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INTELLIGENT TELEPHONY

SOLUTIONS

Netcall plc

Annual Report and Accounts 2005



"QueueBuster is paying for itself. It is giving us more opportunity to upsell and cross-sell."

Skipton Building Society

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Highlights

Financial

- Sales up 17% to £2.8 million (2004 — £2.4 million)
- Gross profit margin increases to 83% (2004 — 80%)
- Profit on ordinary activities before tax of £0.16 million (2004 — loss of £0.83 million), representing the first full year of profit in the company's history
- Cash position of £1.4 million (2004 — £1.3 million)

Operational

- Hosted Services achieving strong growth
- Implementation of QueueBuster Product at one of the world's leading banks
- Continued tight control of operating costs

Ron Elder, Chairman of Netcall, commented:

"We are very pleased with our strategy of offering customers the opportunity to take the hosted service version of QueueBuster. It has produced excellent results and is providing an increasing base of highly stable and visible revenue. Our objective is to continue to grow this base whilst offering flexible packages which meet the needs of our customers and prospects."

Chairman's Statement

Following the launch of the hosted service version of QueueBuster last year, we have successfully built up the proportion of service-based revenues. By continuing to grow revenue and maintaining a prudent stance on costs, Netcall is reporting full year profits for the first time in its history.

Results

Turnover for the year was £2.8 million, 17% ahead of last year (2004 — £2.4 million). Margins improved slightly and as a result, gross profits were £2.4 million, compared to last year's figure of £1.9 million. A reduction in administrative expenses meant that the Company was able to report a small profit, before taxation, of £0.16 million, compared to a loss before tax in the previous year of £0.83 million. Earnings per share were 0.2p, compared to a loss per share of 1.3p in 2004.

Increasing annuity revenues from maintenance contracts and growing revenues from hosted services ensured a continuing healthy cash flow into the new financial year.

At 30th June 2005, the cash position was £1.4 million, slightly ahead of the previous year.

At the year end, Netcall had contracted future revenues of £1.19 million (2004 — £1.65 million) that will contribute to its income over the next three years. Additionally, the business now has a higher level of regular monthly income being generated from users of the hosted services.

Business Focus

We continue to deliver on the plan to make the Company's solutions available to a broader customer base through the introduction of service offerings. This strategy will also reduce the unpredictability of Netcall's revenue streams caused by a relatively small number of customers making decisions on high-value product purchases. We have found that no matter how great the positive impact QueueBuster technology can be shown to have on a customer's business, the timings associated with the customer's decision-making processes make our own budgeting very difficult.

"Our clients like the freedom it gives them to do other things whilst awaiting a call back as it relieves the stress of waiting to be answered.

"Customer Service questionnaire results have seen vast improvements in the percentage score against Ease of Access to a Nurse; this coupled with our client feedback has made us even more of a Business of Caring, which is our ultimate aim."

Cigna

This has proven to be the case on a number of occasions, and was most notable recently when we won a contract to install QueueBuster at one of the world's largest banks. Although clearly an important and potentially valuable piece of business for Netcall, the timetable was under the control of the customer, and outside our influence. Our roll-out expectations for the period to 30th June 2005 were not met, and the delayed revenues are now expected to occur in the current financial year.

Thus we continue to focus on building up the stream of regular, visible and lower-risk revenues by increasing our efforts on marketing the service solutions such as QueueBuster Service and Netcall800.

Outlook

We believe our knowledge of telephony and the sophisticated technology we have developed gives us a unique insight into the requirements of organisations

with regard to call handling and customer contact management. It is becoming increasingly clear to us that these organisations consider customer dissatisfaction to be a huge threat to their business and our technology is a vital tool in combating that threat.

Those organisations that have had the vision to recognise this by signing up for our service have been delighted with the results. Our objective now is to capture a greater share than that which we currently occupy, by offering more flexible ways to sell the product to more organisations, and by providing a complementary package of services that will be even more attractive to our current and potential customers. We are making good progress in formulating these plans and we are therefore confident of further success.

Ron Elder, Chairman
20th September 2005

Chief Executive's Review

At the beginning of the financial year, the main objective was for Netcall to execute its new strategic directions and to prove the strategy's durability by reaching profitability. I am therefore pleased to report strong growth in our new key revenue streams and profitability for the first time in the Company's history.

The overall long-term health of the Company has improved substantially as Netcall has made significant progress in its market reach and has enhanced the diversity of the revenue streams, including an increase in recurring revenues.

Financial Results

Netcall is reporting a full year profit for the first time in its history. This has been achieved by a combination of revenue growth, margin increases and a reduced cost base, resulting in an improvement of profit before tax of

approximately £1 million compared to the previous year. Year on year turnover growth was 17%. Behind this is a significant change in revenue composition including a substantial increase in recurring service revenues as well as revenue growth from new customers buying QueueBuster product.

Product revenue growth has been adversely impacted by a decline in new product sales made to a single QueueBuster product customer. New sales to this customer have naturally declined as penetration of this customer has increased. Total revenue excluding new sales to this customer increased by more than 60% year on year and has been generated from a much broader customer base.

Margins have continued to improve as a result of the changing revenue profile.

Cost control has remained tight and consequently administration expenses have declined by 20% compared to last year.

"BT QueueBuster improves our efficiency and effectiveness of our call handling. It also meets our corporate objective of providing quality services that our customers want."

London Borough of Lewisham

Review of Operations

QueueBuster, Netcall's flagship product, gives customers caught in a call centre queue the option of receiving a return call without losing their place in the queue. Our customers continue to report excellent performance from QueueBuster in both sales and customer support environments, confirming that the product delivers substantial productivity improvements as well as high customer and agent satisfaction.

There is also a growing interest in other Netcall products, most notably NetCall800 which is Netcall's internet call-back solution supporting an increased number of customers' internet-based business transactions.

The hosted services business is continuing to show solid growth. This supports our belief that smaller customers as well as large corporations are attracted to the 'on-demand' business model where customers pay fees according to their usage. Netcall has, over the course of

the year, signed contracts with customers from a broad range of sectors including Financial Services, Telecommunications, Travel & Leisure and Government.

Whilst Netcall is increasingly moving towards the hosted services model, there has also been an increase in revenues from new QueueBuster product customers. During the year Netcall signed a significant three year Global Framework Agreement with an international bank to provide its QueueBuster technology to support that company's telephony operations.

The strategy to increase revenues via channels is yielding tangible benefits for both hosted services and product sales. As an example, through our distribution agreement with BT Global Services we have seen QueueBuster being adopted by Prudential. Both the results and the feedback from Prudential have been very positive. In the financial year 24% of revenues came from distribution channels.

"I've been bowled over by the enthusiasm of our call agents for the QueueBuster solution. I have never come across a product that has created so much positive morale in all the years I have worked in the call centre industry."

Prudential

Chief Executive's Review continued

Current Trading

Since the year end, trading has continued to be satisfactory. Our monthly run-rate of recurring revenues is continuing to rise in line with the increasing adoption of the hosted service and we have also received customer commitment for new QueueBuster Product systems.

Strategy

Our overall strategy is to increase both the diversity and the quality of our revenue streams. We believe we have made significant progress in executing this strategy and will continue our current efforts in growing the platform of recurring revenues as well as building distribution channels.

In addition, we see an opportunity to bundle together packages of other related telephony services to increase sales to existing customers and to attract new prospects. We intend also in the coming year to build our internal capabilities to support the key strategic directions which will make the basis for continued growth. This will be done alongside continued tight control of the Company's cost base.

Netcall's suite of products continues to have considerable potential. With a continued strong focus on the execution and development of our market model and product proposition, we are confident about the future.

Henrik Bang, Chief Executive
20th September 2005



Directors and Advisers

Chairman

Ron Elder* (55) joined the Board in May 2003. He was previously chief executive officer of property-asset management and Nasdaq-listed business, Omega Worldwide. Ron has also held senior executive positions with Zurich Financial Services, *Crawfords* (a New York stock exchange listed company), The First Personal Bank (now G.E. Capital Bank) and Avis Europe.

Chief Executive Officer

Henrik Bang (46) joined the Board in March 2004. He was previously Vice-President, EMEA, for GN Netcom, a subsidiary of GN Great Nordic, the Danish-based technology group. Between 1987 and 1998 he held a number of roles at IBM. He was Operations Manager in IBM's EMEA headquarters in London; this role included managing IBM businesses in Scandinavia and the Baltic States.

Secretary:

A K Pearson-Hurrell

Registered office:

10 Harding Way
St Ives
Cambridgeshire
PE27 3WR

Registration details:

The Company is registered in England
Company number 01812912

Website address:

www.netcall.com

Auditors:

Deloitte & Touche LLP
Chartered Accountants
Cambridge

Brian Gowers* (62) joined the Board in March 2001. He is a former president and managing director of Cogent, a division of Nortel Networks. His current non-executive appointments include the chairmanship of a privately owned technology company.

Roger Allsop* (62) joined the Board in 1987. He is commercial director of AIM listed Tricorn Group plc, chairman of Malvaire Properties Ltd and was also formerly managing director of Westwood Dawes plc.

* denotes membership of the Audit sub-committee of the Board

° denotes membership of the Remuneration sub-committee of the Board

Registrars and transfer office:

Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
West Midlands
B63 3BR

Bankers:

National Westminster Bank PLC
Carlyle House
Carlyle Road
Cambridge
CB4 3DN

Nominated advisers and brokers:

Evolution Beeson Gregory
100 Wood Street
London
EC2V 7AN

Directors' report

The directors present their annual report and the audited financial statements for the year ended 30th June 2005.

Principal activity

Netcall plc is the parent company of a group of companies which design, develop and market advanced technologies that enable businesses to integrate and manage telephony efficiently.

Business review

Details of the group's performance are given in the consolidated profit and loss account on page 12. The position of the group and the Company at the end of the year is set out in the balance sheets on pages 14 and 15. Further details of the group's performance during the year are contained in the chairman's statement.

Future prospects

The Company anticipates future growth to derive primarily from the sale of services and other usage-based offerings. Additionally, product sales will also continue to contribute to this growth driven by specific customer requirements. This increased focus on hosted services reflects the Company's strategic response to the evolving demands of its target markets. The shift is anticipated to impact the recognition of revenue which is likely to occur more evenly over the period of the customers' usage. The Board believes that this will, over time, stabilise the Company's revenue streams across a broader customer base. It is the Board's opinion that this strategy, together

with the continued development of sales channels, will generate sustainable revenues and profitability.

Dividends

The directors do not recommend the payment of a dividend (2004 — £nil).

Research and development

The group continues an active programme of research and development in its chief operating subsidiary company Netcall Telecom Limited. The costs in the year amounted to £285,876 (2004 — £344,162). It is group policy to write off all this expenditure as incurred.

Supplier payments

The group undertakes to make payments to suppliers for goods and services supplied within the normal credit periods agreed with those suppliers. The proportion of trade creditors at the year end to amounts supplied during the year gives an average payment term of 34 days (2004 — 35 days).

Political and charitable contributions

There were no political or charitable contributions in the year.

Directors and their interests

The directors who held office at 30th June 2005 had the following beneficial interests in the Company's shares at 30th June 2005 and 1st July 2004:

	30th June 2005 Number	1st July 2004 Number
R Allsop	958,638	815,638
R Elder	80,000	30,000
B Gowers	420,000	420,000
H P Bang	—	—

In accordance with the Company's Articles of Association, R Elder retires by rotation and offers himself for re-election.

Directors' report continued

Directors who held office at 30th June 2005 had the following interests in share options over ordinary shares of 5p each:

	At 1st July 2004	Granted	Lapsed	At 30th June 2005	Exercise price	Exercisable
R Allsop	100,000	—	—	100,000	20.0p	Before 15.02.12
	100,000	—	—	100,000	10.0p	Before 19.12.12 ⁽¹⁾
B Gowers	200,000	—	—	200,000	20.0p	Before 15.02.12
	1,000,000	—	—	1,000,000	10.0p	Before 19.12.12 ⁽¹⁾
R Elder	250,000	—	—	250,000	24.0p	Before 24.05.14 ⁽²⁾
H Bang	400,000	—	—	400,000	25.0p	Before 26.02.14
	100,000	—	—	100,000	25.0p	Before 26.02.14
	250,000	—	—	250,000	25.0p	Before 28.02.14 ⁽³⁾
	250,000	—	—	250,000	25.0p	Before 01.03.14 ⁽⁴⁾
	—	500,000	—	500,000	22.5p	Before 02.07.14 ⁽⁵⁾
	—	500,000	—	500,000	22.5p	Before 03.07.14 ⁽⁵⁾
	—	1,000,000	—	1,000,000	22.5p	Before 04.07.14 ⁽⁵⁾

- (1) Option shall not be exercisable until the earlier of the day immediately following the 10th consecutive trading day on which the mid-market closing price on the Alternative Investment Market of the London Stock Exchange of a fully paid ordinary share of 5 pence in the capital of the Company has reached 30 pence and a sale of the business.
- (2) Option shall not be exercisable until the earlier of the day immediately following the 10th consecutive trading day on which the mid-market closing price on the Alternative Investment Market of the London Stock Exchange of a fully paid ordinary share of 5 pence in the capital of the Company has reached 35 pence and a sale of the business.
- (3) Option shall not be exercisable until the earlier of the day immediately following the day on which the mid-market closing price on the Alternative Investment Market of the London Stock Exchange of a fully paid ordinary share of 5 pence in the capital of the Company has reached 40 pence and a sale of the business.
- (4) Option shall not be exercisable until the earlier of the day immediately following the day on which the mid-market closing price on the Alternative Investment Market of the London Stock Exchange of a fully paid ordinary share of 5 pence in the capital of the Company has reached 45 pence and a sale of the business.
- (5) Option shall not be exercisable until the earlier of the day immediately following the day on which the mid-market closing price on the Alternative Investment Market of the London Stock Exchange of a fully paid ordinary share of 5 pence in the capital of the Company has reached 35 pence and a sale of the business.

The market price of the Company's shares at 30th June 2005 was 16p and the range during the year ended 30th June 2005 was 13.5p to 30.5p.

Directors' report continued

Substantial interests

At 15th September 2005 the following interests of 3% or more in the issued ordinary share capital, other than directors, had been notified to the Company:

	Number of shares held
F&C Asset Management (previously ISIS plc)	9,545,242 (14.53%)
Gartmore Investment Management	8,499,649 (12.93%)
J Rubins	7,097,097 (10.80%)
Portside Holdings (Charles Stanley)	3,000,000 (4.57%)
Edenfield Investments Limited	2,841,362 (4.32%)
J Patoff	2,707,215 (4.12%)
Committed Capital (UK) Limited	2,000,000 (3.04%)

Derivatives and other financial instruments

The main purpose of the group's financial instruments is to raise finance for its operations. It is not the group's policy to trade in financial instruments, although strategic acquisitions may be made where it is considered that they will further the group's objectives.

a) Liquidity and interest rate risk

The group finances its operations primarily through the issue of share capital. Funds from the issue of share capital are on deposit to maximise the interest obtained from them whilst providing sufficiently flexible access to the funds to meet the group's requirements. The deposits are on floating interest rates based on bank base rates.

b) Foreign currency risk

The group operated in the USA through its subsidiary Netcall Telecom Inc whose expenditure is denominated in US dollars. In the year ended 30th June 2005 this expenditure accounted for 0.7% of the group's operating costs (2004 — 2.4%). The group financed its net investment of Netcall Telecom Inc by means of sterling funds.

In addition to sales to customers in the UK, sales are made to customers in the USA and Continental Europe. These latter sales are priced in sterling but invoiced in the currencies of the customers involved. Any exchange gains or losses arising from the settlement of these transactions are dealt with in the profit and loss account.

Statement of directors' responsibilities

United Kingdom 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 the group as at the end of the financial year, and of the profit or loss of the group for that period. In preparing those financial statements, the directors 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; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

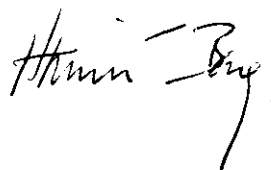
The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

Deloitte & Touche LLP have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of directors and signed on behalf of the Board

H P Bang
Director
20th September 2005



Independent auditors' report to the members of Netcall plc

We have audited the financial statements of Netcall plc for the year ended 30th June 2005 which comprise the consolidated profit and loss account, the consolidated statement of total recognised gains and losses, the balance sheets, the consolidated cash flow statement, the related notes 1 to 25 and the reconciliation of movements in consolidated shareholders' funds. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's 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 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 described in the statement of directors' responsibilities, the Company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report if, in our opinion, the directors' report is not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company and other members of the group is not disclosed.

We are not required to review any corporate governance disclosures for Financial Services Authority purposes, as the Company has availed itself of an exemption from the requirement to publish a statement of compliance with the Combined Code.

We read the directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the circumstances of the Company and the group, 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 financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion, the financial statements give a true and fair view of the state of affairs of the Company and the group as at 30th June 2005 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche LLP
Chartered Accountants and
Registered Auditors
Cambridge
England

Deloitte & Touche LLP

20th September 2005

Consolidated Profit and Loss Account

Year ended 30th June 2005

	Note	2005 £	2004 £
Turnover	2	2,822,086	2,414,211
Cost of sales		(469,073)	(471,378)
Gross profit		2,353,013	1,942,833
Administrative expenses		(2,233,033)	(2,786,225)
Other operating income		7,942	—
Operating profit/(loss)	2,4	127,922	(843,392)
Interest receivable	5	44,582	18,853
Interest payable and similar charges	6	(14,445)	(3,392)
Profit/(loss) on ordinary activities before taxation		158,059	(827,931)
Tax on profit/(loss) on ordinary activities	7	—	32,224
Retained profit/(loss) for the financial year	18	158,059	(795,707)
Earnings/(loss) per share			
Basic	9	0.2p	(1.3p)
Diluted	9	0.2p	(1.3p)

All activities derive from continuing operations.

Consolidated Statement of Total Recognised Gains and Losses

Year ended 30th June 2005

	2005 £	2004 £
Profit/(loss) for the financial year	158,059	(795,707)
Currency translation differences on foreign currency net investments	(253)	(3,776)
Total recognised gains and losses for the year	157,806	(799,483)

Reconciliation of Movements in Consolidated Shareholders' Funds

Year ended 30th June 2005

	2005 £	2004 £
Profit/(loss) for the financial year	158,059	(795,707)
Currency translation differences on foreign currency net investments	(253)	(3,776)
New shares issued	14,621	1,295,990
Share issuance expenses	—	(200,000)
Net addition to shareholders' funds	172,427	296,507
Opening shareholders' funds	1,186,736	890,229
Closing shareholders' funds	1,359,163	1,186,736

Consolidated Balance Sheet

30th June 2005

	Note	2005 £	2004 £
Fixed assets			
Tangible assets	10	172,346	153,268
Investments	11	—	—
		172,346	153,268
Current assets			
Stocks	12	19,468	130,359
Debtors	13	1,079,348	1,033,535
Cash at bank and in hand		1,393,385	1,256,872
		2,492,201	2,420,766
Creditors: amounts falling due within one year	14	(1,217,884)	(1,269,798)
Net current assets		1,274,317	1,150,968
Total assets less current liabilities		1,446,663	1,304,236
Creditors: amounts falling due after more than one year	15	(87,500)	(117,500)
Net assets		1,359,163	1,186,736
Capital and reserves			
Called up share capital	17	3,285,547	3,275,464
Share premium account	18	15,120,021	15,115,483
Special and capital reserves	18	245,055	245,055
Profit and loss account	18	(17,291,460)	(17,449,266)
Equity shareholders' funds		1,359,163	1,186,736

Balance Sheet

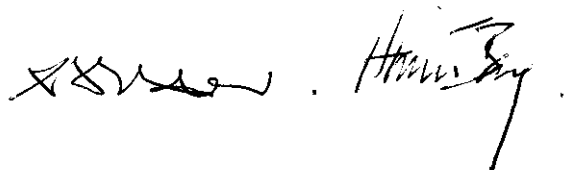
30th June 2005

	Note	2005 £	2004 £
Fixed assets			
Tangible assets	10	20,339	32,725
Investments	11	633,907	639,899
		654,246	672,624
Current assets			
Debtors	13	10,058,691	10,469,566
Cash at bank and in hand		1,180,614	1,002,855
		11,239,305	11,472,421
Creditors: amounts falling due within one year	14	(387,653)	(341,968)
Net current assets		10,851,652	11,130,453
Total assets less current liabilities being net assets		11,505,898	11,803,077
Capital and reserves			
Called up share capital	17	3,285,547	3,275,464
Share premium account	18	15,120,021	15,115,483
Special and capital reserves	18	496,396	496,396
Merger reserve	18	403,309	403,309
Profit and loss account	18	(7,799,375)	(7,487,575)
Equity shareholders' funds		11,505,898	11,803,077

These financial statements were approved by the Board of directors on 20th September 2005
Signed on behalf of the Board of directors

R Elder
Director

H P Bang
Director



Consolidated Cash Flow Statement

Year ended 30th June 2005

	Note	2005		2004	
		£	£	£	£
Net cash inflow/(outflow) from operating activities	19		208,094		(221,838)
Returns on investments and servicing of finance					
Interest element of finance lease rental payments		—		(15)	
Bank interest received		44,582		18,853	
Interest on bank loans and overdrafts		(13,712)		(589)	
Other interest		(733)		(2,788)	
Net cash inflow from returns on investments and servicing of finance			30,137		15,461
Capital expenditure and financial investment					
Payments to acquire tangible fixed assets		(86,339)		(58,686)	
Proceeds from sale of tangible fixed assets		—		620	
Net cash outflow from capital expenditure and financial investment			(86,339)		(58,066)
Net cash inflow/(outflow) before financing			151,892		(264,443)
Financing					
Bank loan taken out		—		150,000	
Repayment of bank loan		(30,000)		(2,500)	
Capital element of finance lease rental payments		—		(485)	
Issue of new shares		14,621		1,295,990	
Share issuance costs		—		(200,000)	
Net cash (outflow)/inflow from financing			(15,379)		1,243,005
Increase in cash	20,21		136,513		978,562

Notes to the Accounts

Year ended 30th June 2005

1. Accounting policies

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below. They have all been consistently applied throughout the year and the preceding year.

Accounting convention

The financial statements are prepared under the historical cost convention.

Basis of consolidation

The group financial statements consolidate the financial statements of the Company and all its subsidiaries. Where subsidiary companies are acquired during the year, the profit or loss attributable to shareholders includes the profits or losses from the date of acquisition. Where subsidiary companies are disposed of during the year, the profit or loss attributable to shareholders includes the profits or losses to the date of disposal.

Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight-line basis over its useful economic life. Provision is made for any impairment.

Goodwill arising on acquisitions in the year ended 31st December 1997 and earlier periods was written off to the reserves in accordance with the accounting standard then in force. As permitted by the current accounting standard, the goodwill previously written off to reserves has not been reinstated in the balance sheet. On disposal or closure of a previously acquired business, the attributable amount of goodwill previously written off to reserves is included in determining the profit or loss on disposal.

The cumulative amount of goodwill charged directly to reserves as a matter of accounting policy prior to the implementation of Financial Reporting Standard 10 is £1,006,512.

Turnover

Turnover is the amount receivable by the group for goods and services supplied, excluding VAT.

Product

Product revenue is recognised upon delivery and acceptance by the customer.

Support and maintenance

Support and maintenance revenues are spread over the period of the supply agreement.

Service

Service revenues are recognised over the period of the service agreement.

Tangible fixed assets

Depreciation is provided on cost in equal annual amounts over the estimated useful lives of the assets. The rates of depreciation are as follows:

Fixtures, fittings and telephony equipment	— 20% per annum
Domain names	— 20% per annum
Other equipment	— 33% per annum

Notes to the Accounts continued

Year ended 30th June 2005

Investments

Investments are stated at cost less provision for any impairment.

Stocks

Stocks are stated at the lower of cost and net realisable value.

Leased assets

Assets held under finance leases and hire purchase contracts are capitalised at their fair value on the inception of the leases and depreciated over their estimated useful economic lives. The finance charges are allocated over the period of the lease in proportion to the capital amount outstanding and are charged to the profit and loss account.

Rentals payable under operating leases are charged to the profit and loss account in equal annual amounts over the lease term.

Deferred taxation

Deferred tax is provided in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Foreign currencies

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date. Translation differences arising are dealt with in the profit and loss account.

The financial statements of foreign subsidiaries are translated into sterling at the closing rates of exchange and the difference arising from the translation of the opening net investment in subsidiaries at the closing and opening rates is taken direct to reserves.

Research and development

Research and development expenditure is charged to the profit and loss account as incurred.

Financial instruments

The group does not enter into derivative contracts for hedging or speculative purposes.

Transactions denominated in foreign currencies are recorded at the rates ruling on the date of the transaction. At the balance sheet date unhedged monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at that date.

Notes to the Accounts continued

Year ended 30th June 2005

2 Segmental analysis

Analyses of turnover, operating profit and net assets are stated below:

	2005 £	2004 £
i) Turnover		
Class of business		
Product	2,171,976	2,086,300
Services	650,110	327,911
	2,822,086	2,414,211
Geographical analysis by destination		
United Kingdom	2,412,518	2,135,605
Rest of Europe	316,436	187,511
North America	55,227	88,870
Rest of the World	37,905	2,225
	2,822,086	2,414,211
Geographical analysis by origin		
United Kingdom	2,817,756	2,388,895
North America	4,330	25,316
	2,822,086	2,414,211
ii) Operating profit/(loss)	2005 £	2004 £
Geographical analysis by origin		
United Kingdom	139,397	(800,601)
North America	(11,475)	(42,791)
	127,922	(843,392)
iii) Net assets	2005 £	2004 £
Geographical location		
United Kingdom	1,409,862	1,170,643
North America	(50,699)	16,093
	1,359,163	1,186,736

A split of operating profit/(loss) and net assets for each business class has not been given as the directors believe this would be seriously prejudicial to the interests of the group.

Notes to the Accounts continued

Year ended 30th June 2005

3. Information regarding directors and employees

	2005 £	2004 £
Directors' remuneration		
Emoluments	319,990	333,778

Included in the above directors' emoluments are fees paid to a third party which comprise £30,000 (2004 — £26,042) paid to R J Associates Limited under an agreement to provide the group with the services of Mr R Elder (as director).

	2005 £	2004 £
Highest paid director		
Emoluments	259,990	110,685

No director was a member of a pension scheme to which the group contributes in either the current or prior year.

	2005	2004
Average number of employees, including directors:		
Customer services	3	3
Sales and marketing	7	10
Development and technical support	8	10
Administration	5	6
	23	29
	£	£

Staff costs incurred during the year:		
Wages and salaries	1,353,994	1,473,537
Social security costs	156,069	163,536
	1,510,063	1,637,073

Notes to the Accounts continued

Year ended 30th June 2005

4. Operating profit/(loss)

	2005 £	2004 £
Operating profit/(loss) is after charging:		
Research and development costs	285,876	344,162
Rentals under operating leases		
Land and buildings	35,000	30,000
Other operating leases	10,568	12,197
Depreciation of tangible fixed assets		
Owned assets	67,261	86,019
Auditors' remuneration for audit services		
Group	6,432	6,320
Company	17,516	19,430
Auditors' remuneration for non-audit services		
Group	—	3,200
Company	8,375	4,800
Reorganisation costs	21,160	65,721

The reorganisation costs relate to termination payments incurred as a result of a reorganisation of the group's workforce.

Notes to the Accounts continued

Year ended 30th June 2005

5. Interest receivable

	2005 £	2004 £
Bank interest	44,582	18,853

6. Interest payable and similar charges

	2005 £	2004 £
Bank loans and overdrafts	13,712	589
Finance charges — finance leases and hire purchase contracts	—	15
Other	733	2,788
	14,445	3,392

Notes to the Accounts continued

Year ended 30th June 2005

7. Tax on profit/(loss) on ordinary activities

	2005 £	2004 £
United Kingdom corporation tax at 30% (2004 — 30%) based on the result for the year	—	(32,224)
Tax credit on profit/(loss) on ordinary activities	—	(32,224)

The standard rate of tax for the year, based on the UK standard rate of corporation tax, is 30% (2004 — 30%).
The actual tax credit for the current and the previous year differs from the standard tax rate for the reasons set out in the following reconciliation:

	2005 £	2004 £
Profit/(loss) on ordinary activities before tax	158,059	(827,931)
Tax on profit/(loss) on ordinary activities at standard rate	47,418	(248,379)
Factors affecting credit for the year:		
Expenses not deductible for tax purposes	1,417	5,660
Capital allowances in deficit of depreciation	411	15,711
Utilisation of tax losses	(53,732)	186,698
Movement in short-term timing differences	4,136	30
Other deferred tax movements	350	—
Losses surrendered for research and development tax credit	—	60,421
Research and development tax credit received	—	(32,224)
Expenditure uplifted by research and development tax credit	—	(20,141)
Tax credit on profit/(loss) on ordinary activities	—	(32,224)

Group

A deferred tax asset has not been recognised in respect of timing differences relating to trading losses as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised at 30th June 2005 is £3,136,288 (2004 — £3,188,370). The asset would be recovered if the group makes suitable taxable profits in the future.

The group also has an unprovided deferred tax asset of £2,012,271 (2004 — £2,012,271) in respect of capital losses. This asset can be recovered against suitable capital gains in the future.

Company

A deferred tax asset has not been recognised in respect of timing differences relating to trading losses as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised at 30th June 2005 is £776,606 (2004 — £686,833). The asset would be recovered if the Company makes taxable income in the future.

The Company also has an unprovided deferred tax asset of £2,012,271 (2004 — £2,012,271) in respect of capital losses. This asset can be recovered against suitable capital gains in the future.

Notes to the Accounts continued

Year ended 30th June 2005

8. Loss of the parent company

As permitted by Section 230 of the Companies Act 1985, the profit and loss account of the parent company is not presented as part of these accounts. The parent company's loss for the financial year amounted to £311,800 (2004 — £374,805).

9. Earnings/(loss) per share

Earnings/(loss) per share has been calculated in accordance with Financial Reporting Standard 14 (FRS 14). The calculation of earnings per share is based on the profit attributable to equity shareholders of £158,059 (2004 — loss of £795,707) and 65,592,187 (2004 — 60,005,122) shares being the weighted average of the number of shares in issue during that period.

The diluted earnings per share is based on a weighted average of 65,777,775 shares after allowing for the exercise of share options. For 2004, the diluted loss per share, as presented, equals the basic loss per share as FRS 14 requires presentation of diluted EPS when a company could be called upon to issue shares that would decrease net profit or increase net loss per share

Notes to the Accounts continued

Year ended 30th June 2005

10. Tangible fixed assets

Group	Domain names £	Fixtures, fittings and equipment £	Total £
Cost			
At 1st July 2004	64,141	559,485	623,626
Additions	—	86,339	86,339
Disposals	—	(115,246)	(115,246)
At 30th June 2005	64,141	530,578	594,719
Accumulated depreciation			
At 1st July 2004	31,416	438,942	470,358
Charge for the year	12,386	54,875	67,261
Disposals	—	(115,246)	(115,246)
At 30th June 2005	43,802	378,571	422,373
Net book value			
At 30th June 2005	20,339	152,007	172,346
At 30th June 2004	32,725	120,543	153,268

Company	Domain names £
Cost	
At 1st July 2004 and at 30th June 2005	64,141
Accumulated depreciation	
At 1st July 2004	31,416
Charge for the year	12,386
At 30th June 2005	43,802
Net book value	
At 30th June 2005	20,339
At 30th June 2004	32,725

Notes to the Accounts continued

Year ended 30th June 2005

11. Investments held as fixed assets

Group	Subsidiary undertakings £	Other £	Total £
Cost			
At 1st July 2004 and at 30th June 2005	—	350,000	350,000
Provision			
At 1st July 2004 and at 30th June 2005	—	350,000	350,000
Net book value			
At 30th June 2004 and at 30th June 2005	—	—	—
Company			
Cost			
At 1st July 2004 and at 30th June 2005	669,922	350,000	1,019,922
Provision			
At 1st July 2004	30,023	350,000	380,023
Provided during the year	5,992	—	5,992
At 30th June 2005	36,015	350,000	386,015
Net book value			
At 30th June 2005	633,907	—	633,907
At 30th June 2004	639,899	—	639,899

The parent company has investments in the following subsidiary undertakings which principally affect the results and financial position of the group.

Main activity

Netcall Telecom Limited

Development and marketing of commercial applications derived from the group's technology.

Netcall Telecom Inc.

Marketing of the group's solutions.

All subsidiary undertakings are wholly owned and registered in England except Netcall Telecom Inc., which is incorporated in the USA.

To avoid a statement of excessive length, details of the non-trading subsidiaries have been omitted.

12. Stocks

	2005 £	Group 2004 £
Finished goods and goods for resale	19,468	130,359

Notes to the Accounts continued

Year ended 30th June 2005

13. Debtors

	Group		Company	
	2005	2004	2005	2004
	£	£	£	£
Trade debtors	968,773	902,434	—	—
Amounts owed by subsidiary undertakings	—	—	10,023,760	10,414,332
Corporation tax recoverable	32,224	32,224	—	—
VAT	6,946	24,378	6,946	24,378
Other debtors	8,427	9,344	4,163	4,343
Prepayments and accrued income	62,978	65,155	23,822	26,513
	1,079,348	1,033,535	10,058,691	10,469,566

All debtors fall due within one year of the balance sheet date.

14. Creditors: amounts falling due within one year

	Group		Company	
	2005	2004	2005	2004
	£	£	£	£
Bank loan (see note 15)	30,000	30,000	—	—
Amounts owed to subsidiary undertakings	—	—	217,347	217,348
Trade creditors	128,635	209,121	21,569	32,725
Taxation and social security	203,112	304,637	30,747	9,920
Accruals and deferred income	856,137	726,040	117,990	81,975
	1,217,884	1,269,798	387,653	341,968

15. Creditors: amounts falling due after more than one year

	Group		Company	
	2005	2004	2005	2004
	£	£	£	£
Bank loan	87,500	117,500	—	—

The bank loan is guaranteed by the Department of Trade and Industry as part of the Small Firms Loan Guarantee Scheme. As part of this scheme the bank holds a floating charge over the assets of Netcall Telecom Limited.

Of the bank loan falling due after more than one year, £30,000 is repayable between one and two years and the remaining balance of £57,500 is repayable between two and five years.

Notes to the Accounts continued

Year ended 30th June 2005

16. Financial instruments

The group's policies regarding derivatives and financial instruments are set out in the directors' report on page 10 and the accounting policies on page 18.

Short-term debtors and creditors have been omitted from all disclosures other than the currency profile.

a) Maturity profile of financial liabilities

At 30th June 2005, the group borrowings comprised of a bank loan of £117,500 (2004 — £147,500).

The maturity profile of financial liabilities is dealt with in note 15.

b) Interest rate profile

The group's financial liabilities as disclosed in note 15 are all denominated in sterling. The bank loan as per notes 14 and 15 is at a floating interest rate based on the bank's base rate. The average rate experienced during the period is 7.4% (2004 — 6.8%).

The group's financial assets comprise cash at bank and in hand, fixed asset investments and trade debtors as shown in the consolidated balance sheet. Other than cash at bank and in hand, all financial assets are non-interest bearing. The fixed asset investments are in unlisted companies and are not therefore readily convertible into cash.

Funds are placed on deposit to maximise the interest obtained from them whilst providing sufficiently flexible access to the funds to meet the group's requirements. The deposits are on floating interest rates based on bank base rates.

c) Fair values of financial assets and liabilities

For all financial assets and liabilities book values are considered to approximate fair values.

There is not a ready market with regard to the group's unlisted fixed asset investments. All minority shareholdings in unquoted companies are valued at £nil (2004 — £nil) at the year end.

d) Hedging

It is not the group's policy to hedge interest rate and foreign currency risk.

e) Currency profile

The main functional currency of the group is Sterling. The following analysis of net foreign currency monetary liabilities shows the group's currency exposures. The amounts shown represent the transactional (or non-structural) exposures that give rise to the net currency gains and losses recognised in the profit and loss account. Such exposures comprise the monetary assets and liabilities of the group that are not denominated in the operating (or "functional") currency of the operating unit involved, namely Sterling.

	2005 £	2004 £
US Dollar	13,261	17,709
Euro	7,160	—

Notes to the Accounts continued

Year ended 30th June 2005

17. Called up share capital

	2005 £	2004 £
Authorised		
80,000,000 ordinary shares of 5p each	4,000,000	4,000,000
Called up, allotted and fully paid		
65,710,936 (2004 — 65,509,270) ordinary shares of 5p each	3,285,547	3,275,464

During the year as a result of share option exercises, 201,666 ordinary shares of 5p each were issued for proceeds of £14,621, resulting in a premium of £4,548.

Share options outstanding at 30 June 2005 were:

Number of shares under option	Exercise price	Exercise period
<i>EMI share option scheme</i>		
123,334	7.25p	19.12.03 – 19.12.12
150,001	7.25p	19.12.04 – 19.12.12
311,666	7.25p	19.12.05 – 19.12.12
400,000	25.00p	26.02.04 – 26.02.14
<i>Unapproved share option scheme</i>		
31,669	25.00p	19.12.02 – 19.02.08
31,665	25.00p	19.12.03 – 19.02.08
31,666	25.00p	19.12.04 – 19.02.08
<i>Individual share option agreements</i>		
2,100,000	10.00p	Before 19.12.12
100,000	20.00p	10.12.03 – 10.12.11
300,000	20.00p	15.02.04 – 15.02.12
100,000	25.00p	26.02.04 – 26.02.14
250,000	25.00p	Before 28.02.14
250,000	25.00p	Before 01.03.14
250,000	24.00p	Before 24.05.14
2,000,000	22.50p	Before 02.06.14
6,430,001		

Notes to the Accounts continued

Year ended 30th June 2005

18. Reserves

Group	Share premium account £	Special and capital reserves £	Merger reserve £	Profit and loss account £
At 1st July 2004	15,115,483	245,055	—	(17,449,266)
Profit for the year	—	—	—	158,059
Foreign exchange translation differences	—	—	—	(253)
Issue of shares	4,538	—	—	—
At 30th June 2005	15,120,021	245,055	—	(17,291,460)
Company				
At 1st July 2004	15,115,483	496,396	403,309	(7,487,575)
Loss for the year	—	—	—	(311,800)
Issue of shares	4,538	—	—	—
At 30th June 2005	15,120,021	496,396	403,309	(7,799,375)

19. Reconciliation of operating profit/(loss) to net cash inflow/(outflow) from operating activities

	2005 £	2004 £
Operating profit/(loss)	127,922	(843,392)
Depreciation charge	67,261	86,019
Loss on sale of fixed assets	—	5,174
Decrease/(increase) in stocks	110,891	(71,435)
(Increase)/decrease in debtors	(45,813)	384,617
(Decrease)/increase in creditors	(52,167)	217,179
Net cash inflow/(outflow) from operating activities	208,094	(221,838)

20. Reconciliation of net cash flow to movement in net funds

	2005 £	2004 £
Increase in cash in the year	136,513	978,562
Cash outflow/(inflow) from decrease/(increase) in bank loans	30,000	(147,500)
Cash outflow from finance leases and hire purchase contracts	—	485
Movement in net funds in the year	166,513	831,547
Net funds at 1st July 2004	1,109,372	277,825
Net funds at 30th June 2005	1,275,885	1,109,372

21. Analysis of changes in net funds

	At 1 July 2004 £	Cash flows £	Other non-cash changes £	At 30 June 2005 £
Cash at bank and in hand	1,256,872	136,513	—	1,393,385
Debt due after one year — bank loan	(117,500)	—	30,000	(87,500)
Debt due within one year — bank loan	(30,000)	30,000	(30,000)	(30,000)
		30,000	—	
Net funds	1,109,372	166,513	—	1,275,885

22. Operating lease commitments

At 30th June 2005 the group was committed to making the following annual payments in respect of operating leases:

	Land and buildings		Other	
	2005 £	2004 £	2005 £	2004 £
Leases which expire:				
Within one year	—	—	3,146	2,575
Within two to five years	—	—	2,820	3,432
After five years	35,000	30,000	—	—
	35,000	30,000	5,966	6,007

At 30th June 2005 the Company had no operating lease commitments (2004 — nil).

23. Capital commitments

At 30th June 2005 neither the Company nor the group had any capital commitments contracted but not provided for.

Notes to the Accounts continued

Year ended 30th June 2005

24. Contingent liabilities

The Company has guaranteed bank borrowings of other group members: Netcall Telecom Limited, A.C. Leasing Limited and IT Call Limited under an unlimited cross guarantee with a fixed and floating charge over all current and future assets of the Company. The Company's contingent liability in respect thereof at 30th June 2005 was £117,500 (2004 — £147,500).

25. Related party transactions

Under paragraph 3(c) of FRS 8 'Related Party Disclosures' the Company is exempt from the requirement to disclose transactions with fellow group companies.

During the year the group made sales to Netcall Asia Pacific PTY Ltd of £42,910 (2004 — £nil). Netcall Asia Pacific PTY Ltd is considered a related party by virtue of R Elder having been a director of Committed Capital (UK) Ltd, a company which is under the same control as Netcall Asia Pacific PTY Ltd. Subsequent to the year end, Mr R Elder ceased to be a director of Committed Capital (UK) Ltd and therefore the related party relationship no longer exists.

During the year the group made sales to Cambridge Tele.com Limited of £46,507 (2004 — £30,316) and paid reseller commission of £13,530 (2004 — £20,662). Cambridge Tele.com Limited is a related party through the fact that Mr J Burnett is a director of Cambridge Tele.com and his daughter is a director of Netcall Telecom Limited. At the year end the amount due from Cambridge Tele.com Limited was £12,670 (2004 — £nil).

Notice of the annual general meeting

Notice is hereby given that the 2005 Annual General Meeting of Netcall plc will be held at 11 a.m. on 15th November 2005 at 10 Harding Way, St Ives, Cambridgeshire, PE27 3WR for the purpose of considering and, if thought fit, passing the following resolutions:

Ordinary business

Resolution 1: To receive audited accounts for the year ended 30th June 2005 together with the reports of the directors and auditors thereon.

Resolution 2: To reappoint Deloitte & Touche LLP as auditors and to authorise the directors to determine their remuneration.

Resolution 3: To re-elect Ron Elder as a director who retires by rotation in accordance with the Articles of Association.

Special business

Resolution 4: To consider and, if thought fit, pass the following as an ordinary resolution:

"THAT the Board be and is hereby generally and unconditionally authorised to exercise all powers of the company to allot relevant securities (within the meaning of section 80 of the Companies Act 1985) up to an aggregate nominal value of £200,000, in addition to authorities already held (see note 5), provided that this authority shall expire one year after the passing of this resolution save that the company may before such an expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Board may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired."

Resolution 5: To consider and, if thought fit, pass the following as a special resolution:

"THAT, subject to the passing of the previous Resolution 4, the Board be and is hereby empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of Section 94 of the Companies Act 1985) up to an aggregate nominal amount of £200,000 pursuant to the authority conferred by the previous resolution as if subsection (1) of section 89 of the Companies Act 1985 did not apply to such allotment."

By order of the Board

A K Pearson-Hurrell
Secretary
10 Harding Way
St Ives
Cambridgeshire
PE27 3WR
10 October 2005

Notice of the annual general meeting

Notes:

- 1 A member of the Company entitled to attend and vote at this meeting may appoint one or more proxies to attend and, on a poll, vote on his behalf. A proxy need not be a member.
- 2 To be entitled to attend and vote at the Annual General Meeting (and for the purpose of determination by the Company of the number of votes they may cast), members must be entered on the Company's Register of Members by 11 a.m. on 15th November 2005.
- 3 Completion and return of a proxy does not preclude a member from attending and voting at the meeting.
- 4 You will find attached a form of proxy for use by members which, to be valid, must be completed and signed, together with any power of attorney or other authority under which it is signed or a notarially certified or office copy thereof, and received by the Company's registrars not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
- 5 Special resolutions from an EGM held on 8th August 2002, granted the directors the authority to allot equity securities of up to 9,240,000 Ordinary Shares pursuant to options proposed to be granted to Committed Capital Pty Ltd and up to 4,520,000 Ordinary Shares generally. This authority expires on the fourth anniversary of the passing of the resolution. During the 2004 financial year, 8,509,840 shares were issued to Committed Capital Pty Ltd following the exercise of the options.

Netcall plc proxy

For use at the Annual General Meeting to be held on 15th November 2005

I (Block letters please).....

.....

of

.....

.....

being a member of Netcall plc hereby appoint the Chairman of the meeting, or failing him*

.....

as my proxy to vote for me on my behalf at the Annual General Meeting of the Company to be held on 15th November at 11 a.m. at 10 Harding Way, St Ives, Cambridgeshire, PE27 3WR and any adjournment thereof.

* If it is desired to appoint as proxy any other person, delete "the Chairman of the meeting, or failing him" and insert the name of your proxy; the alteration must be initialled.

Ordinary Resolutions	For	Against
1 To receive the audited accounts for the year ended 30th June 2005 together with the reports of the directors and auditors thereon.		
2 To reappoint Deloitte & Touche LLP as auditors and to authorise the directors to determine their remuneration.		
3 To re-elect Ron Elder as a director who retires by rotation in accordance with the Articles of Association.		
4 To authorise the directors to allot relevant securities.		
Special Resolution		
5 To authorise the directors to allot equity security for cash for certain purposes.		

Notes:

- 1 To be valid the form of proxy must be completed and deposited with the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3BR, not later than 48 hours before the time fixed for holding the Meeting or adjourned Meeting.
- 2 If the appointer is a corporation this form of proxy should be executed under common seal or under the hand of an officer duly authorised in writing.
- 3 In the case of joint holders the signature of any one holder will be sufficient but the names of all joint holders should be stated.
- 4 A member may appoint his or her own proxy in the space provided and such proxy need not be a member of the Company.
- 5 If the proxy is not mandated as to how to vote, he or she may vote at his or her discretion.

Second fold

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**THE REGISTRAR
NEVILLE REGISTRARS LIMITED
NEVILLE HOUSE
18 LAUREL LANE
HALESOWEN
WEST MIDLANDS
B63 3BR**

First fold

Third fold
and tuck in flap opposite

Because we have so much to tell you this year – more than there is room to include here – we have produced a company CD with information about our products, product demonstrations, customer research, case studies and video testimonies.

If you would like a copy, please call NetCall Telecom on **0800 376 6955** or email **info@netcall.com**.
Alternatively, please visit our website at **www.netcall.com**.