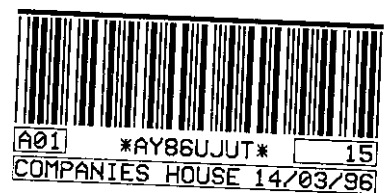


CASTLE COMPUTER TRAINING LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 1995

I N D E X

	<u>Page No.</u>
Report of the Director	1 - 2
Report of the Auditor	3
Profit and Loss Account	4
Balance Sheet	5
Notes to the Financial Statements	6 - 9



CASTLE COMPUTER TRAINING LIMITED

DIRECTOR: A.L. Abbott Esq.
Miss C.A.S. Abbott

SECRETARY: Miss C.A.S. Abbott

REGISTERED OFFICE: Devonshire House, 1 Devonshire Street,
London, W1N 2DR.

REPORT OF THE DIRECTOR
=====

The directors present the audited financial statements for the year ended 31st March 1995.

ACTIVITIES: The Company is principally engaged in the business of an computer training.

REVIEW: The Profit and Loss Account on page four shows the results for the year.

During the period under review the directors attempted to increase the volume of business generated. This resulted in an increase in overheads and consequently a loss for the year. The directors are satisfied with the underlying business and future prospects.

RESERVES: The proposed movements of reserves are shown in Note 13 on page nine.

FIXED ASSETS: Changes in the Fixed Assets during the year are shown in Note 9 on page eight.

DIRECTORS: The names of the Directors who held office at the end of the year, together with details of their interests in the shares of the Company was:-

<u>Name of Director</u>	<u>At end of year</u> <u>Shares</u>
A.L. Abbott Esq.	1
Miss C.A.S. Abbott	1

CASTLE COMPUTER TRAINING LIMITED

REPORT OF THE DIRECTOR - (CONTINUED)

RESPONSIBILITIES
OF DIRECTORS:

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:-

- select suitable accounting policies and then apply them consistently;
- make judgments and 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; and
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and which enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention of fraud and other irregularities.

AUDITOR:

Messrs. Citroen Wells have expressed their willingness to be reappointed as auditor at the forthcoming Annual General Meeting.

CLOSE COMPANY
TAXATION:

The Company is a Close Company within the meaning of the Taxes Act 1988.

By Order of the Board



Miss C.A.S. Abbott
Director

5/3 1996



CITROEN WELLS
CHARTERED ACCOUNTANTS

Devonshire House, 1 Devonshire Street, London W1N 2DR
Telephone: 0171-637 2841, Facsimile: 0171-637 1206

AUDITOR'S REPORT TO THE SHAREHOLDERS OF

CASTLE COMPUTER TRAINING LIMITED

We have audited the financial statements on pages four to nine which have been prepared under the historical cost convention and the accounting policies set out on page six.

Respective responsibilities of directors and auditors

As described in the Report of the Directors the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs at 31st March 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

CITROEN WELLS

CHARTERED ACCOUNTANTS
AND REGISTERED AUDITOR

5. Mar. 1996

CASTLE COMPUTER TRAINING LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 1995

	<u>Note</u>	£	<u>1994</u> £
Turnover	2	119,503	97,827
Cost of sales		56,813	46,679
		<hr/>	<hr/>
Gross profit		62,690	51,148
Operating expenses	3	64,723	49,016
		<hr/>	<hr/>
Profit/(loss) before interest and taxation		(2,033)	2,132
Interest receivable and similar income	4	-	12
Interest payable and similar charges	5	900	-
		<hr/>	<hr/>
Profit/(loss) on ordinary activities before taxation	6	(2,933)	2,144
Tax on profit/(loss) on ordinary activities	8	-	894
		<hr/>	<hr/>
Retained (loss)/profit for the year		<u>£ (2,933)</u>	<u>£ 1,250</u>

The results shown above are attributable to continuing operations only.

The Company has no recognised gains or losses other than those included in the results stated above and therefore no separate statement of total recognised gains or losses has been presented.

The Notes on pages six to nine are an integral part of these financial statements.

CASTLE COMPUTER TRAINING LIMITED

BALANCE SHEET AS AT 31ST MARCH 1995

	<u>Note</u>	£	£	<u>1994</u>	
				£	£
<u>FIXED ASSETS</u>					
Tangible assets	9		5,709		4,381
<u>CURRENT ASSETS</u>					
Debtors	10	18,947		9,462	
Cash at bank and in hand		122		122	
		<u>19,069</u>		<u>9,584</u>	
<u>Deduct:</u>					
<u>CURRENT LIABILITIES</u>					
Creditors falling due within one year	11	<u>27,999</u>		<u>14,253</u>	
<u>NET CURRENT (LIABILITIES)</u>			(8,930)		(4,669)
<u>NET (LIABILITIES)</u>			<u>£ (3,221)</u>		<u>£ (288)</u>
<u>CAPITAL AND RESERVES</u>					
Called up share capital	12		2		2
Profit and loss account	13		(3,223)		(290)
<u>EQUITY SHAREHOLDERS' FUNDS</u>			<u>£ (3,221)</u>		<u>£ (288)</u>

The Notes on pages six to nine are an integral part of these financial statements.

Approved by the Board of Directors on 5/3/ 1996

Miss C.A.S. Abbott - Director

Clare Abbott

CASTLE COMPUTER TRAINING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 1995

1. ACCOUNTING POLICIES

a) Basis of Accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 from producing a cash flow statement on the grounds that the company is a small company in accordance with sections 246 and 247 of the Companies Act 1985.

b) Going Concern

Notwithstanding the excess of liabilities over assets the financial statements have been prepared on the going concern basis. The Company relies upon its bankers for the continuance of its overdraft facility which is due for renewal. The directors are confident that these facilities will be renewed for the foreseeable future and accordingly consider the going concern basis of accounting to be appropriate.

c) Fixed Assets

Fixed assets are capitalised at cost.

d) Depreciation

Fixed assets are depreciated on their net written down values or by equal annual amounts over their estimated useful lives as follows:-

<u>Assets</u>	<u>Rate</u>	<u>Estimated Useful Lives</u>
Office Furniture	10%	-
Computer Equipment and Software	33%	3 years
Motor Vehicles	25%	4 years

e) Operating Leases

Rentals paid in respect of operating leases are written off to the profit and loss account in the year they are incurred.

f) Deferred Taxation

The policy has been adopted of providing for deferred taxation only to the extent that it is expected to fall due for payment in the foreseeable future.

CASTLE COMPUTER TRAINING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 1995 - (CONTINUED)

2. TURNOVER

Turnover represents services rendered during the year stated net of value added tax.

3. <u>OPERATING EXPENSES</u>	<u>1995</u>	<u>1994</u>
Administration expenses	£ 64,723	£ 49,016

4. <u>INTEREST RECEIVABLE</u>	<u>1995</u>	<u>1994</u>
Bank interest	£ -	£ 12

5. <u>INTEREST PAYABLE AND SIMILAR CHARGES</u>	<u>1995</u>	<u>1994</u>
On bank loans and overdrafts wholly repayable within 5 years	881	-
Other interest	19	-
	£ 900	£ -

6. <u>PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</u>	<u>1995</u>	<u>1994</u>
	£	£
This is stated after charging:-		
Staff Costs (Note 6)	26,101	22,306
Depreciation and Amortisation of fixed assets	4,212	2,639
Auditors' Remuneration	1,500	1,500

CASTLE COMPUTER TRAINING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 1995 - (CONTINUED)

7.	<u>EMPLOYEES AND DIRECTORS</u>	<u>1995</u>	<u>1994</u>		
	The average weekly number of employees was:	2	2		
		==	==		
	<u>Staff costs</u>	£	£		
	Wages and salaries	23,865	20,339		
	Social security costs	2,236	1,967		
		£ 26,101	£ 22,306		
		==	==		
	<u>Directors' remuneration</u>				
	Fees and salaries	20,391	10,111		
	Social security costs	2,083	976		
		£ 22,474	£ 11,087		
		==	==		
8.	<u>TAXATION</u>	<u>1995</u>	<u>1994</u>		
	U.K. corporation tax based on the profit of the year at 25%	£ -	£ 894		
		==	==		
9.	<u>TANGIBLE FIXED ASSETS</u>	<u>Fixtures and fittings</u>	<u>Plant and equipment</u>	<u>Motor vehicles</u>	<u>Total</u>
	Cost:	£	£	£	£
	At 1st April 1994	1,059	7,764	-	8,823
	Additions	-	2,440	3,100	5,540
		1,059	10,204	3,100	14,363
		==	==	==	==
	Depreciation:				
	At 1st April 1994	364	4,078	-	4,442
	Charge for year	70	3,367	775	4,212
		434	7,445	775	8,654
		==	==	==	==
	Net book value at 31st March 1995	£ 625	£ 2,759	£ 2,325	£ 5,709
		==	==	==	==
	Net book value at 31st March 1994	£ 695	£ 3,686	£ -	£ 4,381
		==	==	==	==

CASTLE COMPUTER TRAINING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 1995 - (CONTINUED)

10.	<u>DEBTORS: amounts due within one year</u>	<u>1995</u>	<u>1994</u>
		£	£
	Trade debtors	18,522	10,264
	Other debtors	425	(802)
		<u>£ 18,947</u>	<u>£ 9,462</u>
11.	<u>CREDITORS: amounts falling due within one year</u>	<u>1995</u>	<u>1994</u>
		£	£
	Bank overdrafts	11,687	6,198
	Trade creditors	10,051	5,111
	Taxation and social security	4,379	1,394
	Accruals and other creditors	1,882	1,550
		<u>£ 27,999</u>	<u>£ 14,253</u>
12.	<u>SHARE CAPITAL</u>	<u>1995</u>	<u>1994</u>
		£	£
	A) Authorised: 1,000 Ordinary Shares of £1 each	<u>1,000</u>	<u>1,000</u>
	B) Issued and fully paid: 2 Ordinary Shares of £1 each	<u>2</u>	<u>2</u>
13.	<u>PROFIT AND LOSS ACCOUNT</u>	<u>1995</u>	<u>1994</u>
		£	£
	Retained (losses) brought forward	(290)	(1,540)
	(Loss) for the year	(2,933)	1,250
	Retained (losses) carried forward	<u>£ (3,223)</u>	<u>£ (290)</u>
14.	<u>RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDERS' FUNDS</u>	<u>1995</u>	<u>1994</u>
		£	£
	(Loss)/profit for the financial year	<u>(2,933)</u>	<u>1,250</u>
	Net addition/(deduction) to shareholders' funds	(2,933)	1,250
	Opening shareholders' funds	(288)	(1,538)
	Closing shareholders' funds	<u>£ (3,221)</u>	<u>£ (288)</u>