

**REGISTERED NUMBER: 08448852 (England and Wales)**

**GROUP STRATEGIC REPORT,  
REPORT OF THE DIRECTORS AND  
CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015  
FOR  
BREEZELINE INTERNATIONAL GROUP LIMITED**



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**For The Year Ended 31 December 2015**

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**BREEZELINE INTERNATIONAL GROUP LIMITED**

**COMPANY INFORMATION**

**For The Year Ended 31 December 2015**

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**DIRECTORS:**

M G Welchman  
C B Charnock  
A Welchman  
J Y Charnock

**REGISTERED OFFICE:**

Business Centre Suite 4  
1-7 Commercial Road  
Paddock Wood  
Tonbridge  
Kent  
TN12 6EN

**REGISTERED NUMBER:**

08448852 (England and Wales)

**AUDITORS:**

Crane & Partners  
Chartered Accountants & Statutory Auditors  
Leonard House  
5 - 7 Newman Road  
Bromley  
Kent  
BR1 1RJ

## **BREEZELINE INTERNATIONAL GROUP LIMITED**

### **GROUP STRATEGIC REPORT For The Year Ended 31 December 2015**

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The directors present their strategic report of the company and the group for the year ended 31 December 2015.

#### **REVIEW OF BUSINESS**

During the current year, the level of turnover has increased by 16%. The gross profit margin achieved during the year was 15% compared with 10.3% in the previous year.

The group is currently in the process of negotiating a number of new contracts. The directors remain confident that these contracts will be profitable and will be reflected in the trading results for the 2016 period.

The group loss for the year before taxation was £658,446 (2014: £2,663,274), as a result of ongoing issues with an Australian subsidiary.

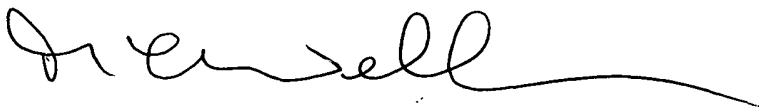
#### **RESERVES**

Retained reserves of £2,315,979 at the year end indicated a decrease of 33% compared with the previous year.

#### **CASH FLOW AND LIQUIDITY**

Cashflow was in line with expectations, with a net increase in cash of £3,369,108. The group liquidity was in line with expectations, resulting in the net current assets ratio being 1.03 compared with 1.18 in the previous year.

#### **ON BEHALF OF THE BOARD:**



M G Welchman - Director

14 November 2016

**REPORT OF THE DIRECTORS**  
**For The Year Ended 31 December 2015**

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The directors present their report with the financial statements of the company and the group for the year ended 31 December 2015.

**DIVIDENDS**

An interim dividend of £244,000 was declared on 17 December 2015. The directors recommend that no final payment be made on these shares.

**EVENTS SINCE THE END OF THE YEAR**

Information relating to events since the end of the year is given in the notes to the financial statements.

**DIRECTORS**

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

M G Welchman  
C B Charnock  
A Welchman  
J Y Charnock

**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 the group and of the profit or loss of the group 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;
- state whether applicable 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

**BREEZELINE INTERNATIONAL GROUP LIMITED**

**REPORT OF THE DIRECTORS  
For The Year Ended 31 December 2015**

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**AUDITORS**

The auditors, Crane & Partners, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**ON BEHALF OF THE BOARD:**

A handwritten signature in black ink, appearing to read 'M G Welchman', with a long horizontal flourish extending to the right.

M G Welchman - Director

14 November 2016

## **REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF BREEZELINE INTERNATIONAL GROUP LIMITED**

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We have audited the financial statements of Breezeline International Group Limited for the year ended 31 December 2015 on pages seven to twenty eight. 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 Statement of Directors' Responsibilities 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 group's and the parent 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 Group 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.

### **Basis for qualified opinion on financial statements**

Trans Global Projects PTY Ltd is a foreign subsidiary of the group, incorporated in Australia, with net liabilities of £1,138,307. The audit of this subsidiary has not been completed, and since the year end the company has entered into liquidation proceedings. We were unable to obtain sufficient audit evidence to support the accounting information relating to this subsidiary and other overseas subsidiaries. Consequently, we have been unable to determine whether any adjustments to these amounts were necessary.

### **Qualified opinion**

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2015 and of the group's loss 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 Group 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  
BREEZELINE INTERNATIONAL GROUP LIMITED**

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**Matters on which we are required to report by exception**

- adequate accounting records have not been kept by the parent company; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made.



Raymond McDonagh FCA (Senior Statutory Auditor)  
for and on behalf of Crane & Partners  
Chartered Accountants & Statutory Auditors  
Leonard House  
5 - 7 Newman Road  
Bromley  
Kent  
BR1 1RJ

14 November 2016



**CONSOLIDATED INCOME STATEMENT**  
**For The Year Ended 31 December 2015**

		2015	2014 as restated
	Notes	£	£
<b>TURNOVER</b>		67,921,918	58,559,193
Cost of sales		57,734,181	52,499,632
<b>GROSS PROFIT</b>		10,187,737	6,059,561
Administrative expenses		11,006,516	8,793,450
		(818,779)	(2,733,889)
Other operating income		143,692	113,652
<b>OPERATING LOSS</b>	3	(675,087)	(2,620,237)
Interest receivable and similar income		38,938	30,720
		(636,149)	(2,589,517)
Interest payable and similar charges	4	22,297	73,757
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(658,446)	(2,663,274)
Tax on loss on ordinary activities	5	197,061	(59,033)
<b>LOSS FOR THE FINANCIAL YEAR</b>		(855,507)	(2,604,241)
Loss attributable to: Owners of the parent		(855,507)	(2,604,241)

The notes form part of these financial statements

**CONSOLIDATED OTHER COMPREHENSIVE INCOME**  
**For The Year Ended 31 December 2015**

	2015	2014 as restated
Notes	£	£
<b>LOSS FOR THE YEAR</b>	(855,507)	(2,604,241)
<b>OTHER COMPREHENSIVE INCOME</b>		
Currency translation differences	(119,084)	(151,906)
Revaluation of property	98,957	-
Income tax relating to components of other comprehensive income	-	-
<b>OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX</b>	(20,127)	(151,906)
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	(875,634)	(2,756,147)
Total comprehensive income attributable to: Owners of the parent	(875,634)	(2,756,147)

The notes form part of these financial statements

**BREEZELINE INTERNATIONAL GROUP LIMITED (REGISTERED NUMBER: 08448852)**

**CONSOLIDATED BALANCE SHEET**  
**31 December 2015**

		2015		2014 as restated	
	Notes	£	£	£	£
<b>FIXED ASSETS</b>					
Intangible assets	9		750,379		29,449
Tangible assets	10		305,702		391,983
Investments	11		-		-
Investment property	12		380,000		281,043
			<u>1,436,081</u>		<u>702,475</u>
<b>CURRENT ASSETS</b>					
Debtors	13	22,463,141		16,846,406	
Cash at bank and in hand		6,389,483		3,020,377	
			<u>28,852,624</u>		<u>19,866,783</u>
<b>CREDITORS</b>					
Amounts falling due within one year	14	27,907,897		16,774,957	
<b>NET CURRENT ASSETS</b>			<u>944,727</u>		<u>3,091,826</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			2,380,808		3,794,301
<b>CREDITORS</b>					
Amounts falling due after more than one year	15		64,697		358,556
<b>NET ASSETS</b>			<u>2,316,111</u>		<u>3,435,745</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	19		132		132
Retained earnings	20		2,315,979		3,435,613
<b>SHAREHOLDERS' FUNDS</b>			<u>2,316,111</u>		<u>3,435,745</u>

The financial statements were approved by the Board of Directors on 14 November 2016 and were signed on its behalf by:



M G Welchman - Director


The notes form part of these financial statements

**BREEZELINE INTERNATIONAL GROUP LIMITED (REGISTERED NUMBER: 08448852)**

**COMPANY BALANCE SHEET**  
**31 December 2015**

		2015		2014 as restated	
	Notes	£	£	£	£
<b>FIXED ASSETS</b>					
Intangible assets	9		-		-
Tangible assets	10		-		-
Investments	11		120		120
Investment property	12		-		-
			<u>120</u>		<u>120</u>
<b>CURRENT ASSETS</b>					
Debtors	13		-	193	
Cash at bank		1,204		5,243	
		<u>1,204</u>		<u>5,436</u>	
<b>CREDITORS</b>					
Amounts falling due within one year	14	461		5,440	
<b>NET CURRENT ASSETS/(LIABILITIES)</b>			<u>743</u>		<u>(4)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>863</u>		<u>116</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	19		132		132
Retained earnings	20		731		(16)
<b>SHAREHOLDERS' FUNDS</b>			<u>863</u>		<u>116</u>

The financial statements were approved by the Board of Directors on 14 November 2016 and were signed on its behalf by:



M G Welchman - Director

The notes form part of these financial statements

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**For The Year Ended 31 December 2015**

	Called up share capital £	Retained earnings £	Total equity £
<b>Balance at 1 January 2014</b>	132	6,383,760	6,383,892
<b>Changes in equity</b>			
Dividends	-	(192,000)	(192,000)
Total comprehensive income	-	(2,756,147)	(2,756,147)
<b>Balance at 31 December 2014</b>	<u>132</u>	<u>3,435,613</u>	<u>3,435,745</u>
<b>Changes in equity</b>			
Dividends	-	(244,000)	(244,000)
Total comprehensive income	-	(875,634)	(875,634)
<b>Balance at 31 December 2015</b>	<u><u>132</u></u>	<u><u>2,315,979</u></u>	<u><u>2,316,111</u></u>

The notes form part of these financial statements

**COMPANY STATEMENT OF CHANGES IN EQUITY**  
**For The Year Ended 31 December 2015**

	Called up share capital £	Retained earnings £	Total equity £
<b>Balance at 1 January 2014</b>	132	-	132
<b>Changes in equity</b>			
Dividends	-	(192,000)	(192,000)
Total comprehensive income	-	191,984	191,984
<b>Balance at 31 December 2014</b>	<u>132</u>	<u>(16)</u>	<u>116</u>
<b>Changes in equity</b>			
Dividends	-	(244,000)	(244,000)
Total comprehensive income	-	244,747	244,747
<b>Balance at 31 December 2015</b>	<u><u>132</u></u>	<u><u>731</u></u>	<u><u>863</u></u>

The notes form part of these financial statements

**CONSOLIDATED CASH FLOW STATEMENT**  
**For The Year Ended 31 December 2015**

		2015	2014 as restated
	Notes	£	£
<b>Cash flows from operating activities</b>			
Cash generated from operations	1	3,741,444	(1,350,355)
Interest paid		(22,035)	(73,625)
Interest element of hire purchase payments paid		(262)	(132)
Tax paid		(197,061)	(890,360)
Net cash from operating activities		<u>3,522,086</u>	<u>(2,314,472)</u>
<b>Cash flows from investing activities</b>			
Purchase of intangible fixed assets		(930,315)	-
Purchase of tangible fixed assets		(332,845)	(283,394)
Sale of tangible fixed assets		141,947	22,917
Interest received		38,938	30,720
Net cash from investing activities		<u>(1,082,275)</u>	<u>(229,757)</u>
<b>Cash flows from financing activities</b>			
New loans in year		1,174,833	949,582
Capital repayments in year		(1,752)	7,993
Amount introduced by directors		-	186
Amount withdrawn by directors		214	-
Equity dividends paid		(244,000)	(192,000)
Net cash from financing activities		<u>929,295</u>	<u>765,761</u>
<b>Increase/(decrease) in cash and cash equivalents</b>		<u>3,369,106</u>	<u>(1,778,468)</u>
<b>Cash and cash equivalents at beginning of year</b>	2	<u>3,020,377</u>	<u>4,798,845</u>
<b>Cash and cash equivalents at end of year</b>	2	<u><u>6,389,483</u></u>	<u><u>3,020,377</u></u>

The notes form part of these financial statements

**NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT**  
**For The Year Ended 31 December 2015**

**1. RECONCILIATION OF LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS**

	2015	2014 as restated
	£	£
Loss before taxation	(658,446)	(2,663,274)
Depreciation charges	186,925	84,774
Loss on disposal of fixed assets	134,182	20,346
Adjustment for exchange differences	(163,012)	(151,906)
Amortisation	209,385	11,661
Finance costs	22,297	73,757
Finance income	(38,938)	(30,720)
	<u>(307,607)</u>	<u>(2,655,362)</u>
Increase in trade and other debtors	(5,616,735)	(3,114,853)
Increase in trade and other creditors	<u>9,665,786</u>	<u>4,419,860</u>
<b>Cash generated from operations</b>	<u><u>3,741,444</u></u>	<u><u>(1,350,355)</u></u>

**2. CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Consolidated Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

**Year ended 31 December 2015**

	31.12.15 £	1.1.15 £
Cash and cash equivalents	<u>6,389,483</u>	<u>3,020,377</u>

**Year ended 31 December 2014**

	31.12.14 £	1.1.14 as restated £
Cash and cash equivalents	3,020,377	5,063,616
Bank overdrafts	-	(264,771)
	<u>3,020,377</u>	<u>4,798,845</u>

The notes form part of these financial statements



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**For The Year Ended 31 December 2015**

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**1. ACCOUNTING POLICIES**

**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 as modified by the revaluation of certain assets.

**Basis of consolidation**

The group financial statements consolidate the financial statements of the company and its subsidiary undertakings made up to 31 December 2015 and its share of the results and post-acquisition reserves of associated undertakings.

**Turnover**

Turnover represents net invoiced sales of goods and services, excluding value added tax.

Income from freight forwarding is recognised on performance of the contract.

**Goodwill**

Goodwill, being the amount paid in connection with the acquisition of businesses, is being amortised evenly over its estimated useful life of ten years.

**Tangible fixed assets**

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

Plant and machinery	- 15% on cost
Fixtures and fittings	- 25% on cost and 20% on reducing balance
Motor vehicles	- 20% on cost
Computer equipment	- 20% on cost

**Investment property**

Investment property is shown at historical cost. The directors consider the market value to be in line with the historical cost shown in the accounts.

**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 profit or loss on a straight line basis over the period of the lease.

**Pension costs and other post-retirement benefits**

The group operates defined contribution pensions schemes. Contributions payable to the group's pensions schemes are charged to the profit and loss account in the period to which they relate.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**1. ACCOUNTING POLICIES - continued**

**Employer financed retirement benefit schemes**

The group established an employer financed retirement benefit scheme for the benefit of its officers, employees and their wider families, The Trans Global Projects Limited Employer Financed Retirement Benefit Scheme ("the Scheme").

In accordance with UITF 32 "Employee Benefit Trusts and other immediate payment arrangements", the group does not include assets and liabilities of the Scheme on its Balance Sheet to the extent that it considers that it will not retain any future economic benefit from the assets of the Scheme and will not have control of the rights or other access to those future economic benefits.

**Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

**2. STAFF COSTS**

	2015	2014 as restated
	£	£
Wages and salaries	6,557,236	4,230,908
Social security costs	38,586	49,162
Other pension costs	336,219	442,635
	<u>6,932,041</u>	<u>4,722,705</u>

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

	2015	2014 as restated
Staff	<u>90</u>	<u>85</u>

**3. OPERATING LOSS**

The operating loss is stated after charging:

	2015	2014 as restated
	£	£
Hire of plant and machinery	3,265	3,923
Other operating leases	661,766	145,675
Depreciation - owned assets	186,925	84,351
Loss on disposal of fixed assets	134,182	20,346
Goodwill amortisation	209,385	11,661
Auditors' remuneration	28,701	57,657
Foreign exchange differences	<u>12,767</u>	<u>182,175</u>
Directors' remuneration	370,482	403,719
Directors' pension contributions to money purchase schemes	<u>233,802</u>	<u>244,082</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**3. OPERATING LOSS - continued**

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	<u>4</u>	<u>4</u>
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Information regarding the highest paid director is as follows:

	2015	2014 as restated
	£	£
Emoluments etc	65,030	41,000
Pension contributions to money purchase schemes	<u>107,172</u>	<u>111,667</u>

**4. INTEREST PAYABLE AND SIMILAR CHARGES**

	2015	2014 as restated
	£	£
Bank interest	-	33,776
Other interest paid	22,035	39,849
Hire purchase	262	132
	<u>22,297</u>	<u>73,757</u>

**5. TAXATION**

**Analysis of the tax charge/(credit)**

The tax charge/(credit) on the loss on ordinary activities for the year was as follows:

	2015	2014 as restated
	£	£
Current tax:		
UK corporation tax	-	(116,528)
Tax on overseas branch offices	20,487	41,029
Corporation tax of foreign subsidiaries	<u>176,574</u>	<u>16,466</u>
Tax on loss on ordinary activities	<u>197,061</u>	<u>(59,033)</u>

**Tax effects relating to effects of other comprehensive income**

	2015	
	Gross Tax	Net
	£	£
Currency translation differences	(119,084)	(119,084)
Revaluation of property	98,957	98,957
	<u>(20,127)</u>	<u>(20,127)</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**5. TAXATION - continued**

	Gross £	2014 Tax £	Net £
Currency translation differences	(151,906)	-	(151,906)
	<u>(151,906)</u>	<u>-</u>	<u>(151,906)</u>

**6. PROFIT OF PARENT COMPANY**

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements. The parent company's profit for the financial year was £244,747 (2014 - £191,984).

**7. DIVIDENDS**

	2015 £	2014 as restated £
Ordinary shares of £1 each Interim	<u>244,000</u>	<u>192,000</u>

**8. PRIOR YEAR ADJUSTMENT**

Trans Global Projects Pty Ltd is a foreign subsidiary of the group, registered in Australia. The previous year's results were originally reported using unaudited accounts for this subsidiary. Audited accounts have subsequently been received which are materially different to the original results, and a prior year adjustment has been made to restate the comparative figures.

The effect of this adjustment is to increase the loss after tax in the previous year by £1,890,445, and subsequently reducing debtors by £2,006,736 and reducing creditors by £116,291.

**9. INTANGIBLE FIXED ASSETS**

Group	Goodwill £
<b>COST</b>	
At 1 January 2015	116,611
Additions	930,315
At 31 December 2015	<u>1,046,926</u>
<b>AMORTISATION</b>	
At 1 January 2015	87,162
Amortisation for year	209,385
At 31 December 2015	<u>296,547</u>
<b>NET BOOK VALUE</b>	
At 31 December 2015	<u>750,379</u>
At 31 December 2014	<u>29,449</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**10. TANGIBLE FIXED ASSETS****Group**

	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Computer equipment £	Totals £
<b>COST</b>					
At 1 January 2015	110,591	351,277	72,063	723,150	1,257,081
Additions	16,463	284,521	19,085	12,776	332,845
Disposals	(2,213)	(187,389)	(123,064)	(2,194)	(314,860)
Exchange differences	(20,611)	(12,143)	61,254	(11)	28,489
At 31 December 2015	104,230	436,266	29,338	733,721	1,303,555
<b>DEPRECIATION</b>					
At 1 January 2015	59,739	161,915	17,234	626,210	865,098
Charge for year	4,505	137,533	2,015	42,872	186,925
Eliminated on disposal	-	(32,657)	(5,684)	(390)	(38,731)
Exchange differences	(3,786)	(10,757)	806	(1,702)	(15,439)
At 31 December 2015	60,458	256,034	14,371	666,990	997,853
<b>NET BOOK VALUE</b>					
At 31 December 2015	43,772	180,232	14,967	66,731	305,702
At 31 December 2014	50,852	189,362	54,829	96,940	391,983

**11. FIXED ASSET INVESTMENTS****Company**

	Shares in group undertakings £
<b>COST</b>	
At 1 January 2015 and 31 December 2015	120
<b>NET BOOK VALUE</b>	
At 31 December 2015	120
At 31 December 2014	120

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**11. FIXED ASSET INVESTMENTS - continued**

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

**Subsidiaries**

**Trans Global Projects Group Limited**

Nature of business: Consultancy services

	%		
Class of shares:	holding		
Ordinary	100.00		
		2015	2014
		£	£
Aggregate capital and reserves		279,395	253,837
Profit for the year		270,558	190,029

**Trans Global Projects Limited**

Nature of business: International Freight Management and related

	%		
Class of shares:	holding		
Ordinary £1	100.00		
		2015	2014
		£	£
Aggregate capital and reserves		1,503,766	2,130,341
Loss for the year		(495,522)	(451,776)

**Trans Global Projects (Singapore) PTE Limited**

Country of incorporation: Singapore

Nature of business: Freight management

	%		
Class of shares:	holding		
Ordinary	100.00		
		2015	2014
		£	£
Aggregate capital and reserves		(124,787)	268,185
Loss for the year		(139,116)	(38,071)

**Natco Holding AG**

Country of incorporation: Switzerland

Nature of business: Freight management

	%		
Class of shares:	holding		
Ordinary	100.00		
		2015	
		£	
Aggregate capital and reserves		757,534	
Loss for the year		(5,060)	

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**11. FIXED ASSET INVESTMENTS - continued**

**Natco AG Internationale Transporte**

Country of incorporation: Germany

Nature of business: Freight management

Class of shares:	%
Ordinary	holding 100.00

	2015
	£
Aggregate capital and reserves	2,371,911
Profit for the year	578,983

**Trans Global Projects Pty Ltd**

Country of incorporation: Australia

Nature of business: Freight management

Class of shares:	%
Ordinary	holding 100.00

	2015	2014
	£	£
Aggregate capital and reserves	(337,300)	1,229,031
Loss for the year	(1,448,442)	(1,846,230)

**Trans Global Projects GmbH**

Country of incorporation: Germany

Nature of business: Freight management

Class of shares:	%
Ordinary	holding 100.00

	2015	2014
	£	£
Aggregate capital and reserves	(360,360)	55,615
Loss for the year	(412,740)	(101,932)

**Transglobal Projects Middle East (FZE)**

Country of incorporation: UAE

Nature of business: Freight forwarding

Class of shares:	%
Ordinary	holding 100.00

	2015
	£
Aggregate capital and reserves	1,296,481
Profit for the year	1,240,814

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**11. FIXED ASSET INVESTMENTS - continued**

The group also holds either directly or indirectly a controlling stake in the following entities throughout the current and prior period (unless otherwise stated).

**Trans Global Holdings (Switzerland) AG**

Country of incorporation: Switzerland

Class of shares: Ordinary

Holding: 100.00%

Aggregate capital and reserves £6,422

Loss for the year £57,320

**Trans Global Projects Logistics Pty Ltd**

Country of incorporation: Australia

Class of shares: Ordinary

Holding: 100.00%

Aggregate capital and reserves £38,522

Loss for the year £38,522

**Trans Global Logistics Inc**

Country of incorporation: USA

Class of shares: Ordinary

Holding: 100.00%

Aggregate capital and reserves (£38,222)

Loss for the year £18,590

**Transglobal Projects Mauritania SARL**

Country of incorporation: Mauritania

Class of shares: Ordinary

Holding: 100.00%

Aggregate capital and reserves (£84,052)

Loss for the year £7,072

**Trans Global Projects Limited**

Country of incorporation: Hong Kong

Class of shares: Ordinary

Holding: 100.00%

Aggregate capital and reserves (£23,477)

Loss for the year £1,376

**12. INVESTMENT PROPERTY**

**Group**

	Total £
<b>FAIR VALUE</b>	
At 1 January 2015	281,043
Revaluations	98,957
	<hr/>
At 31 December 2015	380,000
	<hr/>
<b>NET BOOK VALUE</b>	
At 31 December 2015	380,000
	<hr/>
At 31 December 2014	281,043
	<hr/>



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**12. INVESTMENT PROPERTY - continued****Group**

Cost or valuation at 31 December 2015 is represented by:

Valuation in 2015	£ 380,000
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**13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>Group</b>		<b>Company</b>	
	2015	2014 as restated	2015	2014 as restated
	£	£	£	£
Trade debtors	18,538,804	8,056,979	-	-
Other debtors	1,920,350	2,149,388	-	-
Directors' loan accounts	-	-	-	193
Prepayments and accrued income	2,003,987	6,640,039	-	-
	<u>22,463,141</u>	<u>16,846,406</u>	<u>-</u>	<u>193</u>

**14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>Group</b>		<b>Company</b>	
	2015	2014 as restated	2015	2014 as restated
	£	£	£	£
Bank loans and overdrafts (see note 16)	2,182,010	713,318	-	-
Hire purchase contracts (see note 17)	6,241	7,993	-	-
Trade creditors	20,124,160	10,128,687	-	-
Amounts owed to group undertakings	-	-	73	5,073
Social security and other taxes	556,191	172	-	-
Other creditors	2,837,725	2,206,819	-	-
Directors' current accounts	23,026	22,812	388	367
Accruals and deferred income	2,178,544	3,695,156	-	-
	<u>27,907,897</u>	<u>16,774,957</u>	<u>461</u>	<u>5,440</u>

**15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	<b>Group</b>	
	2015	2014 as restated
	£	£
Bank loans (see note 16)	<u>64,697</u>	<u>358,556</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**16. LOANS**

An analysis of the maturity of loans is given below:

	<b>Group</b>	
	2015	2014 as restated
	£	£
Amounts falling due within one year or on demand:		
Bank loans	<u>2,182,010</u>	<u>713,318</u>
Amounts falling due between one and two years:		
Bank loans - 1-2 years	<u>20,869</u>	<u>294,004</u>
Amounts falling due between two and five years:		
Bank loans - 2-5 years	<u>43,828</u>	<u>64,552</u>

**17. LEASING AGREEMENTS**

Minimum lease payments fall due as follows:

Group	Hire purchase contracts	
	2015	2014 as restated
	£	£
Net obligations repayable:		
Within one year	6,241	7,993

**18. SECURED DEBTS**

The following secured debts are included within creditors:

	<b>Group</b>	
	2015	2014 as restated
	£	£
Bank loans	<u>2,246,707</u>	<u>1,071,874</u>

**19. CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2015	2014 as restated
			£	£
132	Ordinary	£1	<u>132</u>	<u>132</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued**  
**For The Year Ended 31 December 2015**

**20. RESERVES**

<b>Group</b>	<b>Retained earnings £</b>
At 1 January 2015	3,435,613
Deficit for the year	(855,507)
Dividends	(244,000)
Currency translation profit on reconversion of foreign subsidiaries	(119,084)
Revaluation in the year	98,957
At 31 December 2015	<u>2,315,979</u>
<b>Company</b>	<b>Retained earnings £</b>
At 1 January 2015	(16)
Profit for the year	244,747
Dividends	(244,000)
At 31 December 2015	<u>731</u>

**21. RELATED PARTY DISCLOSURES**

As at the year end, the group owed £23,026 (2014: £22,812) to its directors. C.B. Charnock was owed £21,043 (2014: £20,618) and M.G. Welchman was owed £1,983 (2014: £2,194).

**22. POST BALANCE SHEET EVENTS**

Trans Global Projects Pty Ltd is a foreign subsidiary of the group, registered in Australia.

During the year, the company has been the subject of a payment dispute in Australia, resulting in the company entering into liquidation proceedings since the year end.

The company had net current liabilities as at 31 December 2015 of £1,138,307.

**23. ULTIMATE CONTROLLING PARTY**

In the opinion of the directors, the ultimate controlling parties are C B Charnock, M G Welchman, J Y Charnock and A Welchman.

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

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
<b>FIXED ASSETS</b>				
Intangible assets		41,110	-	41,110
Tangible assets		236,626	-	236,626
Investment property		281,043	-	281,043
		<u>558,779</u>	<u>-</u>	<u>558,779</u>
<b>CURRENT ASSETS</b>				
Debtors		13,615,024	-	13,615,024
Cash at bank and in hand		5,063,616	-	5,063,616
		<u>18,678,640</u>	<u>-</u>	<u>18,678,640</u>
<b>CREDITORS</b>				
Amounts falling due within one year		(12,749,804)	-	(12,749,804)
<b>NET CURRENT ASSETS</b>		<u>5,928,836</u>	<u>-</u>	<u>5,928,836</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		6,487,615	-	6,487,615
<b>CREDITORS</b>				
Amounts falling due after more than one year		(103,723)	-	(103,723)
<b>NET ASSETS</b>		<u>6,383,892</u>	<u>-</u>	<u>6,383,892</u>
<b>CAPITAL AND RESERVES</b>				
Called up share capital		132	-	132
Retained earnings		6,383,760	-	6,383,760
<b>SHAREHOLDERS' FUNDS</b>		<u>6,383,892</u>	<u>-</u>	<u>6,383,892</u>

The notes form part of these financial statements

**RECONCILIATION OF EQUITY - continued**  
**31 December 2014**

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
<b>FIXED ASSETS</b>				
Intangible assets		29,449	-	29,449
Tangible assets		391,983	-	391,983
Investment property		281,043	-	281,043
		<u>702,475</u>	<u>-</u>	<u>702,475</u>
<b>CURRENT ASSETS</b>				
Debtors		16,846,406	-	16,846,406
Cash at bank and in hand		3,020,377	-	3,020,377
		<u>19,866,783</u>	<u>-</u>	<u>19,866,783</u>
<b>CREDITORS</b>				
Amounts falling due within one year		(16,774,957)	-	(16,774,957)
<b>NET CURRENT ASSETS</b>		<u>3,091,826</u>	<u>-</u>	<u>3,091,826</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>3,794,301</u>	<u>-</u>	<u>3,794,301</u>
<b>CREDITORS</b>				
Amounts falling due after more than one year		(358,556)	-	(358,556)
<b>NET ASSETS</b>		<u>3,435,745</u>	<u>-</u>	<u>3,435,745</u>
<b>CAPITAL AND RESERVES</b>				
Called up share capital		132	-	132
Retained earnings		3,435,613	-	3,435,613
<b>SHAREHOLDERS' FUNDS</b>		<u>3,435,745</u>	<u>-</u>	<u>3,435,745</u>

The notes form part of these financial statements

**RECONCILIATION OF LOSS**  
**For The Year Ended 31 December 2014**

	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
<b>TURNOVER</b>	58,559,193	-	58,559,193
Cost of sales	(52,499,632)	-	(52,499,632)
<b>GROSS PROFIT</b>	6,059,561	-	6,059,561
Administrative expenses	(8,793,450)	-	(8,793,450)
Other operating income	113,652	-	113,652
<b>OPERATING LOSS</b>	(2,620,237)	-	(2,620,237)
Interest receivable and similar income	30,720	-	30,720
Interest payable and similar charges	(73,757)	-	(73,757)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	(2,663,274)	-	(2,663,274)
Tax on loss on ordinary activities	59,033	-	59,033
<b>LOSS FOR THE FINANCIAL YEAR</b>	(2,604,241)	-	(2,604,241)
Loss attributable to: Owners of the parent	(2,604,241)	-	(2,604,241)

The notes form part of these financial statements