RIVER EAST SUPPLIES LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2015

SOMERBYS LIMITED
CHARTERED ACCOUNTANTS
30 NELSON STREET
LEICESTER
LE1 7BA



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STRATEGIC REPORT

FOR THE YEAR ENDED 30 JUNE 2015

The director presents the strategic report and financial statements for the year ended 30 June 2015.

Review of the business

The company operates an international prescription service pharmacy providing pharmaceutical and prescription services and products to international customers.

The company's profit before taxation for the year amounted to £1,077,032 and it had closing shareholders funds amounting to £1,375,754, of which £1,375,753 was distributable. The director considers this to be a satisfactory performance and position for the company.

The principal risks and uncertainties impacting on the company relate to competition from other international retailers, employee retention, product availability and industry regulation.

The directors have identified the following key performance indicators:

| | 2015 | 2014 | 2013 |
|--------------------------------------|------------|------------|------------|
| | £ | £ | £ |
| Turnover | 15,340,198 | 15,525,975 | 10,657,011 |
| Profit on ordinary activities before | | | |
| exceptional items and taxation | 1,077,032 | 242,266 | 96,953 |
| Shareholders' funds | 1,375,754 | 522,008 | 334,921 |

The director considers that the above key performance indicators are all satisfactory and in line with their expectations.

On behalf of the board

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Mr N Kaulder Director

11 February 2016

DIRECTOR'S REPORT FOR THE YEAR ENDED 30 JUNE 2015

The director presents his report and financial statements for the year ended 30 June 2015.

Principal activities and review of the business

The principal activity of the company continued to be that of an international prescription service pharmacy providing pharmaceutical and prescription services and products to international customers.

Results and dividends

The results for the year are set out on page 5.

No dividends were paid during the year and no final dividend is proposed.

Director

The following director has held office since 1 July 2014:

Mr N Kaulder

Financial instruments

The principal financial instruments of the company comprise bank balances, trade creditors, trade debtors and trading loan accounts. The main purpose of these instruments is to raise funds for the company's continuing operations.

Liquidity risk is minimised by the use of bank balances and trading loan accounts along with efficient monitoring and forecasting of cashflow to ensure there are sufficient funds to meet liabilities.

Trade creditors are paid on normal commercial, unless otherwise agreed with the supplier, and the liquidity risk is minimised as described above.

Trade debtors are managed in respect of credit and cashflow risk by policies monitoring the credit offered to customers and regular monitoring of amounts outstanding for both time and credit limits.

Auditors

The auditors, Somerbys Limited, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

DIRECTOR'S REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2015

Statement of director's responsibilities

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 of disclosure to auditors

So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

Mr N Kaulder

Director

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11 February 2016

INDEPENDENT AUDITORS' REPORT TO RIVER EAST SUPPLIES LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 5 to 15, together with the financial statements of River East Supplies Limited for the year ended 30 June 2015 prepared under section 396 of the Companies Act 2006.

This report is made solely to the company in accordance with Chapter 10 of Part 15 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of the director and auditors

The director is responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Alexander West ACA (Senior Statutory Auditor)

for and on behalf of Somerbys Limited

11 February 2016

Chartered Accountants Statutory Auditor

30 Nelson Street Leicester LE1 7BA

ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2015

| | Notes | 2015 £ | 2014 £ |
|--|-------|-----------------------------|-----------------------------|
| Turnover | | 15,340,198 | 15,525,974 |
| Other operating income less cost of sal Administrative expenses | es | (12,971,822) (1,291,344) | (13,555,742) (1,727,966) |
| Profit on ordinary activities before taxation | 2 | 1,077,032 | 242,266 |
| Tax on profit on ordinary activities | 3 | (223,286) | (55,179) |
| Profit for the year | 13 | 853,746 | 187,087 |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

ABBREVIATED BALANCE SHEET

AS AT 30 JUNE 2015

| | | 20 | 15 | 201 | 4 |
|--|--------|---------------------------------|-----------|---------------------------------|---------|
| | Notes | £ | £ | £ | £ |
| Fixed assets Tangible assets | 5 | • | 31,794 | | 26,089 |
| Current assets Stocks Debtors Cash at bank and in hand | 6 7 | 616,304 7,722,623 472,003 | | 485,505 5,757,784 522,307 | |
| Creditors: amounts falling due within one year | 8 | 8,810,930 (7,462,520) | | 6,765,596 (6,266,642) | |
| Net current assets | | | 1,348,410 | | 498,954 |
| Total assets less current liabilities | | | 1,380,204 | | 525,043 |
| Provisions for liabilities | 9 | | (4,450) | | (3,035) |
| | • | | 1,375,754 | | 522,008 |
| Capital and reserves | | | | | |
| Called up share capital | 12 | | 1 | | 1 |
| Profit and loss account | 13 | | 1,375,753 | | 522,007 |
| Shareholders' funds | 14 | | 1,375,754 | | 522,008 |
| | | | 7.7.5.4 | | = |

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies.

Approved by the Board and authorised for issue on 11 February 2016

Mr N Kaulder Director

Company Registration No. 06370905

CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2015

| | | • | | |
|--|-------------------|----------|----------------------------|---------------|
| | | 2015 | · | 2014 |
| | £ | £ | £ | £ |
| Net cash inflow from operating activities | | 18,410 | | 71,703 |
| Taxation Capital expenditure | | (54,698) | | (25,663) |
| Payments to acquire tangible assets Receipts from sales of tangible assets | (14,016) - | | (38,000) 58,499 ———— | |
| Net cash (outflow)/inflow for capital expenditure | | (14,016) | | 20,499 |
| Net cash (outflow)/inflow before management | | | | |
| of liquid resources and financing | | (50,304) | | 66,539 |
| Decrease in debt | | | - | |
| | — — . | | | |
| (Decrease)/increase in cash in the year | | (50,304) | | 66,539 ——— |
| | | | | |

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2015

| 1 | Reconciliation of operating profit to net ca | sh inflow from o | perating | 2015 | 2014 |
|---|--|------------------|-----------|------------------------------|---|
| | | | | £ | £ |
| | Operating profit | | | 1,077,032 | 242,266 |
| | Depreciation of tangible assets | | | 8,311 | 21,432 |
| | Profit on disposal of tangible assets | | | - | (6,902) |
| | (Increase)/decrease in stocks | | | (130,799) | 130,612 |
| | (Increase)/decrease in debtors | | | (1,964,839) | 566,404 |
| | Increase/(decrease) in creditors within one ye | ear | | 1,028,705 | (882,109) |
| | Net cash inflow from operating activities | | | 18,410 | 71,703 |
| 2 | Analysis of net funds | 1 July 2014 | Cash flow | Other non- 30 ash changes |) June 2015 |
| | | £ | £ | £ | £ |
| | Net cash: | | | • | |
| | Cash at bank and in hand | 522,307 | (50,304) | - | 472,003 |
| | Bank deposits | | - | • | |
| | Net funds | 522,307 | (50,304) | - | 472,003 |
| | | | | · · | ======================================= |
| 3 | Reconciliation of net cash flow to moveme | ent in net funds | | 2015 £ | 2014 £ |
| | (Decrease)/increase in cash in the year | | | (50,304) | 66,539 |
| | Movement in net funds in the year | | | (50,304) | 66,539 |
| | Opening net funds | | | 522,307 | 455,768 |
| | Closing net funds | | | 472,003 | 522,307 |

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2015

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 3 years.

1.5 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 less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery Computer equipment Motor vehicles 20% per annum of net book amount 33.33% per annum of net book amount 25% per annum of net book amount

1.6 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.7 Stock

Stock is valued at the lower of cost and net realisable value.

1.8 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.9 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

1.10 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

| 2 | Operating profit | 2015 | 2014 |
|---|---|------------|-------------------|
| | | £ | £ |
| | Operating profit is stated after charging: | 0 244 | 04 420 |
| | Depreciation of tangible assets | 8,311 | 21,432 436,098 |
| | Loss on foreign exchange transactions Operating lease rentals | 95,698 | 93,881 |
| | | 5,000 | 5,000 |
| | Auditors' remuneration (including expenses and benefits in kind) | 5,000 | 5,000 |
| | and after crediting: | | |
| | Profit on disposal of tangible assets | - | (6,902 |
| | Profit on foreign exchange transactions | (339,543) | - |
| | | | |
| 3 | Taxation | 2015 £ | 2014 £ |
| | Domestic current year tax | ~ | ~ |
| | U.K. corporation tax | 221,871 | 54,698 |
| | Adjustment for prior years | - | 335 |
| | Total current tax | 221,871 | 55,033 |
| | Deferred tax | | |
| | Deferred tax credit current year | 1,415 | 146 |
| | | 223,286 | 55,179 |
| | | | |
| | Factors affecting the tax charge for the year | | |
| | Profit on ordinary activities before taxation | 1,077,032 | 242,266 |
| | • | | |
| | Profit on ordinary activities before taxation multiplied by standard rate of UK | 223,492 | E4 E10 |
| | corporation tax of 20.75% (2014 - 22.50%) | | 54,510 |
| | Effects of: | | |
| | Non deductible expenses | - | 10 |
| | Depreciation add back | 1,724 | 3,051 |
| | Capital allowances | (3,345) | (2,889) |
| | Adjustments to previous periods | - | 75 |
| | Other tax adjustments | . - | 276 |
| | | (1,621) | 523 |
| | | | |

| 4 | Intangible fixed assets | | Goodwill |
|---|--|---------|-----------------|
| | | | £ |
| | Cost At 1 July 2014 & at 30 June 2015 | • | 110,000 |
| | Amortisation | | |
| | At 1 July 2014 & at 30 June 2015 | | 110,000 |
| | Net book value At 30 June 2015 | | |
| | At 30 June 2015 | | <u> </u> |
| | At 30 June 2014 | | - |
| | • | | |
| | | | * |
| 5 | Tangible fixed assets | | Plant and |
| | | | machinery |
| | | | £ |
| | Cost At 1 July 2014 | | 84,347 |
| | Additions | | 14,016 |
| | At 30 June 2015 | | 98,363 |
| | | | |
| | Depreciation At 1 July 2014 | | 58,258 |
| | Charge for the year | | 36,236 8,311 |
| | At 30 June 2015 | | |
| | At 30 Julie 2013 | | 66,569 ———— |
| | Net book value | | |
| | At 30 June 2015 | | 31,794 |
| | At 30 June 2014 | | 26,089 |
| | | | |
| | | | |
| | | | |
| 6 | Stocks | 2015 | 2014 |
| - | | £ | £ |
| | Finished goods and goods for resale | 616,304 | 485,505 |
| | | ==== | |

| 7 | Debtors | 2015 £ | 2014 £ |
|---|--|--|--|
| | Trade debtors Other debtors Prepayments and accrued income | 358,998 7,128,476 235,149 | 133,125 5,560,012 64,647 |
| | | 7,722,623 | 5,757,784 |
| 8 | Creditors: amounts falling due within one year | 2015 £ | 2014 £ |
| | Trade creditors Corporation tax Other creditors Accruals and deferred income | 1,934,676 221,871 5,198,757 107,216 | 860,968 54,698 5,337,470 13,506 |
| | | 7,462,520 | 6,266,642 |
| 9 | Provisions for liabilities | | Deferred tax liability £ |
| | Balance at 1 July 2014 Profit and loss account | | 3,035 1,415 |
| | Balance at 30 June 2015 | | 4,450 |
| | The deferred tax liability is made up as follows: | | |
| | | 2015 £ | 2014 £ |
| | Accelerated capital allowances | 4,450 | 3,035 |

| 10 | Retirement Benefits | | |
|----|--|--------------------|-------------------------|
| | | 2015 £ | 2014 £ |
| | Contributions payable by the company for the year | 14,505 | 15,808 |
| 10 | Pension and other post-retirement benefit commitments Defined contribution | | |
| | | 2015 £ | 2014 £ |
| | Contributions payable by the company for the year | 14,505 | 15,808 |
| 12 | Share capital | 2015 £ | 2014 £ |
| | Allotted, called up and fully paid 1 Ordinary share of £1 each | 1 | 1 |
| 13 | Statement of movements on profit and loss account | Pro | fit and loss account |
| | | | £ |
| | Balance at 1 July 2014 Profit for the year | | 522,007 853,746 |
| • | Balance at 30 June 2015 | | 1,375,753 |
| 14 | Reconciliation of movements in Shareholders' funds | 2015 £ | 2014 £ |
| | Profit for the financial year Opening Shareholders' funds | 853,746 522,008 | 187,087 334,921 |
| | Closing Shareholders' funds | 1,375,754 | 522,008 |
| | | | |

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2015

15 Financial commitments

At 30 June 2015 the company was committed to making the following payments under non-cancellable operating leases in the year to 30 June 2016:

| | | Land and buildings | |
|----|---|--------------------|---------|
| | | 2015 | 2014 |
| | | £ | £ |
| | Operating leases which expire: | | |
| | Within one year | 98,372 | 85,000 |
| | | | |
| 16 | Director's remuneration | 2015 | 2014 |
| | | £ | £ |
| | Remuneration for qualifying services | 121,110 | 94,518 |
| | Company pension contributions to defined contribution schemes | 8,109 | 7,950 |
| | | 129,219 | 102,468 |
| | | | |

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2014 - 1).

17 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

| | 2015 | 2014 |
|-----------------------|---------|-------------|
| | Number | Number |
| Administration | 3 | 3 |
| Distribution | 11 | 13 |
| | 14 | 16 |
| | 14 | 16 |
| | | |
| Employment costs | 2015 | 2014 |
| | · £ | £ |
| Wages and salaries | 397,528 | 458,282 |
| Social security costs | 38,367 | 39,909 |
| Other pension costs | 14,505 | 15,808 |
| | | |
| | 450,400 | 513,999 |
| | | |

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2015

18 Ultimate parent company

On 12 October 2012 the entire share capital of the company was purchased by Global Drug Supply Ltd., a company incorporated in Barbados. The ultimate parent company from this date was 4208081 Canada Limited, a company incorporated in Canada. The ultimate controlling party was the Sigma Trust.

19 Related party relationships and transactions

Rockley Ventures, CanadaDrugs.com LP, 5177007 Manitoba Limited, GDS Licensing Limited, 4208081 Canada Limited, Jan Drugs Inc and Tajucco Pharma Private Limited are companies under common control. Global Drug Supply Ltd is the immediate parent company of River East Supplies Limited.

Included within other debtors is an amount due from Rockley Ventures amounting to £5,816,385 (2014 - £5,346,945).

Included within trade debtors is an amount due from Tajucco Pharma Private Limited amounting to £28,321 (2014 - £26,435).

During the year, the company paid management fees to Global Drug Supply Ltd amounting to £465,513 (2014 - £509,593), paid royalty fees amounting to £904,787 (2014 - £1,999,054), paid call centre service fees amounting to £1,594,627 (2014 - £2,169,885). Included within other creditors is an amount due to Global Drug Supply Ltd amounting to £3,311,654 (2014 - £5,330,565).

Included in trade creditors is an amount payable to CanadaDrugs.com LP of £421,581 (2014 - £16,736). Included in other creditors is an amount payable to CanadaDrugs.com LP of £184,664.

During the year the company paid call centre costs of £852,858 (2014 - £nil) to 5177007 Manitoba Limited, trading as CanadaDrugs.com Customer Care. At the year end there is a balance of £1,020,589 (2014 - £nil) in other debtors owed by 5177007 Manitoba Limited.

During the year the company paid royalties of £98,642 (2014 - £nil) to GDS Licensing Limited and at the year end there is a balance of £95,569 (2014 - £nil) in trade creditors owed to GDS Licensing Limited.

During the year the company paid royalties of £78,483 (2014 - £nil) to Jan Drugs Inc.

During the year the company paid royalties of £1,026,956 (2014 - £nil) to 4208081 Canada Limited and at the year end there is a balance of £1,685,622 (2014 - £nil) in other creditors and £329,412 (2014 - £nil) in trade creditors owed to 4208081 Canada Limited.