REPORT OF THE DIRECTOR AND

UNAUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2007

FOR

MSM INDEPENDENT FINANCIAL SERVICES LTD

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COMPANY INFORMATION FOR THE YEAR ENDED 31ST MARCH 2007

DIRECTOR:

M S Matthews

SECRETARY:

Mrs E N Matthews

REGISTERED OFFICE:

3 Nidd House

Richmond Business Park

Sidings Court Doncaster DN4 5NL

REGISTERED NUMBER:

4321637 (England and Wales)

ACCOUNTANTS:

Debit & Credit Limited

148 Machon Bank

SHEFFIELD

South Yorkshire

S7 1GR

BANKERS:

The Royal Bank of Scotland plc

Rotherham Branch

High street Rotherham S60 1PS

REPORT OF THE DIRECTOR FOR THE YEAR ENDED 31ST MARCH 2007

The director presents his report with the financial statements of the company for the year ended 31st March 2007.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of supplying independent financial advice, including financial planning advice to companies and individuals.

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

DIVIDENDS

Interim dividends per share were paid as follows:

2.365 p	- 19th April 2006
2.365 p	- 15th May 2006
2.365 p	- 21st June 2006
2.365 p	- 10th July 2006
2.365 p	- 2nd August 2006
2.365 p	- 20th September 2006
2.365 p	- 18th October 2006
2.365 p	- 17th November 2006
2.365 p	- 18th December 2006
2.365 p	- 12th January 2007
2.365 p	- 7th February 2007
2.365 p	- 20th March 2007
	
28.380 p	

The director recommends that no final dividend be paid.

The total distribution of dividends for the year ended 31st March 2007 will be £42,000.

FUTURE DEVELOPMENTS

The director does not envisage any material future developments but in view of the continuing net growth in the number of clients it is expected that a satisfactory rate of expansion of the business will continue to be enjoyed.

DIRECTOR

M S Matthews was the sole director during the year under review.

His beneficial interest in the issued share capital of the company was as follows:

31.3.07

Ordinary £1 shares

74,000

1.4.06 74,000

ON BEHALF OF THE BOARD:

M S Matthews - Director

Date: 8 MAY 2007

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2007

Notes	2007 £	2006 £
	163,379	160,380
	(109,897)	(99,399)
3	53,482	60,981
	1,665	1,104
	55,147	62,085
4	(11,588)	(13,139)
	43,559	48,946
	43,559	48,946
	3	163,379 (109,897) 3 53,482 1,665 55,147 4 (11,588) 43,559

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year.

BALANCE SHEET 31ST MARCH 2007

	Notes	2007 £	2006 £
FIXED ASSETS			
Intangible assets	6	115,879	122,696
Tangible assets	6 7	2,341 ————	3,123
		118,220	125,819
CURRENT ASSETS			
Debtors	8	10,184	10,132
Cash at bank		49,458	41,510
		59,642	51,642
CREDITORS			(15 (07)
Amounts falling due within one year	9	(14,479)	(15,637)
NET CURRENT ASSETS		45,163	36,005
TOTAL ASSETS LESS CURRENT		163,383	161,824
LIABILITIES			
CAPITAL AND RESERVES			
Called up share capital	10	148,000	148,000
Profit and loss account	11	15,383	13,824
SHAREHOLDERS' FUNDS	14	163,383	161,824
			

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ended 31st March 2007.

The members have not required the company to obtain an audit of its financial statements for the year ended 31st March 2007 in accordance with Section 249B(2) of the Companies Act 1985.

The director acknowledges his responsibilities for:

(a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and

(b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

ON BEHALF OF THE BOARD:

M S Matthews - Director

Approved by the Board on & MAY 2007

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2007

	Notes	2007 £	2006 £
Net cash inflow from operating activities	1	60,530	66,617
Returns on investments and servicing of finance	2	1,665	1,104
Taxation		(12,923)	(10,505)
Capital expenditure	2	•	(315)
Equity dividends paid		(42,000)	(38,000)
		7,272	18,901
Financing	2	676	715
Increase in cash in the period		7,948	19.616
Reconciliation of net cash flow to movement in net funds	3		
Increase in cash in the period		7,948	19,616
Change in net funds resulting from cash flows		7,948	19,616
Movement in net funds in the period Net funds at 1st April		7,948 41,510	19,616 21,894
Net funds at 31st March		49,458	41,510

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2007

1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

١.	WEO OLIVINATION OF THE STREET			
			2007	2006
			£	£
	Operating profit		53,482	60,981
	Depreciation charges		7,597	7,857
	Increase in debtors		(50)	(1,693)
	Decrease in creditors		(499)	(528)
	Net cash inflow from operating activities		60,530	66,617
2.	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE C	ASH FLOW STATE	MENT	
۲.			2007	2006
			£	£
	Returns on investments and servicing of finance		1 //5	1,104
	Interest received		1,665	
	Net cash inflow for returns on investments and servicing of	finance	1,665	1,104
	Capital expenditure			
	Purchase of tangible fixed assets			<u>(</u> 315)
	Net cash outflow for capital expenditure		·	(315)
	Financing		676	715
	Amount introduced by directors			
	Net cash inflow from financing		676 	715 ====
3.	ANALYSIS OF CHANGES IN NET FUNDS			At
		At 1.4.06 £	Cash flow £	31.3.07 £
	Net cash: Cash at bank	41,510	7,948	49,458
		41,510	7,948	49,458
	Tatal	41,510	7,948	49,458
	Total		====	====

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2007

ACCOUNTING POLICIES 1.

Accounting convention

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

Turnover

Turnover represents income receivable from investment business services and sales. With regards to investment products that generate initial and/or renewable commission the former is recognised in the year in which the product is sold and the latter in the year in which it becomes payable.

A significant part of the company's turnover is represented by agency commission received in respect of life assurance, pension and investment products that have been recommended to its clients. However, as these products are marketed by different companies at various commission rates, and as the length of policies also vary, it is not practicable to state the full gross sales values of the products sold in this manner.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business at 1 April 2002, has been amortised in this period at 5% on a straight line basis.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant and machinery - 25% on reducing balance

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account as incurred.

Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

Other Operating Leases

The company writes off rentals incurred under any operating lease agreements over the period of each lease.

2. STAFF COSTS

		2007 £	2008 £
	Social security costs Other pension costs	37,031 2.406	31,138 1,799
		2,408 13,475	11,500
		52,912	44,437
			
	The average monthly number of employees during the year was as follows:	2007	2006
	Office & management (incl. director)	<u>4</u>	4

2004

4007

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST MARCH 2007

OPERATING PROFIT

The operating profit is stated after charging:

	2007	2006
	£	£
Other operating leases	18,213	17,625
Depreciation - owned assets	<i>7</i> 81	1,041
Goodwill amortisation	6,816	6,816
Auditors' remuneration	1 <i>,</i> 557	451
Addition formation.		
Director's emoluments	8,277	4,860

In addition to the remuneration disclosed above, the sole director received a contribution paid to his personal pension plan of £11,100 (2006 - £10,000).

TAXATION 4.

Analysis	of the	tax	charge
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The tax charge on the profit on ordinary activities for the year was as follows:

	2007 £	2006 £
Current tax: UK corporation tax	11,588	13,139
Tax on profit on ordinary activities	11,588	13,139

Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	Profit on ordinary activities before tax	2007 £ 55,147	2006 £ 62,085
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2006 - 30%)	16,544	18,626
	Effects of: Timing differences relating to deferred tax (not provided) on capital allowances claims etc. relating to disallowed	1,110	1,342
	Permanent differences arising on payment of corporation tax at small companies rate.	(6,066)	(6,829)
	Current tax charge	11,588	13,139
5.	DIVIDENDS	2007 £	2006 £
	Equity shares: Interim	42,000	38,000

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST MARCH 2007

6.	INTANGIBLE FIXED ASSETS			Goodwill £
	COST			
	At 1st April 2006			
	and 31st March 2007			136,328
	AMORTISATION			10 /20
	At 1st April 2006			13,633 6,816
	Amortisation for year			
	At 31st March 2007			20,449
	NET BOOK VALUE			115 070
	At 31st March 2007			115,879
	At 31st March 2006			122,695
7.	TANGIBLE FIXED ASSETS	1 -1	C	
		Plant and machinery	Computer equipment £	Totals £
	COST	-	_	
	At 1st April 2006			~ 740
	and 31st March 2007	5,664	2,085 ———	7,749
	DEPRECIATION			4
	At 1st April 2006	3,645	982	4,627
	Charge for year	<u>505</u>	<u> 276</u>	781
	At 31st March 2007	4,150	1,258	5,408
	NET BOOK VALUE		-07	0.241
	At 31st March 2007	1,514	827 ———	2,341 ====
	At 31st March 2006	2,019	1,103	3,122
	, (1 0 13) ((1 0 1) 1 0 1 1 1 1 1 1 1 1 1 1 1 1 1 1			 _
8.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
0.			2007	2006
			£	£ 6,600
	Trade debtors		6,631 3,553	3,532
	Prepayments			
			10,184	10,132
9.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			202.1
			2007 £	2006 £
	-		11,826	13,161
	Tax Directors' current accounts		1,713	1,037
	Accrued expenses		940	1,439
			14,479	15,637

NOTES TO THE FINANCIAL STATEMENTS - confinued FOR THE YEAR ENDED 31ST MARCH 2007

10. CALLED UP SHARE CAPITAL

	Authorised: Number: 150,000	Class: Ordinary	Nominal value: £1	2007 £ 150,000	2006 £ 150,000
	Allotted, issu Number: 148,000	ed and fully paid: Class: Ordinary	Nominal value: £1	2007 £ 148,000	2006 £ 148,000
11.	RESERVES				Profit and loss account £
	At 1st April 2006 Retained profit for the year Dividends				13,824 43,559 (42,000)
	At 31st Marc	ch 2007			15,383

12. OTHER FINANCIAL COMMITMENTS

In December 2003 the company entered into a commitment for 15 years under a lease for its office premises at an annual rent of £17,625 and as at December 2006 it was increased to £19,388. This equates to a liability arising in the next year of that amount (17,625 - 2006) and of £77,550 (£70,500 - 2006) in years 2-5 after the year end. A further liability of £148,638 (£152,750 - 2006) will arise in respect of the period of years after year 5. Any rent reviews carried out during the term of the lease may amend the above stated liabilities.

13. TRANSACTIONS WITH DIRECTOR

The lessor of the office premises mentioned in the "other financial commitments" note, is the self investment pension plan set up for the benefit of the sole director.

The director uses his personal home as a place of work for which he received a contribution towards the running costs of the property of £663 (2006 £650).

14. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

RECONCILIATION OF MOVEMENTS IN SHAKEHOLDERS FUNDS	2007 £	2006 £
Profit for the financial year Dividends	43,559 (42,000)	48,946 (38,000)
Share capital issued		
Net addition to shareholders' funds Opening shareholders' funds	1,559 161,824	10,946 150,878
Closing shareholders' funds	163,383	161,824
Equity interests	163,383	161,824

REPORT OF THE ACCOUNTANTS TO THE DIRECTOR OF MSM INDEPENDENT FINANCIAL SERVICES LTD

As described on the balance sheet you are responsible for the preparation of the financial statements for the year ended 31st March 2007 set out on pages three to ten and you consider that the company is exempt from an audit.

In accordance with your instructions, we have compiled these unaudited financial statements in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Debit & Credit Limited 148 Machon Bank

SHEFFIELD South Yorkshire

S7 1GR

Date: