AVERON BUSINESS CENTRE LIMITED REPORT OF THE DIRECTORS AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2004

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COMPANY INFORMATION for the year ended 31 October 2004

DIRECTORS:

J A D Hanson Mrs M Hanson

SECRETARY:

Mrs M Hanson

REGISTERED OFFICE:

Carnaby Lodge Ferry Road DINGWALL Ross-shire IV15 9JS

REGISTERED NUMBER:

141040 (Scotland)

ACCOUNTANTS:

MacKenzie Kerr

Chartered Accountants

Redwood

19 Culduthei Road

Inverness IV2 4AA

REPORT OF THE DIRECTORS for the year ended 31 October 2004

The directors present their report with the financial statements of the company for the year ended 31 October 2004.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of supplying office stationery and furniture, typewriters, word processors, photocopiers and all other types of office equipment. There is also a service facility, whereby repairs and maintenance of office equipment can be accommodated.

DIRECTORS

The directors during the year under review were:

J A D Hanson Mrs M Hanson

The beneficial interests of the directors holding office on 31 October 2004 in the issued share capital of the company were as follows:

| Ordinary £1.00 shares | 31.10.04 | 1.11.03 |
|-----------------------|----------|---------|
| J A D Hanson | 9,500 | 9,500 |
| Mrs M Hanson | 8,400 | 8,400 |

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which 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 year. In preparing these the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements 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 which disclose with reasonable accuracy at any time the financial position of the company and to 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.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

Ilm Pause &

J A D Hanson - Director

Date: 25 March 2005

PROFIT AND LOSS ACCOUNT for the year ended 31 October 2004

| | Notes | 2004 £ | 2003 £ |
|---|-------|-----------|-----------|
| TURNOVER | 2 | 210,558 | 225,386 |
| Cost of sales | | 155,806 | 152,994 |
| GROSS PROFIT | | 54,752 | 72,392 |
| Administrative expenses | | 51,696 | 110,863 |
| OPERATING PROFIT/(LOSS) | 3 | 3,056 | (38,471) |
| Interest receivable and similar income | е | 9 | |
| | | 3,065 | (38,471) |
| Interest payable and similar charges | | 10,120 | 6,417 |
| LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION | | (7,055) | (44,888) |
| Tax on loss on ordinary activities | 4 | <u>-</u> | |
| LOSS FOR THE FINANCIAL YEAR AFTER TAXATION | | (7,055) | (44,888) |
| Dividends | 5 | <u>-</u> | 3,000 |
| DEFICIT FOR THE YEAR | | (7,055) | (47,888) |

The notes form part of these financial statements

BALANCE SHEET 31 October 2004

| | | 2004 | 1 | 2003 | |
|--|-------|--------|----------|--------|----------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS Tangible assets | 6 | | 30,480 | | 36,563 |
| CURRENT ASSETS | | | | | |
| Stocks | | 31,500 | | 26,500 | |
| Debtors | 7 | 26,032 | | 35,238 | |
| Cash at bank and in hand | | 472 | | 360 | |
| | | 58,004 | | 62,098 | |
| CREDITORS Amounts falling due within one year | 8 | 75,794 | | 76,836 | |
| anounts raining due within one year | O | 75,794 | | 76,636 | |
| NET CURRENT LIABILITIES | | | (17,790) | | (14,738) |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 12,690 | | 21,825 |
| CREDITORS Amounts falling due after more than | one | | | | |
| <i>r</i> ear | 9 | | 32,784 | | 34,864 |
| | | | (20,094) | | (13,039) |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 12 | | 18,000 | | 18,000 |
| Profit and loss account | 13 | | (38,094) | | (31,039) |
| SHAREHOLDERS' FUNDS | | | (20,094) | | (13,039) |

The notes form part of these financial statements

BALANCE SHEET - continued 31 October 2004

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ended 31 October 2004.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2004 in accordance with Section 249B(2) of the Companies Act 1985.

The directors acknowledge their 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.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:

J A D Hanson Director

Approved by the Board on 25 March 2005

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 October 2004

1. ACCOUNTING POLICIES

Fundamental Accounting Concept

The company meets its day to day capital requirements through an overdraft facility which is repayable on demand and the directors consider it is appropriate to prepare the accounts on the going concern basis. However, should future funding become unavailable, the going concern basis may be invalid and adjustments would have to be made to reduce the value of assets to their recoverable amount, to provide for any further liabilities which might arise and to reclassify fixed assets and long term liabilities as current assets and liabilities.

Accounting convention

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).

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

| Computer equipment | - 25% on cost |
|-----------------------|----------------------------------|
| Fixtures and fittings | 10% on cost |
| Number plates | not provided |

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

2. TURNOVER

The total turnover of the company for the year has been derived from its principal activities wholly undertaken in the UK.

3. OPERATING PROFIT/(LOSS)

The operating profit (2003 - operating loss) is stated after charging:

| | 2004 | 2003 |
|--|--------|--------|
| | £ | £ |
| Depreciation - owned assets | 8,483 | 8,484 |
| Depreciation - assets on hire purchase contracts | 800 | - |
| Loss on disposal of fixed assets | _ | 18,467 |
| · | | |
| Directors' emoluments | 14,144 | 41,861 |
| | | |

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 October 2004

4. TAXATION

No liability to UK corporation tax arose on ordinary activities for the year ended 31 October 2004 nor for the year ended 31 October 2003 due to the availability of tax losses.

| | the year ended 31 October 2003 due | to the availability of tax i | osses. | | |
|----|--|------------------------------|----------------------------------|-----------------------|-------------------|
| 5. | DIVIDENDS | | | 2004 | 2003 |
| | Final | | | £ | £ 3,000 ——— |
| 6. | TANGIBLE FIXED ASSETS | | - | | |
| | | Computer equipment £ | Fixtures and fittings £ | Number plates £ | Totals £ |
| | COST At 1 November 2003 Additions | 3,200 | 84,833 | 495 | 85,328 3,200 |
| | At 31 October 2004 | 3,200 | 84,833 | 495 | 88,528 |
| | DEPRECIATION At 1 November 2003 Charge for year | 800 | 48,765 8,483 | <u>-</u> | 48,765 9,283 |
| | At 31 October 2004 | 800 | 57,248 | | 58,048 |
| | NET BOOK VALUE At 31 October 2004 | 2,400 | 27,585 | <u>495</u> | 30,480 |
| | At 31 October 2003 | | 36,068 | <u>495</u> | 36,563 |
| | | | | | |

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

| | equipment £ |
|--------------------------------------|--------------|
| COST Additions | 3,200 |
| At 31 October 2004 | 3,200 |
| DEPRECIATION Charge for year | 800 |
| At 31 October 2004 | 800 |
| NET BOOK VALUE At 31 October 2004 | <u>2,400</u> |

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 October 2004

| 7. | DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
|-----|---|--|-------------------------|
| | | 2004 £ | 2003 £ |
| | Trade debtors | 20,837 | ± 34,389 |
| | Other debtors | 5,195 | 849 |
| | | | |
| | | 26,032 | 35,238 |
| 8. | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| ٥. | | 2004 | 2003 |
| | | £ | £ |
| | Bank loans and overdrafts | 27,300 | 29,936 |
| | Hire purchase contracts | 1,253 | 2,196 |
| | Trade creditors | 30,745 | 26,879 |
| | Taxation and social security | 10,186 | 9,942 |
| | Other creditors | 6,310 | 7,883 |
| | | 75,794 | 76,836 |
| 9. | CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR Bank loans Hire purchase contracts | 2004 £ 31,568 1,216 32,784 | 2003 £ 34,864 |
| 10. | OPERATING LEASE COMMITMENTS | | |
| | The following operating lease payments are committed to be paid within one | year: | |
| | | 2004 | 2003 |
| | Evniring | £ | £ |
| | Expiring: Within one year | 2,959 | |
| | Between one and five years | 2,388 | - - |
| | Bottoon one and the years | | |
| | | 5,347 | |
| | | | |

NOTES TO THE FINANCIAL STATEMENTS - continued for the year ended 31 October 2004

11. SECURED DEBTS

The following secured debts are included within creditors:

| | 2004 | 2003 |
|-----------------|--------|--------|
| | £ | £ |
| Bank overdrafts | 18,003 | 20,639 |
| Bank loans | 40,865 | 44,161 |
| Hire purchase | 2,469 | 2,196 |
| | | |
| | 61,337 | 66,996 |
| | | |

The bank overdraft is secured by a floating charge and standard security over the company's assets. The bank term loan is secured over the directors' personal residence.

12. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid:

| Number: | Class: | 71 | Nominal value: | 2004 £ | 2003 £ |
|---------|----------|----|-------------------|-----------|-----------|
| 18,000 | Ordinary | | £1.00 | 18,000 | 18,000 |

13. RESERVES

| neoenve3 | Profit and loss account £ |
|--|------------------------------------|
| At 1 November 2003 Deficit for the year | (31,039) (7,055) |
| At 31 October 2004 | (38,094) |

14. CONTINGENT LIABILITIES

The company is obliged to carry out repairs and servicing on photocopiers during periods covered by purchased warranty plans. We are unable to quantify this contingency.

15. TRANSACTIONS WITH DIRECTORS

The following loan from the directors during the year ended 31 October 2004:

| Mr and Mrs Hanson | £ |
|---|-------|
| Balance due to the directors at the start of the year | 27 |
| Balance due from the directors at the end of the year | 4,712 |
| Maximum balance outstanding during year | 4,712 |
| | |

16. ULTIMATE CONTROLLING PARTY

The company is under the control of J A D Hanson who owns 53% of the issued share capital.