COMPANY REGISTRATION NUMBER 4036325

FINANCIAL STATEMENTS 31 MARCH 2007

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CHADWICK LLP

Chartered Accountants & Registered Auditors
The Lexicon
10/12 Mount Street
Manchester
M2 5NT

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

K A Harrison

P H Parnham S W Hudson

Company secretary

M A Chadwick

Registered office

Ellard House Dallimore Road Manchester M23 9NX

Auditor

Chadwick LLP

Chartered Accountants & Registered Auditors

The Lexicon

10/12 Mount Street

Manchester M2 5NT

Bankers

HSBC Bank Plc 100 King Street Manchester M60 2HD

DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2007

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2007

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was the marketing and distribution of equipment for the automation of industrial and domestic access controls

A full business review has been disclosed in the annual report and financial statements of the parent company, Ensor Holdings Plc

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £338,654 Particulars of dividends paid are detailed in note 8 to the financial statements

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company's risk management policies are managed by the parent company, Ensor Holdings PLC

DIRECTORS

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

K A Harrison

P H Parnham

Appointed 1 April 2007

A E Covne

Retired 31 March 2007

S W Hudson

K A Harrison was a director of the parent undertaking, Ensor Holdings PLC at 31 March 2006 and his interests in the shares of group undertakings are disclosed in that company's financial statements. S W Hudson had no interest in the shares of group undertakings at any time during the year.

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 these 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,

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

DIRECTORS' REPORT (continued)

YEAR ENDED 31 MARCH 2007

The directors are responsible for keeping proper accounting records that 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 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.

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

AUDITOR

A resolution to re-appoint Chadwick LLP as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985

Registered office Ellard House Dallimore Road Manchester M23 9NX Signed by order of the directors

M A CHADWICK Company Secretary

Approved by the directors on 15 June 2007

CHADWICK

ELLARD LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ELLARD LIMITED

YEAR ENDED 31 MARCH 2007

We have audited the financial statements of Ellard Limited for the year ended 31 March 2007 on pages 6 to 14, which have been prepared on the basis of the accounting policies set out on pages 8 to 9

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 we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

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 whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 directors' remuneration and other transactions is not disclosed

We read the Directors' 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 International Standards on Auditing (UK and Ireland) 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 directors 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 AUDITOR'S REPORT TO THE SHAREHOLDERS OF ELLARD LIMITED (continued)

YEAR ENDED 31 MARCH 2007

OPINION

In our opinion

the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its profit for the year then ended,

the financial statements have been properly prepared in accordance with the Companies Act 1985, and

the information given in the Directors' Report is consistent with the financial statements

CHADWICK LLP
Chartered Accountants
& Registered Auditors

The Lexicon 10/12 Mount Street Manchester M2 5NT

15 June 2007

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 MARCH 2007

	Note	2007 £	2006 £
TURNOVER	2	5,892,255	5,135,319
Cost of sales		(3,853,491)	(3,354,957)
GROSS PROFIT		2,038,764	1,780,362
Distribution Costs Administrative expenses		(180,589) (1,245,126)	(155,759) (1,180,898)
OPERATING PROFIT	3	613,049	443,705
Interest payable and similar charges	6	(128,185)	(126,116)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		484,864	317,589
Tax on profit on ordinary activities	7	(146,210)	(97,024)
PROFIT FOR THE FINANCIAL YEAR		338,654	220,565

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 page 6 form part of these financial statements

BALANCE SHEET

31 MARCH 2007

	Note	2007 £	2006 £
FIXED ASSETS Tangible assets	9	124,963	158,187
CURRENT ASSETS Stocks Debtors due within one year Cash in hand	10 11	1,483,865 1,536,354	1,356,959 1,374,663 246
CREDITORS. Amounts falling due within one year	13	3,020,219 (2,420,806)	2,731,868 (2,542,271)
NET CURRENT ASSETS TOTAL ASSETS LESS CURRENT LIABILITIES		5 <u>99,413</u> 724,376	189,597 347,784
CREDITORS: Amounts falling due after more than one year	14	(443,967) 280,409	(206,029) 141,755
CAPITAL AND RESERVES Called-up equity share capital Profit and loss account	18 19	1 280,408	1 141,754
SHAREHOLDERS' FUNDS	20	280,409	141,755

These financial statements were approved by the directors on the 15 June 2007 and are signed on their behalf by

KA HARRISON

The notes on page 7 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements 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 financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement

Turnover

The turnover shown in the profit and loss account represents amounts due from customers for goods and services provided during the year

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

Plant & Machinery

10% - 33% Straight line

Motor Vehicles

14% - 25% Straight line

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is determined on first-in first-out basis. Net realisable value is based on the estimated sales price after allowing for all further costs of completion and disposal.

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

Deferred taxation

Deferred tax is recognised on all timing differences where the transaction or events that give the company an obligation to pay more tax in the future, or right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantially enacted by the balance sheet date. The company has not adopted a policy of discounting deferred tax assets or liabilities.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

1. ACCOUNTING POLICIES (continued)

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

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

As permitted by Schedule 4 of the Companies Act 1985, no sub-division of turnover by geographical market is provided as in the opinion of the directors such disclosure would seriously prejudice the company's interests

3 OPERATING PROFIT

Operating profit is stated after charging/(crediting)

2007 £	2006 £
57,999	66,378
· -	122
6,050	4,155
20,606	40,088
54,026	52,650
(2,631)	
	£ 57,999 - 6,050 20,606 54,026

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6.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

4.	PART	TICUL	_ARS	OF	EMPL	LOYEES
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The average number of staff employed by the company during the final	incial year amo	unted to
Don't star	2007 No	2006 No
Production Distribution and administration	11 18	11 17
Distribution and administration		
	29	28
The aggregate payroll costs of the above were		
	2007	2006
	£	£
Wages and salaries	822,553	738,122
Social security costs	68,766	77,258
Other pension costs	12,863	10,969
	904,182	826,349
DIRECTORS' EMOLUMENTS		
The directors' aggregate emoluments in respect of qualifying services	were	
	2007 £	2006 £
Emoluments receivable	76,434	71,242
Value of company pension contributions to money purchase	0.040	2 424
schemes	8,240	7,474
	84,674	78,716
The number of directors who accrued benefits under company pension	schemes was	as follows
	2007	2006
	No	No
Money purchase schemes	1	
INTEREST PAYABLE AND SIMILAR CHARGES		
	2007 £	2006 £
Interest payable on bank borrowing	128,185	126,116
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NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

7. TAXATION ON ORDINART ACTIVITIES	7.	TAXATION ON ORDINARY ACTIVITIES
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(a) Analysis of charge in the year

	2007 £	2006 £
Current tax	-	~
UK Corporation tax based on the results for the year at 30% (2006 - 30%) Over/under provision in prior year	166,392 (2,971)	94,332 (77)
Total current tax	163,421	94,255
Deferred tax		
Origination and reversal of timing differences (note 12) Capital allowances Other	1,169 (18,380)	(2,630) 5,399
Total deferred tax (note 12)	(17,211)	2,769
Tax on profit on ordinary activities	146,210	97,024

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 30% (2006 - 30%)

	2007 £	2006 £
Profit on ordinary activities before taxation	484,864	317,589
Profit on ordinary activities by rate of tax	145,459	95,277
Expenses not deductible for tax purposes	947	1,026
Capital allowances in deficit of depreciation	1,606	2,630
Other timing differences	18,380	(4,601)
Overprovision in respect of prior years	(2,971)	(77)
Total current tax (note 7(a))	163,421	94,255
Overprovision in respect of prior years	(2,971)	(7

8. DIVIDENDS

Equity dividends

	£	£
Paid Equity dividends on ordinary shares	200,000	100,000

2007

2006

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

9.	TANGIBLE FIXED ASSETS			
		Plant & machinery £	Motor vehicles £	Total £
	COST			
	At 1 April 2006	316,264	96,749	413,013
	Additions Disposals	27,990 -	(12,865)	27,990 (12,865)
	At 31 March 2007	344,254	83,884	428,138
	DEPRECIATION			
	At 1 April 2006	199,139	55,687	254,826
	Charge for the year	40,214	17,785	57,999
	On disposals	-	(9,650)	(9,650)
	At 31 March 2007	239,353	63,822	303,175
	NET BOOK VALUE At 31 March 2007	104,901	20,062	124,963
	At 31 March 2006	117,125	41,062	158,187
10.	STOCKS			
			2007 £	2006
	Stock		1,483,865	£ 1,356,959
11.	DEBTORS			
			2007	2006
			£	£
	Trade debtors Amounts owed by group undertakings		1,410,711 11,266	1,306,959 12,571
	Other debtors		4,881	12,749
	Prepayments and accrued income		72,441	22,540
	Deferred taxation (note 12)		37,055	19,844

1,536,354

1,374,663

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

12.	DEFERRED TAXATION		
		2007 £	2006 £
	Included in debtors (note 11)	37,055	19,844
	The movement in the deferred taxation account during the year was	2007 £	2006 £
	Balance brought forward Profit and loss account movement arising during the year	19,844 17,211	22,613 (2,769)
	Balance carried forward	37,055	19,844
	The balance of the deferred taxation account consists of the tax effect of timing differences in respect of		
	·	2007 £	2006 £
	Excess of taxation allowances over depreciation on fixed assets Other timing differences	9,571 27,484	10,740 9,104
		37,055	19,844
13.	CREDITORS: Amounts falling due within one year		
	,	2007 £	2006 £
	Bank loans and overdrafts	1,479,522	1,719,279
	Trade creditors	488,014	566,754
	Corporation tax Other creditors	166,392 5,873	40,909 2,320
	Other taxes and social security	180,026	171,702
	Accruals and deferred income	100,979	41,307
		2,420,806	2,542,271
14.	CREDITORS: Amounts falling due after more than one year		
		2007 £	2006 £
	Amounts owed to group undertakings	443,967	206,029

15. COMMITMENTS UNDER OPERATING LEASES

At 31 March 2007 the company had annual commitments under non-cancellable operating leases as set out below

leases as set out below	2007		2006	
	Land & Buildings £	Other Items £	Land & Buildings £	Other Items £
Operating leases which expire				
Within 1 year	-	21,694	-	-
Within 2 to 5 years	-	21,111	-	40,088
After more than 5 years	54,026	-	52,650	_
	54,026	42,805	52,650	40,088

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2007

16. CONTINGENCIES

The company, together with the ultimate parent undertaking and certain other fellow subsidiaries, has given an interlocking and unlimited multilateral joint and several guarantee amounting to £2,280,000 (2006 £2,499,000) in support of the group's banking facilities. The guarantee is supported by a floating charge over all the assets of the company

The company is a member of a value added tax group registration whereby the members are jointly and severally liable for the liability of other members. There is a contingent liability under this registration of £389,000 (2006 £382,000)

17. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption allowed to wholly owned subsidiaries under FRS 8 of not disclosing transactions with group undertakings when consolidated accounts are prepared

The company's controlling related party is K A Harrison by virtue of majority shareholding in the ultimate parent undertaking Ensor Holdings PLC

18. SHARE CAPITAL

	Authorised share capital:			2007 £	2006 £
	1,000 Ordinary shares of £1 each			1,000	1,000
	Allotted, called up and fully paid:	2007 No	£	2006 No	£
	Ordinary shares of £1 each	1	1	1	1
19.	PROFIT AND LOSS ACCOUNT				
				2007 £	2006 £
	Balance brought forward			141,754	21,189
	Profit for the financial year Equity dividends paid			338,654 (200,000)	220,565 (100,000)
	Balance carried forward			280,408	141,754
20.	RECONCILIATION OF MOVEMENTS IN SHAR	EHOLDE	RS' FUNDS		
				2007 £	2006 £
	Profit for the financial year Equity dividends paid			338,654 (200,000)	220,565 (100,000)
	Net addition to shareholders' funds Opening shareholders' funds			138,654 141,755	120,565 21,190
	Closing shareholders' funds			280,409	141,755

21. ULTIMATE PARENT COMPANY

The ultimate parent undertaking is Ensor Holdings PLC, a company which is incorporated in England and Wales. The largest and smallest group of undertakings for which group accounts have been drawn up, is headed by Ensor Holdings PLC. Group accounts for Ensor Holdings PLC are available to the public, on payment of the appropriate fee from the Registrar of Companies, Crown Way, Maindy, Cardiff CF2 4 UZ