LOMBARD CAPITAL PLC

Annual Report and Financial Statements
For the year ended 31 March 2015

CONTENTS

REPORTS

FINANCIAL STATEMENTS

COMPANY INFORMATION

DIRECTORS:	Charlotte Argyle (Chairman) Russell Darvill (Non-Executive Director)
REGISTERED OFFICE:	30 Percy Street London W1T 2DB
COMPANY NUMBER:	06050613
SECRETARY:	M Nicholson
ISDX CORPORATE ADVISER:	Peterhouse Corporate Finance Ltd 31 Lombard Street, London EC3V 9BQ
REGISTRARS:	Share Registrars Limited Suite E First Floor 9 Lion and Lamb Yard Farnham Surrey GU9 7LL
INDEPENDENT AUDITOR:	Welbeck Associates Chartered Accountants and Statutory Auditor 30 Percy Street London W1T 2DB

CHAIRMAN'S STATEMENT
FOR THE YEAR ENDED 31 March 2015

Dear Shareholders,

During the year under review the Board has continued to review investment opportunities in both quoted and unquoted companies, but has been constrained by the unfavourable market conditions for securing additional funding that affect the small cap sector.

The net assets of the Company at 31 March 2015 were £278,326, representing a NAV of 14.5p per share, an increase on last year. The increase is due to the higher valuation attributed to the Company's shareholding in Prego International, whose shares are now traded on a matched bargain basis by J P Jenkins, partly offset by the Board's decision to reduce the value of the Company's shareholding in Elevate Platform to cost, in the absence of any current information to support last year's higher valuation.

At the Company's financial year end, the Company held equity in the following companies:

- BWA Group plc, an investment company quoted on ISDX. Our shareholding represents 6.7% of BWA's equity.
- Prego International Limited, an unquoted company whose business is the marketing of Master- and Visa- cards principally to migrant workers employed in overseas territories
- Elevate Platform Limited, an unquoted online recruitment business. Our shareholding represents 2.8% of Elevate's equity.

The Directors are committed to keeping costs to a minimum and building shareholders value. Over the period the administrative expenses of the Company declined by 5% from £84,232 in the previous year to £80,344 in the year to 31 March 2015.

The Board remains active in seeking a way to create value for shareholders and is exploring various strategies, in light of the current economic climate. The Board is currently evaluating a number of investment opportunities and will keep shareholders notified of any progress made.

Russell Darvill
Chairman
29 September 2015

STRATEGIC REPORT

FOR THE YEAR ENDED 31 March 2015

The Directors present their strategic report for the year ended 31 March 2015.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

During the year the Company has reviewed a number of investment opportunities in both quoted and unquoted companies, without making any further investments. Operating costs for the year were reduced by 5% to £80,344 from £84,232 in the previous year. There was an increase in net assets from £273,459 at 31 March 2014 to £278,326 at 31 March 2015. The small increase is due to the increased valuation of its shareholding in Prego International, partly offset by the Board's decision to include the value of the Company's shareholding in Elevate Platform to cost, in the absence of any information to support a higher valuation.

In December 2014 the Company restructured its share capital by effecting a one for one hundred share consolidation.

RESULTS AND DIVIDENDS

For the year ended 31 March 2015, the Company's loss after taxation from continuing operations was £80,133 (2014: £104,191 loss) and the loss per share was 4.2p (2014: 5.4p loss). The Directors do not recommend the payment of a dividend (2014: £nil).

KEY PERFORMANCE INDICATORS

The key performance indicators are set out below:

COMPANY STATISTICS	2015	2014	Change %
Net asset value	£278,326	£273,459	+20%
Net asset value per share	14.5p	*14.3p	+20%
Closing share price	3.75p	*5.00p	-25%
Market capitalisation	£72,000	£96,000	-25%

*Adjusted for the share consolidation in December 2014.

KEY BUSINESS RISKS

The main business risk that the Company faces is that its investments are illiquid and therefore the Company may not have sufficient cash resources to carry out its business plan and also cover the overhead expenses required to maintain its status as a quoted company.

GOING CONCERN

During the period the Company made a loss of £80,133 and at the year-end had net current assets of £43,326. The cash balance as at the year end was £57,036 and no revenue has been generated since the year end, so at the time of signing of these accounts there are insufficient funds for the next 12 months and beyond.

However, after making enquiries, the Directors have formed a judgement that there is a reasonable expectation that the Company can secure further adequate resources, either through external financing or through liquidating some of the Company's investments, to allow sufficient working capital for the Company to continue in operational existence for the foreseeable future. Further, this will ensure that adequate arrangements will be in place to enable the settlement of their financial commitments as and when they fall due.

For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements. Whilst there are inherent uncertainties in relation to future events, and therefore no certainty over the outcome of the matters described, the Directors consider that, based upon financial projections and dependent on the success of their efforts to complete these activities, the Company will be a going concern for the next twelve months.

For and on behalf of the Board

Russell Darvill
Chairman
29 September 2015

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 March 2015

The Directors present their annual report together with the audited financial statements for the year ended 31 March 2015.

PRINCIPAL ACTIVITY

The principal activity of the Company is as an investor in pre IPO companies and companies quoted on AIM and the ISDX Growth Market.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Details of the financial risk management objectives and policies are provided in note 13 to the financial statements.

POST BALANCE SHEET EVENTS

There have been no material events since the balance sheet date.

DIRECTORS

The Directors of the Company during the year and subsequently are set out below:

Charlotte Argyle	(appointed 17 December 2014)
Russell Darvill	(appointed 26 June 2014)
Grahame Rose	(resigned 26 June 2014)
Jason Teichman	(resigned 17 December 2014)

SUBSTANTIAL SHAREHOLDINGS

The only interests in excess of 3% of the issued share capital of the Company which have been notified to the Company as at 29 September 2015 were as follows:

	Ordinary shares of 0.1p each number	Percentage of capital %
Sunvest Corporation Limited	45,500,000	23.7%
Harewood Nominees Limited	38,350,000	20.0%
Religare Capital Markets (Europe) Limited	21,400,000	11.2%
JIM Nominees Limited	10,498,183	5.5%
Pershing Nominees Limited	9,900,000	5.2%
Quetzal Securities Limited	7,450,000	3.9%
Winterflood Securities Limited	7,006,817	3.7%
Platform Securities Limited	6,000,000	3.1%
Puma Nominees Limited	5,845,000	3.0%

DIRECTORS' REMUNERATION

Details of directors' remuneration are set out in note 4 to the financial statements.

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 March 2015

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 prepared the Financial Statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. The Financial Statements are required by law to give a true and fair view of the state of affairs of the Company. In preparing those Financial Statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the Financial Statements; and
- Prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors confirm that they have complied with the above requirements in preparing the Financial Statements.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the Company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the Directors who is a Director at the date of approval of these financial statements confirms that:

- so far as the Director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- the 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.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

AUDITOR

The auditors Welbeck Associates have indicated their willingness to continue in office and a resolution that they be reappointed will be proposed at the Annual General Meeting.

For and on behalf of the Board

Russell Darvill
Chairman
29 September 2015

REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF LOMBARD CAPITAL PLC

FOR THE YEAR ENDED 31 March 2015

We have audited the financial statements of Lombard Capital plc for the year ended 31 March 2015 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Cash Flow, the Statement of Changes in Equity, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors
As explained more fully in the Directors' Responsibilities Statement, as set out on page 5, 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 (APBs) 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 Chairman's Statement, Strategic Report and Report of the Directors 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 implication for our report.
A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Emphasis of Matter – Going Concern
In forming our opinion on the financial statements, which is not modified, we draw your attention to the disclosures made in note 2 to the financial statements concerning the Company's ability to continue as a going concern.

These conditions, along with other matters explained in note 2 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the ability of the Company to continue as a going concern. The directors have plans to manage the cash flows of the Company to enable it to continue as a going concern. The financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

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 2015 and of the company's loss for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and Article 4 of the IAS Regulation.

REPORT OF THE INDEPENDENT AUDITOR
TO THE MEMBERS OF LOMBARD CAPITAL PLC
FOR THE YEAR ENDED 31 March 2015

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial year for which the financial 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:

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept by the company, 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.

J Bradley-Hoare

Jonathan Bradley-Hoare
Senior Statutory Auditor
for and on behalf of Welbeck Associates
Chartered Accountants
Statutory Auditor,

30 Percy Street
London
W1T 2DB

29 September 2015

INCOME STATEMENT
FOR THE YEAR ENDED 31 March 2015

	Notes	2015 £	2014 £
Continuing operations:			
Loss on disposal of investments		-	(44,127)
Investment income		211	24,168
Operating expenses		(80,344)	(84,232)
Operating loss and loss before taxation	3	(80,133)	(104,191)
Taxation expense	5	-	-
Loss for the year, attributable to owners of the Company		(80,133)	(104,191)
Loss per share attributable to owners of the Company during the year	6	Pence	Pence
Basic and diluted:			
Total and continuing operations		(4.2)	*(5.4)

*The comparative earnings per share has been adjusted to reflect the 1 for 100 share consolidation in December 2014.

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2015

	2015 £	2014 £
Loss for the financial year	(80,133)	(104,191)
Other comprehensive income:		
Market value adjustment to investments	85,000	(48,302)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	4,867	(152,493)

STATEMENT OF FINANCIAL POSITION

AS AT 31 March 2015

	Notes	2015 £	2014 £
NON CURRENT ASSETS			
Available for sale investments	7	235,000	150,000
CURRENT ASSETS			
Trade and other receivables	8	220	-
Cash and cash equivalents	9	57,036	152,421
		57,256	152,421
TOTAL ASSETS		292,256	302,421
EQUITY			
Share capital	11	191,815	191,815
Share premium		755,614	755,614
Investment revaluation reserve	12	151,986	66,986
Retained earnings		(821,089)	(740,956)
Equity attributable to owners of the Company and total equity		278,326	273,459
CURRENT LIABILITIES			
Trade and other payables	10	13,930	28,962
TOTAL EQUITY AND LIABILITIES		292,256	302,421

The financial statements were approved by the Board and authorised for issue on 29 September 2015.

Russell Darvill
Director

Company registration number: 06050613 (England & Wales)

The accompanying notes form an integral part of these financial statements

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 March 2015

	Share capital	Share premium	Investment revaluation reserve	Retained earnings	Total equity
	£	£	£	£	£
At 31 March 2013	191,815	755,614	115,288	(636,765)	425,952
Loss for the year	-	-	-	(104,191)	(104,191)
Other comprehensive income:					
Market value adjustment to investments	-	-	(48,302)	-	(48,302)
Total comprehensive expense for the year	-	-	(48,302)	(104,191)	(152,493)
At 31 March 2014	191,815	755,614	66,986	(740,956)	273,459
Loss for the year	-	-	-	(80,133)	(80,133)
Other comprehensive income:					
Market value adjustment to investments	-	-	85,000	-	85,000
Total comprehensive income for the year	-	-	85,000	(80,133)	4,867
At 31 March 2015	191,815	755,614	151,986	(821,089)	278,326

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 March 2015

	2015 £	2014 £
OPERATING ACTIVITIES		
Loss before tax	(80,133)	(104,191)
Adjustments:		
Loss on disposal of investments	-	44,127
Investment income	(211)	(24,168)
(Increase)/decrease in trade and other receivables	(220)	6,816
(Decrease)/increase in trade and other payables	(15,032)	3,711
Net cash outflow from operating activities	(95,596)	(73,705)
INVESTING ACTIVITIES		
Purchases of investments	-	(50,000)
Disposals of investments	-	199,729
Investment income	211	24,168
Net cash inflow from investing activities	211	173,897
Net (decrease)/increase in cash and cash equivalents	(95,385)	100,192
Cash and cash equivalents as at 1 April	152,421	52,229
Cash and cash equivalents as at 31 March	57,036	152,421

The accompanying notes form an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

1 GENERAL INFORMATION

Lombard Capital plc is a limited company incorporated and domiciled in the United Kingdom. The Company's registered office is disclosed on page 2.

2 PRINCIPAL ACCOUNTING POLICIES

The principal Accounting Policies applied in the preparation of these Financial Statements are set out below. These Policies have been consistently applied to all the periods presented, unless otherwise stated.

BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and IFRIC interpretations as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRSs. The Financial Statements have also been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Financial Statements, are disclosed later in these accounting policies.

The financial statements are presented in sterling (£).

GOING CONCERN

During the period the Company made a loss of £80,133 and at the year-end had net current assets of £43,326.

The cash balance as at the year end was £57,036 and no revenue has been generated since the year end, so at the time of signing of these accounts there are insufficient funds for the next 12 months and beyond.

However, after making enquiries, the Directors have formed a judgement that there is a reasonable expectation that the Company can secure further adequate resources, either through external financing or through liquidating some of the Company's investments, to allow sufficient working capital for the Company to continue in operational existence for the foreseeable future. Further, this will ensure that adequate arrangements will be in place to enable the settlement of their financial commitments as and when they fall due.

For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements. Whilst there are inherent uncertainties in relation to future events, and therefore no certainty over the outcome of the matters described, the Directors consider that, based upon financial projections and dependent on the success of their efforts to complete these activities, the Company will be a going concern for the next twelve months.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

2 PRINCIPAL ACCOUNTING POLICIES (CONTINUED)

STATEMENT OF COMPLIANCE

The financial statements comply with International Financial Reporting Standards as adopted by the European Union. At the date of authorisation of these financial statements, the following Standards and Interpretations affecting the Company, which have not been applied in these financial statements, were in issue, but not yet effective (and in some cases had not been adopted by the EU):

- IFRS 9 Financial Instruments
- IFRS 15 Revenue from Contracts with Customers
- IFRS 11 (amendments) Accounting for Acquisitions of Interests in Joint Operations
- IAS 16 and IAS 38 (amendments) Clarification of Acceptable Methods of Depreciation and Amortisation
- IAS 19 (amendments) Defined Benefit Plans: Employee Contributions
- IAS 27 (amendments) Equity Method in Separate Financial Statements
- IFRS 10 and IAS 28 (amendments) Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
- Annual Improvements to IFRSs: 2010-2012 Amendments to: IFRS 2 Share-based Payment, IFRS 3 Business Combinations, IFRS 8 Operating Segments, IFRS 13 Fair Value Measurement, IAS 16 Property, Plant and Equipment, IAS 24 Related Party Disclosures and IAS 38 Intangible Assets
- Annual Improvements to IFRSs: 2011-2013 Amendments to: IFRS 3 Business Combinations, IFRS 13 Fair Value Measurement and IAS 40 Investment Property
- Annual Improvements to IFRSs: 2012-2014 Cycle Amendments to: IFRS 5 Non-current Assets Held for Sale and Discontinued Operations, IFRS 7 Financial Instruments: Disclosures, IAS 19 Employee Benefits and IAS 34 Interim Financial Reporting

The Directors anticipate that the adoption of the above Standards and Interpretations in future periods will have little or no impact on the financial statements of the Company when the relevant Standards come into effect for future reporting periods.

KEY ESTIMATES AND ASSUMPTIONS

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

The only estimates and assumptions that may cause material adjustment to the carrying value of assets and liabilities relate to the valuation of unquoted investments. These are valued in accordance with the techniques set out in the accounting policy for "Available for sale investments" on page 16.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

2 PRINCIPAL ACCOUNTING POLICIES (continued)

CURRENT AND DEFERRED TAXATION

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

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement 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 balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

SEGMENTAL REPORTING

A segment is a distinguishable component of the Company's activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Company's chief operating decision maker to make decisions about the allocation of resources and assessment of performance and about which discrete financial information is available.

As the chief operating decision maker reviews financial information for and makes decisions about the Company's investment activities as a whole, the directors have identified a single operating segment, that of investing in or acquiring assets, businesses or companies in the soft commodities sector.

FINANCIAL ASSETS

The Group's financial assets comprise investments held for trading, associated undertakings, cash and cash equivalents and loans and receivables.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

2 PRINCIPAL ACCOUNTING POLICIES (continued)

AVAILABLE FOR SALE INVESTMENTS

Investments are initially measured at fair value plus incidental acquisition costs. Subsequently, they are measured at fair value in accordance with IAS 39. In respect of quoted investments, this is either the bid price at the period end date or the last traded price, depending on the convention of the exchange on which the investment is quoted, with no deduction for any estimated future selling cost. Unquoted investments are valued by the directors using primary valuation techniques such as recent transactions, last price and net asset value.

Investments are recognised as available-for-sale financial assets. Gains and losses on measurement are recognised in other comprehensive income except for impairment losses and foreign exchange gains and losses on monetary items denominated in a foreign currency, which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired the cumulative gain or loss previously recognised in other comprehensive income is reclassified to profit or loss.

The Company assesses at each period end date whether there is any objective evidence that a financial asset or group of financial assets classified as available-for-sale has been impaired. An impairment loss is recognised if there is objective evidence that an event or events since initial recognition of the asset have adversely affected the amount or timing of future cash flows from the asset. A significant or prolonged decline in the fair value of a security below its cost shall be considered in determining whether the asset is impaired.

When a decline in the fair value of a financial asset classified as available-for-sale has been previously recognised in other comprehensive income and there is objective evidence that the asset is impaired, the cumulative loss is removed from other comprehensive income and recognised in profit or loss. The loss is measured as the difference between the cost of the financial asset and its current fair value less any previous impairment.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash at hand and current and deposit balances at banks, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

EQUITY

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received net of direct issue costs.

The share premium account represents premiums received on the initial issuing of the share capital. Any transaction costs associated with the issuing of shares are deducted from share premium, net of any related income tax benefits.

The investment revaluation reserve represents the difference between the purchase cost of the available for sale investments less any impairment charge and the market value of those investments at the accounting date.

Retained earnings include all current and prior period results as disclosed in the statement of comprehensive income.

FINANCIAL LIABILITIES

Financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. All interest related charges are recognised as an expense in finance cost in the income statement using the effective interest rate method.

The Company's financial liabilities comprise trade and other payables.

Trade payables are recognised initially at their fair value and subsequently measured at amortised cost less settlement payments.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 March 2015

3 OPERATING LOSS

	2015 £	2014 £
Loss from operations is arrived at after charging/(crediting):		
Auditors' remuneration:		
– Fees payable to the Company's auditor for the audit of the annual accounts	7,000	7,000
– Fees payable to the Company's auditor and its associates for other services:		
Tax services	-	-
	7,000	7,000

4 DIRECTORS'REMUNERATION

The Company had no employees in the year, or in the previous year. There was one executive director in the year,

	2015 No.	2014 No.
Administration	1	1

	2015 £	2014 £
Directors' remuneration - fees:		
Charlotte Argyle	6,825	-
Russell Darvill	16,500	-
Grahame Rose	2,375	18,250
Jason Teichman	14,276	16,250
	39,976	34,500

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 March 2015

5 TAXATION

	2015 £	2014 £
UK corporation tax	-	-
Deferred tax	-	-
Total tax expense for the period	-	-
Loss before tax	(80,133)	(104,191)
Tax on loss on ordinary activities at standard UK corporation tax rate of 20% (2013: 20%)	(16,027)	(20,838)
Effects of:		
Unutilised tax losses	16,027	20,838
Total tax expense for the period	-	-

The unutilised tax losses of the Company available for set off against future taxable profits are estimated to be £606,000 (2014: £526,000). The Company has not recognised a deferred tax asset in respect of these losses as there is insufficient evidence of future taxable profits.

6 EARNINGS PER SHARE

The basic and diluted earnings per share is calculated by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

	2015 £	2014 £
EARNINGS		
Loss for the purposes of basic and fully diluted loss per share	(80,133)	(104,191)
NUMBER OF SHARES		
Weighted average number of shares for calculating basic and fully diluted earnings per share	1,918,150	*1,918,150

	2015 pence	2014 pence
EARNINGS PER SHARE		
Basic and fully diluted loss per share	(4.2)	*(5.4)

*The comparative earnings per share has been adjusted to reflect the 1 for 100 share consolidation in December 2014.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

7 AVAILABLE-FOR-SALE INVESTMENTS

	2015 £	2014 £
Investments at cost less impairment brought forward	83,014	276,870
Cost of investment purchases	-	50,000
Proceeds of share disposals	-	(199,729)
Net loss on disposal of shares	-	(44,127)
Investments at cost less impairment at year end	83,014	83,014
Market value adjustment	151,986	66,986
Impairment of investments	-	-
Market value of investments at year end	235,000	150,000
Categorised as:		
Level 1	22,500	37,500
Level 2	-	-
Level 3	212,500	112,500
	235,000	150,000

The table above sets out the fair value measurements using the IFRS 7 fair value hierarchy. Categorisation within the hierarchy has been determined on the basis of the lowest level of input that is significant to the fair value measurement of the relevant asset as follows:

Level 1 - valued using quoted prices in active markets for identical assets.

Level 2 - valued by reference to valuation techniques using observable inputs other than quoted prices included within Level 1.

Level 3 - valued by reference to valuation techniques using inputs that are not based on observable market data.

The valuation techniques used by the company are explained in the accounting policy note, "Available For-Sale Investments".

LEVEL 3 FINANCIAL ASSETS

Reconciliation of Level 3 fair value measurement of financial assets

	2015 £	2014 £
Brought forward	112,500	33,003
Purchases	-	-
Market value adjustment	100,000	79,497
Carried forward	212,500	112,500

Level 3 valuation techniques used by the Group are explained on page 16 (Available for sale investments)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 March 2015

8 TRADE AND OTHER RECEIVABLES

	2015	2014
	£	£
Prepayments	220	-
Total	220	-

The fair value of trade and other receivables is considered by the directors not to be materially different to the carrying amounts.

9 CASH AND CASH EQUIVALENTS

	2015	2014
	£	£
Cash at banks	57,036	152,421
Total	57,036	152,421

10 TRADE AND OTHER PAYABLES

	2015	2014
	£	£
Trade payables	486	7,502
Accrued charges	13,444	21,460
Total	13,930	28,962

The fair value of trade and other payables is considered by the directors not to be materially different to the carrying amounts.

11 SHARE CAPITAL

	2015	2014
	£	£
Authorised:		
500,000,000 ordinary shares of 0.1p each	500,000	500,000
2,000,000 redeemable shares of 1p each	20,000	20,000
	520,000	520,000
Issued and fully paid:		
At 31 March 2014: 191,815,000 ordinary shares of 0.1p each	-	191,815
Share reorganisation (see note below):		
1,918,150 new ordinary shares of 0.1p	1,918	-
1,918,150 deferred shares of 9.9p	189,897	-
	191,815	191,815

On 17 December 2014 the shareholders approved a share reorganisation, effectively a 1 for 100 share consolidation, by which all the issued ordinary shares were consolidated on the basis of one consolidated share of 10p for every 100 issued ordinary shares. The consolidated shares were then sub-divided into one new ordinary share of 0.1p and one deferred share of 9.9p. The restricted rights attaching to the deferred shares are such that the deferred shares have no economic value.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 March 2015

12 INVESTMENT REVALUATION RESERVE

	2015 £	2014 £
Balance brought forward	66,986	115,288
Market value adjustment in year	85,000	(48,302)
Balance carried forward	**151,986**	66,986

13 RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to a variety of financial risks which result from both its operating and investing activities. The Company's risk management is coordinated by the board of directors, and focuses on actively securing the Company's short to medium term cash flows by minimising the exposure to financial markets.

CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are:

- to safeguard the Company's ability to continue as a going concern, so that it continues to provide returns and benefits for shareholders;
- to support the Company's growth; and
- to provide capital for the purpose of strengthening the Company's risk management capability.

The Company actively and regularly reviews and manages its capital structure to ensure an optimal capital structure and equity holder returns, taking into consideration the future capital requirements of the Company and capital efficiency, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities. Management regards total equity as capital and reserves, for capital management purposes.

CREDIT RISK

The Company's financial instruments, that are subject to credit risk, are cash and cash equivalents. The credit risk for cash and cash equivalents is considered negligible since the counterparties are reputable financial institutions.

The Company's maximum exposure to credit risk is £57,036 (2014: £152,421) comprising cash and cash equivalents

LIQUIDITY RISK

Liquidity risk is managed by means of ensuring sufficient cash and cash equivalents are held to meet the Company's payment obligations arising from administrative expenses. The cash and cash equivalents are invested such that the maximum available interest rate is achieved with minimal risk.

MARKET PRICE RISK

The Company's exposure to market price risk mainly arises from potential movements in the fair value of its investments. The Company manages this price risk within its long-term investment strategy to manage a diversified exposure to the market. If each of the Company's equity investments were to experience a rise or fall of 10% in their fair value, this would result in the Company's net asset value increasing or decreasing by £23,500 (2014: £15,000).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 March 2015

14 FINANCIAL INSTRUMENTS

FINANCIAL ASSETS BY CATEGORY

The IAS 39 categories of financial assets included in the balance sheet and the headings in which they are included are as follows:

	2015 £	2014 £
Financial assets:		
Available for sale investments	235,000	150,000
Cash and cash equivalents	57,036	152,421
	292,036	302,421

FINANCIAL LIABILITIES BY CATEGORY

The IAS 39 categories of financial liability included in the balance sheet and the headings in which they are included are as follows:

	2015 £	2014 £
Financial liabilities at amortised cost:		
Trade and other payables	486	7,502
	486	7,502

15 CONTINGENT LIABILITIES

There were no contingent liabilities as at 31 March 2015 (2014: £Nil).

16 CAPITAL COMMITMENTS

There were no capital commitments authorised by the directors or contracted for at 31 March 2015 or 31 March 2014.

17 POST BALANCE SHEET EVENTS

There have been no material post balance sheet events.

18 RELATED PARTY TRANSACTIONS

The remuneration paid to the directors is set out in Note 4 to the financial statements.