CAFFE CONCERTO LIMITED STRATEGIC REPORT, REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2016

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COMPANY INFORMATION FOR THE YEAR ENDED 31 AUGUST 2016

Directors:

M Borjak

M Al Hajjar

Secretary:

M Borjak

Registered office:

29-31 Piccadilly

London W1J 0LF

Registered number:

01994671 (England and Wales)

Auditors:

M. Parmar & Co.

Registered Auditors

First Floor

244 Edgware Road

London W2 1DS

Solicitors:

Lawrence Stephens Solicitors

50 Farringdon Road

London EC1M 3HE

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2016

The directors present their strategic report for the year ended 31 August 2016.

Review of business

The company's turnover increased by 19% to £21,852,756 (2015: £18,339,583) and profit before tax is £194,276 (2015: £156,064).

The directors expect to open additional branches during the coming year as several locations have already been identified.

Principal risks and uncertainties

The directors consider the following to be the principal risks and uncertainties which could affect the company's business:

External

- Maintaining high company profile through advertising, marketing and social media. Thereby both protecting and enhancing the brand name of "Caffe Concerto".
- Possible effects of Brexit and the decline in the number of tourists.
- Effect of bank interest rate rising and difficulties in obtaining finance from lending institutions.
- Increases in the national living wage.
- Additional costs associated with new pension regulators.

Internal

- Food hygiene
- Health and safety
- Staff training, supervision and ensuring customer satisfaction.

Key performance indicators

The directors consider the following to be the key performance indicators of the company's business:

	<u>2016</u>	<u>2015</u>
Turnover	£21,852,756	£18,339,583
Gross profit	£9,929,813	£8,096,058
Profit before tax	£194,276	£156,064

On behalf of the board:

M Borjak - Director

AND THE REAL PROPERTY.

29 June 2017

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 AUGUST 2016

The directors present their report with the financial statements of the company for the year ended 31 August 2016.

Dividends

During the year, dividends of £130,000 paid to the parent company Lux Management & Investment Group Limited a company registered in England and Wales.

Directors

The directors shown below have held office during the whole of the period from 1 September 2015 to the date of this report.

M Borjak M Al Hajjar

Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, 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, M. Parmar & Co., will be proposed for re-appointment at the forthcoming Annual General Meeting.

On behalf of the board:

M Borjak - Director

29 June 2017

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF CAFFE CONCERTO LIMITED

We have audited the financial statements of Caffe Concerto Limited for the year ended 31 August 2016 on pages six to twenty. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page three, 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 Report of the Directors 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 August 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF **CAFFE CONCERTO 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.

Mahendra Parmar (Senior Statutory Auditor)

for and on behalf of M. Parmar & Co.

Registered Auditors

First Floor

244 Edgware Road

London

W2 1DS

29 June 2017

INCOME STATEMENT FOR THE YEAR ENDED 31 AUGUST 2016

	Notes	2016 £	2015 £
Turnover		21,852,756	18,339,583
Cost of sales		(11,922,943)	(10,243,525)
Gross profit		9,929,813	8,096,058
Administrative expenses		(9,727,475)	(7,966,780)
		202,338	129,278
Other operating income		-	31,300
Operating profit	4	202,338	160,578
Interest receivable and similar income		12	-
		202,350	160,578
Interest payable and similar expenses	5	(8,074)	(4,514)
Profit before taxation		194,276	156,064
Tax on profit	6	(38,855)	(32,792)
Profit for the financial year		155,421	123,272

OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 AUGUST 2016

Notes	2016 £	2015 £
Profit for the year	155,421	123,272
Other comprehensive income	<u>-</u>	-
Total comprehensive income for the year	155,421	123,272

CAFFE CONCERTO LIMITED (REGISTERED NUMBER: 01994671)

STATEMENT OF FINANCIAL POSITION 31 AUGUST 2016

		_	2016		2015
Fixed assets	Notes	£	£	£	£
Tangible assets	8		1,965,089		1,880,758
Current assets		•			
Stocks	9	49,427		299,661	
Debtors	10	1,325,087		164,972	
Cash at bank and in hand		662,036		1,152,499	
0		2,036,550		1,617,132	
Creditors Amounts falling due within one year	11	3,809,662		3,324,206	
Net current liabilities			(1,773,112)		(1,707,074)
Total assets less current liabilities			191,977		173,684
Creditors Amounts falling due after more than o			(00.070)		(50.000)
year	12		(26,876)		(58,033)
Provisions for liabilities	14		(107,714)		(83,685)
Net assets			57,387		31,966
Canital and recoming					
Capital and reserves Called up share capital	15		30,000		30,000
Retained earnings	16		27,387		1,966
. tetaee outimige	, •				
Shareholders' funds			57,387		31,966

The financial statements were approved by the Board of Directors on 29 June 2017 and were signed on its behalf by:

M Borjak - Director

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

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 September 2014	30,000	28,694	58,694
Changes in equity Dividends Total comprehensive income Balance at 31 August 2015	30,000	(150,000) 123,272 1,966	(150,000) 123,272 31,966
Changes in equity Dividends Total comprehensive income	-	(130,000) 155,421	(130,000) 155,421
Balance at 31 August 2016	30,000	27,387	57,387

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 AUGUST 2016

		2016	2015
·	Notes	£	£
Cash flows from operating activi		204 520	4 020 420
Cash generated from operations	1	281,529	1,930,439
Interest paid Interest element of hire purchase		(49)	(338)
payments paid		(8,025)	(4,176)
Tax paid		(3,925)	(1,175)
	i	(0,020)	<u> </u>
Net cash from operating activities		269,530	1,925,925
Cash flows from investing activit	ties		
Purchase of tangible fixed assets		(576,288)	(1,141,452)
Interest received		12	-
Net cash from investing activities		(576,276)	(1,141,452)
	_	-	
Cash flows from financing activity	ties	(50.747)	444.005
Capital repayments in year Share issue	•	(53,717)	111,205
		(130,000)	30,000 (150,000)
Equity dividends paid		(130,000)	(150,000)
Net cash from financing activities		(183,717)	(8,795)
(Decrease)/increase in cash and	cash equivalents	(490,463)	775,678
Cash and cash equivalents at	·		
beginning of year	2	1,152,499	376,821
Cash and cash equivalents at en	d of		
year	2	662,036	1,152,499

1.

NOTES TO THE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 AUGUST 2016

	2016	2015
	£	£
Profit before taxation	194,276	156,064
Depreciation charges	491,958	471,103
Finance costs	8,074	4,514
Finance income	(12)	<u>-</u>
	694,296	631,681
Decrease/(increase) in stocks	250,234	(299,661)
Decrease in trade and other debtors	18,953	574,442
(Decrease)/increase in trade and other creditors	(681,954)	1,023,977
Cash generated from operations	281,529	1,930,439

2. Cash and cash equivalents

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

Year ended 31 August 2016	31/8/16 £	1/9/15 £
Cash and cash equivalents	662,036	1,152,499
Year ended 31 August 2015	31/8/15	1/9/14
Cash and cash equivalents	1,152,499	376,821

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2016

1. Statutory information

Caffe Concerto Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

Accounting policies 2.

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" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

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 or, if held under a finance lease, over the lease term, whichever is the shorter.

Fixtures and fittings

- 20% on reducing balance

Motor vehicles

- 25% on reducing balance

Equipment

- 20% on reducing balance

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

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

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.

3. **Employees and directors**

	2016 £	2015 £
Wages and salaries Social security costs	6,224,933 433,326	5,508,333 426,752
	6,658,259	5,935,085

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 AUGUST 2016

3.	Employees and directors - continued		
	The average monthly number of employees during the year was as follows:	2016	2015
	Administration Floor staff	21 453	20 451
		474	471
		2016 £	2015 £
	Directors' remuneration		-
4.	Operating profit		
	The operating profit is stated after charging:		
		2016 £	2015 £
	Hire of plant and machinery	13,921	13,630
	Depreciation - owned assets Depreciation - assets on hire purchase contracts	467,285 24,672	440,035 31,068
	Audtors' remuneration	1,500	1,500
5.	Interest payable and similar expenses		
		2016 £	2015 £
	Bank interest	32	20
	Interest on overdue tax paid	17	318
	Hire purchase	8,025	4,176 ———
		8,074 	4,514
6.	Taxation		
	Analysis of the tax charge		
	The tax charge on the profit for the year was as follows:	2016	2015
		£	£ 2015
	Current tax:	14,826	2.027
	UK corporation tax	14,626	3,037
	Deferred tax	24,029	29,755
•	Tax on profit	38,855	32,792
	UK corporation tax was charged at 20% in 2015.		

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 AUGUST 2016

6. Taxation - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is the same as the standard rate of corporation tax in the UK.

			2016 £	2015 £
Profit before tax			194,276	156,064
Profit multiplied by the standard rate of 20% (2015 - 20%)	of corporation tax in	the UK of	38,855	31,213
Effects of: Expenses not deductible for tax purpolation income not taxable for tax purposes Capital allowances in excess of depre			24,029 (24,029)	1,579 29,755 (29,755)
Total tax charge			38,855	32,792
7. Dividends			2016	2015
Ordinary shares of £1 each Final			130,000	150,000
8. Tangible fixed assets	Fixtures and fittings £	Motor vehicles £	Equipment £	Totals £
Cost At 1 September 2015 Additions	2,470,223 370,706	19,500 -	836,016 205,582	3,325,739 576,288
At 31 August 2016	2,840,929	19,500	1,041,598	3,902,027
Depreciation At 1 September 2015 Charge for year	1,034,274 361,331	8,531 2,742	402,176	1,444,981
At 31 August 2016	1,395,605	11,273	530,060	1,936,938
Net book value At 31 August 2016	1,445,324	8,227	511,538	1,965,089
At 31 August 2015	1,435,949	10,969	433,840	1,880,758

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 AUGUST 2016

8. Tangible fixed assets - continued

Fixed assets	. included in the a	ibove, which are	held under hire	: purchase cont	tracts are as follows:

	r ixed assets, included in the above, which a	Fixtures	mic parchase	contracts are t	23 10110 VV 3.
		and fittings £	Motor vehicles £	Equipment £	Totals £
	Cost				
	At 1 September 2015 and 31 August 2016	42,610	19,500	119,164	181,274
	Depreciation				
	At 1 September 2015	20,794	8,531	31,330	60,655
	Charge for year	4,363	2,742	17,567	24,672
	At 31 August 2016	25,157	11,273	48,897	85,327
	Net book value				
	At 31 August 2016	17,453	8,227	70,267	95,947
	At 31 August 2015	21,816	10,969	87,834	120,619
_					
9.	Stocks			2016	2015
				£	£
	Stocks			49,427 ————	299,661
10.	Debtors: amounts falling due within one	voar			
10.	Debtors, amounts raining due within one	year		2016	2015
				£	£
	Amounts owed by group undertakings			1,179,068	
	Prepayments			146,019 	164,972
				1,325,087	164,972
11.	Creditors: amounts falling due within one	vear			
	orounders amounts taning and trialing and	, , ,		2016	2015
				£	£
	Hire purchase contracts (see note 13)			30,612	53,172
	Trade creditors Amounts owed to group undertakings			361,408 3,126,248	815,034 2,264,881
	Corporation tax			13,938	3,037
	VAT			205,983	108,499
	Accrued expenses			71,473	79,583
				3,809,662	3,324,206
12	Craditore: amounts falling due after mare	than one ye	a.r		
12.	Creditors: amounts falling due after more	tilali olle ye	aı	2016	2015
	Hire purchase contracts (see note 13)			£ 26,876	£ 58,033
	, , ,				

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 AUGUST 2016

13.	Leasing agre	eements				
	Minimum leas	se payments under	nire purchase fall due as follow	/s:		
					2016 £	2015 £
	Within one ye	ions repayable: ear and five years			34,470 30,282	60,793 65,700
	·				64,752	126,493
	Within one ye	ges repayable: ear and five years	٠ .		3,858 3,406	7,621 7,667
			•		7,264	15,288
	Net obligation Within one ye Between one				30,612 26,876	53,172 58,033
					57,488	111,205
14.	Provisions fo	or liabilities			2016	2015
	Deferred tax Accelerated	capital allowances			107,714	83,685 ———
						Deferred tax
	Balance at 1 S Provided during	September 2015 ng year				83,685 24,029
	Balance at 31	August 2016				107,714
15.	Called up sha	are capital				
	Allotted, issu Number:	ed and fully paid: Class:	N	ominal value:	2016	2015
	30,000	Ordinary		£1	30,000 =====	30,000 =====

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 AUGUST 2016

16.	Reserves	Retained earnings £
	At 1 September 2015 Profit for the year	1,966 155,421
	Dividends	(130,000)
	At 31 August 2016	27,387

17. Ultimate controlling party

The ultimate parent company is Lux Management & Investments Group Limited, a company registered in England and Wales.

Lux Management & Investments Group Limited prepares group financial statements and copies can be obtained from 29-31 Piccadilly, London W1J 0LF.

RECONCILIATION OF EQUITY 1 SEPTEMBER 2014 (DATE OF TRANSITION TO FRS 102)

		UK GAAP	Effect of transition to FRS 102	FRS 102
	Notes	£	£	£
Fixed assets				
Tangible assets	7	1,210,409	-	1,210,409
Current assets				
Stocks	8	228,374	-	228,374
Debtors	9	467,781	-	467,781
Cash at bank and in hand		376,821	-	376,821
		1,072,976		1,072,976
Creditors Amounts falling due within one year	10	(2,141,508)	<u>-</u>	(2,141,508)
Net current liabilities		(1,068,532)	-	(1,068,532)
Total assets less current liabilities		141,877	_	141,877
Creditors Amounts falling due after more than or				
year	11	(29,253)	-	(29,253)
Provisions for liabilities	13	(53,930)	-	(53,930)
Net assets		58,694	_	58,694
Capital and reserves				
Called up share capital	14	30,000	-	30,000
Retained earnings	15	28,694	-	28,694
Shareholders' funds		58,694	-	58,694

RECONCILIATION OF EQUITY - continued 31 AUGUST 2015

		UK GAAP	Effect of transition to FRS 102	FRS 102
	Notes	£	£	£
Fixed assets				
Tangible assets	7	1,880,758	_	1,880,758
Current assets				
Stocks	8	299,661	-	299,661
Debtors	9	164,972	-	164,972
Cash at bank and in hand	•	1,152,499		1,152,499
		1,617,132	<u>-</u>	1,617,132
Creditors Amounts falling due within one year	10	(3,324,206)		(3,324,206)
Net current liabilities		(1,707,074)	-	(1,707,074)
Total assets less current liabilities		173,684	-	173,684
Creditors Amounts falling due after more than o	ne			
year	11	(58,033)	-	(58,033)
Provisions for liabilities	13	(83,685)	_	(83,685)
Net assets		31,966		31,966
Capital and reserves				
Called up share capital	14	30,000	-	30,000
Retained earnings	15	1,966		1,966
Shareholders' funds		31,966	-	31,966

RECONCILIATION OF PROFIT FOR THE YEAR ENDED 31 AUGUST 2015

Turnover	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £ 18,339,583
Turnover	18,339,583	-	10,339,503
Cost of sales	(10,243,525)		(10,243,525)
Gross profit	8,096,058	-	8,096,058
Administrative expenses	(7,966,780)	_	(7,966,780)
Other operating income	31,300	-	31,300
Operating profit	160,578		160,578
Interest payable and similar expenses	(4,514)		(4,514)
Profit before taxation	156,064	-	156,064
Tax on profit	(32,792)		(32,792)
Profit for the financial year	123,272	-	123,272