
EMERALD GLOBAL LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

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EMERALD GLOBAL LIMITED

COMPANY INFORMATION

DIRECTORS	G Ngwong L F Lee
COMPANY SECRETARY	F S Ngwong
REGISTERED NUMBER	01497756
REGISTERED OFFICE	1st Floor 207 Regent Street London W1B 4ND
INDEPENDENT AUDITORS	Elman Wall Limited Chartered Accountants 5-7 John Prince's Street London W1G 0JN
BANKERS	The Royal Bank of Scotland PLC 60 Conduit Street London W1S 2GA

EMERALD GLOBAL LIMITED

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EMERALD GLOBAL LIMITED

STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013

BUSINESS REVIEW

The results for the year and the financial position at the year end were considered satisfactory bearing in mind the uncertain economic conditions by the directors who expect to see growth in the future.

The directors consider the principal risks facing the company to be fuel costs, foreign currency fluctuations, force majeure and in particular any effect on consumer spending caused by the present economic uncertainty.

The balance sheet value of the company remains steady at £1.4 million at the year end.

Turnover decreased to approximately £37 million. However, the gross profit margin increased from 4.4% to 5%. Overheads increased from £1.49m to £1.59m. The increase in margin has resulted in an increase in profit before tax from £41.5k to £87.8k.

This report was approved by the board and signed on its behalf.



.....
G Ngwong
Director

Date: 11/06/2014

EMERALD GLOBAL LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

PRINCIPAL ACTIVITIES

The principal activity of the company continued to be that of travel agents.

RESULTS

The profit for the year, after taxation, amounted to £72,845 (2012 - £28,151).

DIRECTORS

The directors who served during the year were:

G Ngwong
L F Lee

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

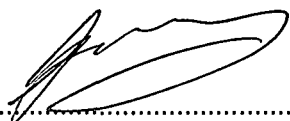
EMERALD GLOBAL LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013**

AUDITORS

Under section 487(2) of the Companies Act 2006, Elman Wall Limited will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board and signed on its behalf.



.....
G Ngwong
Director

Date: 11/06/2014

EMERALD GLOBAL LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EMERALD GLOBAL LIMITED

We have audited the financial statements of Emerald Global Limited for the year ended 31 December 2013, set out on pages 6 to 16. 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).

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, 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 Strategic report and the Directors' 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 December 2013 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 MATTER 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.

EMERALD GLOBAL LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EMERALD GLOBAL 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.

Elman Wall Limited

Ian Palmer (Senior statutory auditor)

for and on behalf of
Elman Wall Limited

Chartered Accountants

5-7 John Prince's Street
London

W1G 0JN

Date: 11/06/2014

EMERALD GLOBAL LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2013

	Note	2013 £	2012 £
TURNOVER	1,2	36,819,050	<i>38,094,718</i>
Cost of sales		<u>(34,992,739)</u>	<u>(36,404,281)</u>
GROSS PROFIT		1,826,311	<i>1,690,437</i>
Distribution costs		<u>(157,654)</u>	<u>(170,302)</u>
Administrative expenses		<u>(1,591,327)</u>	<u>(1,494,117)</u>
OPERATING PROFIT	3	77,330	<i>26,018</i>
Interest receivable and similar income	6	<u>10,477</u>	<u>15,567</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		87,807	<i>41,585</i>
Tax on profit on ordinary activities	7	<u>(14,962)</u>	<u>(13,434)</u>
PROFIT FOR THE FINANCIAL YEAR	15	<u>72,845</u>	<u><i>28,151</i></u>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and loss account.

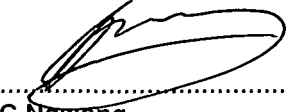
The notes on pages 9 to 16 form part of these financial statements.

EMERALD GLOBAL LIMITED
REGISTERED NUMBER: 01497756

BALANCE SHEET
AS AT 31 DECEMBER 2013

	Note	£	2013 £	£	2012 £
FIXED ASSETS					
Tangible assets	8		91,550		106,522
Investments	9		16,002		16,002
			<u>107,552</u>		<u>122,524</u>
CURRENT ASSETS					
Debtors	10	1,107,284		629,934	
Cash at bank and in hand		2,276,128		2,346,587	
		<u>3,383,412</u>		<u>2,976,521</u>	
CREDITORS: amounts falling due within one year	11	(2,055,012)		(1,687,480)	
NET CURRENT ASSETS			<u>1,328,400</u>		<u>1,289,041</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1,435,952</u>		<u>1,411,565</u>
CREDITORS: amounts falling due after more than one year	12		-		(4,200)
PROVISIONS FOR LIABILITIES					
Deferred tax	13		(11,075)		(16,333)
NET ASSETS			<u>1,424,877</u>		<u>1,391,032</u>
CAPITAL AND RESERVES					
Called up share capital	14		100,000		100,000
Profit and loss account	15		1,324,877		1,291,032
SHAREHOLDERS' FUNDS	16		<u>1,424,877</u>		<u>1,391,032</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


.....
G Ngwong
Director

Date: 11/06/2014

The notes on pages 9 to 16 form part of these financial statements.

EMERALD GLOBAL LIMITED

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	Note	2013 £	2012 £
Net cash flow from operating activities	18	(17,225)	(134,225)
Returns on investments and servicing of finance	19	10,477	15,567
Taxation		(11,508)	(6,496)
Capital expenditure and financial investment	19	(9,003)	(4,530)
Equity dividends paid		(39,000)	-
CASH OUTFLOW BEFORE FINANCING		(66,259)	(129,684)
Financing	19	(4,200)	(6,756)
DECREASE IN CASH IN THE YEAR		(70,459)	(136,440)

**RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	2013 £	2012 £
Decrease in cash in the year	(70,459)	(136,440)
Cash outflow from decrease in debt and lease financing	4,200	6,756
CHANGE IN NET DEBT RESULTING FROM CASH FLOWS	(66,259)	(129,684)
Finance lease	-	(1,869)
MOVEMENT IN NET DEBT IN THE YEAR	(66,259)	(131,553)
Net funds at 1 January 2013	2,342,387	2,473,940
NET FUNDS AT 31 DECEMBER 2013	2,276,128	2,342,387

The notes on pages 9 to 16 form part of these financial statements.

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of sales of tours and other services supplied during the year on a booking date basis, exclusive of Value Added Tax to customers.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Fixtures and fittings	-	10% straight line basis
Computer equipment	-	25% reducing balance basis

1.4 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

1.5 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term.

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are discounted.

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES (continued)

1.7 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

2. TURNOVER

The whole of the turnover for the year has been derived from its principal activity.

All turnover arose within the United Kingdom.

3. OPERATING PROFIT

The operating profit is stated after charging:

	2013 £	2012 £
Depreciation of tangible fixed assets:		
- owned by the company	23,975	24,172
Auditors' remuneration	10,000	10,000
Operating lease rentals:		
- other operating leases	195,129	187,874
	<u>229,104</u>	<u>222,046</u>

4. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

	2013 £	2012 £
Wages and salaries	914,428	885,146
Social security costs	76,776	77,747
	<u>991,204</u>	<u>962,893</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2013 No.	2012 No.
Staff	<u>49</u>	<u>44</u>

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

5. DIRECTORS' REMUNERATION

	2013 £	2012 £
Remuneration	53,003	86,939

6. INTEREST RECEIVABLE

	2013 £	2012 £
Bank interest receivable	10,477	15,567

7. TAXATION

	2013 £	2012 £
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	20,220	11,508
Deferred tax (see note 13)		
Origination and reversal of timing differences	(5,258)	1,926
Tax on profit on ordinary activities	14,962	13,434

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2012 - the same as) the standard rate of corporation tax in the UK of 20% (2012 - 20%) as set out below:

	2013 £	2012 £
Profit on ordinary activities before tax	87,807	41,585
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2012 - 20%)	17,561	8,317
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	1,253	6,100
Capital allowances for year in excess of depreciation	1,406	(2,909)
Current tax charge for the year (see note above)	20,220	11,508

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

8. TANGIBLE FIXED ASSETS

	Fixtures and fittings £	Computer equipment £	Total £
Cost			
At 1 January 2013	143,794	324,573	468,367
Additions	-	9,003	9,003
At 31 December 2013	143,794	333,576	477,370
Depreciation			
At 1 January 2013	66,650	295,195	361,845
Charge for the year	14,380	9,595	23,975
At 31 December 2013	81,030	304,790	385,820
Net book value			
At 31 December 2013	62,764	28,786	91,550
At 31 December 2012	77,144	29,378	106,522

9. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2013 and 31 December 2013	16,002
Net book value	
At 31 December 2013	16,002
At 31 December 2012	16,002

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Class of shares	Holding
Peoples Travel Limited	Ordinary	100%
Namaste Travel and Tours Limited	Ordinary	100%
Emerald Travel Limited	Ordinary	100%
Emerald Global Group Limited	Ordinary	100%

EMERALD GLOBAL LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

9. FIXED ASSET INVESTMENTS (continued)

The aggregate of the share capital and reserves as at 31 December 2013 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit/(loss) £
Peoples Travel Limited	8,000	-
Namaste Travel and Tours Limited	8,000	-
Emerald Travel Limited	1	-
Emerald Global Group Limited	1	-
	<u> </u>	<u> </u>

10. DEBTORS

	2013 £	2012 £
Trade debtors	996,492	527,188
Other debtors	58,941	55,777
Prepayments and accrued income	51,851	46,969
	<u>1,107,284</u>	<u>629,934</u>

Included within other debtors is a sum of £40,000 (2012: £40,000) secured to the company's bank to provide guarantees to the company's major suppliers.

**11. CREDITORS:
Amounts falling due within one year**

	2013 £	2012 £
Trade creditors	2,006,088	1,645,238
Corporation tax	20,220	11,508
Other taxation and social security	18,704	20,734
Accruals and deferred income	10,000	10,000
	<u>2,055,012</u>	<u>1,687,480</u>

**12. CREDITORS:
Amounts falling due after more than one year**

	2013 £	2012 £
Other loans	<u>-</u>	<u>4,200</u>

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

12. CREDITORS:
Amounts falling due after more than one year (continued)

Creditors include amounts not wholly repayable within 5 years as follows:

	2013 £	2012 £
Repayable other than by instalments	-	4,200

Included within Other loans is an amount of £NIL (2012: £4,200) due to G Ngwong, a director of the company. The loan is non interest bearing and has no fixed terms of repayment.

13. DEFERRED TAXATION

	2013 £	2012 £
At beginning of year	16,333	14,407
(Released during)/charge for year (P&L)	(5,258)	1,926
At end of year	11,075	16,333

The provision for deferred taxation is made up as follows:

	2013 £	2012 £
Accelerated capital allowances	11,075	16,333

14. SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid		
100,000 Ordinary shares of £1 each	100,000	100,000

15. RESERVES

	Profit and loss account £
At 1 January 2013	1,291,032
Profit for the financial year	72,845
Dividends: Equity capital	(39,000)
At 31 December 2013	1,324,877

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

16. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2013 £	2012 £
Opening shareholders' funds	1,391,032	1,362,881
Profit for the financial year	72,845	28,151
Dividends (Note 17)	(39,000)	-
Closing shareholders' funds	<u>1,424,877</u>	<u>1,391,032</u>

17. DIVIDENDS

	2013 £	2012 £
Dividends paid on equity capital	<u>39,000</u>	<u>-</u>

18. NET CASH FLOW FROM OPERATING ACTIVITIES

	2013 £	2012 £
Operating profit	77,330	26,018
Depreciation of tangible fixed assets	23,975	24,172
(Increase)/decrease in debtors	(477,350)	1,057,097
Increase/(decrease) in creditors	358,820	(1,241,512)
Net cash outflow from operating activities	<u>(17,225)</u>	<u>(134,225)</u>

19. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

	2013 £	2012 £
Returns on investments and servicing of finance		
Interest received	<u>10,477</u>	<u>15,567</u>
Capital expenditure and financial investment		
Purchase of tangible fixed assets	<u>(9,003)</u>	<u>(4,530)</u>

EMERALD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

19. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT (continued)

	2013 £	2012 £
Financing		
Repayment of other loans	(4,200)	-
Repayment of finance leases	-	(6,756)
Net cash outflow from financing	(4,200)	(6,756)

20. ANALYSIS OF CHANGES IN NET FUNDS

	1 January 2013 £	Cash flow £	Other non-cash changes £	31 December 2013 £
Cash at bank and in hand	2,346,587	(70,459)	-	2,276,128
Debt:				
Debts due within one year	-	4,200	(4,200)	-
Debts falling due after more than one year	(4,200)	-	4,200	-
Net funds	2,342,387	(66,259)	-	2,276,128

21. CONTINGENT LIABILITIES

Guarantees and other financial commitments:

1) The company has a bond of £200,000 issued by Royal Sun Alliance to Singapore Airlines Limited until 10 June 2013.

22. OPERATING LEASE COMMITMENTS

At 31 December 2013 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings 2013 £	2012 £
Expiry date:		
Between 2 and 5 years	100,000	100,000

23. CONTROLLING PARTY

The ultimate controlling party is G Ngwong, a director and majority shareholder of the company.