

Company Registration No. 06938895 (England and Wales)

VERIGOLD JEWELLERY (UK) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2016

Richard Anthony
Chartered Accountants and Registered Auditors

VERIGOLD JEWELLERY (UK) LIMITED

COMPANY INFORMATION

Directors Mr Hitesh Shah
Mr Sumit Shah
Mr Dhruv Desai

Company number 06938895

Registered office 2nd Floor
Elscot House
Arcadia Avenue
London
N3 2JE

Auditors Richard Anthony
Gadd House
Arcadia Avenue
Finchley
London
N3 2JU

VERIGOLD JEWELLERY (UK) LIMITED

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VERIGOLD JEWELLERY (UK) LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2016

The directors present the strategic report and financial statements for the year ended 31 March 2016.

Fair review of the business

The principal activity of the company import and wholesale of jewellery

The company is part of a group and supplies jewellery to various customers based in the UK and worldwide.

Principal risks and uncertainties

Key customer risk

Concentration on limited customers poses a risk to the Company's revenues. The Company is constantly trying to diversify its customer base to mitigate this risk.

Market risk

The Company's business is affected by prevalent economic conditions in the economies in which the Company's product is sold. The Company is trying to expand its business in different geographies to insulate the business from economic shocks which may affect any specific economy in which the Company's product is sold.

Forex Risk

The Company undertakes transactions in multiple currencies. Fluctuations in these currencies pose a risk of foreign exchange loss to the Company. The Company has taken appropriate hedges to protect the Company from losses on account of currency fluctuation.

Information security and cyber risk

The Company's data is subject to risk of data loss or theft. The Company has taken appropriate measures to ensure security of its data, including data backup mechanisms as well as protection of information from theft and cyber attacks.

Development and performance

The directors' have considered the results for the year and the financial position at the year-end to be satisfactory. The directors' believe that the company is meeting expectations and will continue to grow profitability in the foreseeable future, by not only increasing turnover but also establishing a higher gross profit margin and continuing to keep a tight control on costs. The Company has taken initiatives during the year to diversify its customer base and expand in other geographies.

Key performance indicators

The directors continue to examine all aspects of the business with a view to achieving profitability. Together with senior management, they monitor all other statistical information on a regular basis to ensure that they are aware of any trends and influences on profitability using relevant key performance indicators.

Other information and explanations

The directors' future plans include the strengthening and widening of the customer base within UK and in other geographies mainly in Europe.

On behalf of the board



Mr Dhruv Desai

Director

5 May 2016

VERIGOLD JEWELLERY (UK) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2016

The directors present their annual report and financial statements for the year ended 31 March 2016.

Principal activities

The principal activity of the company continued to be that of jewellery importers and wholesalers.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr Hitesh Shah
Mr Sumit Shah
Mr Dhruv Desai

Results and dividends

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

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Auditors

In accordance with the company's articles, a resolution proposing that Richard Anthony be reappointed as auditors of the company will be put at a General Meeting.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 of 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 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 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.

Statement of disclosure to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

VERIGOLD JEWELLERY (UK) LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

On behalf of the board



Mr Dhruv Desai

Director

5 May 2016

VERIGOLD JEWELLERY (UK) LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF VERIGOLD JEWELLERY (UK) LIMITED

We have audited the financial statements of Verigold Jewellery (UK) Limited for the year ended 31 March 2016 set out on pages 6 to 20. 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 Financial Reporting Standard 102.

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 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 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' Responsibilities Statement set out on , 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 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 company's affairs as at 31 March 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 matters prescribed by the Companies Act 2006

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

VERIGOLD JEWELLERY (UK) LIMITED

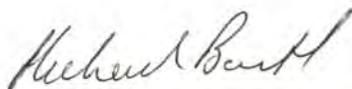
INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF VERIGOLD JEWELLERY (UK) LIMITED

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.



Michael Barnett BA (Econ) FCA (Senior Statutory Auditor)
for and on behalf of Richard Anthony

5 May 2016

Chartered Accountants
Statutory Auditor

Gadd House
Arcadia Avenue
Finchley
London
N3 2JU

VERIGOLD JEWELLERY (UK) LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2016

| | Notes | 2016 £ | 2015 £ |
|--|-------|-------------|-------------|
| Turnover | 3 | 8,069,921 | 7,851,670 |
| Cost of sales | | (7,421,234) | (7,237,021) |
| Gross profit | | 648,687 | 614,649 |
| Distribution costs | | (16,199) | (78,802) |
| Administrative expenses | | (475,357) | (446,411) |
| Operating profit | 4 | 157,131 | 89,436 |
| Interest receivable and similar income | 6 | 14 | - |
| Interest payable and similar charges | 7 | (34) | - |
| Profit before taxation | | 157,111 | 89,436 |
| Taxation | 8 | (33,400) | (17,437) |
| Profit for the financial year | 17 | 123,711 | 71,999 |
| Total comprehensive income for the year | | 123,711 | 71,999 |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

VERIGOLD JEWELLERY (UK) LIMITED

BALANCE SHEET

AS AT 31 MARCH 2016

| | Notes | 2016 £ | £ | 2015 £ | £ |
|---|-------|--------------------|----------------|--------------------|----------------|
| Fixed assets | | | | | |
| Tangible assets | 9 | | 17,173 | | 18,329 |
| Current assets | | | | | |
| Stocks | 11 | 949,458 | | 1,079,791 | |
| Debtors | 12 | 1,732,727 | | 1,639,395 | |
| Cash at bank and in hand | | 303,067 | | 203,862 | |
| | | <u>2,985,252</u> | | <u>2,923,048</u> | |
| Creditors: amounts falling due within one year | 13 | <u>(2,516,289)</u> | | <u>(2,595,234)</u> | |
| Net current assets | | | 468,963 | | 327,814 |
| Total assets less current liabilities | | | <u>486,136</u> | | <u>346,143</u> |
| Provisions for liabilities | | | - | | 16,282 |
| Net assets | | | <u>486,136</u> | | <u>362,425</u> |
| Capital and reserves | | | | | |
| Called up share capital | 16 | 450,000 | | 450,000 | |
| Profit and loss reserves | 17 | 36,136 | | (87,575) | |
| Total equity | | | <u>486,136</u> | | <u>362,425</u> |

The financial statements were approved by the board of directors and authorised for issue on 5 May 2016 and are signed on its behalf by:



Mr Dhruv Desai
Director

Company Registration No. 06938895

VERIGOLD JEWELLERY (UK) LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2016

| | Share capital | Profit and loss reserves | Total |
|--|------------------|--------------------------------|-------------|
| Notes | £ | £ | £ |
| Balance at 1 April 2014 | 450,000 | (159,574) | 290,426 |
| | <hr/> | <hr/> | <hr/> |
| Period ended 31 March 2015: | | | |
| Profit and total comprehensive income for the year | - | 71,999 | 71,999 |
| | <hr/> | <hr/> | <hr/> |
| Balance at 31 March 2015 | 450,000 | (87,575) | 362,425 |
| | <hr/> | <hr/> | <hr/> |
| Period ended 31 March 2016: | | | |
| Profit and total comprehensive income for the year | - | 123,711 | 123,711 |
| | <hr/> | <hr/> | <hr/> |
| Balance at 31 March 2016 | 450,000 | 36,136 | 486,136 |
| | <hr/> <hr/> | <hr/> <hr/> | <hr/> <hr/> |

VERIGOLD JEWELLERY (UK) LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2016

| | Notes | 2016 £ | £ | 2015 £ | £ |
|---|-------|-----------|----------|-----------|-----------|
| Cash flows from operating activities | | | | | |
| Cash generated from/(absorbed by) operations | 21 | | 109,563 | | (179,045) |
| Interest paid | | | (34) | | - |
| Net cash inflow/(outflow) from operating activities | | | 109,529 | | (179,045) |
| Investing activities | | | | | |
| Purchase of tangible fixed assets | | (7,433) | | (19,990) | |
| Proceeds from other investments and loans | | (2,905) | | - | |
| Interest received | | 14 | | - | |
| Net cash used in investing activities | | | (10,324) | | (19,990) |
| Net cash used in financing activities | | | - | | - |
| Net increase/(decrease) in cash and cash equivalents | | | 99,205 | | (199,035) |
| Cash and cash equivalents at beginning of year | | | 203,862 | | 402,897 |
| Cash and cash equivalents at end of year | | | 303,067 | | 203,862 |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

Company information

Verigold Jewellery (UK) Limited is a company limited by shares incorporated in England and Wales. The registered office is 2nd Floor, Elscot House, Arcadia Avenue, London, N3 2JE.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared on the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 March 2016 are the first financial statements of Verigold Jewellery (UK) Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 April 2014. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

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

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

| | |
|--------------------------------|------------------------------|
| Fixtures, fittings & equipment | 25% on a straight line basis |
|--------------------------------|------------------------------|

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.5 Impairment of fixed assets

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried in at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.6 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publically traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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 company after deducting all of its liabilities.

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

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 company after deducting all of its liabilities.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

1 Accounting policies

(Continued)

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.14 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Turnover and other revenue

An analysis of the company's turnover is as follows:

| | 2016 | 2015 |
|----------------------------------|-----------------------------|-----------------------------|
| | £ | £ |
| Turnover | | |
| Jewellery wholesale | 8,069,921 | 7,851,670 |
| | <u> </u> | <u> </u> |
| Other significant revenue | | |
| Interest income | 14 | - |
| | <u> </u> | <u> </u> |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

| 3 Turnover and other revenue | | (Continued) | |
|--|--|------------------|------------------|
| Turnover analysed by geographical market | | | |
| | | 2016 | 2015 |
| | | £ | £ |
| United Kingdom | | 5,691,194 | 6,583,756 |
| Other | | 2,378,727 | 1,267,914 |
| | | <u>8,069,921</u> | <u>7,851,670</u> |
| | | | |
| 4 Operating profit | | 2016 | 2015 |
| Operating profit for the year is stated after charging/(crediting): | | £ | £ |
| Exchange losses/(gains) | | 41,445 | 392,784 |
| Fees payable to the company's auditors for the audit of the company's financial statements | | 11,349 | 7,150 |
| Depreciation of owned tangible fixed assets | | 8,589 | 7,143 |
| Cost of stocks recognised as an expense | | 7,229,953 | 6,388,128 |
| Operating lease charges | | 31,798 | 23,434 |
| | | <u>7,280,134</u> | <u>7,108,639</u> |
| | | | |
| 5 Directors' remuneration | | 2016 | 2015 |
| | | £ | £ |
| Remuneration for qualifying services | | 53,000 | 53,000 |
| | | <u>53,000</u> | <u>53,000</u> |
| | | | |
| 6 Interest receivable and similar income | | 2016 | 2015 |
| | | £ | £ |
| Interest income | | | |
| Interest on bank deposits | | 14 | - |
| | | <u>14</u> | <u>-</u> |
| Investment income includes the following: | | | |
| Interest on financial assets not measured at fair value through profit or loss | | 14 | - |
| | | <u>14</u> | <u>-</u> |
| | | | |
| 7 Interest payable and similar charges | | 2016 | 2015 |
| | | £ | £ |
| Interest on financial liabilities measured at amortised cost: | | | |
| Other interest | | 34 | - |
| | | <u>34</u> | <u>-</u> |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

8 Taxation

| | 2016 £ | 2015 £ |
|--|---------------|---------------|
| Current tax | | |
| UK corporation tax on profits for the current period | 17,118 | - |
| Deferred tax | | |
| Origination and reversal of timing differences | 16,282 | 17,437 |
| Total tax charge | <u>33,400</u> | <u>17,437</u> |

The charge for the year can be reconciled to the profit per the profit and loss account as follows:

| | 2016 £ | 2015 £ |
|--|----------------|----------------|
| Profit before taxation | <u>157,111</u> | <u>89,436</u> |
| Expected tax charge based on the standard rate of corporation tax in the UK of 20.00% (2015: 20.00%) | 31,422 | 17,887 |
| Tax effect of expenses that are not deductible in determining taxable profit | 3,464 | 3,548 |
| Permanent capital allowances in excess of depreciation | <u>(1,486)</u> | <u>(3,998)</u> |
| Tax expense for the year | <u>33,400</u> | <u>17,437</u> |

9 Tangible fixed assets

| | Fixtures, fittings & equipment £ |
|------------------------------------|-------------------------------------|
| Cost | |
| At 1 April 2015 | 31,397 |
| Additions | 7,432 |
| At 31 March 2016 | <u>38,829</u> |
| Depreciation and impairment | |
| At 1 April 2015 | 13,067 |
| Depreciation charged in the year | 8,589 |
| At 31 March 2016 | <u>21,656</u> |
| Carrying amount | |
| At 31 March 2016 | <u>17,173</u> |
| At 31 March 2015 | <u>18,329</u> |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

10 Financial instruments

| | 2016 £ | 2015 £ |
|---|-------------------|-------------------|
| Carrying amount of financial assets | | |
| Debt instruments measured at amortised cost | 1,702,505 | 1,473,735 |
| | <u> </u> | <u> </u> |
| Carrying amount of financial liabilities | | |
| Measured at amortised cost | 2,442,846 | 2,587,735 |
| | <u> </u> | <u> </u> |

Hedging arrangements

The company manages its foreign currency risks by using Leveraged Forex, Futures and Futures Options hedging techniques. All hedging instruments are measured in the financial statements at fair value through Profit and Loss. At the balance sheet date, there is no future obligation in relation to any particular hedging agreement.

11 Stocks

| | 2016 £ | 2015 £ |
|-------------------------------------|-------------------|-------------------|
| Finished goods and goods for resale | 949,458 | 1,079,791 |
| | <u> </u> | <u> </u> |

12 Debtors

| | 2016 £ | 2015 £ |
|---|-------------------|-------------------|
| Amounts falling due within one year: | | |
| Trade debtors | 1,578,141 | 1,436,625 |
| Other debtors | 124,364 | 185,191 |
| Prepayments and accrued income | 30,222 | 17,579 |
| | <u> </u> | <u> </u> |
| | 1,732,727 | 1,639,395 |
| | <u> </u> | <u> </u> |

13 Creditors: amounts falling due within one year

| | 2016 £ | 2015 £ |
|------------------------------------|-------------------|-------------------|
| | Notes | |
| Trade creditors | 82,968 | 258,302 |
| Amount due to parent undertaking | 2,285,504 | 2,255,669 |
| Corporation tax | 17,118 | - |
| Other taxation and social security | 56,325 | 7,499 |
| Other creditors | 18,768 | 16,924 |
| Accruals and deferred income | 55,606 | 56,840 |
| | <u> </u> | <u> </u> |
| | 2,516,289 | 2,595,234 |
| | <u> </u> | <u> </u> |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

14 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

| | Liabilities 2016 £ | Liabilities 2015 £ |
|-----------------------------------|-----------------------------------|-----------------------------------|
| Balances: | | |
| Tax losses | - | (16,282) |
| | <u> </u> | <u> </u> |
| | | 2016 £ |
| Movements in the year: | | |
| Liability/(Asset) at 1 April 2015 | | (16,282) |
| Charge to profit or loss | | 16,282 |
| | | <u> </u> |
| Liability at 31 March 2016 | | - |
| | | <u> </u> |

15 Retirement benefit schemes

Defined contribution schemes

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit and loss in respect of defined contribution schemes was £1,370 (2015 - £-).

16 Share capital

| | 2016 £ | 2015 £ |
|--------------------------------------|-------------------|-------------------|
| Ordinary share capital | | |
| Authorised | | |
| 1,000,000 Ordinary shares of £1 each | 1,000,000 | 1,000,000 |
| | <u> </u> | <u> </u> |
| Issued and fully paid | | |
| 450,000 Ordinary shares of £1 each | 450,000 | 450,000 |
| | <u> </u> | <u> </u> |

17 Profit and loss reserves

| | 2016 £ | 2015 £ |
|------------------------------|-------------------|-------------------|
| At the beginning of the year | (87,575) | (159,574) |
| Profit for the year | 123,711 | 71,999 |
| | <u> </u> | <u> </u> |
| At the end of the year | 36,136 | (87,575) |
| | <u> </u> | <u> </u> |

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

18 Operating lease commitments

Lessee

Operating lease payments represent rentals payable by the company for the business premises occupied. Lease is negotiated for a term of 5 years commencing on 27th November 2014.

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

| | 2016 £ | 2015 £ |
|----------------------------|---------------|----------------|
| Within one year | 24,000 | 24,000 |
| Between two and five years | 64,000 | 88,000 |
| | <u>88,000</u> | <u>112,000</u> |

19 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel, who are also directors, is as follows.

| | 2016 £ | 2015 £ |
|------------------------|---------------|---------------|
| Aggregate compensation | 54,383 | 54,943 |
| | <u>54,383</u> | <u>54,943</u> |

No guarantees have been given or received.

The company has taken advantage of FRS102 exemption to disclose related party transactions with an entity that controls it.

20 Controlling party

The company is a wholly owned subsidiary of Renaissance Jewellery Limited, a company incorporated in India.

The entity is consolidated into Renaissance Jewellery Limited group accounts.

VERIGOLD JEWELLERY (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2016

| 21 Cash generated from operations | 2016 £ | 2015 £ |
|--|----------------|------------------|
| Profit for the year after tax | 123,711 | 71,999 |
| Adjustments for: | | |
| Taxation charged | 33,400 | 17,437 |
| Finance costs | 34 | - |
| Investment income | (14) | - |
| Depreciation and impairment of tangible fixed assets | 8,589 | 7,143 |
| Movements in working capital: | | |
| Decrease in stocks | 130,333 | 26,158 |
| (Increase)/decrease in debtors | (238,508) | 85,905 |
| Increase/(decrease) in creditors | 52,018 | (387,687) |
| Cash generated from/(absorbed by) operations | <u>109,563</u> | <u>(179,045)</u> |

VERIGOLD JEWELLERY (UK) LIMITED

DETAILED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2016

| | | 2016 | | 2015 |
|--|-----------|-------------|-------------|-------------|
| | £ | £ | £ | £ |
| Turnover | | | | |
| Sales of goods | | 8,069,921 | | 7,851,670 |
| Cost of sales | | | | |
| Opening stock of finished goods | 1,079,791 | | 1,105,949 | |
| Finished goods purchases | 6,958,467 | | 6,192,718 | |
| Direct costs | 89,712 | | 106,522 | |
| Carriage inwards and import duty | 32,529 | | 27,939 | |
| Duty and clearance cost | 18,912 | | 34,791 | |
| Closing stock of finished goods | (949,458) | | (1,079,791) | |
| Discounts allowed | 149,836 | | 456,109 | |
| Profit or loss on foreign exchange | 100,903 | | 392,784 | |
| Exchange differences arising on fair value hedging instrument re trading | (59,458) | | - | |
| | | (7,421,234) | | (7,237,021) |
| Gross profit | | 648,687 | | 614,649 |
| Distribution costs | 16,199 | | 78,802 | |
| Administrative expenses | 475,357 | | 446,411 | |
| | | (491,556) | | (525,213) |
| Operating profit | | 157,131 | | 89,436 |
| Investment revenues | | | | |
| Bank interest received | 14 | | - | |
| | | 14 | | - |
| Interest payable and similar charges | | | | |
| Other interest payable | | (34) | | - |
| Profit before taxation | | 157,111 | | 89,436 |

VERIGOLD JEWELLERY (UK) LIMITED

SCHEDULE OF ADMINISTRATIVE EXPENSES

FOR THE YEAR ENDED 31 MARCH 2016

| | 2016 £ | 2015 £ |
|----------------------------------|----------------|----------------|
| Distribution costs | | |
| Advertising | 16,199 | 78,802 |
| | <u>16,199</u> | <u>78,802</u> |
| | | |
| Administrative expenses | | |
| Wages and salaries | 220,379 | 198,674 |
| Social security costs | 30,063 | 28,450 |
| Staff pension costs | 1,370 | - |
| Directors' remuneration | 53,000 | 53,000 |
| Rent re operating leases | 31,798 | 23,434 |
| Rates | 11,626 | 10,135 |
| Relocation cost | - | 15,800 |
| Power, light and heat | 3,593 | 902 |
| Property repairs and maintenance | 427 | 4,420 |
| Insurance | 14,308 | 17,084 |
| Computer running costs | 6,484 | 3,879 |
| Travelling expenses | 37,744 | 34,556 |
| Professional subscriptions | 606 | 664 |
| Legal and professional fees | 10,744 | 4,731 |
| Audit fees | 11,349 | 7,150 |
| Charitable donations | 223 | 100 |
| Bank charges | 2,208 | 2,043 |
| Medical insurance | 1,383 | 1,700 |
| Printing and stationery | 1,890 | 7,702 |
| Telecommunications | 10,441 | 7,132 |
| Entertaining | 8,699 | 8,793 |
| Sundry expenses | 8,433 | 8,919 |
| Depreciation | 8,589 | 7,143 |
| | <u>475,357</u> | <u>446,411</u> |