ACCESS COMPUTER CONSULTING PLC FINANCIAL STATEMENTS FOR THE YEAR ENDED

31st DECEMBER 2012

AMENDING



Abbey House Hickleys Court South Street Farnham Surrey GU9 7QQ



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FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

Mr A Head

Mr A D S Lambros

Company secretary

Mr A D S Lambros

Registered office

Access House

25-29 Church Street

Basingstoke Hampshire RG21 7QQ

Auditor

taylorcocks

Chartered Accountants & Statutory Auditor Abbey House Hickleys Court South Street Farnham Surrey GU9 7QQ

Bankers

Bank of Ireland

Lower Baggot Street

Dublin Eire

HSBC Bank plc 2 London Road Twickenham London TW1 3RY

The Royal Bank of Scotland

49 Charing Cross

London SW1A 2DX

THE DIRECTORS' REPORT

YEAR ENDED 31st DECEMBER 2012

The directors present their report and the financial statements of the company for the year ended 31st December 2012

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was that of computer consultancy, staff recruitment and subcontracting agency

The directors consider the state of the company's affairs at the year end and the future prospects are satisfactory

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £260,819 Particulars of dividends paid are detailed in note 8 to the financial statements

FINANCIAL INSTRUMENTS

Details of the company's financial risk management objectives and policies are included in note 12 to the accounts

DIRECTORS

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

Mr A Head

Mr A D S Lambros

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 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,
- 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.

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31st DECEMBER 2012

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

DONATIONS

During the year the company made the following contributions

2012 2011 € € 5,200

Charitable

AUDITOR

taylorcocks are deemed to be re-appointed under section 487(2) of the Companies Act 2006

Registered office Access House 25-29 Church Street Basingstoke Hampshire RG21 7QQ Signed on behalf of the directors

Mr A Head

Director

Approved by the directors on 27/06/13

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ACCESS COMPUTER CONSULTING PLC

YEAR ENDED 31st DECEMBER 2012

We have audited the financial statements of Access Computer Consulting PLC for the year ended 31st December 2012 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 Chapter 3 of Part 16 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 pages 2 to 3, the 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 and express an opinion on 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 (APB'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 directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 31st December 2012 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 financial statements are prepared is consistent with the financial statements

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ACCESS COMPUTER CONSULTING PLC (continued)

YEAR ENDED 31st DECEMBER 2012

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 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

JAMES BLAKE (Senior Statutory Auditor)

For and on behalf of

ী taylorcocks

Statutory Auditor

Office Farnham

Date 28th June 2013

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31st DECEMBER 2012

	Note	2012 £	2011 £
TURNOVER	2	3,277,934	3,834,951
Cost of sales		2,475,507	3,019,867
GROSS PROFIT		802,427	815,084
Administrative expenses		455,131	351,604
Other operating income		-	(2,238)
OPERATING PROFIT	3	347,296	465,718
Interest receivable		5,897	6,000
Interest payable and similar charges	6	(16,022)	(43,284)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		337,171	428,434
Tax on profit on ordinary activities	7	76,352	104,025
PROFIT FOR THE FINANCIAL YEAR		260,819	324,409

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

The notes on pages 9 to 16 form part of these financial statements.

BALANCE SHEET

31st DECEMBER 2012

		2012		2011	
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	9		10,376		13,165
CURRENT ASSETS					
Debtors	10	916,808		1,077,004	
Cash at bank and in hand		57,880		87,435	
		974,688		1,164,439	
CREDITORS Amounts falling due within					
one year	11	403,761		721,120	
NET CURRENT ASSETS			570,927		443,319
TOTAL ASSETS LESS CURRENT LIABILITIES			581,303		456,484
					7
CAPITAL AND RESERVES			50.000		50,000
Called-up equity share capital	15		50,000		
Profit and loss account	16		531,303		406,484
SHAREHOLDERS' FUNDS	17		581,303	-1 .	456,484

These financial statements were approved by the directors and authorised for issue on 27,06/3, and are signed of the behalf by

MPA HEAD

Company Registration Number 03239279

CASH FLOW STATEMENT

YEAR ENDED 31st DECEMBER 2012

		201	.2	2011	l
	Note	£	£	£	£
NET CASH INFLOW FROM OPERATING					
ACTIVITIES	18		223,101		241,812
RETURNS ON INVESTMENTS AND					
SERVICING OF FINANCE	18		(10,125)		(37,284)
TAXATION	18		(104,025)		(127,254)
TAXATION	10		(104,023)		(127,254)
CAPITAL EXPENDITURE AND FINANCIAL					
INVESTMENT	18		(2,506)		(2,346)
EQUITY DIVIDENDS PAID			(136,000)		(90,000)
DECREASE IN CASH	18		(29,555)		(15,072)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of 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

Fixtures and fittings

25% reducing balance

Motor vehicles

- 25% reducing balance

Computer equipment

50% straight line

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

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

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

Foreign currencies

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are not retranslated.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

1. ACCOUNTING POLICIES (continued)

Exchange differences arising on the settlement of monetary items and on the retranslation of monetary items are taken to the profit and loss account. Exchange differences arising on non-monetary items, carried at fair value, are included in the profit and loss account, except for the differences arising on the retranslation of non-monetary items in respect of which gains and losses are recorded in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in equity.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

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

	United Kingdom Overseas	2012 £ 3,194,882 83,052	2011 £ 3,679,839 155,112
		3,277,934	3,834,951
3.	OPERATING PROFIT		
	Operating profit is stated after charging		
	Depreciation of owned fixed assets Net loss on foreign currency translation Auditor's remuneration - audit of the financial statements Auditor's remuneration - other fees	2012 £ 5,295 38 4,000 10,134	2011 £ 6,527 3,471 4,000 9,099
	Auditor's remuneration - audit of the financial statements	2012 £ 4,000	2011 £ 4,000
	Auditor's remuneration - other fees		
	- Other services	10,134	9,099

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

4 PARTICULARS OF EMPLOYEES

5.

6.

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

Number of distribution staff Number of administrative staff Number of management staff	2012 No 1 2 2 ————	2011 No 1 2 2 ————————————————————————————————
The aggregate payroll costs of the above were		
Wages and salaries Social security costs Other pension costs	2012 £ 228,872 22,381 55,774 307,027	2011 £ 194,154 21,562 4,991 220,707
DIRECTORS' REMUNERATION		
The directors' aggregate remuneration in respect of qua	alifying services were	
Remuneration receivable Value of company pension contributions to money purchase schemes	2012 £ 130,530 50,109 180,639	2011 £ 90,380 $\frac{761}{91,141}$
The number of directors who accrued benefits under co	ompany pension schemes was	as follows
Money purchase schemes INTEREST PAYABLE AND SIMILAR CHARGES	2012 No 1	2011 No 1
Interest payable on bank borrowing Other similar charges payable	2012 £ 16,022 ———————————————————————————————————	2011 £ 25,293 17,991 43,284

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

7. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2012	2011
	£	£
Current tax		
UK Corporation tax based on the results f	or the year at	
24% (2011 - 26%)	76,352	104,025
Total current tax	76,352	104,025

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 24% (2011 - 26%)

	2012	2011
	£	£
Profit on ordinary activities before taxation	337,171	428,434
		
Profit on ordinary activities by rate of tax	80,921	111,393
Expense adjustments	6,128	6,299
Depreciation and capital allowances	268	521
Small profits relief	(12,774)	(16,330)
Reduction in tax rate	1,809	2,142
Total current tax (note 7(a))	76,352	104,025
		 _

8. DIVIDENDS

Equity	divide	nds

Equity dividends	2012	2011
Paid	Ľ	Ľ
Equity dividends on ordinary shares	136,000	90,000

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

9. TANGIBLE FIXED ASSETS

		Fixtures and Fittings £	Motor Vehicles £	Computer Equipment £	Total £
	COST				
	At 1st January 2012	29,283	15,110	8,951	53,344
	Additions	1,032	_	1,474	2,506
	At 31st December 2012	30,315	15,110	10,425	55,850
	DEPRECIATION				
	At 1st January 2012	28,009	5,428	6,742	40,179
	Charge for the year	395	2,420	2,480	5,295
	At 31st December 2012	28,404	7,848	9,222	45,474
	NET BOOK VALUE				
	At 31st December 2012	1,911	7,262	1,203	10,376
	At 31st December 2011	1,274	9,682	2,209	13,165
10.	DEBTORS				
			2012		2011
			£		£
	Trade debtors		596,354		719,973
	Other debtors		32,276		6,175
	Directors current accounts		129,105		204,327
	Prepayments and accrued income		159,073		146,529
			916,808		1,077,004
11.	CREDITORS: Amounts falling due within	one year			
		2012		2011	L
		£	£	£	£
	Trade creditors		85,856		88,564
	Other creditors including taxation and soc	cial security			
	Corporation tax	76,352		104,025	
	PAYE and social security	8,543		15,046	
	VAT Other creditors	39,817		58,500	
	other deditors	91,942		333,067	
			216,654		510,638
	Accruals and deferred income		101,251		121,918
			403,761		721,120

Included within other creditors is an RBS invoice discounting account, which is secured against the invoices of the company. The balance as at 31st December 2012 was £59,666 (2011 - £333,067)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

12. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Access Computer Consulting plc uses financial instruments, other than derivatives, comprising cash, short term borrowings, trade creditors and trade debtors, that arise directly from its operations. It is the company's policy to minimise the cost of borrowings whilst retaining the flexibility of funding opportunities.

Interest rate risk

The company's borrowings incurred interest during the period at 2% above the bank's base rate, subject to a minimum base rate of 6% per annum

Credit risk

The company monitors credit risk closely and considers that it's current policies of credit checks meets it's objectives of managing exposure to credit risk

The company has no significant concentrations of credit risk. Amounts shown in the balance sheet best represent the maximum credit risk exposure in the event other parties fail to perform their obligations under financial instruments.

Currency risk

As at 31st December 2012 the company had no material currency exposures. The company's financial instruments are materially denominated in sterling

Fair values of financial assets and liabilities

An assessment of the fair value of the company's financial instruments held for financing purposes has been undertaken as at 31st December 2012. No material differences exist between book and fair value

13. COMMITMENTS UNDER OPERATING LEASES

At 31st December 2012 the company had annual commitments under non-cancellable operating leases as set out below

	Land and buildings			
	2012	2012	2012	2011
	£	£		
Operating leases which expire				
Within 1 year	8,750	8,750		
Within 2 to 5 years	1,318	10,068		
	10,068	18,818		

The company has entered into a lease agreement on Access House. It is committed to paying rent of £8,750 per annum until 24th February 2014

14 RELATED PARTY TRANSACTIONS

During the current and previous year, the company was under the control of Mr A. Head by virtue of his majority shareholding

The directors received dividends from the company during the year

	2012	2011
	£	£
Mr A Head	136,000	89,998

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

14. RELATED PARTY TRANSACTIONS (continued)

Mr A Head maintains a loan account with the company At the start of the year, Mr A Head owed the company £173,371 During the year, a further £148,994 was advanced to Mr A Head, and repayments were received totalling £197,879 Interest was charged on the balance owed at 4 00%, totalling £4,619 At the year end, Mr A Head owed £129,105 The maximum balance on the account during the year was £173,105 (2011 - £183,371)

15. SHARE CAPITAL

Allotted, called up and fully paid:

		2012		2011	
	50,000 Ordinary shares of £1 each	No 50,000	£ 50,000	No 50,000	£ 50,000
16.	PROFIT AND LOSS ACCOUNT				
			2012		2011
	Balance brought forward Profit for the financial year Equity dividends		£ 406,484 260,819 (136,000)		£ 172,075 324,409 (90,000)
	Balance carried forward		531,303		406,484
17.	RECONCILIATION OF MOVEMENTS IN SHAREH	OLDERS' FUND	os		
			2012 £		2011 £
	Profit for the financial year Equity dividends		260,819 (136,000)		324,409 (90,000)
	Net addition to shareholders' funds Opening shareholders' funds		124,819 456,484		234,409 222,075
	Closing shareholders' funds		581,303		456,484
18.	NOTES TO THE CASH FLOW STATEMENT				
	RECONCILIATION OF OPERATING PROFIT TO NOTICE OPERATING ACTIVITIES	IET CASH INFLO	W FROM		
			2012		2011
	- · · · · · · · · · · · · · · · · · · ·		£		£
	Operating profit		347,296		465,718
	Depreciation Decrease/(increase) in debtors		5,295 160,196		6,527
	(Decrease)/increase in creditors		(289,686)		(360,764) 130,331
			· ——		
	Net cash inflow from operating activities		223,101		241,812

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2012

18. NOTES TO THE CASH FLOW STATEMENT (continued)

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2012		2011
	£		£
Interest received	5,897		6,000
Interest paid	(16,022)		(43,284)
Net cash outflow from returns on investments and			
servicing of finance	(10,125)		(37,284)
•			` <u> </u>
TAXATION			
TARTION			
	2012		2011
	£		£
Taxation	(104,025)		(127,254)
	=		· · · · · · · · · · · · · · · · · · ·
CAPITAL EXPENDITURE			
	2012		2011
	£		£
Payments to acquire tangible fixed assets	(2,506)		(2,346)
Net cash outflow from capital expenditure	(2,506)		(2,346)
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN	NET FUNDS		
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
	2012		2011
	£		£
Decrease in cash in the period	(29,555)		(15,072)
Movement in net funds in the period	(29,555)		(15,072)
·			
Net funds at 1 January 2012	87,435 ———		102,507
Net funds at 31 December 2012	57,880		87,435

ANALYSIS OF CHANGES IN NET FUNDS			
	At		At
	1 Jan 2012	Cash flows	31 Dec 2012
	£	£	£
Net cash			
Cash in hand and at bank	87,435	(29,555)	57,880
Net funds	87,435	(29,555)	57,880
140 F LANING			

YEAR ENDED 31st DECEMBER 2012

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 4 to 5

DETAILED PROFIT AND LOSS ACCOUNT

YEAR ENDED 31st DECEMBER 2012

	2012	2011
	£	£
TURNOVER	3,277,934	3,834,951
COST OF SALES		
Contractors	2,475,507	3,019,867
GROSS PROFIT	802,427	815,084
OVERHEADS		
Administrative expenses	455,131	351,604
	347,296	463,480
OTHER OPERATING INCOME		
Rent receivable	-	2,238
OPERATING PROFIT	347,296	465,718
Interest receivable	5,897	6,000
	353,193	471,718
Interest payable and similar charges	(16,022)	(43,284)
PROFIT ON ORDINARY ACTIVITIES	337,171	428,434

NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT

YEAR ENDED 31st DECEMBER 2012

	2012		2011	
	£	£	£	£
ADMINISTRATIVE EXPENSES				
Personnel costs				
Directors salaries	130,530		90,380	
Directors NIC	12,212		10,405	
Directors pension contributions	50,109		761	
Wages and salaries	98,342		103,774	
Staff NIC	10,169		11,157	
Staff pension contributions	5,665		4,230	
		207.027		220 707
Establishment expenses		307,027		220,707
Rent and rates	16,074		10 409	
Light, heat and power	4,294		19,408	
Insurance	4,254 8,910		7,861 680	
Repairs and maintenance	4,917		4,812	
Repairs and maintenance			4,012	
		34,195		32,761
General expenses				
Motor expenses	849		2,695	
Travel costs	27,251		14,934	
Telephone	3,187		3,649	
Computer costs	7,003		11,134	
Printing, stationery and postage	574		1,479	
Donations	5,200		_	
General expenses	10,046		4,805	
Advertising	10,690		6,062	
Entertaining	25,534		23,886	
Accountancy fees	10,134		9,099	
Auditors remuneration	4,000		4,000	
Depreciation	5,295		6,527	
		109,763		88,270
Financial costs		105,703		88,270
Bank charges	4,108		6,395	
Foreign currency gains/losses	38		3,471	
roreign currency gams/1055cs				
		4,146		9,866
		455,131		351,604
				331,004
INTEREST RECEIVABLE				
Interest receivable		31		20
Loan interest receivable		5,866		5,980
		5,897		6,000
		3,037 		5,000
INTEREST PAYABLE AND SIMILAR CHARGES				
On bank loans and overdrafts		16,022		25,293
Interest on late payment of corporation tax		_		17,991
		16.023		
		16,022		43,284