

Registered number: 07581310

IGENE LONDON LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

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IGENE LONDON LIMITED

COMPANY INFORMATION

DIRECTORS

Mathavan Chandran
Anu Sheela Themudu
Mohamad Abdul Naser Md. Jaafar
Mark Victor Rozario
Shaik Taufik Shaik Yusoff
Shahril Anas Bin Hasan Aziz (appointed 7 July 2015)

REGISTERED NUMBER

07581310

REGISTERED OFFICE

Waverley House
7-12 Noel Street
London
W1F 8GQ

INDEPENDENT AUDITORS

Ecovis Wingrave Yeats LLP
Chartered Accountants & Statutory Auditor
Waverley House
7-12 Noel Street
London
W1F 8GQ

IGENE LONDON LIMITED

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IGENE LONDON LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2016

The directors present their report and the audited financial statements for the year ended 30 June 2016.

DIRECTORS

The directors who served during the year were:

Mathavan Chandran
Anu Sheela Themudu
Mohamad Abdul Naser Md. Jaafar
Mark Victor Rozario
Shaik Taufik Shaik Yusoff
Shahril Anas Bin Hasan Aziz (appointed 7 July 2015)

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' Report 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 judgments 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.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

IGENE LONDON LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2016**

AUDITORS

The auditors, Ecovis Wingrave Yeats LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

This report was approved by the board on 9 August 2017 and signed on its behalf.



.....
Mathavan Chandran
Director

Waverley House
7-12 Noel Street
London
W1F 8GQ

IGENE LONDON LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF IGENE LONDON LIMITED

We have audited the financial statements of iGene London Limited for the year ended 30 June 2016, set out on pages 5 to 12. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective January 2015) (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 an 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 and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As explained more fully in the Directors' Responsibilities Statement, 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 Directors' Report 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 ADVERSE OPINION

The company requires additional funding or a significant increase in turnover in order to continue to operate for 12 months from the date of signing these accounts. The directors of the company are focused on growing turnover and are continuing to investigate alternative sources of finance but have not yet secured the financing they require. Since the year end, the company have not yet seen a significant increase in turnover. These events indicate a material uncertainty which may cast significant doubt on the company's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements (and notes thereto) do not disclose this fact and have been prepared on the going concern basis.

ADVERSE OPINION

In our opinion, because of the significance of the matter described in the Basis for Adverse Opinion paragraph:

- the financial statements do not give a true and fair view of the state of the company's affairs as at 30 June 2016 and of its loss for the year then ended; and
- have not been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice.

In all other respects, in our opinion, the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

IGENE LONDON LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF IGENE LONDON LIMITED

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

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

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 to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Directors' Report.

Gerard Collins

Gerard Collins (Senior Statutory Auditor)

for and on behalf of

Ecovis Wingrave Yeats LLP

Chartered Accountants & Statutory Auditor

Waverley House
7-12 Noel Street
London
W1F 8GQ

10 August 2017

IGENE LONDON LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2016**

	Note	2016 £	2015 £
TURNOVER	1,2	132,566	92,445
Cost of sales		<u>(13,656)</u>	<u>(7,740)</u>
GROSS PROFIT		118,910	84,705
Distribution costs		<u>(27,800)</u>	<u>(54,558)</u>
Administrative expenses		<u>(1,761,214)</u>	<u>(1,403,196)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(1,670,104)	(1,373,049)
Tax on loss on ordinary activities	4	<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR	10	<u>(1,670,104)</u>	<u>(1,373,049)</u>

The notes on pages 7 to 12 form part of these financial statements.

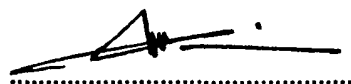
IGENE LONDON LIMITED
REGISTERED NUMBER: 07581310

BALANCE SHEET
AS AT 30 JUNE 2016

	Note	£	2016 £	£	2015 £
FIXED ASSETS					
Tangible assets	5		2,033,877		2,052,491
CURRENT ASSETS					
Debtors	6	63,283		37,083	
Cash at bank and in hand		6,702		101,755	
		<u>69,985</u>		<u>138,838</u>	
CREDITORS: amounts falling due within one year	7	<u>(447,566)</u>		<u>(54,107)</u>	
NET CURRENT (LIABILITIES)/ASSETS			<u>(377,581)</u>		<u>84,731</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1,656,296</u>		<u>2,137,222</u>
CREDITORS: amounts falling due after more than one year	8		<u>(5,489,937)</u>		<u>(4,300,759)</u>
NET LIABILITIES			<u><u>(3,833,641)</u></u>		<u><u>(2,163,537)</u></u>
CAPITAL AND RESERVES					
Called up share capital	9		2		2
Profit and loss account	10		<u>(3,833,643)</u>		<u>(2,163,539)</u>
SHAREHOLDERS' DEFICIT	11		<u><u>(3,833,641)</u></u>		<u><u>(2,163,537)</u></u>

The financial statements have been prepared in accordance with the special provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 9 August 2017.



.....
Mathavan Chandran
 Director

The notes on pages 7 to 12 form part of these financial statements.

IGENE LONDON LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2016

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

1.2 Going concern

The business will require additional funding so that the company is able to meet its liabilities as they fall due in the 12 months following the signature of these accounts. Based on current cash projections, the company will need more funding in September 2017. The directors are actively pursuing additional funding options to support its strategic development initiatives for the company and the wider group and are confident the required funding will be obtained.

The directors are also focusing their efforts on increasing turnover to generate profits and cash as they acknowledge that the company has made losses since its incorporation. The company has been in operation since 2011 and the directors believe that although growth to date has been slow, there is the potential for the company to increase its operations significantly as the concept of digital autopsies is considered to be the future of post-mortem examination. The directors are also in the process of negotiating a number of new contracts with local authorities across the country.

The directors are committed to the company and have no reason to believe that additional funding will not be obtained so that the company will be able to meet its liabilities as they fall due in the 12 months following the signature of these accounts. On this basis, the directors consider it appropriate to prepare the financial statements on a going concern basis.

1.3 Cash flow

The financial statements do not include a Cash Flow Statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective January 2015).

1.4 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

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 of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

S/Term Leasehold Property	-	Over the life of the lease
Fixtures & fittings	-	10% straight line
Office equipment	-	33.33% straight line
Medical equipment	-	33.33% straight line

IGENE LONDON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2016**

1. ACCOUNTING POLICIES (continued)

1.6 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Profit and Loss Account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.7 Operating leases

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

1.8 Financial instruments

Financial liabilities are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. TURNOVER

All of the company's turnover (2015 - 100%) is generated within the United Kingdom.

IGENE LONDON LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2016

3. LOSS

The loss is stated after charging:

	2016 £	2015 £
Depreciation of tangible fixed assets: - owned by the company	541,852	472,213
Auditors' remuneration	7,500	7,000
Pension costs	913	-
	<u> </u>	<u> </u>

During the year, no director received any emoluments (2015 - £NIL).

4. TAXATION

	2016 £	2015 £
UK corporation tax charge on loss for the year	-	-
	<u> </u>	<u> </u>

The company has estimated tax losses of £4,528,000 (2015 - £2,715,480) to carry forward to utilise against future trading profits.

A deferred tax asset of £815,040 (2015: £543,096) at a rate of 18% (2015: 20%) has not been recognised in these financial statements on the basis of uncertainty over the availability of future taxable profits of the company.

The recoverability of the deferred tax asset is contingent on the company achieving improved trading performance in future periods.

IGENE LONDON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2016**

5. TANGIBLE FIXED ASSETS

	Leasehold Property £	Fixtures & fittings £	Office equipment £	Medical equipment £	Total £
Cost					
At 1 July 2015	1,376,011	12,726	411,641	841,219	2,641,597
Additions	-	195	3,678	519,365	523,238
At 30 June 2016	1,376,011	12,921	415,319	1,360,584	3,164,835
Depreciation					
At 1 July 2015	120,274	1,592	160,307	306,933	589,106
Charge for the year	114,811	1,290	137,003	288,748	541,852
At 30 June 2016	235,085	2,882	297,310	595,681	1,130,958
Net book value					
At 30 June 2016	1,140,926	10,039	118,009	764,903	2,033,877
At 30 June 2015	1,255,737	11,134	251,334	534,286	2,052,491

6. DEBTORS

	2016 £	2015 £
Trade debtors	2,100	10,320
VAT recoverable	41,758	3,820
Other debtors	19,425	22,943
	<u>63,283</u>	<u>37,083</u>

7. CREDITORS: Amounts falling due within one year

	2016 £	2015 £
Trade creditors	296,112	461
Other taxation and social security	63,474	20,117
Other creditors	87,980	33,529
	<u>447,566</u>	<u>54,107</u>

IGENE LONDON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2016**

8. CREDITORS: Amounts falling due after more than one year

	2016 £	2015 £
Amounts owed to group undertakings	<u>5,489,937</u>	<u>4,300,759</u>

During the year the company was loaned £1,189,178 (2015 - £1,710,289) by iGene Sdn Bhd, the parent company. No interest accrues on this balance.

9. SHARE CAPITAL

	2016 £	2015 £
Allotted, called up and fully paid		
2 Ordinary share shares of £1 each	<u>2</u>	<u>2</u>

10. RESERVES

	Profit and loss account £
At 1 July 2015	(2,163,539)
Loss for the financial year	(1,670,104)
At 30 June 2016	<u>(3,833,643)</u>

11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2016 £	2015 £
Opening shareholders' deficit	(2,163,537)	(790,490)
Loss for the financial year	(1,670,104)	(1,373,049)
Shares issued during the year	-	2
Closing shareholders' deficit	<u>(3,833,641)</u>	<u>(2,163,537)</u>

12. PENSION COMMITMENTS

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £913 (2015 - £Nil). Contributions totalling £528 (2015 - £Nil) were payable to the fund at the balance sheet date and are included in creditors.

IGENE LONDON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2016**

13. OPERATING LEASE COMMITMENTS

At 30 June 2016 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings 2016 £	2015 £
Expiry date:		
After more than 5 years	<u>31,100</u>	<u>12,767</u>

14. RELATED PARTY TRANSACTIONS

iGene London Limited is a wholly owned subsidiary undertaking of iGene Sdn Bhd, a company incorporated in Malaysia. A summary of the transactions between iGene Sdn Bhd, Malaysia and iGene London Limited during the period is shown below:

	2015 Bought forward £	Current year movement £	2016 Carry forward £
Expenses paid by iGene Sdn Bhd, Malaysia	(1,304,692)	-	(1,304,692)
Funds from iGene Sdn Bhd, Malaysia	(2,996,067)	(1,189,178)	(4,185,245)
	<u>(4,300,759)</u>	<u>(1,189,178)</u>	<u>(5,489,937)</u>

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

iGene Sdn Bhd, a company incorporated in Malaysia, is the company's immediate and ultimate parent undertaking. Consolidated group accounts can be obtained from MINES Waterfront Business Park, No.3, Jalan Tasik, MINES Resort City, 43300 Selangor, Malaysia.

The ultimate controlling party is Mathavan Chandran, a director of the company and the immediate and ultimate parent company, by virtue of his majority shareholding.