

REGISTERED NUMBER: 05108142 (England and Wales)

**Report of the Directors and
Financial Statements for the Year Ended 31 December 2013
for
Alpha FX Limited**

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Alpha FX Limited (Registered number 05108142)

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for the Year Ended 31 December 2013**

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Alpha FX Limited

**Company Information
for the Year Ended 31 December 2013**

DIRECTORS.

M J Tillbrook
M Tillbrook
L J Halfnight
K Hickey
J C Currie
T Georgeson

SECRETARY.

D Shah

REGISTERED OFFICE:

47/50 Peascod Street
Windsor
Berkshire
SL4 1DE

REGISTERED NUMBER

05108142 (England and Wales)

AUDITORS.

Grunberg & Co Limited
Chartered Accountants & Statutory Auditors
10-14 Accommodation Road
Golders Green
London
NW11 8ED

BANKERS.

Lloyds TSB Plc
25 Gresham Street
London
EC2V 7HN

Alpha FX Limited (Registered number: 05108142)

**Report of the Directors
for the Year Ended 31 December 2013**

The directors present their report with the financial statements of the company for the year ended 31 December 2013

CHANGE OF NAME

The company passed a special resolution on 21 October 2013 changing its name from Alpha Forex Limited to Alpha FX Limited

PRINCIPAL ACTIVITY

The principal activity of the company is that of a foreign exchange dealer for commercial and deliverable purposes. The vast majority of the client base of the company (measured through profitability, currency turnover and trading activity), is predominantly commercial with a few private clients, although these are relatively immaterial.

KEY FINANCIAL HIGHLIGHTS

	2013	2012	
	£	£	
Turnover	331,939,662	182,048,383	+82%
Gross Profit	1,419,319	885,198	+60%
Net Profit Before Tax	785,288	452,993	+73%
Shareholder Funds	1,132,174	792,929	+43%
Working Capital	1,710,388	920,508	+86%
Cash	3,051,874	1,533,837	+99%

Results and Dividends

The company's results for the year 2013 are set out on pages 8-14. During the year, dividends paid to shareholders totalled £267,015 (2012 - £116,785).

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2013 to the date of this report.

M J Tillbrook
M Tillbrook
L J Halfmicht
K Hickey
J C Currie

Other changes in directors holding office are as follows:

T Georgeson - appointed 12 September 2013

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- 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.

Alpha FX Limited (Registered number 05108142)

**Report of the Directors
for the Year Ended 31 December 2013**

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

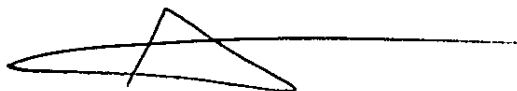
So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

The auditors, Grunberg & Co Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

ON BEHALF OF THE BOARD

A handwritten signature in black ink, consisting of a large, stylized loop followed by a horizontal line extending to the right.

M J Tillbrook - Director

27 February 2014

Report of the Independent Auditors to the Members of Alpha FX Limited

We have audited the financial statements of Alpha FX Limited for the year ended 31 December 2013 on pages six to twelve. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 Statement of Directors' Responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. 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 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 December 2013 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 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
Alpha FX 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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors



David Grunberg BA FCA (Senior Statutory Auditor)
for and on behalf of Grunberg & Co Limited
Chartered Accountants & Statutory Auditors
10-14 Accommodation Road
Golders Green
London
NW11 8ED

28 February 2014

Alpha FX Limited (Registered number: 05108142)

**Profit and Loss Account
for the Year Ended 31 December 2013**

	Notes	2013 £	2012 £
TURNOVER		331,939,662	182,048,383
Cost of sales		330,520,343	181,163,185
GROSS PROFIT		1,419,319	885,198
Administrative expenses		631,146	430,845
		788,173	454,353
Other operating income		30	-
OPERATING PROFIT	3	788,203	454,353
Interest payable and similar charges		2,915	1,360
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		785,288	452,993
Tax on profit on ordinary activities	4	179,028	98,990
PROFIT FOR THE FINANCIAL YEAR		606,260	354,003

The notes form part of these financial statements

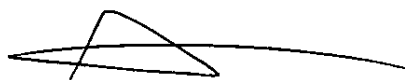
Alpha FX Limited (Registered number: 05108142)

**Balance Sheet
31 December 2013**

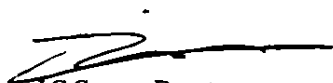
	Notes	2013 £	2012 £
FIXED ASSETS			
Tangible assets	6	41,786	32,421
CURRENT ASSETS			
Debtors	7	411,346	384,582
Cash at bank and in hand		3,051,874	1,533,837
		3,463,220	1,918,419
CREDITORS			
Amounts falling due within one year	8	1,752,832	997,911
NET CURRENT ASSETS		1,710,388	920,508
TOTAL ASSETS LESS CURRENT LIABILITIES		1,752,174	952,929
CREDITORS			
Amounts falling due after more than one year	9	620,000	160,000
NET ASSETS		1,132,174	792,929
CAPITAL AND RESERVES			
Called up share capital	12	500,000	500,000
Profit and loss account	13	632,174	292,929
SHAREHOLDERS' FUNDS		1,132,174	792,929

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Directors on 27 February 2014 and were signed on its behalf by



M J Tillbrook - Director



J C Currie - Director

The notes form part of these financial statements

**Notes to the Financial Statements
for the Year Ended 31 December 2013**

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Turnover

Turnover represents the gross value of currency transactions undertaken by the company's commercial foreign currency dealing business. Purchases of currency relating to the above transactions are treated as cost of sales. Turnover is recognised after receiving the client's authorisation to undertake a foreign currency transaction for immediate or forward delivery.

Where the company enters into contracts for forward delivery with its clients, the company also enters into separate matched forward contracts with its bankers.

Wherever contracts for forward delivery are open at the year end, the balance of contracts due from the client at maturity, is offset against the corresponding liability with the company's bankers.

Tangible fixed assets

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

Improvements to property	- 20% on reducing balance
Fixtures and fittings	- 25% on reducing balance
Computer equipment	- 33% on cost

Deferred tax

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

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

2 STAFF COSTS

	2013 £	2012 £
Wages and salaries	247,844	167,999
Social security costs	23,076	14,504
	<u>270,920</u>	<u>182,503</u>

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

	2013	2012
Sales, administration and support staff	<u>13</u>	<u>10</u>

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

3 OPERATING PROFIT

The operating profit is stated after charging/(crediting)

	2013 £	2012 £
Depreciation - owned assets	17,678	14,982
Auditors' remuneration	7,800	7,140
Foreign exchange differences	24,883	(46,338)
	<u>20,680</u>	<u>18,444</u>
Directors' remuneration and other benefits etc	<u>20,680</u>	<u>18,444</u>

4 TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

	2013 £	2012 £
Current tax		
UK corporation tax	179,028	98,990
Tax on profit on ordinary activities	<u>179,028</u>	<u>98,990</u>

5 DIVIDENDS

	2013 £	2012 £
A Ordinary share of £1 Interim	<u>267,015</u>	<u>116,785</u>

6 TANGIBLE FIXED ASSETS

	Improvements to property £	Fixtures and fittings £	Computer equipment £	Totals £
COST				
At 1 January 2013	14,083	26,424	29,879	70,386
Additions	-	19,766	7,277	27,043
At 31 December 2013	<u>14,083</u>	<u>46,190</u>	<u>37,156</u>	<u>97,429</u>
DEPRECIATION				
At 1 January 2013	4,890	11,152	21,923	37,965
Charge for year	1,767	6,092	9,819	17,678
At 31 December 2013	<u>6,657</u>	<u>17,244</u>	<u>31,742</u>	<u>55,643</u>
NET BOOK VALUE				
At 31 December 2013	<u>7,426</u>	<u>28,946</u>	<u>5,414</u>	<u>41,786</u>
At 31 December 2012	<u>9,193</u>	<u>15,272</u>	<u>7,956</u>	<u>32,421</u>

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

7 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013	2012
	£	£
Trade debtors	349,555	379,582
Other debtors	7,094	5,000
Directors' current accounts	50,200	-
Prepayments	4,497	-
	<u>411,346</u>	<u>384,582</u>

8 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2013	2012
	£	£
Bank loans and overdrafts	42	-
Other loan	40,000	40,000
Trade creditors	234,049	201,040
Corporation tax	282,604	102,479
Social security and other taxes	9,151	4,740
Other creditors	1,178,261	631,767
Directors' current accounts	-	9,820
Accruals and deferred income	8,725	8,065
	<u>1,752,832</u>	<u>997,911</u>

9 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2013	2012
	£	£
Other loan due within one to two years	40,000	40,000
Other loan due within two to five years	580,000	120,000
	<u>620,000</u>	<u>160,000</u>

10 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid by the company

	2013	2012
	£	£
Expiring		
Between one and five years	<u>26,624</u>	<u>20,000</u>

11 SECURED DEBTS

The following secured debts are included within creditors

	2013	2012
	£	£
Other loan	<u>160,000</u>	<u>200,000</u>

The other loan included within creditors is secured on the issued redeemable preference shares

Notes to the Financial Statements - continued
for the Year Ended 31 December 2013

12 CALLED UP SHARE CAPITAL

Allotted, issued and fully paid Number	Class	Nominal value	2013 £	2012 £
22,999	Ordinary	£1	22,999	22,999
1	A Ordinary	£1	1	1
10	Redeemable preference	£47,700	477,000	477,000
			<u>500,000</u>	<u>500,000</u>

The holders of the preference shares are not entitled to require redemption of any part of the preference shares issued. The company can give, with not less than one month's notice in writing to the holders of the preference shares, its intention to redeem all or any part of these shares. The shares are redeemable at par, together with any accrued dividend up to the date of redemption.

13 RESERVES

	Profit and loss account £
At 1 January 2013	292,929
Profit for the year	606,260
Dividends	<u>(267,015)</u>
At 31 December 2013	<u>632,174</u>

14 OTHER FINANCIAL COMMITMENTS

As at the year end, the company had entered into forward contracts totalling £65,819,163 (2012 - £33,930,495). This exposure is matched by commitments of at least equal value by customers whom have initiated these contracts.

15 DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 31 December 2013 and 31 December 2012

	2013 £	2012 £
M J Tillbrook		
Balance outstanding at start of year	-	-
Amounts advanced	50,200	-
Amounts repaid	-	-
Balance outstanding at end of year	<u>50,200</u>	<u>-</u>

The advance to M Tillbrook was repaid in full to the company in February 2014.

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2013**

16 RELATED PARTY DISCLOSURES

During the year under review, the company traded foreign currency contracts, on normal commercial terms, amounting to £4,852,651 (2012 - £5,833,828) with Basic Thinking Limited, a company in which K Hickey is a director. Contracts amounting to £1,529,242 (2012 - £2,093,316) were open as at the year end.

In addition, the company traded foreign currency contracts, on normal commercial terms, amounting to £2,275,743 (2012 - £50,000) with M Tillbrook.

As at the year end, £160,000 (2012 - £200,000) was due to the Tillbrooks Pension Scheme, a scheme in which M Tillbrook is a trustee. This advance is due for repayment over a period of four years and is subject to interest charged annually at 1.5%.

As at the year end, £500,000 (2012 - £nil) was due to M Tillbrook. This amount is interest free and repayable in five years.

17 ULTIMATE CONTROLLING PARTY

The parent undertaking is Alpha Capital Limited, which holds 65% of the ordinary share capital in the company. This company is ultimately under the control of its directors.