LICHT INVEST LIMITED CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED 30 JUNE 2015

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COMPANIES HOUSE

REGISTRATION NUMBER 08299461

Directors, officers and advisors

Director

Louise Anne O'Mahony

Company Number

08299461

Registered Office

11 Charing Cross Road

City of Westminster

London WC2H 0QU

Auditors

PFS & Partners Limited, Statutory Auditors

16 Main Street Limavady Co. L'Derry BT49 0EU

Bankers

Natwest PO Box 414 38 Strand London WC2N 5JB

Solicitors

Clifford Harris & Co.

PO Box 4UA
51 Welbeck Street

London W1A 4UA

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Strategic Report for the year ended 30 June 2015

Principal Activities

The principal activities of the group is that of an employment and recruitment agency.

Key Risks and Uncertainties

Post year end Licht Invest Limited has sold 100% of its shares in Calibre Recruitment Limited and Calibre Professional Services Limited. The transactions have led to a permanent diminuation in value of the investments within the Company accounts to 30 June 2015 to the value of £7,949,941. This leaves the Company deficient of assets to the sum of £4,020,987. However the directors loan amounts to £6,258,204 and the director has stated that she will support the company for the foreseeable future.

The directors consider analysis using KPI's is not necessary for an understanding of the development, performance or position of the business of the company as the full disclosure in the accounts should provide any information required.

This report was approved by the Board on 24 March 2016 and signed on its behalf by

Louise Anne O'Mahony

Director

Directors' Report for the year ended 30 June 2015

The directors present their annual report, together with the audited financial statements of the company and the group, for the year ended 30 June 2015.

Results And Dividends

The results for the year are set out on page 6.

The directors do not recommend payment of a final dividend.

Post Balance Sheet Events

On 8 October 2015 Licht Invest Limited sold 100% of its shares in Calibre Professional Services Limited to Dace Fridberga and Linda Prado. Licht Invest Limited also sold 100% of its shares in Calibre Recruitment Limited to Calibre Professional Services Limited on the same date.

As part of the purchase consideration the intercompany loan between Licht Invest Limited and Calibre Recruitment Limited was written off.

Director

The director who served during the year are as stated below:

Louise Anne O'Mahony

Charitable and Political Contributions

During the year the company contributed £2,769 to charities.

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 the affairs of the company and of the group and of the profit or loss of the company and of the group for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company and the group will continue in business.

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

Directors' Report for the year ended 30 June 2015

In so far as the directors are aware:

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Strategic Report

The company has chosen in accordance with sections 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the company's strategic report the business review normally contained in the Directors' Report as required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

Auditors

PFS & Partners Limited are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006.

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

This report was approved by the Board on 24 March 2016 and signed on its behalf by

Louise Anne O'Mahony

Director

Auditors' Report to the Shareholders of Licht Invest Limited

We have audited the financial statements of Licht Invest Limited for the year ended 30 June 2015 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, the Reconciliation of Movements in Shareholders' Funds and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kindgdom Generally Accepted Accounting Practice).

This report is made solely to the company's and group'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 and group'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 auditors

As explained more fully in the Directors' Responsibilties Statement set out on page 1-2, 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 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.

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 and group'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.

Opinion on the financial statements:

In our opinion the financial statements:

- give a true and fair view of the state of affairs of the company's and group's affairs as at 30 June 2015 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 matters prescribed by the Companies Act 2006.

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

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

PFS + Partners himited

James Daniel Brolly (senior statutory auditor)

For and on behalf of PFS & Partners Limited, Statutory Auditors

Chartered Certified Accountants

16 Main Street

Limavady

Co. L'Derry

BT49 0EU

24 March 2016

Group Profit and Loss Account for the year ended 30 June 2015

Continuing operations

	Notes	2015 £	2014 £
Turnover	2	10,812,638	12,091,873
Cost of sales		(9,417,248)	(10,074,015)
Gross profit		1,395,390	2,017,858
Administrative expenses		(6,584,636)	(1,771,035)
Group operating (loss)/profit	3	(5,189,246)	246,823
Interest receivable and similar income Interest payable and similar charges	4 5	1,136 (49,859)	- (66,717)
(Loss)/profit on ordinary activities before taxation		(5,237,969)	180,106
Tax on (loss)/profit on ordinary activities	8	1,480,108	(240,377)
(Retained loss) for the group		(3,757,861)	(60,271)

There are no recognised gains or losses other than the profit or loss for the above period.

Group Balance Sheet as at 30 June 2015

·			2015		2014
	Notes	£	£	£	£
Fixed Assets					
Intangible assets	10		1,411,211		7,126,974
Tangible assets	11		18,785		17,588
			1,429,996		7,144,562
Current Assets					
Debtors	13	1,461,287		1,694,929	
Cash at bank and in hand		25		25	
		1,461,312		1,694,954	
Creditors: amounts falling due within one year	14	(7,678,561)		(8,265,666)	
Net Current Liabilities		<u></u>	(6,217,249)		(6,570,712)
Total Assets Less Current Liabilities			(4,787,253)		573,850
Provision for Liabilities and Charges	15				
Deferred taxation			1,589,905		(3,340)
Net (Liabilities)/Assets			(3,197,348)		570,510
Capital and Reserves					
Called up share capital	16		100		100
Investment revaluation reserve	17		659,990		659,990
Profit and loss account	17		(3,857,438)		(89,580)
Equity Shareholders' Funds	18		(3,197,348)		570,510

The financial statements were approved by the Board on 24 March 2016 and signed on its behalf by

Louise Anne O'Mahony

Director

Company Balance Sheet as at 30 June 2015

			2015		2014
	Notes	£	£	£	£
Fixed Assets		•			
Intangible assets	10		-		-
Investments	12		1,316,100		9,265,941
Current Assets					
Debtors	13	90		90	
		90		90	
				70	
Creditors: amounts falling				•	
due within one year	14	6,930,422		6,914,270	
Net Current Liabilities		<u></u>	(6,930,332)		(6,914,180)
Total Assets Less Current					
Liabilities	,		(5,614,232)		2,351,761
Deficiency of Accets			(4.020.087)		2 251 761
Deficiency of Assets			(4,020,987) ======		2,351,761 =======
Capital and Reserves					
Called up share capital	16		100		100
Share premium account	17		659,990		659,990
Profit and loss account	17		(4,681,077)		1,691,671
Equity Shareholders' Funds	18		(4,020,987)		2,351,761

The financial statements were approved by the Board on 24 March 2016 and signed on its behalf by

Louise Anne O'Marlony

Director

Group Cash Flow Statement for the year ended 30 June 2015

		2015	2014
	Notes	£	£
Reconciliation of operating (loss)/profit to net cash inflow from operating activities			
Operating (loss)/profit		(5,189,246)	246,823
Depreciation		5,720,466	896,258
(Increase) / decrease in debtors		(59,405)	503,564
Increase / (decrease) in creditors		9,575	(921,512)
Net cash inflow from operating activities		481,390	725,133
CASH FLOW STATEMENT			
Net cash inflow from operating activities		481,390	725,133
Returns on investments and servicing of finance	21	(48,723)	(66,717)
Taxation	21	(137,497)	(334,149)
Capital expenditure	21	5,900	5,114
		301,070	319,153
Equity dividends paid		(10,000)	(88,340)
Increase in cash in the year		291,070	230,813
Reconciliation of net cash flow to movement in net fu	nds (Note 22)		
Increase in cash in the year		291,070	230,813
Net debt at 1 July 2014		(1,222,055)	(1,452,868)
Net debt at 30 June 2015		(930,985)	(1,222,055) ======

Notes to Financial Statements for the year ended 30 June 2015

1. Accounting Policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board. The financial statements are prepared on the going concern basis. Having assessed the current financial position of the company and the group, the directors believe that this is an appropriate basis.

1.2. Basis of Consolidation

The group financial statements consolidate the accounts of Licht Invest Limited and all its subsidiary undertakings made up to 30 June 2015 each year; the group profit and loss account includes the results of all subsidiary undertakings for the period from the date of their acquisition and up to the date of disposal.

Turnover and profits arising on trading between group companies are excluded.

1.3. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.4. Goodwill

In accordance with Financial Reporting Standard (FRS) 10 goodwill is capitalised as an intangible asset and amortised by equal instalments against profit over its expected life. The expected life of goodwill is 10 years.

1.5. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Fixtures, fittings

and equipment

25% reducing balance

1.6. Pensions

The pension costs charged in the financial statements represent the contributions payable by the group during the year.

Notes to Financial Statements for the year ended 30 June 2015

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1.7. 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.

2. Turnover

The total turnover of the group for the year has been derived from its principal activity wholly undertaken in the UK.

		2015 £	2014 £
	Class of business Recruitment income	10,812,638	12,091,873
3.	Operating (loss)/profit	2015 £	2014 £
	Operating (loss)/profit is stated after charging:	~	~
	Depreciation of intangible assets	5,715,763	891,128
	Depreciation of tangible assets	4,703	5,127
	Auditors' remuneration	12,500	13,000
4.	Interest receivable and similar income	2015	2014
		· £	£
	Other interest	1,136	-

Notes to Financial Statements for the year ended 30 June 2015

•••••	continued		
5.	Interest payable and similar charges	2015 £	2014 £
	Factoring interest	49,859	66,717
6.	Employees		
	Number of employees The average monthly numbers of employees (including the directors) during the year were:	2015 Number	2014 Number
	Administration Housekeeping wages Banqueting wages	12 481 324 817	15 510 348 873
	Employment costs	2015 £	2014 £
	Wages and salaries Social security costs Other pension costs	9,414,763 460,512 41,912 9,917,187	10,177,807 446,371 28,249 10,652,427
6.1.	Director's emoluments		
	Remuneration and other emoluments	2015 £	2014 £ 41,667

7. Pension costs

The company operates a defined contribution pension scheme in respect of the directors and certain employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £41,912 (2014 - £nil).

Notes to Financial Statements for the year ended 30 June 2015

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Analysis of charge in period	2015 £	2014 £
Current tax		
UK corporation tax at 21.00% (2014 - 23.00%)	113,137	240,372
Adjustments in respect of previous periods		(9)
	113,137	240,363
Total current tax charge	113,137	240,363
Deferred tax		
Timing differences, origination and reversal	(1,593,245)	14
Total deferred tax	(1,593,245)	14
Tax on (loss)/profit on ordinary activities	(1,480,108)	240,377
Factors affecting tax charge for period		
The tax assessed for the period is greater than the standard rate of corporati UK (21.00 per cent). The differences are explained below:	on tax in the	
	2015 £	2014 £
(Loss)/profit on ordinary activities before taxation	(5,237,969)	180,106
(Loss)/profit on ordinary activities multiplied by standard rate of corporation		
tax in the UK of 21.00% (30 June 2014 : 23.00%) Effects of:	(1,099,973)	41,425
Expenses not deductible for tax purposes	15,051	2,157
Capital allowances for period in excess of depreciation	(369)	(155)
Amortisation added back	(389,515)	204,959
Adjustments to tax charge in respect of previous periods	(2,149)	-
Effect of change of tax rate to 21%	(1,366)	(5,382)
Effect of marginal relief	(1,787)	(2,627)
Current tax charge for period	(1,480,108)	240,377

Notes to Financial Statements for the year ended 30 June 2015

continued		

9. Profit for the year attributable to shareholders

As permitted by Section 408 of the Companies Act 2006 the Profit and Loss Account of Licht Invest Limited has not been presented with the financial statements. The parent company's loss before tax for the financial year was £7,955,993.

10.	Intangible fixed assets	Goodwill	Total
		£	£
	Group Cost		
	At 1 July 2014 At 30 June 2015	8,916,244 8,916,244	8,916,244 8,916,244
	Amortisation At 1 July 2014 Charge for year	1,789,270 5,715,763	1,789,270 5,715,763
	At 30 June 2015	7,505,033	7,505,033
	Net book values At 30 June 2015	1,411,211	1,411,211
	At 30 June 2014	7,126,974	7,126,974 ======
	Company Cost At 1 July 2014 At 30 June 2015	-	- -
	Amortisation At 1 July 2014 Charge for year At 30 June 2015	- - -	
	Net book values At 30 June 2015		
	At 30 June 2014		-

Notes to Financial Statements for the year ended 30 June 2015

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11.	Tangible fixed assets		
		Fixtures, fittings & equipment	Total
		£	£
	Group Cost At 1 July 2014	65,696	65,696
	Additions	5,900	5,900
	At 30 June 2015	71,596	71,596
	Depreciation		
	At 1 July 2014	48,109	48,109
	Charge for the year	4,702	4,702
	At 30 June 2015	52,811	52,811
	Net book values At 30 June 2015	18,785	18,785
	At 30 June 2014	17,587	17,587
	Company Cost At 1 July 2014 Additions		•
	At 30 June 2015		
	Depreciation At 1 July 2014 Charge for the year	- 	-
	At 30 June 2015		-
	Net book values At 30 June 2015		<u> </u>
	At 30 June 2014		-

Notes to Financial Statements for the year ended 30 June 2015

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12. Fixed Asset Investments

Company	rer	2015	2014		
		£	£		
Subsidiary undertakings		1,316,100	9,265,941		

Holdings of 20% or more

The group or the company holds 20% or more of the nominal value of the share capital of the following companies:

Company	Country of incorporation or operation	Holding	Proportion Held				
Subsidiary undertaking Calibre Recruitment Limited Calibre Professional Services Limited	England	Ordinary	100%				
	England	Ordinary	100%				

The principal business activities of all the above companies is the provision of recruitment services.

13. Debtors

	2015	2014
Group	£	£
-		
Trade debtors	1,388,937	1,557,346
Other debtors	90	81,047
Prepayments and accrued income	72,260	56,536
	1,461,287	1,694,929
Company		
Other debtors	90	25,092

Notes to Financial Statements for the year ended 30 June 2015

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14.	Creditors: amounts falling due	2015	2014
	within one year	£	£
	Group		
	Bank overdraft	931,009	1,222,080
	Credit Cards	4,349	935
	Trade creditors	13,604	11,528
	Corporation tax	56,845	82,354
	Other taxes and social security costs	350,998	360,911
	Other creditors	6,273,247	6,549,926
	Accruals and deferred income	48,509	37,932
		7,678,561	8,265,666

The Natwest Bank and RBS Invoice Financing hold a debenture incorporating a fixed and floating charge over all company assets Calibre Recruitment Limited, present and future.

	2015	2014
	£	£
Company		
Bank overdraft	8	-
Amounts owed to participating interest	668,389	375,339
Other creditors	6,258,024	6,534,925
Accruals and deferred income	4,000	4,000
	6,930,421	6,914,264
		

Notes to Financial Statements for the year ended 30 June 2015

 continued	

15. Provisions for liabilities and charges

16.

Deferred tax is analysed over the following timing differences:

Group	2015 £	2014 £
Accelerated capital allowances Tax losses available	3,340 (1,593,245)	3,340 -
	(1,589,905)	3,340
Provision for deferred tax	(1,589,905)	3,340
Provision at 1 July 2014 Deferred tax charge in profit and loss account	3,340 (1,593,245)	
Provision at 30 June 2015	(1,589,905)	
	2015	2014
Company	£	£
Accelerated capital allowances Tax losses available	(1,593,245) =======	-
Provision at 1 July 2014 Deferred tax charge in profit and loss account	(1,593,245)	-
Provision at 30 June 2015	$(1,\overline{593,245})$	-
Share capital	2015 £	2014 £
Authorised equity 100,000 Ordinary shares of £1 each	100,000	100,000
Allotted, called up and fully paid equity	100	100
100 Ordinary shares of £1 each	=====	====

Notes to Financial Statements for the year ended 30 June 2015

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17.	Equity Reserves Group	Share premium account £	Profit and loss account	Total £
	At 1 July 2014	659,990	(89,577)	570,413
	Dividends paid Retained loss for the year		(10,000) (3,757,861)	(10,000) (3,757,861)
	At 30 June 2015	659,990	·	(3,197,448)
18.	Reconciliation of movements in shareholders' funds		2015 £	2014 £
	Group			
	Loss for the year		(3,757,861)	(60,271)
	Dividends		(10,000)	(88,340)
	Net addition to shareholders' funds		(3,767,861)	(148,611)
	Opening shareholders' funds		570,513	719,121
			(3,197,348)	570,510
	Company			====
	Company Loss for the year Dividends		(6,362,749) (10,000)	830,357
			(6,372,749)	830,357
	Other recognised gains or losses		-	(88,340)
	Net addition to shareholders' funds		(6,372,749)	742,017
	Opening shareholders' funds		2,351,761	1,609,745
	Closing shareholders' funds		(4,020,988)	2,351,762

19. Ultimate parent undertaking

At 30 June 2015 Licht Invest Limited was controlled by Christophe Garcin who owned 90% of the share capital.

Notes to Financial Statements for the year ended 30 June 2015

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continued	

20. Post Balance Sheet events

On 8 October 2015 Licht Invest Limited sold 100% of its shares in Calibre Professional Services Limited to Dace Fridberga and Linda Prado. Licht Invest Limited also sold 100% of its shares in Calibre Recruitment Limited to Calibre Professional Services Limited on the same date.

As part of the purchase consideration the intercompany loan between Licht Invest Limited and Calibre Recruitment Limited was written off.

21. Gross Cash Flows

2015	2014
£	£
1,136	-
(49,859)	(66,717)
(48,723)	(66,717)
(137,511)	(334,149)
(5,900)	(5,114)
	1,136 (49,859) (48,723) (137,511)

22. Analysis of changes in net debt

	Opening balance	Cash flows	Closing balance
	£	£	£
Cash at bank and in hand Overdrafts	25 (1,222,080)	- 291,071	25 (931,009)
	(1,222,055)	291,071	(930,984)
Net debt	(1,222,055)	291,071	(930,984)

Notes to Financial Statements for the year ended 30 June 2015

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23. Going concern

The balance sheet as at 30 June 2015 shows a deficiency of assets in the sum of of £3,196,102. This situation arises as a result of a long term loan in the sum of £6,258,204 from the director. The director will not be seeking repayment of the loan for the forseeable future. For this reason the director continues to adopt the going concern basis in preparing the financial statements.