ARK (SOUTH AFRICA) LIMITED (AN ASSOCIATION INCORPORATED IN SOUTH AFRICA UNDER SECTION 21 (REGISTRATION NUMBER 2004/003952/10) AND INCORPORATED IN ENGLAND AND WALES AS COMPANY NUMBER 4957091) (Registration number South Africa - 2004/003952/10 England and Wales - 4957091) ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2014

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Annual Financial Statements for the year ended 31 August 2014

General Information

Country of incorporation and domicile

South Africa

Nature of business and principal activities

Public Benefit Organisation

Directors

P F Dunning K R Gundle B J Tomlinson I G P Wace

Registered office

Mazars House Rialto Road

Grand Moorings Precinct

Century City

7441

Bankers

Standard Bank of South Africa Limited

Auditors

Mazars Inc.

Registered Auditor

Company registration number

South Africa - 2004/003952/10 England and Wales - 4957091

Level of assurance

These annual financial statements have been audited in compliance with the applicable requirements of the Companies

Act of South Africa.

Preparer

The annual financial statements were compiled by:

Yaseen Ismail

Chartered Accountant (SA)

Published

30 September 2014

Annual Financial Statements for the year ended 31 August 2014 Index

The reports and statements set out below comprise the annual financial statements presented to the shareholders:

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INDEPENDENT AUDITOR'S REPORT

To the directors of ARK (South Africa) Limited (An Association Incorporated in South Africa Under Section 21 (Registration number 2004/003952/10) and Incorporated in England and Wales as company number 4957091)

We have audited the annual financial statements of ARK (South Africa) Limited (An Association Incorporated in South Africa Under Section 21 (Registration number 2004/003952/10) and incorporated in England and Wales as company number 4957091), as set out on pages 9 to 17, which comprise the statement of financial position as at 31 August 2014, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and the notes, comprising a summary of significant accounting policies and other explanatory information.

Directors' Responsibility for the Annual Financial Statements

The company's directors are responsible for the preparation and fair presentation of these annual financial statements in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of annual financial statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these annual financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the annual financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the annual financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the annual financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the annual financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Continued-/



INDEPENDENT AUDITOR'S REPORT (continued)

Opinion

In our opinion, the annual financial statements present fairly, in all material respects, the financial position of ARK (South Africa) Limited (An Association Incorporated in South Africa Under Section 21 (Registration number 2004/003952/10) and incorporated in England and Wales as company number 4957091) as at 31 August 2014, and its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and the requirements of the Companies Act of South Africa.

Other matter

Without qualifying our opinion, we draw attention to the fact that supplementary information set out on page 18 does not form part of the annual financial statements and is presented as additional information. We have not audited this information and accordingly do not express an opinion thereon.

Other reports required by the Companies Act

As part of our audit of the annual financial statements for the year ended 31 August 2014, we have read the Directors' Report for the purpose of identifying whether there are material inconsistencies between these reports and the audited annual financial statements. This report is the responsibility of the directors. Based on reading this report we have not identified material inconsistencies between this report and the audited annual financial statements. However, we have not audited this report and accordingly do not express an opinion on this report.

Mazars Inc.

Cape Town

Director: Selwyn Solomon

Registered Auditor 30 September 2014

Annual Financial Statements for the year ended 31 August 2014 Directors' Responsibilities and Approval

The directors are required by the Companies Act of South Africa, to maintain adequate accounting records and are responsible for the content and integrity of the annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with the International Financial Reporting Standard for Small and Medium-sized Entities. The external auditors are engaged to express an independent opinion on the annual financial statements.

The annual financial statements are prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the annual financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for Independently auditing and reporting on the company's annual financial statements. The annual financial statements have been examined by the company's external auditors and their report is presented on pages 3 to 4.

The annual financial statements and supplementary information set out on pages 6 to 18, which have been prepared on the going concern basis, were approved by the board on 30 September 2014 and were signed on its behalf by:

IGP Wace

P F Dunning

Annual Financial Statements for the year ended 31 August 2014 Directors' Report

Nature of business

ARK (South Africa) Limited (An Association Incorporated in South Africa Under Section 21 (Registration number 2004/003952/10) and incorporated in England and Wales as company number 4957091) was incorporated in South Africa.

The company is a charitable organisation that provides education and transforms the lives of children in Sub Sahara Africa who suffer from abuse, discrimination, disability, illness or poverty.

ARK South Africa (ARK SA) employed a Head of Health whose role was to oversee the efficient delivery of charitable programmes in the region on behalf of its parent company, Absolute Return for Kids (ARK) (ARK UK), a UK registered charity, and to support ARK UK in the research and development of new programme opportunities in the region. During the year the Head of Health left ARK SA employment and the responsibilities have been assumed in the ARK UK office. The level of activity in ARK SA will therefore be much reduced in 2014-15 but further programme opportunities are being researched in Southern Africa and it may be appropriate for new programmes to operate through ARK SA.

ARK Mozambique's operations closed at the end of August 2013 but an expansion of the study of use of SMS text messages to improve HIV treatment attendance and adherence rates has continued in partnership with the Elizabeth Glaser Pediatric AIDS Foundation (EGPAF) who are delivering the remaining part of the programme. This is being co-funded by the UK's Department for International Development (DfID).

The diarrhea control programme continues in Zambia, in partnership with the Center for Infectious Disease Research in Zambia (CIDRZ), with rotavirus vaccination, health care worker training and community education activities. A further diarrhea control programme continues in Uganda in partnership with the Clinton Health Access Initiative (CHAI).

In Uganda ARK also works in partnership with PEAS (Promoting Equality in African Schools) where the goal of the public-private partnership education programme is to demonstrate affordable quality secondary education in order to provide more children with a greater number of opportunities in life.

In Zimbabwe a programme to reduce maternal and neonatal mortality continues in collaboration with the Ministry of Health and Child Welfare (MoHCW). Training and dormitory facilities have been built and training is in progress to establish a new cadre of Clinical Officers and Nurse Anesthetists.

There have been no material changes to the nature of the company's business from the prior year.

Annual Financial Statements for the year ended 31 August 2014 Directors' Report

2. Review of financial results and activities

The annual financial statements have been prepared in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act of South Africa. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the company are set out in these annual financial statements.

The company began the year with a total cash holding of R 112,291 (2013: R 129,416) and ended the year holding a total of R 102,836 (2013: R 112,291), a net cash decrease for the year of R 9,455 (2013: R17,125).

Donor funds

The company began the year with an accumulated under-spend of donor funds of R 19,456 (2013: R49,208) and received revenues amounting to R 1,000,000 (2013: R 1,411,337).

Of the funds available R 916,715 (2013: R 1,441,058) was expensed. The decrease in the funds spent is mostly due to the downscaling in business operations throughout the year. The remaining underspend of donor funds of R 102,775 (2013: R 19,456) is carried forward for expenditure in the 2014/15 financial year.

During the year under review the company received total grants of R 1,000,000 (2013: R 1,411,337), all of which came from ARK UK.

Cash holdings

ARK (South Africa) Ltd works within a budget and business plan agreed with ARK UK, and ARK UK underwrites the entire funding, releasing money against the budget. ARK (South Africa) Ltd then holds 2 months cash. The cash held at 31 August 2014 aligns with the company's policy.

3. Share capital

As the association is incorporated for public benefit in terms of the Companies Act of South Africa, there is no share capital.

4. Directors

The directors in office at the date of this report are as follows:

Name	Nationality
P F Dunning	British
K R Gundle	South African
B J Tomlinson	British

I G P Wace British

There have been no changes to the directorate for the period under review.

5. Events after the reporting period

The directors are not aware of any material reportable event which occurred after the reporting date and up to the date of this report.

Annual Financial Statements for the year ended 31 August 2014 Directors' Report

6. Going concern

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the annual financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

The ability of the company to continue as a going concern is dependent on the continued support of its parent company, Absolute Return for Kids (ARK UK).

7. Auditors

Mazars Inc. continued in office as auditors for the company for 2014.

8. Secretary

The company had no secretary during the year.

9. Adoption of International Financial Reporting Standard for Small and Medium - Sized Entities

The company has applied IFRS1, First time adoption of International Financial Reporting Standard for Small and Medium - Sized Entities, to provide a starting point for the reporting under the International Financial Reporting Standard for Small and Medium - Sized Entities.

On principal these standards have been applied retrospectively, however the comparatives contained in these financial statements do not differ from those issued for the period ended 31 August 2013.

It has been decided not to present a Statement of Financial Position for the 2012 financial year, as required in terms of IFRS1 paragraph 21, as no balances for the 2012 financial year were restated or reclassified.

Approved by the board on 30 September 2014 and signed on its behalf by:

I G P Wace P F Dunning
Director Director

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Annual Financial Statements for the year ended 31 August 2014 Statement of Financial Position as at 31 August 2014

Figures in Rand	Notes	2014	2013
Assets			
Non-Current Asset			
Property, plant and equipment	2	-	25,480
Current Assets			
Trade and other receivables	3	21	•
Cash and cash equivalents	4	102,836	112,291
	•	102,857	112,291
Total Assets	•	102,857	137,771
Equity and Liabilities			
Equity			
Retained income	-	102,775	19,456
Liabilities			
Current Liability			
Trade and other payables	5	82	118,315
Total Equity and Liabilities	•	102,857	137,771

Approved by the board on 30 September 2014 and signed on its behalf by:

Director

P F Dunning Director

Annual Financial Statements for the year ended 31 August 2014 Statement of Comprehensive Income

Figures in Rand	Notes	2014	2013
Revenue	6	1,000,000	1,411,337
Other income		34	-
Operating expenses		(916,715)	(1,441,058)
Operating profit (loss)	. 7	83,319	(29,721)
Finance costs	8	-	(34)
Profit (loss) for the year		83,319	(29,755)

Annual Financial Statements for the year ended 31 August 2014 Statement of Changes in Equity

Figures In Rand	Retained income	Total equity
Balance at 01 September 2012 Changes in equity	49,208	49,208
Loss for the year	(29,755)	(29,755)
Total changes	(29,755)	(29,755)
Balance at 01 September 2013 Changes in equity	19,453	19,453
Profit for the year	83,319	83,319
Total changes	101,052	101,052
Balance at 31 August 2014	120,505	120,505

Annual Financial Statements for the year ended 31 August 2014 Statement of Cash Flows

Figures in Rand	Notes	2014	2013
Cash flows from operating activities			
Cash (used in) generated from operations Finance costs	10	(9,454)	9,769 (34)
Net cash from operating activities	- -	(9,454)	9,735
Cash flows from investing activities			
Purchase of property, plant and equipment	2	-	(26,860)
Sale of property, plant and equipment	2	(1)	
Net cash from investing activities	-	(1)	(26,860)
Total cash movement for the year		(9,455)	(17,125)
Cash at the beginning of the year	_	112,291	129,416
Total cash at end of the year	4	102,836	112,291

Annual Financial Statements for the year ended 31 August 2014 Accounting Policies

1. Presentation of Annual Financial Statements

The annual financial statements have been prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and the Companies Act of South Africa. The annual financial statements have been prepared on the historical cost basis, and incorporate the principal accounting policies set out below. They are presented in South African Rands.

These accounting policies are consistent with the previous period, except for the changes set out in note 13 First-time adoption of the International Financial Reporting Standard for Small and Medium-sized Entities.

1.1 Property, plant and equipment

Property, plant and equipment is initially recognised at cost.

Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

This includes cost incurred to bring the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Property, plant and equipment is carried at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is provided using the straight-line method to write down the cost, less estimated residual value over the useful life of the property, plant and equipment, which is as follows:

ItemAverage useful lifeOffice equipment5 yearsIT equipment3 years

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss in the period.

1.2 Financial instruments

Trade and other receivables

Trade and other receivables are recognised initially at the transaction price and subsequently at the undiscounted amount of the cash or other consideration expected to be received, less provision for impairment.

Trade and other payables

Trade and other payables are recognised initially at the transaction price and subsequently at the undiscounted amount of the cash or other consideration expected to be paid.

Cash and cash equivalents

Cash and cash equivalents includes cash in the bank account. These are initially and subsequently recorded at fair value.

Annual Financial Statements for the year ended 31 August 2014 Accounting Policies

1.3 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits are recognised in the period in which the service is rendered and are not discounted.

1.4 Revenue

The company earns revenue from donations and international grants received.

Donations and grants are recognised when there is reasonable assurance that the company can comply with the conditions attached to them and the donations and grants will be received.

1.5 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

Annual Financial Statements for the year ended 31 August 2014 Notes to the Annual Financial Statements

Figures in Rand					2014	2013
2. Property, plant and equ	ipment					
		2014			2013	
	Cost	Accumulated depreciation	Carrying value	Cost	Accumulated depreciation	Carrying value
Office equipment IT equipment			-	16,569 26,443	(1,381) (16,151)	15,188 10,292
Total		-	-	43,012	(17,532)	25,480
Reconciliation of property,	plant and eq	uipment - 2014				
			Opening balance	Scrapping	Depreciation	Total
Office equipment IT equipment		_	15,188 10,292	(11,874) (5,858)	(4,434)	-
		_	25,480	(17,732)	(7,748)	
Reconciliation of property,	plant and eq	uipment - 2013				
			Opening balance	Additions	Depreciation	Total
Office equipment IT equipment			- 4,435	16,569 10,291	(1,381) (4,434)	15,188 10,292
		-	4,435	26,860	(5,815)	25,480
3. Trade and other receive	ables					
VAT					21	
4. Cash and cash equival	ents					
Cash and cash equivalents co	onsist of:					
Bank balances					102,836	112,291
5. Trade and other payab	les					
Trade payables					82	(3
VAT Accrued leave pay					-	3,559 77,943
Accruals					- 00	36,816 118,315
					82	118,315
Trade payables are carried a such carrying value.	t amortised co	ost with the fair v	alue being app	proximated by		
6. Revenue						
					1,000,000	1,411,337

Annual Financial Statements for the year ended 31 August 2014

Notes to the Annual Financial Statements

Figures in Rand	2014	2013
7. Operating profit (loss)		
Operating profit (loss) for the year is stated after accounting for the following:		
Property, plant and equipment Depreciation on property, plant and equipment Employee costs	(17,733) 7,748 740,968	5,815 1,210,533
8. Finance costs		
Trade payables		34
Q Taxation		

9. Taxation

No provision has been made for taxation as the company is exempt on its receipts and accruals from taxation in terms of Section 10(1)(cN) of the South African Income Tax Act ("Act"), as the company is recognised as a Public Benefit Organisation in terms of Section 30 of the Act.

10. Cash (used in) generated from operations

Profit (loss) before taxation	83,319	(29,755)
Adjustments for:	7 740	E 01E
Depreciation Scrapping of assets	7,748 17,733	5,815
Finance costs	-	34
Changes in working capital:		
Trade and other receivables	(21)	-
Trade and other payables	(118,233)	33,675
	(9,454)	9,769

11. Directors' remuneration

No emoluments were paid to the directors during the year.

12. Related parties

Relationships

Company with common directors

Directors

Absolute Return for Kids (ARK UK)

P F Dunning K R Gundle B J Tomlinson I G P Wace

Related party transactions

Grants received from related parties

ARK UK

1,000,000

1,411,337

Annual Financial Statements for the year ended 31 August 2014 Notes to the Annual Financial Statements

Figures in Rand

13. First-time adoption of the International Financial Reporting Standards for Small and Medium-sized Entities.

The company has applied the International Financial Reporting Standard for Small and Medium-sized Entities, for the first time for the 2014 year end.

On principle this standard has been applied retrospectively but the 2013 comparatives contained in these annual financial statements do not differ from those published in the annual financial statements published for the year ended 31 August 2013.

The date of transition was 01 September 2012 and the effect of the transition was as follows.

Reconciliation of equity at 01 September 2012 (Date of transition to the new standard)

As reported IFRS for SME under previous SA GAAP

2014

2013

Retained earnings 49,212 49,212

Reconciliation of equity at 31 August 2013

Note As reported IFRS for SME under previous SA GAAP

Retained earnings 19,457 19,457

Notes

No material differences exist between the previous South African Statements of Generally Accepted Accounting Practice and the New International Financial Reporting Standard for Small and Medium - Sized Entities.

The company has not presented a Statement of Financial Position for the 2012 financial year, as no balances for the 2012 financial year were restated or reclassified.

Annual Financial Statements for the year ended 31 August 2014 Detailed Income Statement

Figures in Rand	Notes	2014	2013
Revenue			
Grants		1,000,000	1,411,337
Other income		•	
Recoveries		34	_
Operating expenses			
Auditor's remuneration		44,394	60,059
Bank charges		1,334	1,211
Consulting fees		-	22,969
Courier and postage		2,165	996
Depreciation		7,748	5,815
Employee costs		740,968	1,210,533
General expenses		-	1,085
Legal expenses		-	8,325
Marketing and program materials		-	951
Printing and stationery		54	-
Scrapping of assets		17,733	-
Secretarial fees		2,720	100
Telephone and fax		37,956	2,304
Travel		61,643	126,710
		916,715	1,441,058
Operating profit (loss)	7	83,319	(29,721)
Finance costs	8	-	(34)
Profit (loss) for the year	•	83,319	(29,755)