

REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019
FOR
INDO COUNT UK LTD

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INDO COUNT UK LTD

COMPANY INFORMATION
FOR THE YEAR ENDED 31ST MARCH 2019

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

The directors present their report with the financial statements of the company for the year ended 31st March 2019.

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 2018 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;

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

21st May 2019

Opinion

We have audited the financial statements of Indo Count UK Ltd (the 'company') for the year ended 31st March 2019 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 2019 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

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. 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

21st May 2019

INDO COUNT UK LTD

INCOME STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2019

Notes	2019 £	2018 £
TURNOVER	442,477	294,825
Cost of sales	<u>55,103</u>	<u>-</u>
GROSS PROFIT	387,374	294,825
Administrative expenses	<u>386,743</u>	<u>328,208</u>
	631	(33,383)
Other operating income	<u>24,500</u>	<u>-</u>
OPERATING PROFIT/(LOSS) and PROFIT/(LOSS) BEFORE TAXATION	25,131	(33,383)
Tax on profit/(loss)	<u>4,853</u>	<u>-</u>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	<u>20,278</u>	<u>(33,383)</u>

The notes form part of these financial statements

BALANCE SHEET
31ST MARCH 2019

	Notes	2019		2018	
		£	£	£	£
FIXED ASSETS					
Tangible assets	5		1,482		1,891
CURRENT ASSETS					
Stocks		17,147		-	
Debtors	6	59,661		64,127	
Cash at bank and in hand		27,466		9,860	
		104,274		73,987	
CREDITORS					
Amounts falling due within one year	7	38,239		28,639	
NET CURRENT ASSETS			66,035		45,348
TOTAL ASSETS LESS CURRENT LIABILITIES			67,517		47,239
CAPITAL AND RESERVES					
Called up share capital	8		86,000		86,000
Retained earnings	9		(18,483)		(38,761)
SHAREHOLDERS' FUNDS			67,517		47,239

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 21st May 2019 and were signed on its behalf by:

Sd/-
Mr K R Lalpuria - Director

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.

Turnover

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

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

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

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

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 (2018 - 3).

4. **OPERATING PROFIT/(LOSS)**

The operating profit (2018 - operating loss) is stated after charging:

	2019	2018
	£	£
Other operating leases	26,725	20,300
Depreciation - owned assets	409	509
Auditors remuneration	3,875	3,875
Pension costs	7,619	6,676
	<u>7,619</u>	<u>6,676</u>

5. **TANGIBLE FIXED ASSETS**

	Plant and machinery etc £
COST	
At 1st April 2018 and 31st March 2019	<u>2,694</u>
DEPRECIATION	
At 1st April 2018	803
Charge for year	<u>409</u>
At 31st March 2019	<u>1,212</u>
NET BOOK VALUE	
At 31st March 2019	<u>1,482</u>
At 31st March 2018	<u>1,891</u>

6. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2019	2018
	£	£
Amounts owed by group undertakings	53,124	52,392
Other debtors	6,537	11,735
	<u>59,661</u>	<u>64,127</u>

7. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2019	2018
	£	£
Trade creditors	1,678	-
Taxation and social security	12,045	5,550
Other creditors	24,516	23,089
	<u>38,239</u>	<u>28,639</u>

8. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	2019	2018
86,000	Ordinary	£1	£	£
			86,000	86,000
			<u> </u>	<u> </u>

9. **RESERVES**

	Retained earnings
	£
At 1st April 2018	(38,761)
Profit for the year	20,278
	<u> </u>
At 31st March 2019	(18,483)
	<u> </u>

10. **OTHER FINANCIAL COMMITMENTS**

The Company has operating lease commitments for the property that it rents for its showroom and offices.

11. **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.

12. **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 2019

	2019		2018	
	£	£	£	£
Turnover				
Sales	65,802		4,320	
Commission	<u>376,675</u>		<u>290,505</u>	
		442,477		294,825
Cost of sales				
Purchases	72,250		-	
Closing stock	<u>(17,147)</u>		<u>-</u>	
		55,103		-
GROSS PROFIT		387,374		294,825
Other income				
Sundry receipts		<u>24,500</u>		-
		411,874		294,825
Expenditure				
Rent	26,725		20,300	
Rates and water	-		(2,138)	
Insurance	1,947		1,270	
Directors' salaries	97,459		6,985	
Wages	112,031		158,781	
Pensions	7,619		6,676	
Telephone	2,287		1,734	
Post and stationery	14,348		8,543	
Advertising	4,093		2,108	
Travelling	24,579		19,112	
Repairs and renewals	339		-	
Household and cleaning	212		125	
Designing	6,568		2,228	
Subscriptions	-		1,440	
Sundry expenses	12,398		3,132	
Accountancy	11,490		11,625	
Legal and professional fees	59,984		81,056	
Auditors remuneration	3,875		3,875	
Depreciation of tangible fixed assets				
Plant and machinery	179		243	
Fixtures and fittings	106		129	
Computer equipment	<u>124</u>		<u>137</u>	
		386,363		327,361
		25,511		(32,536)
Finance costs				
Bank charges		<u>380</u>		<u>847</u>
NET PROFIT/(LOSS)		<u>25,131</u>		<u>(33,383)</u>

This page does not form part of the statutory financial statements