

SYMMETRICOM LTD

FINANCIAL STATEMENTS

53 WEEK PERIOD ENDED 3 JULY 2011

Registered number: 2605691

MONDAY



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COMPANIES HOUSE

MARKHAMS ACCOUNTANTS LIMITED

CHARTERED ACCOUNTANTS AND STATUTORY AUDITORS

London

SYMMETRICOM LTD

FINANCIAL STATEMENTS

for the 53 week period ended 3 July 2011

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SYMMETRICOM LTD

COMPANY INFORMATION

for the 53 week period ended 3 July 2011

INCORPORATED	in England on 26 April 1991
NUMBER	2605691
CHAIRMAN	Mr David Cote
OTHER DIRECTORS	Mr Justin Spencer
SECRETARY	Abogado Nominees Limited
REGISTERED OFFICE	41 Edgehill Drive Daventry Northamptonshire NN11 0GR
BANKERS	National Westminster Bank Plc The Drapery Branch P O Box No 21 41 The Drapery Northampton NN1 2EY
SOLICITORS	Baker & McKenzie LLP 100 New Bridge Street London EC4V 6JA
AUDITORS	Markhams Accountants Limited Chartered Accountants and Statutory Auditors 10 Perrin's Lane Hampstead London NW3 1QY

SYMMETRICOM LTD

DIRECTORS' REPORT

for the 53 week period ended 3 July 2011

The directors present their report and the audited financial statements for the 53 week period ended 3 July 2011

Principal activity

The principal activity of the company is sales liaison in support of its parent company, Symmetricom Inc

Business review

The company's balance sheet as detailed on page 6 shows a satisfactory position, shareholders' funds amounting to £1,020,816 (2010 £958,316)

Results and dividends

The results for the period are shown in the profit and loss account on page 5
The directors do not propose payment of an ordinary dividend

Directors

The directors who served the company during the period were as follows

Mr David Cote
Mr Justin Spencer

Auditors

In so far as the directors are aware

- there is no relevant audit information of which the company's auditors are aware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

Small company exemptions

This report is prepared in accordance with the small companies regime of the Companies Act 2006

On behalf of the board



David Cote
Director

26 October 2011

41 Edgehill Drive
Daventry
Northamptonshire
NN11 0GR

SYMMETRICOM LTD

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 apply them consistently,
- make judgements and 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.

On behalf of the board



David Cote
Director

SYMMETRICOM LTD

INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF SYMMETRICOM LTD

We have audited the financial statements of Symmetricon Ltd for the 53 week period ended 3 July 2011 which comprises of the Profit and Loss Account, the Balance Sheet and the related notes. 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 Section 475 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 auditor's 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 the directors and auditors

As described in the Statement of Directors' Responsibilities on page 3, the company's 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 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.

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 3 July 2011 and of its profit 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 requirement 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.

Contd

SYMMETRICOM LTD

INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF SYMMETRICOM LTD

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 require 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
- the directors were not entitled to prepare the directors' report in accordance with small companies regime

H S Markham (Senior statutory auditor)
for and on behalf of Markhams Accountants Limited
Chartered Accountants & Statutory Auditors

26 October 2011
10 Perrin's Lane
Hampstead
London
NW3 1QY

SYMMETRICOM LTD

PROFIT AND LOSS ACCOUNT

for the 53 week period ended 3 July 2011

	Note	2011 £	2010 £
Turnover	2	677,815	704,529
Cost of sales		(135,950)	(137,860)
Gross profit		541,865	566,669
Net operating expenses			
Administrative expenses		(366,649)	(369,151)
Operating profit	3	175,216	197,518
Other interest receivable	5	1,110	1,746
Profit on ordinary activities before taxation		176,326	199,264
Taxation	6	(48,582)	(57,270)
Retained profit for the 53 week period	11	127,744	141,994

Movements in reserves are shown in note 11

None of the company's activities were acquired or discontinued during the above two financial years

There were no recognised gains and losses in 2011 or 2010 other than the profit for the 53 week period

The notes on page 7a to 7g form part of these accounts

SYMMETRICOM LTD

Company number: 2605691

BALANCE SHEET

at 3 July 2011

	Note	£	2011 £	£	2010 £
Fixed assets					
Intangible assets	7		-		-
Current assets					
Debtors	8	227,415		209,089	
Cash at bank and in hand		1,078,482		992,790	
		1,305,897		1,201,879	
Creditors: amounts falling due within one year	9	(285,081)		(243,563)	
Net current assets			1,020,816		958,316
Total assets less current liabilities			1,020,816		958,316
Capital and reserves					
Called up share capital	10	250,000		250,000	
Profit and loss account	11	770,816		708,316	
Total shareholders' funds	12	1,020,816		958,316	

The financial statements on pages 5 to 7 were approved by the board of directors on 26 October 2011 and signed on its behalf by



David Cote
Director

The notes on page 7a to 7g form part of these accounts

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

1 Accounting policies**Basis of accounting**

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted by the directors are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Intangible fixed assets

Intangible fixed assets relating to intellectual property have been fully amortised on a straight line basis over their useful economic lives.

Operating leases

Rentals paid under operating leases are charged to income as incurred.

Deferred taxation

Deferred tax arises as a result of including items of income and expenditure in taxation computations in periods different from those in which they are included in the company's accounts. Deferred tax is provided in full on timing differences which result in an obligation to pay more (or less) tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws.

Deferred tax is not provided on timing difference arising from the revaluation of fixed assets where there is no commitment to sell the asset.

Foreign currencies

Assets and liabilities denominated in foreign currencies are translated into sterling at year end exchange rate. The transactions on the profit and loss account are translated into sterling at the average exchange rates ruling during the financial year.

The principal exchange rates used for translation of foreign currencies were as follows -

	<u>Average</u>	<u>Year End</u>
US Dollar	1 55659	1 60667

Exchange differences arising on the translation of the assets and liabilities, are taken to reserves. Other exchange differences are taken to the profit and loss account.

Pensions**Defined contribution scheme**

Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Cash flow statement

The company has not prepared a cash flow statement because it is taking advantage of the exemptions under the revised FRS1 standard.

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

2 Turnover

Turnover represents the amounts derived from the provision of goods and services which fall within the company's ordinary activities stated net of value added tax. Turnover is attributable to two activities, the support of systems and software, and income receivable by the company under agreements with the parent company.

The analysis of turnover by geographical area is as follows

	2011	2010
	£	£
United States of America	301,367	299,970
Europe (including UK)	376,448	404,559
	<u>677,815</u>	<u>704,529</u>

3 Operating profit

	2011	2010
	£	£
Operating profit is stated after charging:		
Auditors' remuneration	7,566	8,681
Auditors' remuneration - non-audit work	6,239	5,616
Rentals under operating leases		
Land and building	706	10,688
Other operating leases	8,258	23,403
Loss/(profit) on foreign exchange	<u>15,228</u>	<u>(3,715)</u>

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

4 Directors

No remuneration was paid by this company to either of the directors. Both are directors of the parent company from whom they receive remuneration for their services to the group as directors. The amount of remuneration allocated in respect of their services to the company is £ nil (2010 £ nil)

	2011 £	2010 £
Employees		
Average number employed including executive directors:		
Office and management	2	2
Sales and administration staff	3	3
	<u>5</u>	<u>5</u>

	2011 £	2010 £
Employees		
Staff cost incurred during the period in respect of these employees were:		
Wages and salaries	251,529	237,560
Social security costs	37,250	38,680
Pension costs	10,687	9,900
	<u>299,466</u>	<u>286,140</u>

5 Other interest receivable

	2011 £	2010 £
Bank interest receivable	<u>1,110</u>	<u>1,746</u>

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

6 Taxation

(a) Analysis of charge in the period

	2011 £	2010 £
UK Corporation tax:		
Current tax on income for the period at 26% & 28% (2010 28%)	48,582	57,270
Total current tax	<u>48,582</u>	<u>57,270</u>

(b) Factors affecting tax charge for the period

	2011 £	2010 £
Profit on ordinary activities before taxation	<u>176,326</u>	<u>199,264</u>
Profit on ordinary activities multiplied by the effective standard rate of corporation tax in the UK of 27 5014% (2010 28%)	48,492	55,794
Effect of Expenses not deductible for tax purposes	688	1,637
Marginal small companies relief	<u>(598)</u>	<u>(161)</u>
Total current tax	<u><u>48,582</u></u>	<u><u>57,270</u></u>

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

7 Intangible fixed assets

	Intellectual Property £
Cost	
28 June 2010	153,545
and	
3 July 2011	<u> </u>
Amortisation	
28 June 2010	153,545
and	
3 July 2011	<u> </u>
Net book amount	
At 3 July 2011	<u> </u> <u> </u>
At 27 June 2010	<u> </u> <u> </u>

8 Debtors

	2011 £	2010 £
Amounts falling due within one year		
Trade debtors	93,773	91,093
Other debtors	509	489
Amounts owed by parent company	133,133	117,507
	<u>227,415</u>	<u>209,089</u>

9 Creditors: amounts falling due within one year

	2011 £	2010 £
Corporation tax	48,582	54,363
Other taxation and social security	18,201	8,969
Other creditors	18,138	10,225
Accruals and deferred income	200,160	170,006
	<u>285,081</u>	<u>243,563</u>

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

10 Called up share capital

	2011		2010	
	Number of shares	£	Number of shares	£
Allotted called up and fully paid				
Equity shares				
Ordinary shares of £1 each	250,000	250,000	250,000	250,000

11 Profit and loss account

	2011 £	2010 £
28 June 2010	708,316	485,307
Retained profit for the period	127,744	141,994
Translation (loss)/gain	(65,244)	81,015
3 July 2011	770,816	708,316

12 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Profit for the period	127,744	141,994
Translation (loss)/gain	(65,244)	81,015
Net addition to/(subtraction from) shareholders' funds	62,500	223,009
Opening shareholders' funds	958,316	735,307
Closing shareholders' funds	1,020,816	958,316

13 Guarantees and other financial commitments

Financial commitments under non-cancellable operating leases will result in the following payments falling due in the period to 1 July 2012

	2011 Land and Buildings £	2011 Plant & Other £	2010 Land and Buildings £	2010 Plant & Other £
Expiring				
Within one year	-	6,961	7,236	-
Within two to five years	-	-	-	7,593
	-	6,961	7,236	7,593

SYMMETRICOM LTD

NOTES ON FINANCIAL STATEMENTS

3 July 2011

14 Related parties

The company has taken advantage of the provision of FRS 8 Accordingly, transactions with other group companies are not disclosed

15 Ultimate parent undertaking

The company's ultimate parent company and controlling party is Symmetricom, Inc , a company incorporated in the State of Delaware, United States of America Symmetricom, Inc is the parent company of the group which includes the company and for which group accounts are prepared Copies of the group financial statement of Symmetricom, Inc are available from 2300 Orchard Parkway, San Jose, California 95131-1017, USA