Reg. Coys

SMB ACCOUNTANCY SERVICES LIMITED FINANCIAL STATEMENTS 31ST MARCH 1997

Registered number: 3104374

M.O.SAMPSON

CHARTERED ACCOUNTANT

Richmond, Surrey

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FINANCIAL STATEMENTS

for the year ended 31st March 1997

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COMPANY INFORMATION

31st March 1997

Incorporated in England on 20th September 1995

Number 3104374

DIRECTOR

Mr C.J.Arkell

SECRETARY

Mrs M. Arkell

REGISTERED OFFICE

32 Addison Grove, London W4 1ER

BANKERS

National Westminster Bank plc

26 Spring Street London W2 1WE

AUDITOR

M.O.Sampson F.C.A.

Chartered Accountant & Registered Auditor

7 Garthside Church Road

Ham Richmond Surrey TW10 5JA

DIRECTORS REPORT

31st March 1997

The Director presents his report and the audited financial statements for the year ended 31st March 1997

Principal activity

The company was incorporated on 20th september 1995 and began trading on 1st April 1996

The principal activity of the company is to act as accountancy advisers.

Results for the year

The results for the year are set out on pp. 5-8. The director recommends a dividend of of £2,240, £2.24 per £1 ordinary share, net.

Events subsequent to the Balance Sheet date

There were no significant events subsequent to the Balance Sheet date.

Directors

The directors of the company during the year and their interest in the shares of the company as recorded in the register of director's interests was as follows:

| | 31st March 1997 Ordinary shares | 31st March 1996 Ordinary shares | |
|------------------------------------|------------------------------------|------------------------------------|--|
| Buyview limited (resigned 28.9.95) | - | - | |
| Mr C.J.Arkell | 10 | 10 | |

Changes in fixed assets

The movements in fixed assets during the year are set out in note 6 to the financial statements.

Auditor

Mr M.O.Sampson, F.C.A. was appointed as first auditor of the company and has agreed to offer himself for re-appointment. A resolution to this effect will be laid at the company's annual general meeting.

On behalf of the board

Secretary

May 1997

SMB ACCOUNTANCY SERVICES LIMITED STATEMENT OF DIRECTOR'S RESPONSIBILITIES

31st March 1997

We are required under company law 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 and loss of the company for that period. In preparing those financial statements we are required to:

- -select suitable accounting policies and apply them consistently;
- -make reasonable and prudent judgements and estimates;
- -prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

We are also responsible for:

- -keeping proper accounting records;
- -safeguarding the company's assets;

taking reasonable steps for the prevention and detection of fraud.

May 1997

AUDITORS REPORT

31st March 1997

Auditor's report to the members of SMB Secretarial Services Limited

I have prepared the financial statements on pages 4 to 8 which have been prepared under the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3, the company's director is responsible for the preparation of financial statements. It is my responsibility to form an independent opinion, based on my audit, on those statements and to report my opinion to you.

Basis of opinion

I conducted my audit in accordance with 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, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

I planned and performed my audit so as to obtain all the information and explanations which I considered necessary in order to provide me with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error or other irregularity. In forming my opinion I also evaluated the overall adequacy of the presentation of information in the financial statements.

Events subsequent to the balance sheet date

There have been no events of any significance.

Opinion

In my opinion the financial statements give a true and fair view of the state of the company's affairs as at 31st March 1997 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985.

Richmond,Surrey May 1997 M.O.Sampson F.C.A Registered Auditor Chartered Accountant

Profit and Loss Account

Year ended 31st March 1997

| | | | 1997 |
|---|-------|-----|-------|
| | Notes | £ | £ |
| Fee Income | | | 4,985 |
| Evnoncos | | | |
| Expenses: | | 195 | |
| Communications | | 570 | |
| Office expenses | | | |
| Legal expenses | | 18 | |
| Audit and accountancy | | 500 | |
| Insurance | | 302 | |
| Depreciation on equipment | | 250 | |
| • | | | 1,835 |
| Net profit before tax | | | 3,150 |
| Corporation tax | 4 | | 756 |
| | | | 2,394 |
| Dividend | | | 2,240 |
| Retained profit transferred to reserves | | | 154 |

There are no recognised gains or losses other than the profit for the year

1,154

SMB ACCOUNTANCY SERVICES LIMITED

Balance Sheet

| As at 31st March 1997 | | | 1997 |
|---|-------|---------|-------|
| | Notes | £ | £ |
| Fixed assets | | | |
| Tangible assets | 5 | | 750 |
| Current assets | | | |
| Cash at bank and in hand | | 2,330 | |
| Creditors due within one year | 6 | (1,926) | |
| Net current assets | | | 404 |
| Total net_assets | | | 1,154 |
| Capital and reserves | | | |
| Called up share Capital | 7 | | 1,000 |
| Reserves - transferred from profit and loss account | 8 | | 154 |

Approved by Director

Date ...√. May 1997

NOTES ON FINANCIAL STATEMENTS

31st March 1997

1 Accounting policies

a. Basis of accounting

The financial statements have been prepared under the historical cost accounting rules and include the activities described in the director's report all of which are continuing.

b. Depreciation

Depreciation of tangible fixed assets is calculated so as to write off the cost on a straight line basis over the expected useful lives of the assets concerned. The rates used for this purpose are as follows:-

Computer equipment 4 years

In the view of the director it is considered that the net book value shown in the accounts represents current disposal value.

| 2 Net Profit | 1997 |
|--|------------|
| Net profit is stated after charging: | £ |
| Auditor's remuneration Depreciation | 500 250 |
| 3 Directors and staff | 1997 |
| Directors employed during the year (part-time) | 1 |
| Directors emoluments | £ nil |

4 Taxation

Tax has been provided on the taxable profit of the company at the small companies rate of 24%

NOTES ON FINANCIAL STATEMENTS

31st March 1997

| 5 Tangible fixed assets | |
|--|-----------------------------------|
| Additions - Computer equipment | 1,000 |
| 31st March 1997 | 1,000 |
| Depreciation | |
| Charge for the period | 250 |
| 31st March 1997 | 250 |
| Net book value | |
| 31st March 1997 | 750_ |
| | |
| 6 Creditors: amounts falling due within one year | 1997 £ |
| Unpaid dividends Sundry creditors & accruals ACT Corporation tax | 540 630 560 196 1,926 |
| 7 Called up share capital | |
| Authorised | Number of shares 1997 |
| | |
| Ordinary shares of £1 each | <u>10,000</u> |
| Allotted called up and fully paid | |
| Ordinary shares of £1 each | <u>1,000</u> |
| 8 Reserves | Distributable Reserves £ |
| Transferred from profit and loss account | 154 |