

EUROCHANGE PLC

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

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EUROCHANGE PLC

COMPANY INFORMATION

DIRECTORS

M Gini
D Savjani
G Custerson
D Tarsh

COMPANY SECRETARY

M Gini

COMPANY NUMBER

02519424

REGISTERED OFFICE

235 Old Marylebone Road
London
NW1 5QT

AUDITORS

Wilder Coe LLP
Chartered Accountants & Statutory Auditors
233-237 Old Marylebone Road
London
NW1 5QT

EUROCHANGE PLC

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EUROCHANGE PLC

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and the audited financial statements for the year ended 31 December 2012

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,
- 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 on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements and other information included in Directors' Reports may differ from legislation in other jurisdictions.

PROVISION 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 information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

PRINCIPAL ACTIVITY

The principal activity of the company during the year was that of retail and wholesale foreign exchange trading.

BUSINESS REVIEW

The directors are pleased with the company's overall performance during the year. During a period of challenging economic conditions the company has delivered solid profitable results. The directors are aware of further challenges ahead but still anticipate a profitable performance in 2013.

The principal risks faced by the company are those of general market and economic risks in common with other businesses in the current economic climate.

The directors aim to manage these risks in order to maintain and improve on the current level of performance.

EUROCHANGE PLC

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £2,529,225 (2011 - £965,566)

During the year dividends of £1,000,000 (£0 33 per share) (2011 £1,500,000 - £0 49 per share) were paid

A dividend of £250,000 (£0 08 per share) was declared during the year, and paid after the year end

DIRECTORS

The directors who served during the year were

M Gini
D Savjani
G Custerson
D Tarsh (appointed 3 September 2012)

FINANCIAL INSTRUMENTS

Treasury operations and financial instruments

The company operates a centralised treasury function which is responsible for managing the liquidity, interest and foreign currency risks associated with the company's activities

The company's principal financial instruments include derivative financial instruments, the purpose of which is to manage currency risks arising from the company's activities, and bank overdrafts, the main purposes of which are to raise short-term finance for the company's operations and manage currency risks. In addition, the company has various other financial assets and liabilities such as trade debtors and trade creditors arising directly from its operations. Derivative transactions which the company enters into principally comprise forward exchange contracts. In accordance with the company's treasury policy, derivative instruments are not entered into for speculative purposes

Liquidity risk

The company manages its cash and borrowing requirements centrally to maximise interest income and minimise interest expense, whilst ensuring that the company has sufficient liquid resources to meet the operating needs of its business

Foreign currency risk

The company's principal foreign exchange exposures arise from holding foreign currency bank note stocks for trading purposes. Company policy permits, but does not demand, that these exposures may be hedged in order to minimise this exposure. This hedging activity involves the use of foreign exchange forward contracts and foreign currency bank overdrafts

Credit risk

Investments of cash surpluses are made through the company's principal bankers

All customers who wish to trade on credit terms are subject to credit verification procedures. Debtor balances are monitored on an ongoing basis and provision is made for doubtful debts where necessary

EUROCHANGE PLC

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

COMPANY'S POLICY FOR PAYMENT OF CREDITORS

It is the company's policy to agree payment terms and conditions with suppliers on an individual transaction basis and to ensure that these terms and conditions are abided by. Creditor days have been calculated at 17 days (2011 25 days)

EMPLOYEE INVOLVEMENT

The company consults with its branch staff in order to adapt to local market conditions. This is achieved by regular contact with and visits to its branches.

DISABLED EMPLOYEES

Recruitment and promotion are determined solely by personal merit and effective performance of job requirements. No applicant or employee will be treated less favourably than another on the grounds of disability.

AUDITORS

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

This report was approved by the board on 22 March 2013 and signed on its behalf


M. Gini
Director

EUROCHANGE PLC

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EUROCHANGE PLC

We have audited the financial statements of Eurochange PLC for the year ended 31 December 2012, set out on 6 to 17. 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 Directors' Report to identify material inconsistencies with the audited financial statements. 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 31 December 2012 and of its profit 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

EUROCHANGE PLC

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EUROCHANGE 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

Bee-Lean Chew MSc BA(Hons) FCA (Senior Statutory Auditor)
for and on behalf of

Wilder Coe LLP

Wilder Coe LLP
Chartered Accountants & Statutory Auditors
233-237 Old Marylebone Road
London
NW1 5QT
Date 22 March 2013

EUROCHANGE PLC

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2012**

	Note	2012 £	2011 £
GROSS PROFIT		14,904,815	11,880,171
Administrative expenses		(12,079,388)	(10,913,773)
Other operating income	3	384,893	384,746
OPERATING PROFIT	4	3,210,320	1,351,144
Interest receivable and similar income	8	1,566	7,351
Interest payable and similar charges	9	(48,325)	(38,628)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		3,163,561	1,319,867
Tax on profit on ordinary activities	10	(634,336)	(354,301)
PROFIT FOR THE FINANCIAL YEAR		2,529,225	965,566

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 and 2011 other than those included in the Profit and Loss Account

The notes on pages 8 to 17 form part of these financial statements

EUROCHANGE PLC
REGISTERED NUMBER 02519424

BALANCE SHEET
AS AT 31 DECEMBER 2012

	Note	2012 £	2011 £
FIXED ASSETS			
Tangible assets	11	2,427,742	2,674,815
Fixed asset investments	12	102	102
		<u>2,427,844</u>	<u>2,674,917</u>
CURRENT ASSETS			
Stocks	13	8,470,577	6,245,316
Debtors	14	1,716,870	1,539,697
Cash at bank and in hand		76,374	76
		<u>10,263,821</u>	<u>7,785,089</u>
CREDITORS: amounts falling due within one year	15	<u>(4,296,131)</u>	<u>(4,057,175)</u>
NET CURRENT ASSETS		<u>5,967,690</u>	<u>3,727,914</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>8,395,534</u>	<u>6,402,831</u>
CREDITORS: amounts falling due after more than one year	16	<u>(713,478)</u>	<u>-</u>
NET ASSETS		<u>7,682,056</u>	<u>6,402,831</u>
CAPITAL AND RESERVES			
Called up share capital	18	3,025,788	3,025,788
Profit and loss account	19	4,656,268	3,377,043
EQUITY SHAREHOLDERS' FUNDS	20	<u>7,682,056</u>	<u>6,402,831</u>

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

12 March 2013.

.....
M. Gini
Director

.....
G. Custerson
Director

The notes on pages 8 to 17 form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

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 and include the results of the company's operations, which are described in the Directors' Report, all of which are continuing

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The company has also taken advantage of the exemption in section 3(c) of the Financial Reporting Standard No. 8 not to disclose transactions with group entities on the grounds that it is a 100% subsidiary undertaking.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 Turnover

Turnover represents margins and commissions earned from retail and wholesale foreign exchange trading.

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:

Freehold property	-	2% - 10% straight line
Short term leasehold land and buildings	-	15% reducing balance
Motor vehicles	-	25% reducing balance
Fixtures and fittings	-	20% straight line
Computer equipment	-	25% straight line
Computer software	-	20% straight line

1.5 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.

1.6 Stocks

Stocks comprise sterling and foreign currencies held for trading purposes, and encashed travellers cheques. Stocks are valued at the appropriate exchange rates prevailing at the year end date.

EUROCHANGE PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1. ACCOUNTING POLICIES (continued)

1.7 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

1.8 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 taken into account in arriving at the operating profit

1.9 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

1.10 Investments

Shares in subsidiary undertakings and undertakings in which the company has a participating interest are shown at cost less provision for impairment

1.11 Forward contracts

The company uses forward exchange contracts for hedging purposes. As contracts are taken out to cover general currency exposure rather than to match specific transactions, the company treats a forward contract separately from other transactions. The premium or discount arising on each contract is accounted for over the life of the contract and the contract is marked to market as the contract progresses. The net amount receivable or payable as computed on this basis is included in other debtors or other creditors as appropriate

2. TURNOVER

The whole of the turnover is attributable to the principal activity of the company, being that of retail and wholesale foreign exchange trading

All turnover arose within the United Kingdom

EUROCHANGE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

3 OTHER OPERATING INCOME

	2012 £	2011 £
Other operating income	<u>384,893</u>	<u>384,746</u>

4. PROFIT

The profit is stated after charging

	2012 £	2011 £
Depreciation of tangible fixed assets		
- owned by the company	697,748	782,028
Operating lease rentals		
- other operating leases	<u>2,230,830</u>	<u>2,055,235</u>

5. AUDITORS' REMUNERATION

	2012 £	2011 £
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	30,200	31,614
Fees payable to the company's auditor and its associates in respect of		
Taxation compliance services	2,000	2,000
All other non-audit services not included above	<u>3,331</u>	<u>-</u>

6. STAFF COSTS

Staff costs, including directors' remuneration, were as follows

	2012 £	2011 £
Wages and salaries	5,535,500	4,714,558
Social security costs	455,459	387,274
Other pension costs	21,120	22,224
	<u>6,012,079</u>	<u>5,124,056</u>

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

	2012	2011
Operations	12	11
Couriers	2	2
Management and administration	38	39
Cashiers and mail order	270	228
Directors	2	2
	<u>324</u>	<u>282</u>

EUROCHANGE PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

7. DIRECTORS' REMUNERATION

	2012 £	2011 £
Emoluments	<u>231,779</u>	<u>208,107</u>
Company pension contributions to defined contribution pension schemes	<u>6,487</u>	<u>10,656</u>

During the year retirement benefits were accruing to 1 director (2011 - 2) in respect of defined contribution pension schemes

The highest paid director received remuneration of £191,709 (2011 - £101,234)

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £6,487 (2011 - £6,000)

8. INTEREST RECEIVABLE

	2012 £	2011 £
Bank interest receivable	<u>1,566</u>	<u>7,351</u>

9. INTEREST PAYABLE

	2012 £	2011 £
On bank loans and overdrafts	35,546	38,628
On other loans	12,779	-
	<u>48,325</u>	<u>38,628</u>

EUROCHANGE PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

10 TAXATION

	2012 £	2011 £
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profit for the year	751,103	393,876
Adjustments in respect of prior periods	(136,999)	-
Total current tax	614,104	393,876
Deferred tax (see note 17)		
Origination and reversal of timing differences	20,232	(39,575)
Tax on profit on ordinary activities	634,336	354,301

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2011 - *higher than*) the standard rate of corporation tax in the UK of 24% (2011 - 26%). The differences are explained below

	2012 £	2011 £
Profit on ordinary activities before tax	3,163,561	1,319,867
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24% (2011 - 26%)	759,255	343,165
Effects of:		
Expenses not deductible for tax purposes	2,526	(16,284)
Depreciation for year in excess of capital allowances	56,170	54,617
Adjustments to tax charge in respect of prior periods	(136,999)	-
Loss on disposal of fixed assets	4,767	4,946
Other differences leading to an increase in the tax charge	15,247	7,432
Group relief	(86,862)	-
Current tax charge for the year (see note above)	614,104	393,876

Factors that may affect future tax charges

There were no factors that may affect future tax charges

EUROCHANGE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

11 TANGIBLE FIXED ASSETS

	Freehold property £	Short-term leasehold land and buildings £	Motor vehicles £	Fixtures & fittings £	Computer equipment and software £	Total £
Cost						
At 1 January 2012	1,028,732	611,875	41,879	4,113,493	1,734,287	7,530,266
Additions	-	58,755	9,594	346,037	56,753	471,139
Disposals	-	-	(8,198)	(131,961)	(227,600)	(367,759)
At 31 December 2012	1,028,732	670,630	43,275	4,327,569	1,563,440	7,633,646
Depreciation						
At 1 January 2012	89,488	322,621	26,727	2,839,791	1,576,824	4,855,451
Charge for the year	32,341	46,948	4,165	537,518	76,776	697,748
On disposals	-	-	(6,667)	(116,328)	(224,300)	(347,295)
At 31 December 2012	121,829	369,569	24,225	3,260,981	1,429,300	5,205,904
Net book value						
At 31 December 2012	906,903	301,061	19,050	1,066,588	134,140	2,427,742
At 31 December 2011	939,244	289,254	15,152	1,273,702	157,463	2,674,815

12 FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2012 and 31 December 2012	102
Net book value	
At 31 December 2012	102
At 31 December 2011	102

The following were subsidiary undertakings of the company

Commercial Foreign Exchange Limited, comprising 100% of the issued share capital of the company, which was dormant as at 31 December 2012

Eurochange Holdings Limited, comprising 100% of the issued share capital of the company, which was dormant as at 31 December 2012

EUROCHANGE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

13. STOCKS

	2012 £	2011 £
Currencies and travellers cheques	<u>8,470,577</u>	<u>6,245,316</u>

14. DEBTORS

	2012 £	2011 £
Due within one year		
Trade debtors	546,798	322,303
Other debtors	63,577	67,690
Prepayments and accrued income	953,602	976,579
Deferred tax asset (see note 17)	152,893	173,125
	<u>1,716,870</u>	<u>1,539,697</u>

15. CREDITORS.

Amounts falling due within one year

	2012 £	2011 £
Bank loans and overdrafts (secured - see below)	-	543,440
Trade creditors	545,536	814,693
Amounts owed to group undertakings	713,479	216,678
Corporation tax	502,846	263,665
Social security and other taxes	101,258	88,396
Other creditors	693,526	469,782
Accruals and deferred income	1,739,486	1,660,521
	<u>4,296,131</u>	<u>4,057,175</u>

Bank loans and overdrafts are secured by way of cross guarantees and debentures by and between Eurochange PLC, FX Corporation Limited, Corporate Foreign Exchange Limited and FX Currency Services Limited

16. CREDITORS.

Amounts falling due after more than one year

	2012 £	2011 £
Amounts owed to group undertakings	<u>713,478</u>	<u>-</u>

EUROCHANGE PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

17 DEFERRED TAX ASSET

	2012	2011
	£	£
At beginning of year	173,125	133,550
(Released)/created during year	(20,232)	39,575
	<hr/>	<hr/>
At end of year	152,893	173,125
	<hr/>	<hr/>

The deferred tax asset is made up as follows

	2012	2011
	£	£
Accelerated depreciation	152,893	173,125
	<hr/>	<hr/>

18. SHARE CAPITAL

	2012	2011
	£	£
Allotted, called up and fully paid		
3,025,788 Ordinary shares of £1 each	3,025,788	3,025,788
	<hr/>	<hr/>

19. RESERVES

	Profit and loss account £
At 1 January 2012	3,377,043
Profit for the year	2,529,225
Dividends Equity capital	(1,250,000)
	<hr/>
At 31 December 2012	4,656,268
	<hr/>

20. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2012	2011
	£	£
Opening shareholders' funds	6,402,831	6,937,265
Profit for the year	2,529,225	965,566
Dividends (Note 21)	(1,250,000)	(1,500,000)
	<hr/>	<hr/>
Closing shareholders' funds	7,682,056	6,402,831
	<hr/>	<hr/>

EUROCHANGE PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

21. DIVIDENDS

	2012 £	2011 £
Dividends paid on equity capital	<u>1,250,000</u>	<u>1,500,000</u>

22. CONTINGENT LIABILITIES

The company has entered into a cross-guarantee arrangement with its bankers in respect of bank borrowings of UK group undertakings

The company therefore has a contingent liability to the extent of other UK group companies' bank borrowings under the above facility

At the year end this amounted to £Nil (2011 £Nil)

In the opinion of the directors it is highly unlikely that any liability will crystallise

23. PENSION COMMITMENTS

The company contributes to a self-administered pension scheme on behalf of M Gini, who is also a director of the parent undertaking, FX Corporation Limited. The assets of the scheme are held separately from those of the company in an independently administered fund

The company also makes payments into pension schemes on behalf of the other directors and certain employees

Pension contributions in the year amounted to £21,120 (2011 £22,224)

An amount of £2,846 (2011 £3,861) relates to the pension contributions which were unpaid at the year end

24. OPERATING LEASE COMMITMENTS

At 31 December 2012 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings	
	2012 £	2011 £
Expiry date.		
Within 1 year	225,037	66,750
Between 2 and 5 years	1,832,960	483,560
After more than 5 years	<u>204,288</u>	<u>1,362,245</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012**

25. RELATED PARTY TRANSACTIONS

Included within amounts owed to group undertakings falling due within one year is an amount due to Northeast Investments Limited of £713,479 (2011 £Nil), the ultimate parent undertaking of the company

Included within amounts owed to group undertakings falling due after one year is an amount due to Northeast Investments Limited of £713,478 (2011 £Nil), the ultimate parent undertaking of the company

26. IMMEDIATE PARENT UNDERTAKING

As at 31 December 2012 and 31 December 2011, the immediate parent undertaking was FX Corporation Limited, a company incorporated in England. Copies of the group accounts may be obtained from 235 Old Marylebone Road, London, NW1 5QT

27. ULTIMATE PARENT UNDERTAKING

As at 31 December 2012 the ultimate parent undertaking was North East Investments Limited, a company incorporated in Jersey

As at 31 December 2011 the ultimate parent undertaking was FX Corporation Limited, a company incorporated in England

28. ULTIMATE CONTROLLING PARTY

M Gini has ultimate control as at 31 December 2012 and 31 December 2011 by virtue of his majority shareholding in the ultimate parent company