

FIRST BUSINESS SUPPORT LIMITED
DIRECTORS' REPORT AND ACCOUNTS
FOR THE YEAR ENDED
30 APRIL 2009



FIRST BUSINESS SUPPORT LIMITED

ACCOUNTS

YEAR ENDED 30 APRIL 2009

Contents	Page
Company information	1
The directors' report	2
Statement of directors' responsibilities	4
Independent auditor's report to the shareholders	5
Profit and loss account	7
Balance sheet	8
Notes to the accounts	9

FIRST BUSINESS SUPPORT LIMITED

COMPANY INFORMATION

The board of directors	Mr C M R Stone Mr J R Stier
Company secretary	Mr J D Richardson
Registered office	Peoplebuilding 2 Peoplebuilding Estate Maylands Avenue Hemel Hempstead Hertfordshire HP2 4NW
Auditor	Moore and Smalley LLP Chartered Accountants & Statutory Auditor Richard House Winckley Square Preston PR1 3HP
Bankers	Lloyds TSB Bank plc 53 King Street Manchester M60 2ES Barclays Bank Plc 28 George Street Luton

FIRST BUSINESS SUPPORT LIMITED

THE DIRECTORS' REPORT

YEAR ENDED 30 APRIL 2009

The directors have pleasure in presenting their report and the accounts of the company for the year ended 30 April 2009.

Principal activities and business review

The principal activity of the company during the year was that of Personnel and Health and Safety consultants.

Overview

First Business Support Limited is a member of the Northgate Information Solutions Group. The company operates from premises in Lancashire and forms part of the group's small and medium enterprise (SME) division.

Operational performance

The company continues to see growth in the number of clients and the average value of client contracts. This growth can be attributed to successful marketing for new business and a strong retention of existing clients. First Business Support remains a leader in providing vital Employment Law and Health & Safety Consultancy to a diverse client base.

Key performance indicators

The key performance indicators for the company are client number, average value of service contract, client retention rate, turnover and operating profit, all of which improved on last year. The operating profit has increased due to increased turnover and cost savings after integration.

Expansion and future prospects

Opportunities exist to win new SME customers and continue to grow the business in the following year.

Results and dividends

The profit for the year, after taxation, amounted to £318,633. The directors have not recommended a dividend.

FIRST BUSINESS SUPPORT LIMITED

THE DIRECTORS' REPORT (*continued*)

YEAR ENDED 30 APRIL 2009

Financial risk management objectives and policies

Credit Risk

The company's financial assets and liabilities mainly comprise cash, bank borrowings, liquid resources, trade payables and receivables and other payables and receivables arising directly from operations.

The main risks from the company's operations are credit risk. The directors review and agree policies for managing the risk.

Management has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. Credit evaluations are performed on all customers requiring credit over a certain amount. The company does not require collateral in respect of financial assets. Credit insurance is in place for selected companies within the company.

At the balance sheet date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet, principally trade and other receivables.

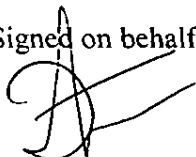
Directors

The directors who served the company during the year were as follows:

Mr C M R Stone

Mr J R Stier

Signed on behalf of the directors



John R Stier

Director

Approved by the directors on 21 January 2010.

FIRST BUSINESS SUPPORT LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

YEAR ENDED 30 APRIL 2009

The directors are responsible for preparing the Directors' Report and the accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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 those accounts, 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 accounts 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 accounts 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.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; 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 auditor is aware of that information.

FIRST BUSINESS SUPPORT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF FIRST BUSINESS SUPPORT LIMITED

YEAR ENDED 30 APRIL 2009

We have audited the accounts of First Business Support Limited for the year ended 30 April 2009 on pages 7 to 18. 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 shareholders, as a body, in accordance with Sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit the accounts 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the accounts

An audit involves obtaining evidence about the amounts and disclosures in the accounts sufficient to give reasonable assurance that the accounts 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 directors; and the overall presentation of the accounts.

Opinion on accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 30 April 2009 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the accounts are prepared is consistent with the accounts.

FIRST BUSINESS SUPPORT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF FIRST BUSINESS SUPPORT LIMITED (*continued*)

YEAR ENDED 30 APRIL 2009

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 accounts 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.



David Ingram (Senior Statutory Auditor)

For and on behalf of

Moore and Smalley LLP

Chartered Accountants & Statutory Auditor

Richard House
Winckley Square
Preston
PR1 3HP

28.1.10

FIRST BUSINESS SUPPORT LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 30 APRIL 2009

	Note	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Turnover	2	9,963,167	6,917,209
Cost of sales		(2,622,972)	(1,799,469)
Gross profit		7,340,195	5,117,740
Administrative expenses		(6,795,035)	(5,313,077)
Operating profit/(loss)	3	545,160	(195,337)
Attributable to:			
Operating profit before exceptional items		633,215	47,197
Exceptional items	3	(88,055)	(242,534)
		545,160	(195,337)
Interest receivable		(3,150)	105,028
Profit/(loss) on ordinary activities before taxation		542,010	(90,309)
Tax on profit/(loss) on ordinary activities	5	(223,377)	14,756
Profit/(loss) for the financial year		318,633	(75,553)

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

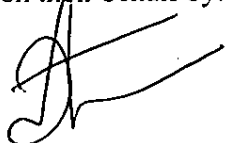
FIRST BUSINESS SUPPORT LIMITED

BALANCE SHEET

30 APRIL 2009

	Note	2009 £	£	2008 £	£
Fixed assets					
Tangible assets	6		96,975		27,491
Current assets					
Debtors	7	3,578,358		3,006,003	
Cash at bank and in hand		95,818		539,561	
		<u>3,674,176</u>		<u>3,545,564</u>	
Creditors: amounts falling due within one year	9	<u>2,025,297</u>		<u>1,778,739</u>	
Net current assets			<u>1,648,879</u>		<u>1,766,825</u>
Total assets less current liabilities			<u>1,745,854</u>		<u>1,794,316</u>
Provisions for liabilities					
Other provisions	10		<u>124,495</u>		<u>491,590</u>
			<u>1,621,359</u>		<u>1,302,726</u>
Capital and reserves					
Called-up equity share capital	13		38,460		38,460
Share premium account	14		19,030		19,030
Other reserves	14		11,666		11,666
Profit and loss account	14		<u>1,552,203</u>		<u>1,233,570</u>
Shareholders' funds	15		<u>1,621,359</u>		<u>1,302,726</u>

These accounts were approved by the directors and authorised for issue on 21 January 2010, and are signed on their behalf by:



John R Stier

Company Registration Number: 03056267

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

1 Accounting policies

Basis of accounting

The accounts have been prepared under the historical cost convention.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the accounts on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Turnover

Turnover comprises services which are provided under contractual agreements, and services provided on an 'ad hoc' basis which are invoiced accordingly net of value added tax. The company accounts for sales with reference to the duration of the contract and reflects time and costs incurred in servicing agreements.

Turnover in respect of personnel and health and safety consultancy services represents the value of services provided during the period excluding value added tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Property	-	Over the term of the lease
Fixtures & Fittings	-	25% on cost
Equipment	-	33% and 50% on cost

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Where the company has vacant property it will assess the market and form a view as to the likelihood of transferring or sub-letting the lease. If it is deemed appropriate a provision will be charged to the profit and loss account representing the future lease payments.

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

1 Accounting policies (continued)

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

2 Turnover

The turnover and profit before tax are attributable to the one principal activity of the company.
An analysis of turnover is given below:

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
United Kingdom	<u>9,963,167</u>	<u>6,917,209</u>

3 Operating profit/(loss)

Operating profit/(loss) is stated after charging:

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Directors' remuneration	—	—
Depreciation of owned fixed assets	13,994	41,741
Exceptional items	<u>88,055</u>	<u>242,534</u>

The exceptional costs of £88,055 in 2009 relate to costs incurred with the relocation and restructuring of associated companies.

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

4 Particulars of employees

The average number of staff employed by the company during the financial year amounted to:

	Year to 30 Apr 09 No	Period from 1 Aug 07 to 30 Apr 08 No
Administration and selling	<u>236</u>	<u>143</u>

The aggregate payroll costs of the above were:

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Wages and salaries	5,270,360	3,388,688
Social security costs	549,727	340,846
Other pension costs	<u>100,930</u>	<u>77,587</u>
	<u>5,921,017</u>	<u>3,807,121</u>

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

5 Taxation on ordinary activities

(a) Analysis of charge in the year

	Year to 30 Apr 09		Period from 1 Aug 07 to 30 Apr 08	
	£	£	£	£
Current tax:				
Corporation tax		-		-
Group loss relief		219,644		-
Total current tax		219,644		-
Deferred tax:				
Origination and reversal of timing differences (note 8)				
Capital allowances	(10,956)		(11,267)	
Losses	14,689		(14,689)	
Other	-		11,200	
Total deferred tax (note 8)		3,733		(14,756)
Tax on profit/(loss) on ordinary activities		223,377		(14,756)

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

5 Taxation on ordinary activities (continued)

(b) Factors affecting current tax charge

The tax assessed on the profit/(loss) on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 28% (2008 - 29.78%).

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Profit/(loss) on ordinary activities before taxation	<u>542,010</u>	<u>(90,309)</u>
Profit/(loss) on ordinary activities by rate of tax	151,763	(26,894)
Expenses not deductible for tax purposes	77,545	11,200
Depreciation in excess of capital allowances	3,918	11,984
Tax losses	(10,319)	15,623
Other short term timing differences	<u>(3,263)</u>	<u>(11,913)</u>
Total current tax (note 5(a))	<u>219,644</u>	<u>-</u>

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

6 Tangible fixed assets

	Short leasehold £	Fixtures, fittings and office equipment £	Computer equipment £	Total £
Cost				
At 1 May 2008	45,000	121,061	227,149	393,210
Additions	–	7,999	75,479	83,478
At 30 April 2009	45,000	129,060	302,628	476,688
Depreciation				
At 1 May 2008	45,000	114,871	205,848	365,719
Charge for the year	–	2,424	11,570	13,994
At 30 April 2009	45,000	117,295	217,418	379,713
Net book value				
At 30 April 2009	–	11,765	85,210	96,975
At 30 April 2008	–	6,190	21,301	27,491

7 Debtors

	2009 £	2008 £
Trade debtors	448,760	337,493
Amounts recoverable on contracts	2,558,946	1,186,914
Amounts owed by group undertakings	–	926,781
Corporation tax repayable	19,426	19,426
Other debtors	–	14,936
Prepayments and accrued income	500,826	466,320
Deferred taxation (note 8)	50,400	54,133
	3,578,358	3,006,003

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

8 Deferred taxation

The deferred tax included in the Balance sheet is as follows:

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Included in debtors (note 7)	<u>50,400</u>	<u>54,133</u>

The movement in the deferred taxation account during the year was:

	Year to 30 Apr 09 £	Period from 1 Aug 07 to 30 Apr 08 £
Balance brought forward	54,133	39,377
Profit and loss account movement arising during the year	<u>(3,733)</u>	<u>14,756</u>
Balance carried forward	<u>50,400</u>	<u>54,133</u>

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	2009 £	2008 £
Excess of depreciation over taxation allowances	42,000	31,044
Tax losses available	-	14,689
Other timing differences	<u>8,400</u>	<u>8,400</u>
	<u>50,400</u>	<u>54,133</u>

9 Creditors: amounts falling due within one year

	2009 £	2008 £
Payments received on account	375,557	597,542
Trade creditors	205,851	109,369
Amounts owed to group undertakings	410,666	-
PAYE and social security	248,200	187,964
VAT	255,645	263,033
Other creditors	2,554	-
Accruals and deferred income	<u>526,824</u>	<u>620,831</u>
	<u>2,025,297</u>	<u>1,778,739</u>

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

10 Other provisions

	2009 £
Property Provisions:	
Balance brought forward	369,870
Movement for year	(245,375)
	<u>124,495</u>
Litigation Provisions:	
Balance brought forward	121,720
Movement for year	(121,720)
	<u>-</u>

During the year ended 30 April 2007 the company recognised a property provision of £369,870 in relation to net lease payments that the company is committed to pay over the remaining lease terms for properties no longer occupied by the company. This provision has been released against lease payments made in the period and at 30 April 2009 stands at £124,495.

11 Commitments under operating leases

At 30 April 2009 the company had annual commitments under non-cancellable operating leases as set out below.

	2009		2008	
	Land and buildings £	Other Items £	Land and buildings £	Other Items £
Operating leases which expire:				
Within 1 year	-	18,281	-	33,226
Within 2 to 5 years	47,975	117,152	52,140	116,836
	<u>47,975</u>	<u>135,433</u>	<u>52,140</u>	<u>150,062</u>

12 Related party transactions

The company is under the control of Moorepay Limited.

Exemption has been taken from disclosing related party transactions with companies within the group on the grounds that the company is included in the group accounts which are publicly available.

FIRST BUSINESS SUPPORT LIMITED

NOTES TO THE ACCOUNTS

YEAR ENDED 30 APRIL 2009

13 Share capital

Allotted, called up and fully paid:

	2009		2008	
	No	£	No	£
38,460 Ordinary shares of £1 each	<u>38,460</u>	<u>38,460</u>	<u>38,460</u>	<u>38,460</u>

14 Reserves

	Share premium account £	Capital redemption reserve £	Profit and loss account £
At 1 May 2008	19,030	11,666	1,233,570
Profit for the year	—	—	318,633
At 30 April 2009	<u>19,030</u>	<u>11,666</u>	<u>1,552,203</u>

15 Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Profit/(Loss) for the financial year	318,633	(75,553)
Opening shareholders' funds	<u>1,302,726</u>	<u>1,378,279</u>
Closing shareholders' funds	<u>1,621,359</u>	<u>1,302,726</u>

16 Post balance sheet events

On 1 November 2009 two other companies within the Northgate group, Liquid HR Limited and Human & Legal Resources Limited, were hived up into this company.

17 Ultimate parent company

The parent undertaking of the smallest and largest group of undertakings of which the company is a member and for which group accounts are prepared is the company's ultimate holding company, Northgate Information Solutions Limited, Peoplebuilding 2, Peoplebuilding Estate, Maylands Avenue, Hemel Hempstead, Hertfordshire, HP2 4NW, a company registered in England and Wales. Copies of the accounts can be obtained from the above address.

The ultimate controlling party is Northgate Information Solutions Limited.