DOCUMENTS PLUS LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

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COMPANY INFORMATION

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Directors C G Brewer

A Cree

I P Woodcock

N Hart D L Ufland W E Smith

Secretary C G Brewer

Company number 2690082

Registered office The Old Station

Hever Kent TN8 7ER

Auditors Bryden Johnson & Co

Kings Parade, Lower Coombe Street

Croydon Surrey CR0 1AA

Business address The Old Station

Hever Kent TN8 7ER

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DIRECTORS' REPORT FOR THE PERIOD ENDED 28 AUGUST 2002

The directors present their report and financial statements for the period ended 31 August 2002.

Principal activities

The company carries on the business of automatic information gathering and document preparation systems.

Directors

The following directors have held office since 1 March 2001:

C G Brewer

A Cree

I P Woodcock

N Hart

D L Ufland

W E Smith

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	31 August 2002	1 March 2001
C G Brewer	27,587	27,587
A Cree	3,230	3,230
I P Woodcock	1,063	1,063
N Hart	-	-
D L Ufland	-	-
W E Smith	-	-
Charitable donations	2002	2001
	£	£
During the period the company made the following payments:		
Charitable donations	525	525

Auditors

Bryden Johnson & Co were appointed auditors to the company in accordance with section 385 of the Companies Act 1985, a resolution proposing that they be reappointed will be put to the Annual General Meeting.

DIRECTORS' REPORT FOR THE PERIOD ENDED 28 AUGUST 2002

Directors' responsibilities

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 judgements and estimates that are reasonable and prudent;
- 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 to 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 and detection of fraud and other irregularities.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF DOCUMENTS PLUS LIMITED

We have audited the financial statements of Documents Plus Limited on pages 5 to 13 for the period ended 31 August 2002. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 judgements 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 as at 31 August 2002 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Bryden Johnson & Co

25 November 2003

Chartered Accountants

Registered Auditor

Kings Parade, Lower Coombe Street Croydon

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 AUGUST 2002

	Notes	Period ended 28 August 2002 £	28 February 2001 £
Turnover		677,014	457,372
Cost of sales		(62,475)	67,200
Gross profit		614,539	524,572
Administrative expenses Other operating income		(752,372) 100,000	(587,441) -
Operating loss	2	(37,833)	(62,869)
Interest payable and similar charges		(41,358)	(13,563)
Loss on ordinary activities before taxation		(79,191)	(76,432)
Tax on loss on ordinary activities	3	(2,814)	-
Loss on ordinary activities after taxation	11	(82,005)	(76,432)

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE PERIOD ENDED 31 AUGUST 2002

	Period ended 28 August 2002 £	28 February 2001 £
Loss for the financial period	(82,005)	(76,432)
Unrealised surplus on trade investment	171,574	-
Total recognised gains and losses relating to the period	89,569	(76,432)

BALANCE SHEET AS AT 28 AUGUST 2002

		20	2002 2001		01
	Notes	£	£	£	£
Fixed assets					
Intangible assets	4		151,266		91,326
Tangible assets	5		475,509		368,305
			626,775		459,631
Current assets					
Stocks		4,725		67,200	
Debtors	6	38,376		26,111	
Cash at bank and in hand		78,408		1,591	
		121,509		94,902	
Creditors: amounts falling due within					
one year	7	(462,759)		(315,044)	
Net current liabilities			(341,250)		(220,142)
Total assets less current liabilities			285,525		239,489
Creditors: amounts falling due after					
more than one year	8		(229,974)		(273,507)
			55,551		(34,018)
			=======================================		
Capital and reserves					
Called up share capital	10		34,000		34,000
Revaluation reserve	11		171,574		-
Profit and loss account	11		(150,023)		(68,018)
Shareholders' funds			55,551		(34,018)

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 125111200

C G Brewer A Cree

Director Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements have been prepared on a going concern basis. The directors C Brewer and A Cree will inject additional funds and/or refrain from drawing from their respective loan accounts where necessary in order to secure the going concern status of the company.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Research and development

Research expenditure is written off to the profit and loss account in the year in which it is incurred. Development expenditure is written off in the same way unless the directors are satisfied as to the technical, commercial and financial viability of individual projects. In this situation, the expenditure is deferred and amortised over the period during which the company is expected to benefit.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold 2% Straight line
Computer equipment 20% Straight line
Fixtures, fittings & equipment 10% Straight line
Motor vehicles 20% Straight line

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.6 Stock and work in progress

Work in progress is valued at the lower of cost and net realisable value.

1.7 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the period in accordance with FRS 17.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

1.8 Deferred taxation

The accounting policy in respect of deferred tax has been changed to reflect the requirements of FRS19 - Deferred tax. Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes.

No provision has been made for deferred tax on gains recognised on revaluing property to its market value as the company does not intend to sell the revalued assets.

The above amounts to a change in accounting policy. The previous policy was to provide deferred tax only to the extent that it was probable that liabilities would crystallise in the foreseeable future.

2	Operating loss	2002	2001
	Operating loss is stated after charging:	£	£
	Amortisation of intangible assets	69,060	30,506
	Depreciation of tangible assets	72,394	47,819
	Auditors' remuneration	6,000	3,500
	Directors' emoluments	130,610	155,052
			<u></u>
3	Taxation	2002	2001
3	Idaaloli	2002 £	2001 £
	Domestic current year tax	~	
	U.K. corporation tax	2,814	-
	Current tax charge	2,814	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

4	Intangible fixed assets	
		Development Costs
		£
	Cost	450 500
	At 1 March 2001	152,532
	Additions	129,000
	At 31 August 2002	281,532
	Amortisation	
	At 1 March 2001	61,206
	Charge for the period	69,060
	At 31 August 2002	130,266
	Net book value	
	At 31 August 2002	151,266
	At 28 February 2001	91,326
		

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

5	Tangible fixed assets			
	-	Land and buildings	Other tangible fixed assets	Total
		£	£	£
	Cost or valuation			
	At 1 March 2001	228,426	246,802	475,228
	Additions	-	8,024	8,024
	Revaluation	171,574	-	171,574
	At 31 August 2002	400,000	254,826	654,826
	Depreciation			
	At 1 March 2001	4,569	102,354	106,923
	Charge for the period	7,900	64,494	72,394
	At 31 August 2002	12,469	166,848	179,317
	Net book value			
	At 31 August 2002	387,531	87,978	475,509
	At 28 February 2001	223,857	144,448	368,305
		<u> </u>		

The freehold land and building has been revalued based on a directors' valuation.

If the property was sold for its revalued amount it would be necessary to replace this with a similar property, and rollover relief against tax on the gain would be available. Accordingly, no timing differences arise and no provision has been made for deferred tax in respect of the revaluation.

The net book value of other tangible fixed assets includes £43,103 (2001 - £77,276) in respect of assets held under finance leases or hire purchase contracts. The depreciation charge in respect of such assets amounted to £34,173 (2001 - £22,782) for the period.

6	Debtors	2002 £	2001 £
	Trade debtors	3,180	12,950
	Other debtors	35,196	13,161
		38,376	26,111

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

7	Creditors: amounts falling due within one year	2002	2001
		£	£
	Bank loans and overdrafts	8,297	52,118
	Net obligations under hire purchase contracts	23,100	15,847
	Trade creditors	14,641	9,866
	Taxation and social security	18,210	22,432
	Other creditors	398,511	214,781
		462,759	315,044

The bank overdraft is guaranteed by Mr C G Brewer, one of the directors of the company to a limit of £15,500.

The following balances are included within other creditors and are owed to the respective directors:

8

!	Creditors: amounts falling due after more than one year	2002 £	2001 £
	Bank loans	185,606	198,333
	Net obligations under hire purchase contracts	44,368	75,174
		229,974	273,507
	Analysis of loans		
	Not wholly repayable within five years by instalments Included in current liabilities	193,830 (8,224)	205,000 (6,667)
	moduce in content labilities	(0,224)	(0,007)
		185,606	198,333
	Instalments not due within five years	145,292	162,800

The above loan is secured by a first legal charge over the property and its associated assets and a guarantee for the sum of £25,000 by the directors C Brewer and A Cree. Interest on the loan is charged at a rate which is equivalent to 2% above the Bank's Base Rate.

9 Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund.

⁻C Brewer: £131,674 (£123,237)

⁻C Brewer & A Cree: £120,394.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 AUGUST 2002

10	Share capital	2002 £	2001 £
	Authorised 1,000,000 Ordinary shares of £ 1 each	1,000,000	1,000,000
	Allotted, called up and fully paid 34,000 Ordinary shares of £ 1 each	34,000	34,000
11	Statement of movements on reserves	Revaluation reserve £	Profit and loss account
	Balance at 1 March 2001 Retained loss for the period Revaluation during the period Balance at 31 August 2002	171,574 171,574	(68,018) (82,005) - (150,023)

12 Control

The ultimate controlling party is the director C G Brewer.

13 Related party transactions

The exceptional income for the sum of £100,000 due to the company is in return for an option for the directors C Brewer and A Cree to purchase the company's property known as Hever Halt. The option period is from 27th August 2002 to 31st August 2003.