

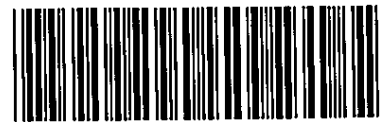
**SMO SECRETARIAL SERVICES LIMITED**

**UNAUDITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 JUNE 2007**

TUESDAY



\*A2THNYPW\*

A20

08/04/2008

315

COMPANIES HOUSE

---

**SMO SECRETARIAL SERVICES LIMITED**

---

**COMPANY INFORMATION**

---

|                          |  |
|--------------------------|--|
| <b>DIRECTORS</b>         | I Hargrove<br>T Hyde   |
| <b>SECRETARY</b>         | T Hyde   |
| <b>COMPANY NUMBER</b>    | 4595183  |
| <b>REGISTERED OFFICE</b> | Moor Court Farm<br>Weston Road<br>Lewknor<br>Oxfordshire<br>OX49 5RU                               |
| <b>ACCOUNTANTS</b>       | Berg Kaprow Lewis LLP<br>Chartered Accountants<br>35 Ballards Lane<br>Finchley<br>London<br>N3 1XW |

---

## SMO SECRETARIAL SERVICES LIMITED

---

### CONTENTS

---

|  | Page   |
|--|--------|
| <b>Directors' report</b>                                       | 1      |
| <b>Accountants' report</b>                                     | 2      |
| <b>Profit and loss account</b>                                 | 3      |
| <b>Balance sheet</b>   | 4      |
| <b>Notes to the financial statements</b>                       | 5 - 8  |
| The following pages do not form part of the statutory accounts |        |
| <b>Detailed profit and loss account and summaries</b>          | 9 - 10 |

---

## SMO SECRETARIAL SERVICES LIMITED

---

### DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2007

---

The directors present their report and the financial statements for the year ended 30 June 2007

#### STATEMENT OF 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 judgments 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 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.

#### PRINCIPAL ACTIVITIES

The principal activity of the company during the year was the provision of secretarial and other services to independent companies. The company also acted as a holding and investment company during the year, which included investments in fine wine, first made in the year.

#### DIRECTORS

The directors who served during the year were

I Hargrove  
T Hyde

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 **26 March 2008** and signed on its behalf



I Hargrove  
Director

---

**SMO SECRETARIAL SERVICES LIMITED**

---

**ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE  
UNAUDITED FINANCIAL STATEMENTS OF SMO SECRETARIAL SERVICES LIMITED**

---

In accordance with the engagement letter dated 27 April 2005, and in order to assist you to fulfil your duties under the Companies Act 1985, we have compiled the financial statements of the company which comprise the Profit and loss account the Balance sheet and the related notes from the accounting records and information and explanations you have given to us

This report is made to the company's Board of Directors, as a body, in accordance with the terms of our engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the company's Board of Directors that we have done so, and state those matters that we have agreed to state to them in this 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 Board of Directors, as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of financial statements.

You have acknowledged on the Balance sheet as at 30 June 2007 your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 1985. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.

*Berg Kaprow Lewis LLP*

**BERG KAPROW LEWIS LLP**

Chartered Accountants

London

*7 April 2008*

---

**SMO SECRETARIAL SERVICES LIMITED**

---

**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30 JUNE 2007**

---

|  | Note | 2007<br>£             | 2006<br>£             |
|--|------|-----------------------|-----------------------|
| Administrative expenses                              |      | <u>(21,778)</u>       | <u>(15,217)</u>       |
| <b>OPERATING LOSS</b>                                | 2    | <b>(21,778)</b>       | <b>(15,217)</b>       |
| Income from investments in related companies         |      | <b>538,532</b>        | 395,064               |
| Income from other fixed asset investments            |      | <b>12,292</b>         | 8,528                 |
| Profit/(loss) on disposal of investments             |      | <b>5,728</b>          | (4,707)               |
| Interest receivable                                  |      | <b>20,961</b>         | 11,722                |
| <b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b> |      | <b>555,735</b>        | 395,390               |
| Tax on profit on ordinary activities                 | 3    | <u>-</u>              | <u>(283)</u>          |
| <b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>  | 8    | <b><u>555,735</u></b> | <b><u>395,107</u></b> |

The notes on pages 5 to 8 form part of these financial statements

**SMO SECRETARIAL SERVICES LIMITED**

**BALANCE SHEET  
AS AT 30 JUNE 2007**

|   | Note | £              | 2007<br>£        | £              | 2006<br>£      |
|---|------|----------------|------------------|----------------|----------------|
| <b>FIXED ASSETS</b>                                   |      |                |                  |                |                |
| Fixed asset investments                               | 4    |                | 536,600          |                | 256,957        |
| <b>CURRENT ASSETS</b>                                 |      |                |                  |                |                |
| Debtors   | 5    | 26,590         |                  | 489            |                |
| Cash at bank  |      | 589,718        |                  | 443,217        |                |
|   |      | <u>616,308</u> |                  | <u>443,706</u> |                |
| <b>CREDITORS:</b> amounts falling due within one year | 6    | (2,500)        |                  | (2,500)        |                |
| <b>NET CURRENT ASSETS</b>                             |      |                | <u>613,808</u>   |                | <u>441,206</u> |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>          |      |                | <u>1,150,408</u> |                | <u>698,163</u> |
| <b>CAPITAL AND RESERVES</b>                           |      |                |                  |                |                |
| Called up share capital                               | 7    |                | 50               |                | 50             |
| Profit and loss account                               | 8    |                | 1,150,358        |                | 698,113        |
| <b>SHAREHOLDERS' FUNDS</b>                            |      |                | <u>1,150,408</u> |                | <u>698,163</u> |

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 Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 30 June 2007 and of its profit for the year then ended in accordance with the requirements of section 226 of the Act and which otherwise comply with the requirements of the Companies Act 1985 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 January 2005).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 March 2008

  
I Hargrove  
Director

The notes on pages 5 to 8 form part of these financial statements

---

## SMO SECRETARIAL SERVICES LIMITED

---

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2007

---

#### 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 January 2005)

The company is exempt from the requirement to prepare group accounts by virtue of section 248 of the Companies Act 1985. These financial statements therefore present information about the company as an individual undertaking and not about its group.

##### 1.2 INVESTMENTS

- (i) Associated undertakings  
Investments in associates are stated at the amount of the company's share of net assets. The Profit and loss account includes the company's share of the associated companies' profits after taxation using the equity accounting basis.
- (ii) Other investments  
Investments held as fixed assets are shown at cost less provisions for their impairment.

##### 1.3 FOREIGN CURRENCIES

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

#### 2. OPERATING LOSS

During the year, no director received any emoluments (2006 - £NIL)

#### 3. TAXATION

##### ANALYSIS OF TAX CHARGE IN THE YEAR

UK corporation tax charge on profit for the year  
Foreign tax on income for the year

##### TAX ON PROFIT ON ORDINARY ACTIVITIES

|  | 2007<br>£ | 2006<br>£  |
|--|-----------|------------|
|  | -         | -          |
|  | -         | 283        |
|  | <u>-</u>  | <u>283</u> |
|  | <u>-</u>  | <u>283</u> |



**SMO SECRETARIAL SERVICES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2007**

**3. TAXATION (continued)**

**FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

There is no tax charge in the accounts due to non taxable dividends received of approximately £550,000 and losses brought forward set off in current period of approximately £4,700. Apart from the above there were no material 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 of 19% (2006 - 19%)

**FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

Tax losses of approximately £22,000 are being carried forward

**4 FIXED ASSET INVESTMENTS**

|                                 | Invest-ments<br>in partic-<br>ating<br>interests<br>£ | Sub total<br>carried<br>forward<br>£ |
|---------------------------------|---|--------------------------------------|
| <b>COST OR VALUATION</b>        |   |                                      |
| At 1 July 2006 and 30 June 2007 | 727   | 727                                  |
|                                 | Sub total<br>brought<br>forward<br>£                  | Other invest-<br>ments<br>£          |
| <b>COST OR VALUATION</b>        |   | Total<br>£                           |
| At 1 July 2006                  | 727   | 256,230                              |
| Additions                       | -   | 279,643                              |
| At 30 June 2007                 | 727   | 535,873                              |

**PARTICIPATING INTERESTS**

The company holds more than 20% of the share capital of the following companies

|   | Aggregate<br>capital and<br>reserves 2006<br>£ | Profit/loss for the<br>year 2006<br>£ |
|---|--|---------------------------------------|
| Comtesse Limited (50% of Ordinary A shares held)          | 3,405  | 2,275                                 |
| Comtesse Reserve Co Limited (50% of ordinary shares held) | 10,558   | 2,703                                 |
| Azier Limited (30% of ordinary shares held)               | 69,954   | 278,795                               |
| Total   | 83,917   | 283,773                               |

**SMO SECRETARIAL SERVICES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2007**

**5. DEBTORS**

|               | 2007<br>£     | 2006<br>£  |
|---------------|---------------|------------|
| Other debtors | <u>26,590</u> | <u>489</u> |

**6. CREDITORS:  
AMOUNTS FALLING DUE WITHIN ONE YEAR**

|                 | 2007<br>£    | 2006<br>£    |
|-----------------|--------------|--------------|
| Other creditors | <u>2,500</u> | <u>2,500</u> |

**7. SHARE CAPITAL**

|   | 2007<br>£ | 2006<br>£ |
|---|-----------|-----------|
| <b>AUTHORISED, ALLOTTED, CALLED UP AND FULLY PAID</b> |           |           |
| 50 Ordinary shares of £1 each                         | <u>50</u> | <u>50</u> |

**8. RESERVES**

|                          | Profit and<br>loss account<br>£ |
|--------------------------|---------------------------------|
| At 1 July 2006           | 698,113                         |
| Profit for the year      | 555,735                         |
| Dividends Equity capital | (103,490)                       |
| At 30 June 2007          | <u>1,150,358</u>                |

**9. DIVIDENDS**

|                                  | 2007<br>£      | 2006<br>£      |
|----------------------------------|----------------|----------------|
| Dividends paid on equity capital | <u>103,490</u> | <u>166,327</u> |

---

**SMO SECRETARIAL SERVICES LIMITED**

---

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2007**

---

**10. RELATED PARTY TRANSACTIONS**

During the year, dividend income of £ 97,885 (2006 £79,968) was received from Azier Limited, £169,804 (2006 £162,000) from Comtesse Limited and £270,843 (2006 £153,096) from Comtesse Reserve Co Limited

Azier Limited is an associate of SMO Secretarial Services Limited. Comtesse Reserve Co Limited is a 50% owned associate of SMO Secretarial Services Limited and Comtesse Limited is a 47.5% owned associate of SMO Secretarial Services Limited. I Hargrove is also a director of all three companies.

Also included in other debtors is £26,000 (2006- £Nil) due from Comtesse Investments Limited, a company under common control.

**11. CONTROLLING PARTY**

The ultimate controlling party is I Hargrove, director of the company.