752,952	87,119
	Prepayments and accrued income	9,211	7,052
	Other debtors	55,547	133,976
		817,710	<u></u> 228,147
		====	====
19.	Creditors: amounts falling due within one year		
		2017	2016
		£	£
	Bank loans and overdrafts	63,600	63,600
	Trade creditors	1,031,749	1,105,433
	Accruals and deferred income	25,287	<i>55,502</i>
	Corporation tax Social security and other taxes	86,415 11,620	50,654
	Other creditors	258,527	- 161,113
	Circl deditors		
		1,477,198	1,436,302
			<del></del>
20.	Creditors: amounts falling due after more than one year		
	oronioror amounto raming and artor more main one you.	2017	2016
		£	£
	Bank loans and overdrafts	452,101	497,954
01	Provisions		
21.	FI O A 1910 (19	Deferred tax	Total
		(note 22)	i Ulai
		£	£
	At 1 January 2017 and 31 December 2017	40,000	40,000
	• •		

## Notes to the financial statements (continued) Year ended 31 December 2017

#### 22. Deferred tax

The deferred tax included in the statement of financial position is as follows:

	2017	2010
	£	£
Included in provisions (note 21)	40,000	40,000
The deferred tax account consists of the tax effect of timing differences in re	spect of:	
	2017	2016

Revaluation of tangible assets

## 40,000 40,000

2017

£

2016

£

### 23. Employee benefits

The amount recognised in profit or loss in relation to defined contribution plans was £2,517 (2016: £-).

## 24. Called up share capital Issued, called up and fully paid

•	2017		2016	
	No	£	No	£
Ordinary shares shares of £ 1.00 each	1,000	1,000	1,000	1,000

### 25. 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.

## 26. Controlling party

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

#### 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 £10,576.