ALDERSON FINE ART LIMITED

HOLED STONE BARN STISTED COTTAGE FARM HOLLIES ROAD BRADWELL BRAINTREE ESSEX CM77 8DZ

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2006

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ALDERSON FINE ART LIMITED

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DIRECTORS AND ADVISORS

DIRECTORS:

R ALDERSON

S ALDERSON

SECRETARY:

D P CLARK

REGISTERED OFFICE:

HOLED STONE BARN

STISTED COTTAGE FARM

HOLLIES ROAD BRADWELL BRAINTREE

ESSEX CM77 8DZ

COMPANY NUMBER:

3912597 (England and Wales)

ACCOUNTANTS:

DPC MEDIA LIMITED HOLED STONE BARN

STISTED COTTAGE FARM

HOLLIES ROAD BRADWELL BRAINTREE

ESSEX CM77 8DZ

DIRECTORS REPORT

FOR THE YEAR ENDED 31 JANUARY 2006

The directors present their report and financial statements for the year ended 31 January 2006.

STATEMENT OF DIRECTORS RESPONSIBILITIES

Company law requires the Directors to prepare financial statements for each financial period 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 the 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;
- follow applicable accounting standards subject to 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 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.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is that of the retail of quality art and related items. There has been no significant change in the activity of the company during the year.

The directors are of the opinion that the progress of the company during the period and its financial position at the end of the period is satisfactory.

FIXED ASSETS

Details of fixed assets are in note 7 to the accounts.

DIRECTORS REPORT (continued)

FOR THE YEAR ENDED 31 JANUARY 2006

The directors throughout the year and their beneficial interests in the ordinary share capital of the company were as follows:

| | <u>Ordi</u> | Ordinary £1 Shares | |
|------------|------------------|--------------------|--|
| | <u>31.1.2006</u> | <u>31.1.2005</u> | |
| R Alderson | - | - | |
| S Alderson | 100 | 100 | |

SMALL COMPANY

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies. In the opinion of the directors, the company qualifies as a small company and is therefore entitled to make use of these exemptions.

By order of the Board:

COMPANY SECRETARY 7 APRIL 2006

PROFIT AND LOSS ACCOUNT

| FOR THE YEAR | ENDED 31 | 1 JANUARY | 2006 |
|--------------|----------|-----------|------|
|--------------|----------|-----------|------|

| | <u>NOTES</u> | 2006 £ | 2005 £ |
|--|--------------|-----------|-----------|
| TURNOVER | 2 | 20,465 | 26,690 |
| DIRECT COSTS | | 16,408 | 16,518 |
| GROSS PROFIT | | 4,057 | 10,172 |
| ADMINISTRATION EXPENSES | | (10,504) | (15,957) |
| OPERATING (LOSS) | 3 | (6,447) | (5,785) |
| TAX ON PROFIT ON ORDINARY ACTIVITIES | 5 | <u>-</u> | - |
| (LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION | | (6,447) | (5,785) |
| DIVIDENDS | 6 | - | |
| (LOSS) FOR THE YEAR | | (6,447) | (5,785) |
| REVENUE DEFICIT BROUGHT FORWARD | | (2,869) | 2,916 |
| REVENUE DEFICIT CARRIED FORWARD | £ | (9,316) £ | (2,869) |

All of the company's activities in the financial period derived from continuing operations.

The company made no recognised gains or losses other than the profit or loss for the above financial period.

The Notes on pages 6 to 8 form part of these financial statements.

BALANCE SHEET

| AT 31 JANUARY 2006 | <u>NOTES</u> | <u>2006</u> | <u>2005</u> £ |
|--|--------------|----------------------------------|---------------------------------------|
| TANGIBLE ASSETS | 7 | 5,740 | 7,170 |
| CURRENT ASSETS STOCKS DEBTORS CASH AT BANK | 8 9 | 291,493 - 1,387 292,880 | 306,901 84,564 1,076 392,541 |
| CURRENT LIABILITIES CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR NET CURRENT ASSETS NET ASSETS | 10 £ | (62,136) 230,744 236,484 | (156,780) 235,761 £ 242,931 |
| Represented by:- CAPITAL AND RESERVES | | | |

The directors have:

CALLED UP SHARE CAPITAL

SHARE PREMIUM ACCOUNT

PROFIT AND LOSS ACCOUNT

SHAREHOLDERS' FUNDS

- a) taken advantage of the Companies Act 1985 Section 249A(1) in not having these accounts audited.
- b) confirmed that no notice has been deposited under s249B(2) of the Companies Act 1985.
- c) acknowledged their responsibilities for ensuring that the company keeps accounting records which comply with s221 of the Companies Act 1985.
- d) acknowledged responsibility for preparing accounts which give a true and fair view of the company and of its loss for the period ended in accordance with the requirements of s226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to this company.
- e) taken advantage of the exemptions conferred by s246 of the Companies Act 1985 on the basis that the company qualifies as a small company and is therefore entitled to make use of these exemptions.

R ALDERSON

S ALDERSON

Si, serll

11

12 £

100

245,700

(9,316)

236,484

100

245,700

(2,869)

242,931

Approved by the Board on 7 April 2006.

The Notes on pages 6 to 8 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2006

1. ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements are prepared under the historical cost convention.

TURNOVER

Turnover represents the value of services invoiced during the period to customers, excluding Value Added Tax.

TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost less depreciation. Depreciation is charged on a reducing balance basis, to write off each asset over its estimated useful life as follows:

Fixtures and Fittings

20%

CASH FLOW STATEMENT

The company has taken advantage of the exemption in Financial Reporting Standard No. 1 from producing a cash flow statement on the grounds that it is a small company.

STOCK

Stock has been valued at the lower of cost and net realisable value.

2. <u>TURNOVER</u>

No geographical analysis of turnover is given as the director feels that it would be prejudicial to the company's market position.

| ALDERSON | FINE | ART I | LIMITED |
|-----------------|------|-------|---------|
| | | | |

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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2006

2006 £ £

3. OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging: Depreciation of owned fixed assets

1,430 1,790

4. TOTAL DIRECTORS EMOLUMENTS

Management Remuneration

2,000 2,000

5. TAXATION

There was no corporation tax liability based on the accounts.

6. **DIVIDENDS**

There were no dividends voted or paid during the year.

7. TANGIBLE FIXED ASSETS

| | Fixtures & Fittings |
|---|---------------------|
| AT COST OR VALUATION At 1.2.2005 At 31.1.2006 | 21,280 21,280 |
| DEPRECIATION At 1.2.2005 Charge for the year At 31.1.2006 | 14,110 |
| NET BOOK VALUE At 31.1.2005 | 7,170 |
| At 31.1.2006 | 5,740 |

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2006

| | | <u>2006</u> £ | 2005 £ |
|-----|--|------------------|-------------|
| 8. | CTOCK | | |
| ٥. | STOCK Goods for Resale | 201 402 | 206 001 |
| | Goods for Resale | <u>291,493</u> | 306,901 |
| | | | |
| 9. | DEBTORS | | |
| | Trade Debtors | _ | 36,438 |
| | Other Debtors | _ | 48,126 |
| | | | 84,564 |
| | | | |
| 10. | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| | Trade Creditors | _ | 722 |
| | Accruals | 1,150 | 1,000 |
| | Taxation and Social Security Costs | 223 | - |
| | Other Creditors | 15,977 | - |
| | Directors Loan Accounts | 44,786 | 155,058 |
| | Corporation Tax | - | - |
| | • | 62,136 | 156,780 |
| | | | |
| 11. | SHARE CAPITAL | | |
| | Authorised | | |
| | 1,000 Ordinary £1 Shares | 1,000 | 1,000 |
| | | | |
| | Issued and fully paid | | |
| | 100 Ordinary £1 Shares | 100 | 100 |
| | | | <u></u> |

CONTROLLING PARTY

R Alderson and S Alderson together with members of their close families, control the company by virtue of a controlling interest (directly or indirectly) of the issued share capital.

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| (Loss) for the year | (6,447) | (5,785) |
|----------------------------|---------|---------|
| Opening Shareholders Funds | 242,931 | 248,716 |
| Closing Shareholders Funds | 236,484 | 242,931 |
| | | |