

Company Registration No. 06601863 (England and Wales)

FOCUS 21 HOLDINGS LIMITED
ANNUAL REPORT
FOR THE YEAR ENDED 30 APRIL 2013



FOCUS 21 HOLDINGS LIMITED

DIRECTORS AND ADVISERS

Directors	J A Harwood N D Warnlow L Harwood S Warnlow
Company number	06601863
Registered office	123-127 Deepcut Bridge Road Deepcut Camberley Surrey GU16 6SD
Registered auditors	Ward Williams Belgrave House 39-43 Monument Hill Weybridge Surrey KT13 8RN
Bankers	Lloyds Bank Plc 62 High Street Epsom Surrey KT19 8AT

FOCUS 21 HOLDINGS LIMITED

CONTENTS

	Page
Directors' report	1 - 3
Independent auditors' report	4 - 5
Consolidated profit and loss account	6
Balance sheets	7
Consolidated cash flow statement	8
Notes to the consolidated cash flow statement	9
Notes to the financial statements	10 - 22

FOCUS 21 HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 APRIL 2013

The directors present their report and financial statements for the year ended 30 April 2013

Principal activities and review of the business

The principal activity of the Company continued to be that of a holding company and a property letting company. The principal activity of the Group continued to be that of the supply, installation and maintenance of video-conferencing facilities.

The Group has maintained its business in general in what continues to be challenging market conditions. The directors are pleased with the results for the year and to see, as a result, the increasing financial strength of the business. The Group continues to be successful in winning significant contracts within its target market sector.

The directors consider the key performance indicators for the business to be

- Gross profit, which has reduced from 25.5% to 19.5% which is a reflection of a change in the sales mix and market pressure on margins
- Cash flow, management of working capital and the net investment required for business expansion

On 1 December 2013, the trade of Focus 21 Maintenance Services Limited was transferred to Focus 21 Visual Communications Limited, both of which are wholly owned subsidiaries of Focus 21 Holdings Limited.

Results and dividends

The consolidated profit and loss account for the year is set out on page 6.

Dividends of £240,000 (2012: £170,000) were paid during the year.

Directors

The following directors have held office since 1 May 2012:

J A Harwood
N D Warrilow
L Harwood
S Warrilow

	2013 £	2012 £
During the year the group made the following payments:		
Charitable donations	278	2,050

FOCUS 21 HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2013

Financial instruments

Treasury operations and financial instruments

The Group's financial instruments comprise borrowings, cash and liquid resources and various items, such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations.

It is, and has been throughout the period under review, the Group's policy that no trading in financial instruments shall be undertaken.

The main risks arising from the Group's financial instruments are interest rate risk and liquidity risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below. These policies have remained unchanged since the beginning of the year.

Liquidity risk

As regards liquidity, the Group's policy has throughout the year been to manage its working capital, and minimise interest expense. It has also been to achieve short term flexibility by overdraft facilities as required.

Interest rate risk

The Group finances its operations through a mixture of initial issue of capital instruments and bank borrowings. Bank borrowing is short term to meet the short term fluctuations in cashflow and the Group borrows at floating rates of interest. The Group has no significant financial assets, other than short-term debtors and cash at bank. The Group's financial liabilities constituted short-term trade creditors and other liabilities arising directly from the main operations.

Other risks

The directors are aware of the risks of any customer defaulting in the current economic environment and actively manage both the credit facilities made available to their customers and the subsequent credit control.

Auditors

The auditors, Ward Williams, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

FOCUS 21 HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2013

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the group and of the profit or loss of the group 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 accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any 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 group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditors

(a) so far as the directors are aware, there is no relevant audit information of which the group's auditors are unaware, and

(b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the group's auditors are aware of that information.

On behalf of the board



N D Warrilow

Director

13/12/13

FOCUS 21 HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF FOCUS 21 HOLDINGS LIMITED

We have audited the group and parent company financial statements (the "financial statements") of Focus 21 Holdings Limited for the year ended 30 April 2013 set out on pages 6 to 22. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditors' 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and parent company's affairs as at 30 April 2013 and of the group's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

FOCUS 21 HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF FOCUS 21 HOLDINGS LIMITED

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Ward Williams

Richard Hayward (Senior Statutory Auditor)
for and on behalf of Ward Williams

17 December 2013

Chartered Accountants
Statutory Auditor

Belgrave House
39-43 Monument Hill
Weybridge
Surrey
KT13 8RN

FOCUS 21 HOLDINGS LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 APRIL 2013

	Notes	2013 £	2012 £
Turnover	2	11,867,250	10,453,214
Cost of sales		(9,547,858)	(7,789,449)
Gross profit		2,319,392	2,663,765
Distribution costs		(50,782)	(39,231)
Administrative expenses		(1,737,881)	(1,787,476)
Operating profit	3	530,729	837,058
Other interest receivable and similar income		120	668
Interest payable and similar charges	4	(15,678)	(17,644)
Profit on ordinary activities before taxation		515,171	820,082
Tax on profit on ordinary activities	5	(134,107)	(229,634)
Profit on ordinary activities after taxation		381,064	590,448

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

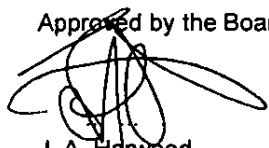
FOCUS 21 HOLDINGS LIMITED

BALANCE SHEETS

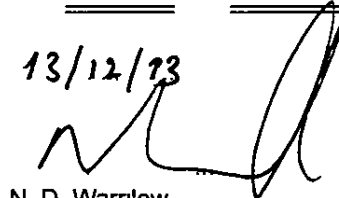
AS AT 30 APRIL 2013

	Notes	Group 2013 £	2012 £	Company 2013 £	2012 £
Fixed assets					
Tangible assets	9	2,338,336	2,365,293	1,802,048	1,820,283
Investments	10	-	-	201	201
		<u>2,338,336</u>	<u>2,365,293</u>	<u>1,802,249</u>	<u>1,820,484</u>
Current assets					
Stocks	11	618,478	472,659	-	-
Debtors	12	1,807,163	2,973,588	7,028	978
Cash at bank and in hand		774,064	827,528	5,999	127,192
		<u>3,199,705</u>	<u>4,273,775</u>	<u>13,027</u>	<u>128,170</u>
Creditors: amounts falling due within one year	13	(2,266,166)	(3,380,849)	(295,705)	(181,252)
Net current assets		<u>933,539</u>	<u>892,926</u>	<u>(282,678)</u>	<u>(53,082)</u>
Total assets less current liabilities		<u>3,271,875</u>	<u>3,258,219</u>	<u>1,519,571</u>	<u>1,767,402</u>
Creditors amounts falling due after more than one year	14	(810,572)	(930,715)	(810,572)	(930,715)
Provisions for liabilities	15	(95,577)	(102,842)	(42,044)	(40,330)
		<u>2,365,726</u>	<u>2,224,662</u>	<u>666,955</u>	<u>796,357</u>
Capital and reserves					
Called up share capital	17	300	300	300	300
Profit and loss account	18	2,365,426	2,224,362	666,655	796,057
Shareholders' funds	19	<u>2,365,726</u>	<u>2,224,662</u>	<u>666,955</u>	<u>796,357</u>

Approved by the Board and authorised for issue on 13/12/13



J A Harwood
Director



N D Warlow
Director

Company Registration No. 06601863

FOCUS 21 HOLDINGS LIMITED

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 30 APRIL 2013

	£	2013 £	£	2012 £
Net cash inflow from operating activities		618,297		1,950,425
Returns on investments and servicing of finance				
Interest received	120		668	
Interest paid	(15,678)		(17,644)	
Net cash outflow for returns on investments and servicing of finance		(15,558)		(16,976)
Taxation		(126,795)		(157,877)
Capital expenditure				
Payments to acquire tangible assets	(178,896)		(468,309)	
Receipts from sales of tangible assets	7,340		4,934	
Net cash outflow for capital expenditure		(171,556)		(463,375)
Equity dividends paid		(240,000)		(170,000)
Net cash inflow before management of liquid resources and financing		64,388		1,142,197
Financing				
Issue of ordinary share capital	-		100	
Repayment of long term bank loan	(117,852)		(115,880)	
Capital element of hire purchase contracts	-		(6,112)	
Net cash outflow from financing		(117,852)		(121,892)
(Decrease)/increase in cash in the year		(53,464)		1,020,305

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 APRIL 2013

1	Reconciliation of operating profit to net cash inflow from operating activities	2013	2012
		£	£
	Operating profit	521,838	837,058
	Depreciation of tangible assets	205,888	200,437
	Loss on disposal of tangible assets	1,516	37,180
	Increase in stocks	(145,819)	(265,795)
	Decrease in debtors	1,166,425	971,606
	(Decrease)/Increase in creditors within one year	(1,131,551)	169,939
	Net cash inflow from operating activities	618,297	1,950,425

2	Analysis of net debt	1 May 2012	Cash flow	Other non-cash changes	30 April 2013
		£	£	£	£
	Net cash				
	Cash at bank and in hand	827,528	(53,464)	-	774,064
	Debts falling due within one year	(116,361)	(2,291)	-	(118,652)
	Debts falling due after one year	(930,715)	120,143	-	(810,572)
		(1,047,076)	117,852	-	(929,224)
	Net debt	(219,548)	64,388	-	(155,160)

3	Reconciliation of net cash flow to movement in net debt	2013	2012
		£	£
	(Decrease)/increase in cash in the year	(53,464)	1,020,305
	Cash outflow from decrease in debt	117,852	121,993
	Movement in net debt in the year	64,388	1,142,298
	Opening net debt	(219,548)	(1,361,846)
	Closing net debt	(155,160)	(219,548)

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2013

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Basis of consolidation

The consolidated profit and loss account and balance sheet include the financial statements of the company and its subsidiary undertakings made up to 30 April 2013. The results of subsidiaries sold or acquired are included in the profit and loss account up to, or from the date control passes. Intra-group sales and profits are eliminated fully on consolidation.

1.4 Turnover

Turnover represents amounts receivable for rent and goods and services net of VAT and trade discounts. The amount recorded as turnover in respect of service contracts and warranties is ascertained by reference to the elapsed period of the contract/warranty at the year end.

Turnover relating to supply and installation contracts is recognised as contract activity progresses to reflect the partial performance of the contractual obligations.

1.5 Goodwill

Acquired goodwill is written off over 2 years in equal annual instalments being its estimated useful economic life.

1.6 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold buildings	Over 50 years on a straight line basis
Fixtures, fittings & equipment	25% on a reducing balance basis
Motor vehicles	25% on a reducing balance basis

1.7 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.8 Stock and work in progress

Work in progress is valued at the lower of cost and net realisable value.

1.9 Pensions

The Group operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.10 Deferred taxation

The accounting policy in respect of deferred tax is to reflect the requirements of FRS19. Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes.

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

1 Accounting policies (Continued)

1.11 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 Turnover

The total turnover of the group for the year has been derived from its principal activity.

Segmental analysis by geographical area

The analysis by geographical area of the group's turnover is set out as below:

	2013 £	2012 £
Geographical segment		
United Kingdom	11,666,536	9,946,830
Europe	84,128	506,384
Rest of the world	116,586	-
	<u>11,867,250</u>	<u>10,453,214</u>

3 Operating profit	2013 £	2012 £
Operating profit is stated after charging		
Depreciation of tangible assets	196,997	200,437
Loss on disposal of tangible assets	1,516	37,180
Loss on foreign exchange transactions	2,673	2,651
Fees payable to the group's auditor for the audit of the group's annual accounts (company £1,750, 2012 £1,500)	13,650	13,000
Profit on foreign exchange transactions	-	(540)
	<u>196,997</u>	<u>200,437</u>

4 Interest payable	2013 £	2012 £
On bank loans and overdrafts	<u>15,678</u>	<u>17,644</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2013

5	Taxation	2013	2012
		£	£
	Domestic current year tax		
	U K corporation tax	141,372	126,794
	Total current tax	<u>141,372</u>	<u>126,794</u>
	Deferred tax		
	Deferred tax charge/credit current year	(7,265)	50,963
	Deferred tax adjust re previous year	-	51,877
		<u>(7,265)</u>	<u>102,840</u>
		<u>134,107</u>	<u>229,634</u>
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	<u>515,171</u>	<u>820,082</u>
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 23.92% (2012 - 25.84%)	<u>123,229</u>	<u>211,909</u>
	Effects of		
	Non deductible expenses	14,985	17,164
	Depreciation add back	47,117	51,793
	Capital allowances	(35,396)	(139,706)
	Other tax adjustments	(8,563)	(14,366)
		<u>18,143</u>	<u>(85,115)</u>
	Current tax charge for the year	<u>141,372</u>	<u>126,794</u>

6 Profit for the financial year

As permitted by section 408 Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements. The profit for the financial year is made up as follows:

	2013	2012
	£	£
Holding company's profit for the financial year	<u>110,598</u>	<u>888,316</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 30 APRIL 2013**

7	Dividends	2013 £	2012 £		
	Ordinary interim paid	240,000	170,000		
8	Intangible fixed assets Group		Goodwill £		
	Cost				
	At 1 May 2012 & at 30 April 2013		34,520		
	Amortisation				
	At 1 May 2012 & at 30 April 2013		34,520		
	Net book value				
	At 30 April 2013		-		
	At 30 April 2012		-		
9	Tangible fixed assets Group				
		Freehold buildings £	Fixtures, fittings & equipment £	Motor vehicles £	Total £
	Cost				
	At 1 May 2012	1,876,580	346,505	607,986	2,831,071
	Additions	-	36,332	142,564	178,896
	Disposals	-	-	(8,856)	(8,856)
	At 30 April 2013	1,876,580	382,837	741,694	3,001,111
	Depreciation				
	At 1 May 2012	56,297	176,432	233,049	465,778
	Charge for the year	18,235	51,601	136,052	205,888
	At 30 April 2013	74,532	228,033	369,101	671,666
	Net book value				
	At 30 April 2013	1,802,048	154,804	372,593	2,329,445
	At 30 April 2012	1,820,283	170,073	374,937	2,365,293

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

(Continued)

Tangible fixed assets

Company

	Freehold buildings £
Cost	
At 1 May 2012 & at 30 April 2013	1,876,580
Depreciation	
At 1 May 2012	56,297
Charge for the year	18,235
At 30 April 2013	74,532
Net book value	
At 30 April 2013	1,802,048
At 30 April 2012	1,820,283

10 Fixed asset investments

Company

	Shares in group undertakings £
Cost	
At 1 May 2012 & at 30 April 2013	201
Net book value	
At 30 April 2013	201
At 30 April 2012	201

In the opinion of the the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

10 Fixed asset investments (Continued)

Holdings of more than 20%

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

Company	Country of registration or incorporation	Shares held	
		Class	%
Subsidiary undertakings			
Focus 21 Visual Communications Limited	UK	Ordinary	100 00
AVOIP Solutions Limited	UK	Ordinary	100 00
Focus 21 Maintenance Services UK Limited		Ordinary	100 00
Race Communications Limited	UK	Ordinary	100 00

The principal activity of these undertakings for the last relevant financial year was as follows

	Principal activity
Focus 21 Visual Communications Limited	Supply, installation and maintenance of video-conferencing facilities
AVOIP Solutions Limited	Dormant
Focus 21 Maintenance Services Limited	Maintenance of video-conferencing facilities
Race Communications Limited	Dormant

11 Stocks and work in progress

	Group		Company	
	2013	2012	2013	2012
	£	£	£	£
Work in progress	837	2,019	-	-
Finished goods and goods for resale	617,641	470,640	-	-
	<u>618,478</u>	<u>472,659</u>	<u>-</u>	<u>-</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 APRIL 2013

12 Debtors

	Group		Company	
	2013	2012	2013	2012
	£	£	£	£
Trade debtors	921,355	2,159,220	7,028	978
Other debtors	23,981	23,966	-	-
Prepayments and accrued income	861,827	790,402	-	-
	<u>1,807,163</u>	<u>2,973,588</u>	<u>7,028</u>	<u>978</u>

13 Creditors amounts falling due within one year

	Group		Company	
	2013	2012	2013	2012
	£	£	£	£
Bank loans and overdrafts	118,652	116,361	118,652	116,361
Trade creditors	642,674	1,629,303	-	-
Amounts owed to group undertakings	-	-	79,552	-
Corporation tax	141,371	126,794	32,058	28,606
Taxes and social security costs	206,908	305,014	1,291	1,219
Directors current accounts	51,500	28,703	51,500	22,500
Other creditors	5,780	5,780	5,780	5,780
Accruals and deferred income	1,099,281	1,168,894	6,872	6,786
	<u>2,266,166</u>	<u>3,380,849</u>	<u>295,705</u>	<u>181,252</u>

The bank loan and overdraft facility are secured by a fixed and floating charge over the assets of the Group. There is an unlimited guarantee and right of set off in respect of all bank borrowings between the Group companies.

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

14 Creditors amounts falling due after more than one year

	Group 2013 £	2012 £	Company 2013 £	2012 £
Bank loans	810,572	930,715	810,572	930,715
Analysis of loans				
Not wholly repayable within five years by instalments	795,617	872,787	795,617	872,787
Wholly repayable within five years	133,607	174,289	133,607	174,289
	929,224	1,047,076	929,224	1,047,076
Included in current liabilities	(118,652)	(116,361)	(118,652)	(116,361)
	810,572	930,715	810,572	930,715
Instalments not due within five years	394,661	478,640	394,661	478,640
Loan maturity analysis				
In more than one year but not more than two years	120,943	118,652	120,943	118,652
In more than two years but not more than five years	294,968	333,424	294,968	333,424
In more than five years	394,661	478,640	394,661	478,640

The company has a loan outstanding at the year end that is fully repayable by April 2017 and for which capital repayments commenced in April 2009. The interest rate charged is equivalent to 1.25% above the bank's base rate.

The company also has a long term mortgage which is fully repayable by November 2022 for which capital repayments commenced in November 2010. The interest rate charged is equivalent to 1.05% above the bank's base rate.

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 30 APRIL 2013**

15 Provisions for liabilities **Group**

	Deferred taxation £
Balance at 1 May 2012& at 30 April 2013	102,842
Profit and loss account	(7,265)
Balance at 30 April 2013	<u>95,577</u>

Company

Balance at 1 May 2012& at 30 April 2013	40,330
Profit and loss account	1,714
Balance at 30 April 2013	<u>42,044</u>

The deferred tax liability is made up as follows:

	Group 2013 £	2012 £	Company 2013 £	2012 £
Accelerated capital allowances	<u>95,577</u>	<u>102,842</u>	<u>42,044</u>	<u>40,330</u>

16 Pension and other post-retirement benefit commitments

Defined contribution

	2013 £	2012 £
Contributions payable by the group for the year	<u>5,375</u>	<u>5,078</u>

17 Share capital

	2013 £	2012 £
Allotted, called up and fully paid		
200 Ordinary shares of £1 each	200	200
100 A Ordinary shares of £1 each	100	100
	<u>300</u>	<u>300</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

18 Statement of movements on profit and loss account Group

	Profit and loss account
	£
Balance at 1 May 2012	2,224,362
Profit for the year	381,064
Dividends paid	(240,000)
	<hr/>
Balance at 30 April 2013	2,365,426
	<hr/>

Company

	Profit and loss account
	£
Balance at 1 May 2012	796,057
Profit for the year	110,598
Dividends paid	(240,000)
	<hr/>
Balance at 30 April 2013	666,655
	<hr/>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 30 APRIL 2013**

19	Reconciliation of movements in shareholders' funds	2013	2012
	Group	£	£
	Profit for the financial year	381,064	590,448
	Dividends	(240,000)	(170,000)
		<u>141,064</u>	<u>420,448</u>
	Proceeds from issue of shares	-	100
		<u>141,064</u>	<u>420,548</u>
	Net addition to shareholders' funds	2,224,662	1,804,114
	Opening shareholders' funds	<u>2,365,726</u>	<u>2,224,662</u>
	Closing shareholders' funds	<u>2,365,726</u>	<u>2,224,662</u>
		2013	2012
	Company	£	£
	Profit for the financial year	110,598	888,316
	Dividends	(240,000)	(170,000)
		<u>(129,402)</u>	<u>718,316</u>
	Proceeds from issue of shares	-	100
		<u>(129,402)</u>	<u>718,416</u>
	Net (depletion in)/addition to shareholders' funds	796,357	77,941
	Opening shareholders' funds	<u>666,955</u>	<u>796,357</u>
	Closing shareholders' funds	<u>666,955</u>	<u>796,357</u>
20	Directors' remuneration	2013	2012
		£	£
	Remuneration for qualifying services	<u>188,442</u>	<u>188,814</u>
	Remuneration disclosed above include the following amounts paid to the highest paid director		
	Remuneration for qualifying services	<u>84,883</u>	<u>84,969</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2013

21 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2013 Number	2012 Number
Administration	12	12
Direct	67	53
Warehouse	2	2
	<u>81</u>	<u>67</u>

Employment costs

	2013 £	2012 £
Wages and salaries	2,585,239	2,361,791
Social security costs	284,295	265,994
Other pension costs	5,375	5,078
	<u>2,874,909</u>	<u>2,632,863</u>

22 Control

The ultimate controlling parties are J Harwood and N Warrilow, directors and majority shareholders of the company

23 Related party relationships and transactions

Dividends to Directors

The following directors were paid dividends during the year as outlined in the table below

	2013 £	2012 £
S Warrilow	60,000	55,000
L Harwood	60,000	55,000
J A Harwood	60,000	30,000
N D Warrilow	60,000	30,000
	<u>240,000</u>	<u>170,000</u>

FOCUS 21 HOLDINGS LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 30 APRIL 2013**

23 Related party relationships and transactions

(Continued)

Other transactions

At the year end, the following amounts were due to the directors

- J A Harwood	£12,000 (2012 £2,500)
- N D Warrilow	£12,000 (2012 £2,500)
- L Harwood	£13,750 (2012 £8,750)
- S Warrilow	£13,750 (2012 £8,750)

During the year, the company sold two televisions to N D Warrilow and J A Harwood, both directors of the company, at a cost of £1,460 each (2012 £1,752 each)

In 2012, N D Warrilow, a director of the company, sold a car to Focus 21 Visual Communications Limited at arm's length price of £12,600. There were no such transactions in 2013.