

REPORT OF THE DIRECTORS AND  
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021  
FOR  
INDO COUNT UK LTD

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**DIRECTORS:**

Mr K R Lalpuria  
Mr S Joshi  
Mr N A Staddon

**REGISTERED OFFICE:**

1 Doughty Street  
London  
WC1N 2PH

**REGISTERED NUMBER:**

09146756 (England and Wales)

**AUDITORS:**

PSJ Alexander & Co  
Chartered Accountants & Statutory Auditors  
1 Doughty Street  
London  
WC1N 2PH

REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31ST MARCH 2021

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The directors present their report with the financial statements of the company for the year ended 31st March 2021.

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of traders in textile products.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1st April 2020 to the date of this report.

Mr K R Lalpuria  
Mr S Joshi  
Mr N A Staddon

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Report of the Directors 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 AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, PSJ Alexander & Co, will be proposed for re-appointment at the forthcoming Annual General Meeting.

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

**ON BEHALF OF THE BOARD:**

SD/-

.....  
Mr K R Lalpuria - Director

Date: .....

16.05.2021

### **Opinion**

We have audited the financial statements of Indo Count UK Ltd (the 'company') for the year ended 31st March 2021 which comprise the Income Statement, Balance Sheet and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st March 2021 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.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### **Other information**

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

**Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

**Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- we reviewed the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations that have a direct effect on the financial statements;
- we enquired with the management team concerning actual and potential litigation and claims;
- we performed analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- we read minutes of meetings of those charged with governance;
- we obtained an understanding of any provisions and held discussions with management to understand the basis of recognition or non-recognition of tax provisions; and
- we addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Auditors.

**Use of our report**

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 a Report of the Auditors 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.

SD/-

Vimal Shah (Senior Statutory Auditor)  
for and on behalf of PSJ Alexander & Co  
Chartered Accountants & Statutory Auditors  
1 Doughty Street  
London  
WC1N 2PH

Date: 16.05.2021

INCOME STATEMENT  
FOR THE YEAR ENDED 31ST MARCH 2021

	Notes	2021 £	2020 £
<b>TURNOVER</b>		<b>308,056</b>	490,266
Cost of sales		<b>78,625</b>	88,621
<b>GROSS PROFIT</b>		<b>229,431</b>	401,645
Administrative expenses		<b>246,773</b>	334,189
		<b>(17,342)</b>	67,456
Other operating income		<b>29,140</b>	540
<b>OPERATING PROFIT</b>	4	<b>11,798</b>	67,996
Interest payable and similar expenses		<b>288</b>	-
<b>PROFIT BEFORE TAXATION</b>		<b>11,510</b>	67,996
Tax on profit		<b>2,051</b>	12,994
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<b>9,459</b>	55,002

The notes form part of these financial statements



BALANCE SHEET  
31ST MARCH 2021

	Notes	2021		2020	
		£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	5		5,237		2,423
<b>CURRENT ASSETS</b>					
Stocks		57,790		43,871	
Debtors	6	90,768		89,138	
Cash at bank and in hand		11,407		26,696	
		<u>159,965</u>		<u>159,705</u>	
<b>CREDITORS</b>					
Amounts falling due within one year	7	31,713		39,609	
<b>NET CURRENT ASSETS</b>			<u>128,252</u>		<u>120,096</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>133,489</u>		<u>122,519</u>
<b>CREDITORS</b>					
Amounts falling due after more than one year	8		1,511		-
<b>NET ASSETS</b>			<u>131,978</u>		<u>122,519</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	10		86,000		86,000
Retained earnings	11		45,978		36,519
<b>SHAREHOLDERS' FUNDS</b>			<u>131,978</u>		<u>122,519</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 16.05.21 and were signed on its behalf by:

SD/-

Mr K R Lalpuria - Director

The notes form part of these financial statements

**1. COMPANY INFORMATION**

Indo Count UK Ltd is a private company, limited by shares, registered in England and Wales. The company's registered number is 09146756 and registered office address is 1 Doughty Street, London, WC1N 2PH.

The principal place of business is Ground Floor of Unit 2, The Stables, Wilmslow Road, East Didsbury, Manchester M20 5PG.

**2. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

**Going Concern**

These financial statements have been prepared on the going concern basis, which the directors believe to be appropriate as the company has received assurances from its parent undertaking that the latter will provide ongoing financial and other support to ensure that it remains a going concern.

The directors have assessed the going concern risks to the Company and have concluded that:

Financial projections indicate that the Company will continue to meet its liabilities as they fall due over the next twelve months from the date of approval of these financial statements.

The Company's parent undertaking and other shareholders have confirmed to continue to make available such funds as are needed by the Company for the period covered by the forecasts.

These forecasts are dependent on the parent undertaking and other shareholders providing additional financial support during that period. As with any company placing reliance on other group entities and shareholders for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, the directors have no reason to believe that it will not do so. The ability of the parent company to continue this support is dependent on its financial position and operational performance.

COVID-19 has severely impacted many economies around the globe. Businesses are being forced to cease or limit operations for indeterminable periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. Global stock markets have experienced great volatility and a significant weakening. Governments and central banks have responded with monetary and fiscal interventions to stabilise economic conditions.

The Company has determined that these events are non-adjusting subsequent events. Accordingly, these financial statements have not been adjusted to reflect their possible impact. The duration and impact of the COVID-19 pandemic remains unclear at this time. Therefore it is not possible to accurately estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the Company the short or long term.

The Company did not have COVID-19 break outs as of the date of approval of these financial statements and the bank has continued to provide support during this challenging time.

Taking into account the support of our bank, directors, shareholders and other factors, the Directors have taken a view that the Company will have sufficient financial resources to weather the impact of COVID-19 and continue as a going concern.

Based on these indications, the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. However, these circumstances represent a material uncertainty that may cast doubt on the company's ability to continue as a going concern and therefore, to continue realising the company's assets and discharging the company's liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

**Turnover**

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

**2. ACCOUNTING POLICIES - continued**

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Plant and machinery etc - 25% on cost and 20% on reducing balance

**Government grants**

Government grants are recognised when it is reasonable to expect that the grants will be received and that all related conditions will be met, usually on submission of a valid claim for payment.

Government grants in respect of capital expenditure are credited to a deferred income account and are released to profit over the expected useful lives of the relevant assets by equal annual instalments.

Grants of a revenue nature are credited to income so as to match them with the expenditure to which they relate.

**Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

**Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

**Hire purchase and leasing commitments**

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

**Pension costs and other post-retirement benefits**

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

**3. EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 3 (2020 - 3).

**4. OPERATING PROFIT**

The operating profit is stated after charging:

	2021	2020
	£	£
Other operating leases	18,200	22,200
Depreciation - owned assets	566	392
Auditors remuneration	4,625	4,175
Pension costs	7,550	22,301
	<u>          </u>	<u>          </u>

5. TANGIBLE FIXED ASSETS

	Plant and machinery etc £
<b>COST</b>	
At 1st April 2020	4,027
Additions	4,891
	8,918
At 31st March 2021	8,918
<b>DEPRECIATION</b>	
At 1st April 2020	1,604
Charge for year	2,077
	3,681
At 31st March 2021	3,681
<b>NET BOOK VALUE</b>	
At 31st March 2021	5,237
At 31st March 2020	2,423

Fixed assets, included in the above, which are held under finance leases are as follows:

	Plant and machinery etc £
<b>COST</b>	
Additions	4,533
	4,533
At 31st March 2021	4,533
<b>DEPRECIATION</b>	
Charge for year	1,511
	1,511
At 31st March 2021	1,511
<b>NET BOOK VALUE</b>	
At 31st March 2021	3,022

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021 £	2020 £
Trade debtors	49,992	-
Amounts owed by group undertakings	16,991	76,848
Other debtors	23,785	12,290
	90,768	89,138

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021	2020
	£	£
Finance leases	1,511	-
Trade creditors	7,226	11,612
Taxation and social security	15,351	17,847
Other creditors	7,625	10,150
	<u>31,713</u>	<u>39,609</u>

8. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2021	2020
	£	£
Finance leases	1,511	-

9. SECURED DEBTS

The following secured debts are included within creditors:

	2021	2020
	£	£
Finance leases	3,022	-

Finance lease creditors are secured on the assets to which they relate.

10. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			2021	2020
Number:	Class:	Nominal value:	£	£
86,000	Ordinary	£1	86,000	86,000

11. RESERVES

	Retained earnings £
At 1st April 2020	36,519
Profit for the year	9,459
At 31st March 2021	<u>45,978</u>

12. OTHER FINANCIAL COMMITMENTS

The Company has operating lease commitments for the property that it rents for its showroom and offices. The capital commitment as at the year end was £33,990.

13. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

**14. ULTIMATE PARENT COMPANY**

The immediate and ultimate parent undertaking is Indo Count Industries Ltd, a public listed company in India. Copies of the consolidated financial statements can be obtained from the company's registered address Office No.1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur - 416109, Maharashtra, India.

TRADING AND PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31ST MARCH 2021

	2021		2020	
	£	£	£	£
<b>Turnover</b>				
Sales	77,089		90,588	
Commission	230,967		399,678	
		308,056		490,266
<b>Cost of sales</b>				
Opening stock	43,871		17,147	
Purchases	82,976		105,273	
Clearing & Forwarding Charges	7,505		10,072	
Other direct costs	2,063		-	
	136,415		132,492	
Closing stock	(57,790)		(43,871)	
		78,625		88,621
<b>GROSS PROFIT</b>		229,431		401,645
<b>Other income</b>				
Sundry receipts	123		540	
Government grants	29,017		-	
		29,140		540
		258,571		402,185
<b>Expenditure</b>				
Rent	18,200		22,200	
Insurance	2,091		1,910	
Directors' salaries	94,853		83,820	
Wages	92,423		98,010	
Pensions	7,550		22,301	
Warehousing charges	5,492		5,353	
Telephone	1,003		1,814	
Post and stationery	2,374		4,609	
Advertising	-		6,204	
Travelling	155		20,222	
Repairs and renewals	298		365	
Household and cleaning	354		560	
Designing	48		71	
Subscriptions	709		1,039	
Sundry expenses	4,751		6,655	
Accountancy	5,578		14,169	
Legal and professional fees	3,986		39,796	
Auditors remuneration	4,625		4,175	
Donations	100		-	
Depreciation of tangible fixed assets				
Plant and machinery	345		185	
Fixtures and fittings	59		62	
Computer equipment	1,673		145	
		246,667		333,665
Carried forward		11,904		68,520

This page does not form part of the statutory financial statements

TRADING AND PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31ST MARCH 2021

	2021		2020	
	£	£	£	£
Brought forward		11,904		68,520
<b>Finance costs</b>				
Bank charges	106		524	
Leasing	288		-	
		<u>394</u>	<u>-</u>	<u>524</u>
<b>NET PROFIT</b>		<u><u>11,510</u></u>		<u><u>67,996</u></u>

This page does not form part of the statutory financial statements