

Registered number: 09356079

OVERIZONE PLC

AUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD FROM DECEMBER 16, 2014 TO DECEMBER 31, 2015

FRIDAY



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OVERIZONE PLC

COMPANY INFORMATION

DIRECTORS	Andrea Zordan (appointed 16 December 2014, resigned 22 June 2015) Amos Negro (appointed 16 December 2014) Eugenio Corti (appointed 22 June 2015)
COMPANY SECRETARY	Incorporate Secretariat Limited
REGISTERED NUMBER	09356079
REGISTERED OFFICE	3rd Floor 14 Hanover Street London W1S 1YH
INDEPENDENT AUDITORS	CHOWDHARY & CO Chartered Accountants & Statutory Auditor 46 Syon Lane Osterley Middlesex TW7 5NQ

OVERIZONE PLC

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OVERIZONE PLC

STRATEGIC REPORT FOR THE PERIOD ENDED DECEMBER 31, 2015

INTRODUCTION

The strategic report contains the information that is relevant to shareholders' needs. The inclusion of information and details promotes a clear understanding of the entity's position.

The terms "key" used in the term "key performance indicators" and "principal" used in the term "principal risks and uncertainties" refer to items or circumstances considered important for a shareholder's understanding of the development, performance, position or future prospects of the business.

The strategic report provides to the shareholders of the company how the directors have performed their duty to promote the success of the company for their collective benefit.

The strategic report has two main content-related objectives:

- (a) To provide context for the related financial statements;
- (b) To provide insight into the entity's main objectives and strategies, and the principal risks it faces and how they might affect future prospects.

The strategic report reflects the collective view of the company's directors.

PRINCIPAL RISKS AND UNCERTAINTIES

The investment objective and strategy confirm that financial instruments are the main investments and the Company is interested to start some participation in other companies or separately managed fund. As a result, investors in the Company and its share classes will be subject to a wide range of risks. These risks will be of a general nature in that they relate to matters affecting the Company. Additional risks arise from the nature of the underlying asset classes in which the Company invests.

Investment in the Company involves a significant degree of risk. Investors should undertake an investment if they are capable of evaluating the risks of an investment in the Company and of bearing those risks. An investment in the Company requires a long-term commitment with no certainty of return.

The following factors are in connection with a purchase of an Interest in the Company:

- (a) No guaranteed return on investment;
- (b) No assurance of achieving investment strategy;
- (c) Possible adverse conditions;
- (d) Competitive market;
- (e) Lack of liquidity;
- (f) Currency risk;
- (g) Hedging policy;
- (h) Valuation risk;
- (i) Investments with third parties;
- (j) Risks of investments in securities;
- (k) Absence of management rights and approvals;
- (l) Disclosure of identity;
- (m) Unpredictability of distributions;
- (n) Financial market fluctuations;
- (o) Lack of operating history;
- (p) Regulation.

FINANCIAL KEY PERFORMANCE INDICATORS

The Company's objective is to provide current income as well as long term capital returns to the Investors through investments in different business affairs.

The income creation and capital returns come through:

- (a) daily investing in Futures, Forex and other financial instruments;
- (b) Introducing customers to worldwide financial brokers.

Investment can never be an exact science, given the unpredictability of the future therefore the Company has constantly striven to identify the major risks in the prevailing market environment and has aimed to find investments that guard against them.

The financial trading business has been the key factor but a range of assets will come and diversify the

OVERIZONE PLC

**STRATEGIC REPORT (continued)
FOR THE PERIOD ENDED DECEMBER 31, 2015**

Company's portfolio from the next annual accounts. It means the portfolio will be comprised of different businesses managed by different teams.

All investment managers are involved in the investment process and closely follow the mutually agreed strategy. The portfolio has been composed of a number of different types of investments, or asset classes. Each of these has its own set of risk characteristics, including likely returns, timescale, volatility and liquidity.

OTHER KEY PERFORMANCE INDICATORS

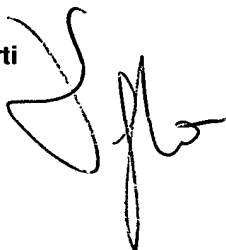
Each business of the Company has a dedicated investment manager, supported by qualified investment assistants and a small administration team.

The Company will target a net return in excess of inflation over the longer term.

Our investment strategists have coordinated our investment process with access to extensive third-party research.

This report was approved by the board on September 30, 2016 and signed on its behalf.

Eugenio Corti
Director



OVERIZONE PLC

DIRECTORS' REPORT FOR THE PERIOD ENDED DECEMBER 31, 2015

The directors present their report and the audited financial statements for the period ended December 31, 2015.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic report, 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;
- state whether applicable UK 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included in the website of the company.

PRINCIPAL ACTIVITIES

The Plc was incorporated on 16/12/2014. During the period, the principal activity of the Plc was trade with Futures Derivatives, Forex, Options & Commodities.

DIRECTORS

The directors who served during the period were:

Andrea Zordan (appointed 16 December 2014, resigned 22 June 2015)
Amos Negro (appointed 16 December 2014)
Eugenio Corti (appointed 22 June 2015)

OVERIZONE PLC

**DIRECTORS' REPORT
FOR THE PERIOD ENDED DECEMBER 31, 2015**

DISCLOSURE OF INFORMATION TO AUDITORS

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

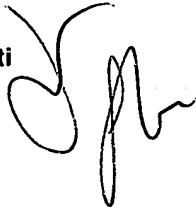
- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors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

AUDITORS

The auditors, CHOWDHARY & CO, will be proposed for reappointment in accordance with section 489 of the Companies Act 2006.

This report was approved by the board on September 30, 2016 and signed on its behalf.

Eugenio Corti
Director



OVERIZONE PLC

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF OVERIZONE PLC

We have audited the financial statements of Overizone Plc for the period ended December 31, 2015, set out on pages 7 to 16. 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).

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 Strategic report and 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.

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 December 31, 2015 and of its loss for the period 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 Strategic report and the Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

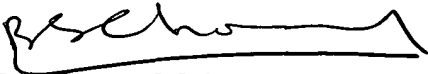
OVERIZONE PLC

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF OVERIZONE PLC

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.



MR BHUPINDAR S CHOWDHARY (Senior statutory auditor)

for and on behalf of
CHOWDHARY & CO

Chartered Accountants & Statutory Auditor

46 Syon Lane
Osterley
Middlesex
TW7 5NQ

September 30, 2016

OVERIZONE PLC

PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED DECEMBER 31, 2015

	Note	2015 £
Administrative expenses		(115,861)
Other operating income	2	21,813
Other operating charges		(51,048)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(145,096)
Tax on loss on ordinary activities	7	-
LOSS FOR THE FINANCIAL PERIOD	12	(145,096)

All amounts relate to continuing operations.

The notes on pages 11 to 16 form part of these financial statements.

OVERIZONE PLC

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE PERIOD ENDED DECEMBER 31, 2015

	2015 £
LOSS FOR THE FINANCIAL PERIOD	<u>(145,096)</u>
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE PERIOD	<u><u>(145,096)</u></u>

There are no material differences between the loss on ordinary activities before taxation and the retained loss for the financial period stated above and their historical cost equivalents.

The notes on pages 11 to 16 form part of these financial statements.

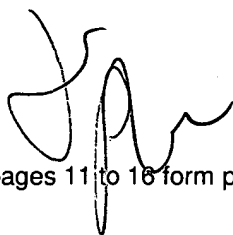
OVERIZONE PLC
REGISTERED NUMBER: 09356079

BALANCE SHEET
AS AT DECEMBER 31, 2015

	Note	£	2015 £
FIXED ASSETS			
Tangible assets	8		1,688
CURRENT ASSETS			
Debtors	9	577,004	
Cash at bank		307,275	
		<u>884,279</u>	
CREDITORS: amounts falling due within one year	10	<u>(981,063)</u>	
NET CURRENT LIABILITIES			<u>(96,784)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(95,096)</u>
CAPITAL AND RESERVES			
Called up share capital	11		50,000
Profit and loss account	12		<u>(145,096)</u>
SHAREHOLDERS' DEFICIT	13		<u>(95,096)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on September 30, 2016.

Eugenio Corti
Director



The notes on pages 11 to 16 form part of these financial statements.

OVERIZONE PLC

**CASH FLOW STATEMENT
FOR THE PERIOD ENDED DECEMBER 31, 2015**

	Note	2015 £
Net cash flow from operating activities	14	309,714
Capital expenditure and financial investment	15	(2,439)
INCREASE IN CASH IN THE PERIOD		<u>307,275</u>

**RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT
FOR THE PERIOD ENDED DECEMBER 31, 2015**

Increase in cash in the period	307,275
MOVEMENT IN NET DEBT IN THE PERIOD	<u>307,275</u>
NET FUNDS AT DECEMBER 31, 2015	<u>307,275</u>

The notes on pages 11 to 16 form part of these financial statements.

OVERIZONE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015**

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 applicable accounting standards.

1.2 Going concern

Although the company has a huge loss for the period due to various initial expenses, the directors of the company have assured that the company will start to generate adequate income in the foreseeable future. So, the accounts have been prepared on a going concern basis.

1.3 Turnover

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

1.4 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:

Fixtures and fittings	-	20% reducing balance
Office equipment	-	1/3 straight line

1.5 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

2. OTHER OPERATING INCOME

	2015
	£
Other operating income	21,813

The above other operating income includes £21,813 money received from the outside investors as contribution towards initial administrative expenses to the Plc on top of their investment amount.

OVERIZONE PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015

3. LOSS

The loss is stated after charging/(crediting):

	2015 £
Depreciation of tangible fixed assets: - owned by the company	751
Difference on foreign exchange	50,048
	<u>50,799</u>

4. AUDITORS' REMUNERATION

	2015 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	12,600
	<u>12,600</u>

5. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

	2015 £
Wages and salaries	10,000
	<u>10,000</u>

The average monthly number of employees, including the directors, during the period was as follows:

	2015 No.
	<u>0</u>

6. DIRECTORS' REMUNERATION

	2015 £
Remuneration	10,000
	<u>10,000</u>

OVERIZONE PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015

7. TAXATION

	2015 £
UK corporation tax charge on loss for the period	-

Factors affecting tax charge for the period

There were no factors that affected the tax charge for the period which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 20%.

8. TANGIBLE FIXED ASSETS

	Fixtures and fittings £	Office equipment £	Total £
Cost			
Additions	464	1,975	2,439
At December 31, 2015	464	1,975	2,439
Depreciation			
Charge for the period	93	658	751
At December 31, 2015	93	658	751
Net book value			
At December 31, 2015	371	1,317	1,688

9. DEBTORS

	2015 £
Amounts owed by associated undertakings	41,830
Other debtors	485,174
Called up share capital not paid	50,000
	577,004

The above "other debtors" of £485,174 includes the company's year end balance of £474,780 left on the Interactive brokers account which were transferred in the course of trading for Forex, options etc.

OVERIZONE PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015

10. CREDITORS: Amounts falling due within one year

	2015 £
Trade creditors	22,766
Other creditors	939,757
Accruals and deferred income	18,540
	<u>981,063</u>

The above "other creditors" of £939,757 includes £939,261 money raised from various individuals & companies outside the Plc as investment in order to sale the Plc's shares but due to some technical reasons, the shares have not yet been allocated to those investors

11. SHARE CAPITAL

	2015 £
Allotted, called up and fully paid	
875,000 Ordinary A shares of £0.02 each	17,500
1,625,000 Ordinary B shares of £0.02 each	32,500
	<u>50,000</u>

During the period, the company issued 875,000 A ordinary shares of £0.02 each & also 1,625,000 B ordinary shares of £0.02 each being £50,000 total share capital. The company has not received any payment for these issued share capital from the founder members until the period end.

12. RESERVES

	Profit and loss account £
Loss for the financial period	(145,096)
At December 31, 2015	<u>(145,096)</u>

OVERIZONE PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2015 £
Opening shareholders' funds	-
Loss for the financial period	(145,096)
Shares issued during the period	50,000
	(95,096)
Closing shareholders' deficit	(95,096)

14. NET CASH FLOW FROM OPERATING ACTIVITIES

	2015 £
Operating loss	(145,096)
Depreciation of tangible fixed assets	751
Increase in debtors	(485,173)
0 in amounts owed by associates	(41,830)
Increase in creditors	981,062
	309,714
Net cash inflow from operating activities	309,714

15. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

	2015 £
Capital expenditure and financial investment	
Purchase of tangible fixed assets	(2,439)
	(2,439)

16. ANALYSIS OF CHANGES IN NET FUNDS

	16 December 2014 £	Cash flow £	Other non-cash changes £	31 December 2015 £
Cash at bank and in hand	-	307,275	-	307,275
	-	307,275	-	307,275
Net funds	-	307,275	-	307,275

OVERIZONE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED DECEMBER 31, 2015**

17. RELATED PARTY TRANSACTIONS

During the period, the company paid total salary of £10,000 to all three directors. During the period, the company also paid for the expenses related to other associated companies, Overizone & Associates Plc an investment company & the director is Amos Negro, Client Engagement UK Ltd with consultancy services & the directors is Amos Negro, with common control which have been shown as the Amounts owed by associated undertakings in note number 8 above. At the end of the period, the directors owed company £655.

18. CONTROLLING PARTY

During the period, Amos Negro & Andrea Zordan(resigned from director on 22/06/2015) were the shareholders & the directors of the company & the ultimate controlling parties. Eugenio Corti was appointed as a director on 22/06/2015.