## REPORT OF THE DIRECTORS

Directors

ES Cavalluci

A M Dye

C J Greene (appointed 1 March 2006)

Registered Office

Eskdale Road Winnersh, Wokingham, Berkshire RG41 5TS

Registered Number

2011319

The Directors present their report and the audited financial statements for the year ended 30 June 2007

#### **ACTIVITIES**

The Company has not traded since the disposal of the whole of the business during the year ended 30 June 2000

## FINANCIAL RESULTS

The company did not trade during the year. The profit after tax for the year ended 30 June 2007 amounts to £25 000 ansing from the writing-off of accrued expenses that were thought to be due to its parent undertaking (2006. Nil). The directors do not recommend a dividend (2006.£nil).

#### **BUSINESS REVIEW**

The company does not expect to recommence trading, and the shareholders are of a mind to place the company into voluntary liquidation

## POST BALANCE SHEET EVENTS

There are no material post balance sheet events

#### **DIRECTORS' INTERESTS**

The Directors had no beneficial interests in the shares of the company during the year

By order of the Board

A M Dye

28 April 2007

Director

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30/04/2008 COMPANIES HOUSE 327

#### BALANCE SHEET

	<u>Note</u>	<u>2007</u> £'000	2006 <u>£'000</u>
CURRENT ASSETS Debtors Cash at bank	5	1 1374 1375	1,374 1 376
CREDITORS – amounts falling due within one year	6	19	45
NET CURRENT ASSETS		1,356	
TOTAL ASSETS LESS TOTAL LIABILITIES		1,356	1,331
CAPITAL AND RESERVES Called up share capital Profit and loss account	7 8	1 000 356	1 000 331
Equity shareholders funds	8	<u>1,356</u>	1,331

For the year ended 30 June 2007

- 1) the company is entitled to the exemption conferred by section 249 AA (†) of the Companies Act 1985 from the provisions of that Act relating to the audit of financial
- the members have not required the company to obtain an audit of its financial statements in accordance with section 249B(2) of the Companies Act 1985
- 3) the directors acknowledge their responsibilities for
- ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
- preparing financial statements which give a true and fair view of the state of affairs of the
  company as at the end of the financial period and of its profit or loss for the
  financial period in accordance with the requirements of section 226 of the Companies Act
  1985 and which otherwise comply with the requirements of that Act relating to financial
  statements so far as applicable to the company

The accounts were approved by the Board of Directors on and signed on their behalf by

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A M Dye Director Date 28th April 20

#### PROFIT AND LOSS ACCOUNT

	<u>Note</u>	2007 £'000	2006 £'000
Turnover	2	-	~
Administration		(25)	-
			<del></del>
Operating result	3	25	-
PROFITI(LOSS) ON ORDINARY		<del></del>	
ACTIVITIES BEFORE TAXATION		25	-
Tax on profit/(loss) on ordinary activities			-
		<del></del>	
RETAINED PROFIT/(LOSS) FOR THE YEAR	8	25	-

## STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains and/or losses other than the retained profit attributable to shareholders of the company of  $£25\,000$  in the year ended 30 June 2007

#### NOTES TO THE ACCOUNTS

#### 1 ACCOUNTING POLICIES

#### (a) Accounting Convention

The accounts are prepared under the historical cost convention and UK applicable accounting standards

#### (b) Deferred Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more or anoth to pay less or to receive more tax, with the following exception

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there
 will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse based on tax rates and laws enacted or substantively enacted at the balance sheet date

#### (c) Foreign Currency

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rate ruling at that date. The translation differences are dealt with in the profit and loss account.

#### (d) Related Party Transactions

The company has taken advantage of the exemption, granted under the Financial Reporting Standard No. 8 in not separately disclosing details of transactions with other fellow-subsidiary companies within the Hams Corporation Group

### (e) Cashflow Statement

The company has taken advantage of the exemption provided under FRS1 (revised) to not present a cashflow statement. A group statement of cashflows can be found in the financial statements of Hams Corporation of which the company is a wholly owned subsidiary.

## 2 TURNOVER

The Company did not trade in the period

#### 3 PROFIT AND LOSS ACCOUNT

The company did not trade during the years ended 30 June 2007 and 2006 but wrote-back an accrual of expenses to its parent undertaking in the year ended 30 June 2007

#### 4 DIRECTORS EMOLUMENTS

Directors emoluments have been borne by the parent company or ultimate parent (see note 11). The directors of the company are also directors or officers of a number of the companies within the Hams Group. The directors services to the company do not occupy a significant amount of their time. As such the directors do not consider that they have received any remuneration for their incidental services to the company for the years ended 30 June 2007 and 30 June 2006.

## 5 DEBTORS

	2007 £'000	2006 £'000
Corporation tax	1	1
Prepayments and accrued income		1
	1	2_

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#### NOTES TO THE ACCOUNTS

## 6 CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR

		2007 £'000	2006 £'000
	Amounts due to parent undertaking Accruais	19 19	23 22 45
7	SHARE CAPITAL	2007 £'000	2006 £'000
	Authorsed 10 000 000 Ordinary Shares of £1 each	10 000	10 000
	Alfotted called up and fully paid 1 000 000 Ordinary Shares of £1 each	1 000	1 000

## 8 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Share Capital	Capital Reserve	Profit and Loss Account	Total
	£'000	£.000	£000	<u>00003</u>
At 30 June 2005 Loss for the year	1 000	-	331	1,331
At 30 June 2006 Profit for the year	1,000	-	331 25	1,331 25
At 30 June 2007	1,000		356	1 356

The directors do not expect to recommence trading in the forseeable future. In order to return the surptus funds to shareholders the directors in 2002, transferred the capital reserve into the profit and loss account to allow the funds to be returned by way of a dividend

## 9 <u>ULTIMATE PARENT UNDERTAKING</u>

The parent undertaking and controlling party of the largest group of undertakings for which group accounts are drawn up and of which the company is a member is the Hams Corporation incorporated in Delaware. USA, and the parent undertaking of the smallest such group is Hams Systems Limited incorporated in the United Kingdom. Copies of The Hams Corporation's accounts can be obtained from 1025 W. NASA Boulevard. Metbourne. Florida 32919 and copies of Hams Systems Limited accounts can be obtained from Eskdale Road. Winnersh. Wokingham. Berkshire.

