ARMA PARTNERS LLP REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2008

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DESIGNATED MEMBERS AND ADVISERS

Designated members

V L Basta P N R D Guely (Resigned 1st April 2008)

A de Courcy Ling J Meehan B Skiba (Resigned 1st April 2008) (Appointed 6th April 2007) (Appointed 6th April 2007)

Registered office

11 Berkeley Street

London W1J 8DS

Bankers

HSBC

90 Baker Street

London W1U 6AX

Auditors

Nexia Smith & Williamson

Chartered Accountants

25 Moorgate London EC2R 6AY

Registered number

OC307424

MEMBERS' REPORT for the year ended 31 March 2008

The members present their report and the accounts for the year ended 31 March 2008

Activities

The principal activity of the LLP continues to be the provision of corporate advisory services as authorised by the Financial Services Authority

Review of business

In the opinion of the members the state of the LLP's affairs at 31 March 2008 is satisfactory and they look forward to the future with confidence

Results for the year and allocation to members

The profit for the year available for distribution to members was £2,262,943 (2007 £2,232,939)

Designated members

The following were designated members during the year

V L Basta

(Resigned 1st April 2008)

PNRD Guely

A de Courcy Ling

(Resigned 1st April 2008)

J Meehan

(Appointed 6th April 2007)

B Skıba

(Appointed 6th April 2007)

Policy with respect to members drawings and subscription and repayment of members' capital

The members participate fully in the profits, share the risks and subscribe to the capital of the Limited Liability Partnership

Members receive drawings by way of regular monthly payments but take into account the need to maintain sufficient funds to finance working capital and other needs of the business The final division of profits to members is made once the annual financial statements are approved

The members' interests in the capital and profits of Arma Partners LLP are disclosed on page 8 None of the members is entitled to interest on the capital subscribed

Auditors

A resolution to reappoint Nexia Smith & Williamson as auditors will be proposed at the next members' meeting

Approved by the members and signed on their behalf

PNRD Guely

Designated member
Dated: 30 06 0

Statement of members' responsibilities in respect of the accounts

Legislation applicable to Limited Liability Partnerships requires the members to prepare accounts for each financial year which give a true and fair view of the state of affairs of the LLP and of the profit or loss of the LLP for that period In preparing those accounts, the members are required to

- Select suitable accounting policies and then apply them consistently,
- Make judgements and estimates that are reasonable and prudent,
- State whether applicable accounting standards have been followed, subject to any material departure disclosed and explained in the accounts,
- Prepare the accounts on the going concern basis unless it is inappropriate to presume that the LLP will continue in business

The members are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the LLP and to enable them to ensure that the accounts comply with the Limited Liability Partnerships Regulations. They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Nexia Smith & Williamson

Independent auditors' report to the members of Arma Partners LLP

We have audited the accounts of Arma Partners LLP for the year ended 31 March 2008 which comprise the Profit and Loss Account, the Balance Sheet, the Reconcultation of Members' Interests, the Cash Flow Statement and supporting notes a to c, together with the related notes 1 to 11 These accounts have been prepared under the historical cost convention and the accounting policies set out therein

This report is made solely to the 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 LLP'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 LLP and the LLP's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of members and auditors

As described in the Statement of Members' Responsibilities, the designated members are responsible for the preparation of the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Our responsibility is to audit the accounts 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 accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985 as modified by the Limited Liability Partnerships Regulations 2001 We also report to you if, in our opinion, the Members' Report is not consistent with the accounts, if the LLP has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if the information specified by law regarding members' remuneration and transactions with the LLP is not disclosed.

We read the Members' 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 accounts It also includes an assessment of the significant estimates and judgements made by the members in the preparation of the accounts, and of whether the accounting policies are appropriate to the LLP'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 accounts are free from material misstatement, whether caused by fraud or other irregulanty or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts

Opinion

In our opinion the accounts

- give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the LLP's affairs as at 31 March 2008 and of the profit for the year then ended, and
- have been properly prepared in accordance with the Companies Act 1985 as modified by the Limited Liability

Natura Smith & Williams Nexia Smith & Williamson Chartered Accountants

Registered Auditors

25 Moorgate London EC2R 6AY

Date 3 Suly Zeo 8

PROFIT AND LOSS ACCOUNT for the year ended 31 MARCH 2008

	Notes	2008 £	2007 £
Turnover	2	5,306,932	5,220,334
Operating expenses	_	(3,146,570)	(3,058,902)
Operating profit		2,160,362	2,161,432
Interest receivable and similar income	4	102,581	71,507
Profit for the financial year before members' remuneration and profit shares available for discretionary division among members	_	2,262,943	2,232,939

All of the LLP's operations are classed as continuing. There were no gains or losses in either year other than those included in the above profit and loss account

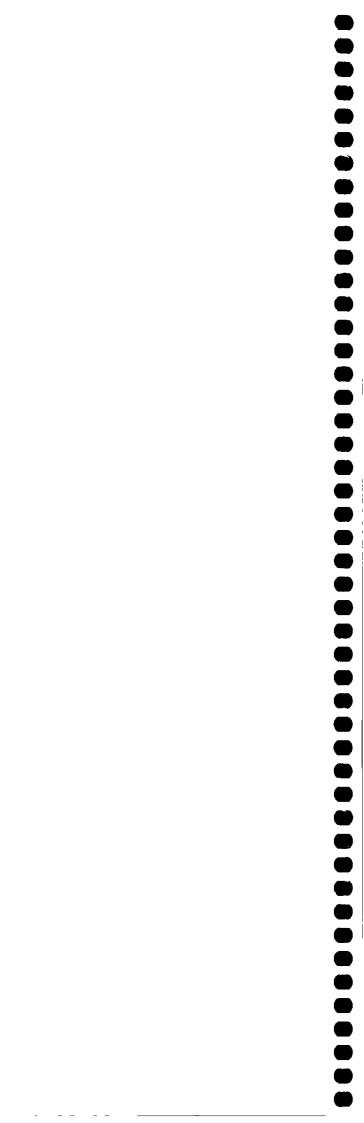


BALANCE SHEET as at 31 MARCH 2008

	Notes	2008	2007
		£	£
Fixed assets			
Tangible assets	7	44,291	80,925
Current assets	•	221 646	975 330
Debtors Amounts due from members	8	771,545 -	865,279 393,788
Cash at bank		2,600,801	2,330,788
	_	3,372,346	3,589,855
Creditors: amounts falling due within one year	9	(1,003,955)	(1,284,841)
Net current assets	-	2,368,391	2,305,014
Net assets attributable to members	-	2,412,682	2,385,939
Represented by:	•		
Loans and other debts due to members within one year			
Other amounts due to members		199,739	-
Members' capital classified as a liability under FRS 25		781,167	813,936
	•	980,906	813,936
Equity Members' other interests – other reserves classified as equity under FRS 25	_	1,431,776	1,572,003
		2,412,682	2,385,939
Total members' interests	•		
Loans and other debts due to/(from) members		199,739	(393,788)
Loans and other debts due to members		781,167	813,936
Members' other interests		1,431,776	1,572,003
		2,412,682	1,992,151

The accounts were approved by the members on 30,06,06 and were signed on its behalf by.

PNRD Guely Designated member



RECONCILIATION OF MEMBERS' INTERESTS for the year ended 31 MARCH 2008

	Members' capital	Other reserves	Total	Loans & other debts due to/(from) members	Total
	£	£	£	£	£
Members' interests at 1 April 2006	478,995	1,701,030	2,180,025	(781,367)	1,398,658
Capital contributions	334,941	(334,941)	-	-	-
Profit for the financial period available for division among members	-	2,232,939	2,232,939	-	2,232,939
Divided profits	-	(2,027,025)	(2,027,025)	2,027,025	-
Drawings	-	-	-	(1,639,446)	(1,639,446)
Members' interests at 5 April 2007	813,936	1,572,003	2,385,939	(393,788)	1,992,151
Capital contributions	170,231	(170,231)	-	-	-
Profit for the financial year available for division among members	-	2,262,943	2,262,943	-	2,262,943
Divided profits	-	(2,232,939)	(2,232,939)	2,232,939	-
Drawings	-	-	-	(1,639,412)	(1,639,412)
Capital repayments	(203,000)	-	(203,000)	-	(203,000)
Members' interests at 31 March 2008	781,167	1,431,776	2,212,943	199,739	2,412,682

CASH FLOW STATEMENT for the year ended 31 MARCH 2008

	Notes	2008 £	2007 £
Net cash inflow from operating activities	a -	2,032,488	2,309,883
Returns on investments and servicing of finance Interest received		102,581	71,507
	-	·	
Net cash inflow from returns on investments and servicing of finance		102,581	71,507
Capital expenditure and financial investment Payments to acquire tangible fixed assets		(22,644)	(10,655)
	-		
Net cash outflow for capital expenditure and financial investment		(22,644)	(10,655)
Transactions with members Capital repaid Members drawings		(203,000) (1,639,412)	- (1,639,446)
Net cash outflow from transactions with members	-	(1,842,412)	(1,639,446)
Increase in cash in the year	b, с	270,013	731,292

NOTES TO THE CASHFLOW STATEMENT

a	Reconciliation of operating profi inflow from operating activities	t to net cash	2008 £	2007 £
	Operating profit Depreciation Decrease/(increase) in debtors (Decrease)/increase in creditors		2,160,362 59,279 93,733 (280,886)	2,161,432 72,418 (514,831) 590,865
	Net cash inflow from operating ac	tivities	2,032,488	2,309,883
b	Reconciliation of net cash flow t	o movement in ne	t funds	
	Increase in cash in the year			270,013
	Movement in net funds in the ye	аг		
	Net funds at 5 April 2007			2,330,788
	Net funds at 31 March 2008			2,600,801
c	Analysis of change in net funds	At 6 April 2007 £	Cash flow	At 31 March 2008 £
	Cash in hand, at bank	2,330,788	270,013	2,600,801

NOTES TO THE ACCOUNTS for the year ended 31 MARCH 2008

1 Accounting policies

The accounts have been prepared in accordance with applicable accounting standards and the requirements of the Statement of Recommended Practice 'Accounting by limited liability partnerships' A summary of the more significant accounting policies adopted are described below

Basis of accounting

The accounts have been prepared under the historical cost convention and on a going concern basis

Fixed assets

Depreciation is provided on cost in equal annual instalments over the estimated useful lives of the assets concerned. The following annual rates are used

Fixtures and fittings - 5 years
Office equipment - 4 years
Computer equipment - 3 years

Capital, allocation of profits and drawings

Each member's capital account includes the amount initially contributed by the member to the LLP and any subsequent capital contributions. As outgoing members are entitled to the return of the credit of their capital account, these balances have been classified as a liability under FRS 2.5.

Members receive drawings by way of regular monthly payments but take into account the need to maintain sufficient funds to finance working capital and other needs of the business. The final division of profits to members is made once the annual financial statements are approved. As profits for the year are therefore undivided as at the balance sheet date, these amounts are classified as equity under FRS 25

Pensions

Members of Arma Partners LLP are required to make their own provision for pensions by contributing to personal pension plans. The LLP participates in a defined contributions pension scheme for the benefit of its employees. Contributions payable to the defined contribution scheme in respect of the accounting year are charged to the Profit and Loss Account

Leases

Rental costs under operating leases are charged to the profit and loss account on a straight-line basis over the lease term

NOTES TO THE ACCOUNTS for the year ended 31 MARCH 2008 (continued)

Accounting policies (continued) Foreign currencies

Transactions denominated in a foreign currency are translated into Sterling at the rate of exchange ruling at the date of the transaction. At the balance sheet date, monetary assets and liabilities denominated in foreign currency are translated at the rate ruling at that date. All exchange differences are dealt with in the profit and loss account.

Turnover

Turnover represents fees receivable and recoverable expenses, net of VAT, for corporate advisory services during the year

Taxation

Members are personally liable for taxation on the share of their profits. Consequently no reserve for taxation is made in these accounts

2 Turnover	2008 £	2007 £
United Kingdom Overseas	2,888,929 2,418,003	1,018,396 4,201,938
	5,306,932	5,220,334
Operating profit on ordinary activities is stated after charging:	2008 £	2007 £
Depreciation	59,279	72,418
Auditors remuneration		
- Audit services	13,500	12,000
- Tax services	5,000	5,000
- Other services	28,645	-
Operating lease payments		
- Land and buildings	134,098	143,566
4 Interest receivable	2008 £	2007 £
Bank and other interest receivable	102,581	71,507
	102,581	71,507

NOTES TO THE ACCOUNTS for the year ended 31 MARCH 2008 (continued)

5 Information in relation to members

	2008	2007
The average number of members during the year was	5	4
Profits are divided among the members in accordance arrangements	e with established pro	ofit sharing
	£	£
The amount of profit attributable to the member with the largest entitlement was	983,108	1,013,405

6 Employee information

The average number of persons employed by the LLP during the year was

	2008	2007
Advisory Administration	9 1	11 1
	10	12
	£	£
Wages and salaries Social security costs	1,328,264 162,478	1,779,441 202,536
	1,490,742	1,981,977

NOTES TO THE ACCOUNTS for the year ended 31 MARCH 2008 (continued)

7 Tangible fixed assets

	Computer equipment	Office equipment £	Fixtures & fittings £	Total £
Cost or valuation				
At 6 April 2007 Additions	93,823 22,644	113,854	90,367	298,044 22,644
At 31 March 2008	116,467	113,854	90,367	320,688
Depreciation				
At 6 April 2007 Charge for the year	79,229 12,743	83,949 28,462	53,940 18,074	217,118 59,279
At 31 March 2008	91,972	112,411	72,014	276,397
Net book value				
At 6 Aprıl 2007	14,594	29,905	36,427	80,925
At 31 March 2008	24,495	1,443	18,353	44,291

Prepayments

9

NOTES TO THE ACCOUNTS for the year ended 31 MARCH 2008 (continued)

8	Debtors	2008 £
	Trade debtors	536,848
	Other debtors	171,078

771,545	865,279
	

2007

£

63,619

555,784

181,969

127,526

	2008 £	2007 £
Trade creditors	47,454	61,294
Other creditors including social security and taxation	41,782	38,955
Accruals and deferred income	839,891	1,184,592
Amounts due to associated companies	74,828	•
	1.003.955	1.284.841

10 Operating lease commitments

At 31 March 2008 the LLP had annual commitments under a non-cancellable operating lease as set out below. The lease contains a break clause at the end of the first five years

	2008 £	2007 £
For leases expiring		
Between two and five years	157,763	157,763
	157,763	157,763

11 Related parties

Included within the results for the year, is an amount of £486,673 in respect of services provided by Arma Partners LLC (an entity incorporated in Delaware), on behalf of Arma Partners LLP The members of Arma Partners LLP are all shareholders of Arma Partners LLC £74,828 was outstanding as at 31 March 2008 (5 April 2007 £Nil)