

2056185

ESPERUS SOFTWARE LIMITED
ACCOUNTS FOR THE YEAR ENDED
31 MARCH 1997



ESPERUS SOFTWARE LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 1997

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***Aspil & Co
Accountants
122 St Pancras Way
London NW1 9NB***

ESPERUS SOFTWARE LIMITED

GENERAL INFORMATION

Company Number: 2056185

Directors: M Pavlou
T Pavlou

Secretary: T Pavlou

Registered Office: 232 Royal College Street
London NW1 9NJ

Auditors: A L Charles & Co
249 Gray's Inn Road
London WC1X 8JR

Accountants: Aspil & Co
122 St Pancras Way
London NW1 9NB

ESPERUS SOFTWARE LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 1997

The directors present their report together with the unaudited financial statements of the company for the year ended 31st March 1997.

DIRECTORS

The directors in office during the year and their beneficial interests in the issued share capital of the company were as follows:

	<u>Ordinary shares of £1 each</u>	
	<u>1997</u>	<u>1996</u>
Michael Pavlou	60	99
T Pavlou	40	1

PRINCIPAL ACTIVITY

The principal activity of the company is that of development and sale of software packages and computer equipment.

TRADING RESULTS AND DIVIDENDS

The results for the period and the financial position of the company are as set out in the annexed financial statements.

A dividend of £44800 has been voted to the shareholders (1996 48000).

AUDITORS

A resolution to re-appoint Messrs A L Charles & Co as the company's Auditors will be put to the members at the next annual general meeting.

BY ORDER OF THE BOARD



T. Pavlou

Date.....20/11/97.....

ESPERUS SOFTWARE LIMITED

STATEMENT OF DIRECTOR'S 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 period. In preparing those financial statements, the Directors are required to:-

Select suitable accounting policies and then apply them consistently,

Make judgments and estimates that are reasonable and prudent,

State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements: and

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 discloses 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.

ACCOUNTANT'S REPORT TO THE SHAREHOLDERS ON
THE UNAUDITED ACCOUNTS OF ESPERUS SOFTWARE LIMITED

A report on the accounts for the period ended 31 March 1997 as set out on pages 5 to 9.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND REPORTING ACCOUNTANT

As described on page 3 the director is responsible for the preparation of accounts and he considers that the company is exempt from an audit. It is my responsibility to carry out procedures to enable me to report my opinion to you.

BASIS OF OPINION

My work was conducted in accordance with the Statement of Standard for Reporting Accountants, and so my procedures consisted of comparing the accounts with the accounting records kept by the company, and making such limited enquiries of the officers of the company as I considered necessary for the purposes of this report. These procedures provide only the assurance expressed in my opinion.

OPINION

In my opinion:

(a) the accounts are in agreement with the accounting records kept by the company under section 221 of the Companies Act 1985.

(b) having regard only to and on the basis of the information contained in those accounting records:

(i) the accounts have been drawn up in a manner consistent with the accounting requirements specified in section 249C (6) of the Act and

(ii) the company satisfied the conditions for exemption from an audit of the accounts for the year specified in section 249A (4) of the Act and did not at any time within that year fall within any of the categories of companies not entitled to the exemption specified in section 249B (1).


A L CHARLES & CO
Registered Auditors

247-249 Gray's Inn Road
London WC1X 8JR

NOVEMBER 1997

ESPERUS SOFTWARE LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH 1997

	Notes -----	1997 -----	1996 -----
Turnover	1b	224128	263284
Cost of sales		61158	100157
Gross profit		----- 162970	----- 163127
Other income		265	124
		----- 163235	----- 163251
Administrative expenses	118782		83730
Distribution costs	4617		3132
Other operating charges	668	124067	429 87291
	-----	-----	-----
Profit on ordinary before activities taxation	3	39168	75960
Tax on profit on ordinary activities	2	9413	19008
		-----	-----
Profit on ordinary activities after taxation		29755	56952
Dividends		44800	48000
		----- (15045)	----- 8952
Balance brought forward		20440	11488
		-----	-----
Balance carried forward		5395	20440
		=====	=====

The notes on pages 8-9 form part of these financial statements.

ESPERUS SOFTWARE LIMITED
BALANCE SHEET AS AT 31ST MARCH 1997

	Note ----	1997 -----	1996 -----
<u>FIXED ASSETS</u>			
Tangible	4	6856	2458
<u>CURRENT ASSETS</u>			
Debtors	5	34924	25248
Cash at bank		17405	50481
Cash in hand		160	180
		-----	-----
		52489	75909
<u>CREDITORS:</u> falling due within one year	6	53850	57827
		-----	-----
NET CURRENT ASSETS/(LIABILITIES)		(1361)	18082
		-----	-----
NET ASSETS		5495	20540
		=====	=====
<u>REPRESENTED BY</u>			
Called up share capital	7	100	100
Profit and loss account		5395	20440
		-----	-----
		5495	20540
		=====	=====

The notes on pages 8-9 form part of these financial statements.

ESPERUS SOFTWARE LIMITED


BALANCE SHEET AS AT 31 MARCH 1997

(CONTINUED)

The directors:

- a) has taken advantage of the exemption conferred by sec. 249A subsection (2) of the Companies Act 1985 in not having the accounts audited.
- b) confirms that no notice has been deposited under subsection (2) of section 249B of Companies Act 1985.
- c) acknowledges his responsibility that the company keeps accounting records which comply with section 221 of Companies Act 1985.
- d) acknowledges his responsibility for preparing accounts which give a true and fair view of the state of affairs of the company as at the period in accordance with the requirement of section 226, and which accounts, so far as applicable to the company.

APPROVED BY THE BOARD

M. Pavlou 

Date:

The notes on pages 8-9 form part of these financial statements.

ESPERUS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 1997

1. ACCOUNTING POLICIES

a) Basis of Accounting

The financial statements have been prepared under the historical cost convention.

b) Turnover

Turnover represents net invoiced sale of goods excluding value added tax and arises wholly in the United Kingdom.

c) Fixed assets

Fixed assets are stated at cost less depreciation. Depreciation is calculated on the reducing balance basis at rates estimated to write off the assets over their estimated useful lives as follows:

Plant and Machinery	25%
---------------------	-----

2. TAXATION

Corporation Tax on the adjusted results of the year

1997	1996
----	-----
9413	19008
====	=====

3. PROFIT FOR THE FINANCIAL YEAR

Profit for the financial year is stated after charging:

Audit and accountancy fees	1850	1850
Depreciation	2286	819
	====	=====

ESPERUS SOFTWARE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 1997
(CONTINUED)

4. FIXED ASSETS

	Plant & Machinery	Total
	-----	-----
<u>Cost</u>		
At beginning of year	5004	5004
Additions	6684	6684
	-----	-----
At end of year	11688	11688
	-----	-----
<u>Depreciation</u>		
At beginning of year	2546	2546
Charge for the year	2286	2286
	-----	-----
At end of year	4832	4832
	-----	-----
<u>Written down values</u>		
As at 31 March 1997	6856	6856
	=====	=====
As at 31 March 1996	2458	2458
	=====	=====

5. DEBTORS AND PREPAYMENTS

	<u>1997</u>	<u>1996</u>
Trade debtors & prepayments	34924	25248
	=====	=====

6. CREDITORS: Falling due within one year

Trade creditors and accruals	11071	16440
Social security and other taxes	25722	17812
Directors current account	636	4567
Corporation tax	16421	19008
	-----	-----
	53850	57827
	=====	=====

7. CALLED UP SHARE CAPITAL

Authorised, issued and fully paid: 100 ordinary shares of £1 each	100	100
	=====	=====

8. CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

The company had no capital commitments or contingent liabilities as at the balance sheet date (1996 Nil).