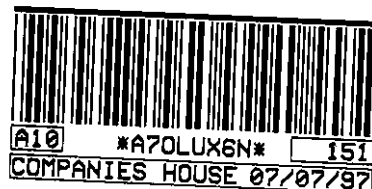


2747866

COMMIDEA LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30 SEPTEMBER 1996

WILLIAMS, GILES & CO.
Chartered Accountants
1 London Road
Sittingbourne
Kent
ME10 1NQ



COMMIDEA LIMITED

COMPANY INFORMATION

DIRECTORS

P.M. Hall

D.L. Nevard

SECRETARY

P.M. Hall

COMPANY NUMBER

2747866

REGISTERED OFFICE

1 London Road

Sittingbourne

Kent

ME10 1NQ

REPORTING ACCOUNTANTS

Williams, Giles & Co.

Chartered Accountants

1 London Road

Sittingbourne

Kent

ME10 1NQ

PRINCIPAL BANKERS

National Westminster Bank Plc.

3 High Street

Maidstone

Kent

ME14 1XU

COMMIDEA LIMITED

INDEX TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

Page

1	Directors' Report
2	Statement of Directors' Responsibilities
3	Accountants' Report
4	Profit and Loss Account
5	Balance Sheet
6 - 11	Notes to the Financial Statements

COMMIDEA LIMITED

REPORT OF THE DIRECTORS

The directors present their report and the financial statements for the year ended 30 September 1996.

PRINCIPAL ACTIVITIES

The company's principal activity during the year was that of computer software consultants.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year and their interests in the company were as stated below.

		1996 Number	1995 Number
P.M. Hall	Ordinary shares of £1 each	303	202
D.L. Nevard	Ordinary shares of £1 each	1	1

In the preparation of the report of the directors advantage has been taken of the special exemptions applicable to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

By Order of the Board

P.M. Hall
Secretary
2nd July 1997




COMMIDEA LIMITED

STATEMENT OF 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.

..........
Director

ACCOUNTANTS REPORT
TO THE SHAREHOLDERS ON THE UNAUDITED ACCOUNTS OF
COMMIDEA LIMITED

We report on the accounts for the year ended 30 September 1996 set out on pages 4 to 11.

Respective responsibilities of directors and reporting accountants.

As described on page 2 the company's directors are responsible for the preparation of the accounts, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

Basis of opinion

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the accounts with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

Opinion

In our opinion:-

- (a) The accounts are in agreement with the accounting records kept by the company under section 221 of the Companies Act 1985;
- (b) Having regard only to, and on the basis of, the information contained in those accounting records.
- (i) The accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C(6) of the Act; and
- (ii) The company satisfied the conditions for exemption from an audit of the accounts for the year specified in section 249A(4) of the Act, and did not at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in section 249B(1).



Williams, Giles & Co.
Chartered Accountants
Reporting Accountants
1 London Road
Sittingbourne
Kent
ME10 1NQ

2nd July 1997

COMMIDEA LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 SEPTEMBER 1996

	Notes	1996 £	1995 £
TURNOVER		249,090	170,950
COST OF SALES		(6,983)	-
GROSS PROFIT		242,107	170,950
ADMINISTRATIVE EXPENSES		(198,743)	(95,884)
OPERATING PROFIT	2	43,364	75,066
Other interest receivable and similar income	3	261	-
Interest payable and similar charges	4	(23)	(236)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		43,602	74,830
Tax on profit on ordinary activities	5	(10,669)	(15,074)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		32,933	59,756
Dividends	6	(14,520)	-
PROFIT FOR THE FINANCIAL YEAR	14	£ 18,413	£ 59,756

There are no recognised gains or losses other than those passing through the profit and loss account.

COMMIDEA LIMITED

BALANCE SHEET AT 30 SEPTEMBER 1996

		1996		1995	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		33,886		10,401
CURRENT ASSETS					
Stocks		4,900		7,425	
Debtors	8	108,927		89,967	
Cash at bank and in hand		12,477		2,321	
		<u>126,304</u>		<u>99,713</u>	
CREDITORS: amounts falling due within one year	9	<u>(73,392)</u>		<u>(64,902)</u>	
NET CURRENT ASSETS			<u>52,912</u>		<u>34,811</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>86,798</u>		<u>45,212</u>
CREDITORS: amounts falling due after more than one year	10		<u>(12,263)</u>		-
PROVISION FOR LIABILITIES AND CHARGES	11		<u>(748)</u>		<u>(39)</u>
			<u>£ 73,787</u>		<u>£ 45,173</u>
CAPITAL AND RESERVES					
Called up share capital	12		605		303
Share Premium	13		9,899		-
Profit and loss account	14		<u>63,283</u>		<u>44,870</u>
SHAREHOLDERS' FUNDS	15		<u>£ 73,787</u>		<u>£ 45,173</u>

The Directors make the following assertions regarding the financial statements :-

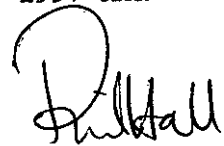
- (a) That for the year in question the company was entitled to exemption under section 249A(2).
- (b) That no members have requested an audit under section 249B(2), and
- (c) That they recognise their responsibilities for :-
 - (i) ensuring the company keeps accounting records which comply with section 221, and
 - (ii) preparing accounts that give a true and fair view of the state of affairs of the company in accordance with section 226, and which otherwise comply with the requirements of the Act relating to accounts.

In preparing these financial statements:

- (a) Advantage has been taken of the special exemptions applicable to small companies conferred by Part I of Schedule 8 to the Companies Act 1985, and
- (b) In the directors opinion the company is entitled to these exemptions as a small company.

The financial statements were approved by the Board on 2nd July 1997 and signed on its behalf by

P. HALL
Director



COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

1. ACCOUNTING POLICIES

1.1 ACCOUNTING CONVENTION

The financial statements are prepared under the historical cost convention and include the results of the company's operations as indicated in the directors' report, all of which are continuing.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cashflow statement on the grounds that it is a small company.

1.2 TURNOVER

Turnover represents amounts receivable for goods and services provided in the UK net of VAT and trade discounts.

1.3 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 less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment	-	25% Reducing balance
Motor vehicles	-	25% Reducing balance

1.4 LEASING

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.5 STOCK AND WORK IN PROGRESS

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

1.6 DEFERRED TAXATION

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to crystallise.

COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

2.	OPERATING PROFIT	1996 £	1995 £
	Operating profit is stated after charging:		
	Depreciation of tangible assets	4,530	3,468
	Operating lease rentals		
	- Land and buildings	12,237	8,286
	Auditors' remuneration	2,456	1,651
	Directors' emoluments	50,393	15,641
		<u> </u>	<u> </u>
3.	OTHER INTEREST RECEIVABLE AND SIMILAR INCOME		1996 £
	Bank interest received		261
			<u> </u>
4.	INTEREST PAYABLE	1996 £	1995 £
	Hire purchase interest	-	82
		<u> </u>	<u> </u>
5.	TAXATION	1995 £	1995 £
	U.K. Current year taxation		
	U.K. Corporation tax at 24% (1995-25%)	9,960	15,035
	Transfer to deferred taxation	709	39
		<u> </u>	<u> </u>
		£10,669	£ 15,074
		<u> </u>	<u> </u>
6.	DIVIDENDS		1996 £
	Ordinary:		
	Interim paid 30 September 1996		14,520
			<u> </u>

COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

7. TANGIBLE ASSETS

	Computer Equipment	Motor vehicles	Total
	£	£	£
Cost			
At 1 October 1995	8,639	11,604	20,243
Additions	7,717	20,298	28,015
	<hr/>	<hr/>	<hr/>
At 30 September 1996	16,356	31,902	48,258
	<hr/>	<hr/>	<hr/>
Depreciation			
At 1 October 1995	3,065	6,777	9,842
Charge for year	3,323	1,207	4,530
	<hr/>	<hr/>	<hr/>
At 30 September 1996	6,388	7,984	14,372
	<hr/>	<hr/>	<hr/>
Net book values			
At 30 September 1996	£ 9,968	£ 23,918	£ 33,886
	<hr/>	<hr/>	<hr/>
At 30 September 1995	£ 5,574	£ 4,827	£ 10,401
	<hr/>	<hr/>	<hr/>

Included above are assets held under finance leases or hire purchase contracts as follows:

	Net book value	Depreciation charge
	£	£
Motor vehicles	20,298	-
	<hr/>	<hr/>

8. DEBTORS

	1996 £	1995 £
Trade debtors	93,900	87,303
Others	15,027	2,664
	<hr/>	<hr/>
	£108,927	£ 89,967
	<hr/>	<hr/>

COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

9.	CREDITORS: amounts falling due within one year	1996 £	1995 £
	Net obligations under finance lease and hire purchase contracts	6,191	4,874
	Trade creditors	12,251	6,093
	Other creditors	54,950	53,935
		<u>£73,392</u>	<u>£ 64,902</u>
	Included in other creditors is £3,297 relating to other taxes & social security costs. (1995 £9,975)		
10.	CREDITORS: amounts falling due after more than one year		1996 £
	Net obligations under finance lease and hire purchase contracts		
	Repayable within one year		7,663
	Repayable between one and five years		15,206
			<u>22,869</u>
	Finance charges and interest allocated to future accounting periods		(4,415)
			<u>18,454</u>
	Included in current liabilities		(6,191)
			<u>£ 12,263</u>
11.	PROVISIONS FOR LIABILITIES AND CHARGES		
	Deferred tax is provided at 24% analysed over the following timing differences:		
			Fully Provided 1996 £
	Accelerated capital allowances		748
			<u>£ 748</u>

COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

12.	SHARE CAPITAL	1996 £	1995 £
	Authorised		
	1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
	Allotted, called up and fully paid		
	605 Ordinary shares of £1 each	<u>605</u>	<u>303</u>
13.	SHARE PREMIUM ACCOUNT		1996 £
	Premium on shares issued during the year		<u>9,899</u>
14.	PROFIT AND LOSS ACCOUNT	1996 £	1995 £
	Retained profits at 30 September 1995	44,870	(14,886)
	Profit for the year	<u>18,413</u>	<u>59,756</u>
	Retained profits at 30 September 1996	<u>£ 63,283</u>	<u>£ 44,870</u>
15.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	1996 £	1995 £
	Profit for the financial year	32,933	59,756
	Dividends	<u>(14,520)</u>	<u>-</u>
		18,413	59,756
	New share capital subscribed	302	-
	Premium on shares	<u>9,899</u>	<u>-</u>
	Net addition to shareholders' funds	28,614	59,756
	Opening shareholders' funds	<u>45,173</u>	<u>(14,583)</u>
	Closing shareholders' funds	<u>£ 73,787</u>	<u>£ 45,173</u>

COMMIDEA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 1996

16. FINANCIAL COMMITMENTS

At 30 September 1996 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings 1996 £	Land and buildings 1995 £
Expiry date:		
Within one year	11,556	11,460
	<u>£ 11,556</u>	<u>£ 11,460</u>