Registered number: 04509493

PENCILFISH LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2004





COMPANY INFORMATION

DIRECTORS

M J Shaw

G D Hurst

SECRETARY

M J Shaw

COMPANY NUMBER

04509493

REGISTERED OFFICE

2 Francis Court High Ditch Road Fen Ditton Cambridge CB5 8TE

ACCOUNTANTS

Lakin Rose

Chartered Accountants

Enterprise House

Vision Park Histon Cambridge CB4 9ZR

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DIRECTORS' REPORT For the year ended 31 March 2004

The directors present their report and the financial statements for the year ended 31 March 2004.

PRINCIPAL ACTIVITIES

The company was incorporated on 13 August 2002 and commenced trading on 1 April 2003. Its principal activity is that of subcontract design services.

DIRECTORS

The directors who served during the year and their beneficial interests in the company's issued share capital were:

		Ordinary shares of £1 each	
	<u>2004</u>	<u>2003</u>	
M J Shaw	1	1	
G D Hurst	1	1	

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.

This report was approved by the board on

16/8/04

and signed on its behalf.

M J Shaw Secretary

PROFIT AND LOSS ACCOUNT For the year ended 31 March 2004

	Note	Year ended 31 March 2004 £	Period ended 31 March 2003 £
TURNOVER	1	196,085	-
Cost of sales		(65,945)	-
GROSS PROFIT		130,140	-
Administrative expenses		(46,615)	
OPERATING PROFIT	2	83,525	-
Interest receivable		179	<u>-</u>
Interest payable		(511)	
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		83,193	-
TAX ON PROFIT ON ORDINARY ACTIVITIES	4	(16,487)	
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		66,706	-
DIVIDENDS		(54,000)	
RETAINED PROFIT FOR THE FINANCIAL YEAR		£ 12,706	£

The notes on pages 4 to 8 form part of these financial statements.

BALANCE SHEET As at 31 March 2004

		31 M: 200		31 Ma 200	
	Note	£	£	£	£
FIXED ASSETS	_				
Intangible fixed assets	5		12,000		-
Tangible fixed assets	6		5,389		-
			17,389		-
CURRENT ASSETS					
Debtors	7	45,517		2	
Cash at bank		20,805		-	
	-	66,322	_	2	
CREDITORS: amounts falling due within one year	8	(70,951)	_		
NET CURRENT (LIABILITIES)/ASSETS			(4,629)		2
TOTAL ASSETS LESS CURRENT LIABILITIES	;		12,760	·	2
PROVISIONS FOR LIABILITIES AND CHARGES					
Deferred taxation	9		(52)		-
NET ASSETS		1	£ 12,708	£	2
CAPITAL AND RESERVES					
Called up share capital	10		2		2
Profit and loss account			12,706		-
SHAREHOLDERS' FUNDS		4	 £ 12,708	£	2

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 249A(1) of the Companies Act 1985 and members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2) of the Act. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Companies Act 1985, and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2004 and of its profit for the year then ended in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Act relating to the financial statements so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002). 16/8/04 and signed on its behalf.

The financial statements were approved by the board on

G D Hurst Director

The notes on pages 4 to 8 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2004

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Cash flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.3 Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, exclusive of Value Added Tax and trade discounts.

1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to profit and loss account over its estimated economic life.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Fixtures and fittings - 10% straight line
Office equipment - 25% straight line

1.6 Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the profit and loss account on the straight line basis over the lease term.

1.7 Deferred taxation

Provision is made in full for all taxation deferred in respect of timing differences that have originated but not reversed by the balance sheet date, except for gains on disposal of fixed assets which will be rolled over into replacement assets. No provision is made for taxation on permanent differences.

Deferred tax assets are recognised to the extent that it is more likely than not that they will be recovered.

2. OPERATING PROFIT

The operating profit is stated after charging:

	Year ended	Period ended
	31 March	31 March
	2004	2003
	£	£
Amortisation	3,000	-
Depreciation of tangible fixed assets:		
 owned by the company 	1,053	-

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2004

3.	DIRECTORS' REMUNERATION			
		Year ended 31 March 2004 £	Period ended 31 March 2003 £	
	Aggregate emoluments	£ 9,200	£ -	
4.	TAXATION			
		Year ended 31 March 2004	Period ended 31 March 2003	
		£	£	
	Analysis of tax charge in year			
	Current tax (see note below)			
	UK corporation tax charge on profits of the year	16,435	-	
	Deferred tax	_		
	Origination and reversal of timing differences	52	-	
	Total deferred tax (see note 9)	52	-	
	Tax on profit on ordinary activities	£ 16,487	£ -	
		5		

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK.

There were no factors that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2004

5.	INTANGIBLE FIXED ASSETS	
		Goodwill £
	Cost	
	At 1 April 2003 Additions	- 15,000
	At 31 March 2004	15,000
	Amortisation	
	At 1 April 2003 Charge for the year	3,000
	At 31 March 2004	3,000
	Net book value	
	At 31 March 2004	£ 12,000
	At 31 March 2003	£ -
6.	TANGIBLE FIXED ASSETS	
		Furniture, fittings and equipment £
	Cost	
	Transfers in Additions	9,008 77
	At 31 March 2004	9,085
	Depreciation	
	Transfers in Charge for the year	2,643 1,053
	At 31 March 2004	3,696
	Net book value	
	At 31 March 2004	£ 5,389
	At 31 March 2003	£ -

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2004

7.	DEBTORS		
		2004 £	2003 £
	Due within one year		
	Trade debtors Other debtors	38,116 7,401	2
		£ 45,517	£ 2
8.	CREDITORS: Amounts falling due within one year		
		2004	2003
		£	£
	Bank loans and overdrafts Trade creditors	1,667 16,240	-
	Corporation tax	16,435	-
	Social security and other taxes Other creditors	6,367 30,242	-
		£ 70,951	£
9.	DEFERRED TAXATION		
		2004 £	2003 £
	At 1 April 2003	-	_
	Charge for the year	52	-
	At 31 March 2004	£ 52	£ -
	The deferred tax provision is made up as follows:		
		2004 £	2003 £
	Accelerated capital allowances	52	-
		£ 52	£ -

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2004

10. SHARE CAPITA	M

		2004 £		2003 £
Authorised				
1,000 Ordinary shares of £1 each	£	1,000	£	1,000
Allotted, called up and fully paid			_	
2 Ordinary shares of £1 each	£	2	£	2
	£	2	£	

11. OPERATING LEASE COMMITMENTS

At 31 March 2004 the company had annual commitments under non-cancellable operating leases as follows:

	2004	2003
	£	£
Expiry date:		
Between 2 and 5 years	14,300	-