Director's report and financial statements

for the year ended 31 October 2002

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Company information

Directors

P A Dann

S J Whiting

N E Gardener

Secretary

P A Dann

Company number

3816619

Registered office

29 King Street

Newcastle Staffordshire ST5 1ER

Auditors

Paul Clegg & Company

Riverside Offices

2nd Floor

26 St Georges Quay

Lancaster LA1 3LD

Business address

29 King Street

Newcastle Staffordshire ST5 1ER

Bankers

Barclays Bank Plc

Hanley

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Director's report for the year ended 31 October 2002

The director presents this report and the financial statements for the year ended 31 October 2002.

Principal activity

The principal activity of the company is to act as financial advisors and consultants.

Directors and their interests

The directors who served during the year and their interests in the company are as stated below:

	Ordinary shar	Ordinary shares of £1 each			
	31/10/02	01/11/01			
P A Dann	700	700			
S J Whiting	-	-			
N E Gardener	_	_			

The shares held by P A Dann are held as nominee for the partnership Dean Statham.

Director's responsibilities

Company law requires the director to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the director is required to:

- select suitable accounting policies and 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 director is 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 is 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.

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Paul Clegg & Company be reappointed as auditors of the company will be put to the Annual General Meeting.

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

This report was approved by the Board on 4 April 2003 and signed on its behalf by

Secretary

Independent auditors' report to the shareholders of D S Financial Management Limited

We have audited the financial statements of D S Financial Management Limited for the year ended 31 October 2002 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

Respective responsibilities of director and auditors

As described in the statement of director's responsibilities the company's director is 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 director 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 director's remuneration and transactions with the company is not disclosed.

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 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 members as a body for our audit work, for this report, or for the opinions that we have performed.

We read the director's 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 director 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.

Independent auditors' report to the shareholders of D S Financial Management Limited continued

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 October 2002 and of its loss and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

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Paul Clegg & Company Registered auditors

4 April 2003

Riverside Offices

2nd Floor

26 St Georges Quay

Lancaster

LA1 3LD

Profit and loss account for the year ended 31 October 2002

		Continuing o	Continuing operations		
		2002	2001		
	Notes	£	£		
Turnover	2	55,830	27,825		
Cost of sales		(511)	(258)		
Gross profit		55,319	27,567		
Administrative expenses		(56,826)	(38,872)		
Loss on ordinary			<u> </u>		
activities before taxation	1	(1,507)	(11,305)		
Loss for the year		(1,507)	(11,305)		
Accumulated (loss)/profit	brought forward	(11,305)	-		
Accumulated loss carrie	d forward	(12,812)	(11,305)		

There are no recognised gains or losses other than the profit or loss for the above two financial years.

Balance sheet as at 31 October 2002

		2002	2	2001			
	Notes	£	£	£	£		
Fixed assets							
Tangible assets	4		1,006		1,869		
Current assets							
Debtors	5	12,143		10,969			
Cash at bank and in hand		280		294			
		12,423		11,263			
Creditors: amounts falling							
due within one year	6	(25,241)		(23,437)			
Net current liabilities			(12,818)		(12,174)		
Deficiency of assets			(11,812)		(10,305)		
Capital and reserves					_===		
Called up share capital	7		1,000		1,000		
	,		,				
Profit and loss account			(12,812)		(11,305)		
Equity shareholders' funds	8		(11,812)		(10,305)		
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The financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies .

The financial statements were approved by the Board on 4 April 2003 and signed on its behalf by

Director

Cash flow statement for the year ended 31 October 2002

		2002	2001
	Notes	£	£
Reconciliation of operating loss to net			
cash outflow from operating activities			
Operating loss		(1,507)	(11,305)
Depreciation		863	719
(Increase) in debtors		(1,174)	(10,969)
Increase in creditors		1,804	23,437
Net cash outflow from operating activities		(14)	1,882
Cash flow statement			
Net cash outflow from operating activities		(14)	1,882
Capital expenditure	10	-	(2,588)
		(14)	(706)
Financing	10	-	998
Decrease in cash in the year		(14)	292
Reconciliation of net cash flow to movement in	net debt (Note 11)		
Decrease in cash in the year		(14)	292
Net funds at 1 November 2001		294	-
Net funds at 31 October 2002		280	292

Notes to the financial statements for the year ended 31 October 2002

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Plant and machinery

33.3% Straight Line.

2. Turnover

4.

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK.

3.	Operating loss	2002	2001	
		£	£	
	Operating loss is stated after charging:			
	Depreciation and other amounts written off tangible assets	863	719	
	Auditors' remuneration	799	1,200	

Tangible fixed assets	Plant and machinery £	Total £
Cost		
At 1 November 2001	2,588	2,588
At 31 October 2002	2,588	2,588
Depreciation		
At 1 November 2001	719	719
Charge for the year	863	863
At 31 October 2002	1,582	1,582
Net book values		
At 31 October 2002	1,006	1,006
At 31 October 2001	1,869	1,869

Notes to the financial statements for the year ended 31 October 2002

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5.	Debtors	2002 £	2001 £
	Other debtors	12,143	10,969
6.	Creditors: amounts falling due within one year	2002 £	2001 £
	Amounts owed to connected companies Other taxes and social security costs Accruals and deferred income	22,529 1,179 1,533 25,241	21,044 693 1,700 23,437
7.	Share capital	2002 £	2001 £
	Authorised equity 1,000.00 Ordinary shares of £1 each of ££1 each	1,000	1,000
	Allotted, called up and fully paid equity 1,000.00 Ordinary shares of £1 each of ££1 each	1,000	1,000
8.	Reconciliation of movements in shareholders' funds	2002 £	2001 £
	Loss for the year Net proceeds of equity share issue	(1,507)	(11,305) 998
	Net addition to/deduction from shareholders' funds Opening shareholders' funds	(1,507) (10,305)	(10,307)
	Closing shareholders' funds	(11,812)	(10,305)

Notes to the financial statements for the year ended 31 October 2002

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9. Related party transactions

During the year DS Financial Management Limited traded with InvestAcc Limited, a company which is a shareholder in DS Financial Management Limited. All of the company's turnover in the year came from InvestAcc Limited. At the balance sheet date InvestAcc Limited owed the Company £11,300 (2001: £10,969). The Company also pays management fees to InvestAcc Limited, during the year these totalled £6,000 (2001: £6,000). InvestAcc Limited also charge the Company for other expenses / services which totalled £5,011 (2001: £854) in the year. At the year end the Company owed InvestAcc Limited £500 (2001: £685) in respect of these expenses. The majority of the Companys expenditure relates to services provided and expenses recharged by Dean Statham, Chartered Accountants. Both PA Dann and S J Whiting are partners with Dean Statham. At the balance sheet date £22,529 was due to Dean Statham in respect of these expenses.

10. Gross cash flows

Cash at bank and in hand

Net debt

		2002 £	2001 £
	Capital expenditure Payments to acquire tangible assets	-	(2,588)
	Financing Issue of ordinary share capital		998
11.	Analysis of changes in net debt Opening balance		Closing balance
	£	£	£

294

294

(14)

(14)

280

280