SPITFIRE DIGITAL NETWORKS LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011

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COMPANY INFORMATION

Directors H A S Bowlby

J R Orde

Secretary H A S Bowlby

Company number 2622508

Registered office Gable House

239 Regents Park Road

London N3 3LF

Auditors SPW (UK) LLP

Chartered Accountants

Gable House

239 Regents Park Road

London N3 3LF

Business address 6-7 SBBC

Ponton Road London SW8 5BL

CONTENTS

| | Page |
|-----------------------------------|-------|
| Directors' report | 1-2 |
| Independent auditors' report | 3 - 4 |
| Profit and loss account | 5 |
| Balance sheet | 6 |
| Notes to the financial statements | 7 - 9 |

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2011

The directors present their report and financial statements for the year ended 31 March 2011

Principal activities and review of the business

The principal activity of the company continued to be the supply and installation of telecommunications and data networks

Key Performance Indicators(KPI)

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development, performance or position of the business

Results and dividends

The results for the year are set out on page 5

Directors

The following directors have held office since 1 April 2010

HAS Bowlby JR Orde

Auditors

The auditors, SPW (UK) LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2011

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

HAS Bowlby

Director 24 June 2011

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SPITFIRE DIGITAL NETWORKS LIMITED

We have audited the financial statements of Spitfire Digital Networks Limited for the year ended 31 March 2011 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

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

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF SPITFIRE DIGITAL NETWORKS LIMITED

Matters on which we are required to report by exception

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

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

Mr Paul Winter (Senior Statutory Auditor) for and on behalf of SPW (UK) LLP

24 June 2011

Chartered Accountants Statutory Auditor

Chartered Accountants Gable House 239 Regents Park Road London N3 3LF

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2011

| | | 2011 | 2010 |
|---|-------|-------------|-----------|
| | Notes | £ | £ |
| Turnover | 2 | 1,064,917 | 1,089,767 |
| Cost of sales | | (667,089) | (661,760) |
| Gross profit | | 397,828 | 428,007 |
| Distribution costs | | (3,768) | (22,210) |
| Administrative expenses | | (244,266) | (279,101) |
| | | | |
| Profit on ordinary activities before taxation | | 149,794 | 126,696 |
| Tax on profit on ordinary activities | 3 | (31,457) | (26,643) |
| Profit for the year | 9 | 118,337 | 100,053 |
| | | | <u></u> |

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

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

BALANCE SHEET

AS AT 31 MARCH 2011

| | | 20 | 11 | 20 | 10 |
|---------------------------------------|-------|-----------|---------|-----------|---------|
| | Notes | £ | £ | £ | £ |
| Current assets | | | | | |
| Stocks | 5 | 185,469 | | 184,421 | |
| Debtors | 6 | 114,896 | | 161,075 | |
| Cash at bank and in hand | | 536,949 | | 550,614 | |
| | | 837,314 | | 896,110 | |
| Creditors: amounts falling due within | | | | | |
| one year | 7 | (454,044) | | (631,177) | |
| Total assets less current liabilities | | | 383,270 | - | 264,933 |
| Capital and reserves | | | | | |
| Called up share capital | 8 | | 30,000 | | 30,000 |
| Profit and loss account | 9 | | 353,270 | | 234,933 |
| Shareholders' funds | 10 | | 383,270 | | 264,933 |
| | | | | | |

Approved by the Board and authorised for issue on 24 June 2011

HAS Bowlidy

Director

J R Orde

Director

Company Registration No. 2622508

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

12 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

13 Stock

Stock is valued at the lower of cost and net realisable value

14 Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom

| 3 | Taxation | 2011 £ | 2010 £ |
|---|---|-----------|-----------|
| | Domestic current year tax | | |
| | U K corporation tax | 31,457 | 26,643 |
| | Total current tax | 31,457 | 26,643 |
| | Factors affecting the tax charge for the year | | |
| | Profit on ordinary activities before taxation | 149,794 | 126,696 |
| | Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21 00% (2010 - 21 00%) Effects of | 31,457 | 26,606 |
| | Non deductible expenses | - | 37 |
| | Current tax charge for the year | 31,457 | 26,643 |
| 4 | Dividends | 2011 £ | 2010 £ |
| | Ordinary interim paid | | 120,000 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

| 5 | Stocks | 2011 £ | 2010 £ |
|---|--|---|---|
| | Finished goods and goods for resale | 185,469 | 184,421 |
| 6 | Debtors | 2011 £ | 2010 £ |
| | Trade debtors Amounts owed by subsidiary undertakings Prepayments and accrued income | 113,011 600 1,285 ———————————————————————————————————— | 64,922 92,500 3,653 ———————————————————————————————————— |
| 7 | Creditors. amounts falling due within one year | 2011 £ | 2010 £ |
| | Trade creditors Amounts owed to parent and fellow subsidiary undertakings Corporation tax Other taxes and social security costs Accruals and deferred income | 213,117 206,157 31,457 1,776 1,537 454,044 | 141,375 463,084 26,643 75 - 631,177 |
| 8 | Share capital Allotted, called up and fully paid 30,000 Ordinary shares of £1 each | 2011 £ 30,000 | 2010 £ 30,000 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2011

| 9 | Statement of movements on profit and loss account | | |
|----|--|---------|--------------|
| | | | Profit and |
| | | | loss |
| | | | account £ |
| | | | _ |
| | Balance at 1 April 2010 | | 234,933 |
| | Profit for the year | | 118,337 |
| | Balance at 31 March 2011 | | 353,270 |
| | | | |
| 10 | Reconciliation of movements in shareholders' funds | 2011 | 2010 |
| | | £ | £ |
| | Profit for the financial year | 118,337 | 100,053 |
| | Dividends | - | (120,000) |
| | | | |
| | Net addition to/(depletion in) shareholders' funds | 118,337 | (19,947) |
| | Opening shareholders' funds | 264,933 | 284,880 |
| | Closing shareholders' funds | 383,270 | 264,933 |
| | Sissing shareholders fands | | |
| 11 | Employees | | |
| | Number of employees | | |
| | There were no employees during the year apart from the directors | | |
| | Employment costs | 2011 | 2010 |
| | | £ | £ |
| | Wages and salaries | 62,647 | 254,458 |
| | Social security costs | - | 14,958 |
| | | 62,647 | 269,416 |
| | | | ====== |

12 Control

The ultimate parent company is Spitfire Technology Group Limited, a company registered in England and Wales