# REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2005

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COMPANIES HOUSE 31/01/2006

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# COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2005

DIRECTORS:

R MacMillan H R Hunt M Mills P Samuels L G Humphreys A Marriner A W Massey

SECRETARIES:

A Marriner

**REGISTERED OFFICE:** 

**REGISTERED NUMBER:** 

Bridge House London Bridge London SE1 9QR

2671533 (England and Wales)

**AUDITORS:** 

Wilkins Kennedy Chartered Accountants and Registered Auditor Gladstone House 77 - 79 High Street Egham, Surrey TW20 9HY

**BANKERS:** 

Barclays Bank plc PO Box 283 43 High Street Sutton

Sutton Surrey SM1 1DR

# REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2005

The directors present their report with the financial statements of the company for the year ended 31 March 2005.

#### PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of print managers.

#### **REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements.

The Company is one of the UK's fastest growing print management and outsourcing companies. Annualised sales are increasing and this will continue over the coming years as the Company is successful both in securing larger contracts and as a result of greater activity with technology in areas such as digital asset management systems. The Company is growing very quickly in the direct mail and point of sale specialist areas of print management.

### **DIVIDENDS**

The total distribution of dividends for the year ended 31 March 2005 will be £256,500.

### **DIRECTORS**

The directors during the year under review were:

R MacMillan

J Reeves

R Charnley

HR Hunt

M Mills

P Samuels
D Mathers

- appointed 3.4.2004

The directors holding office at 31 March 2005 did not hold any beneficial interest in the issued share capital of the company at 1 April 2004 (or date of appointment if later) or 31 March 2005.

R MacMillan owns 1 ordinary share (100% of the issued share capital) in H H Associates (Holdings) Limited, the parent company.

R Charnley, D Mathers and J Reeves resigned as directors of the company on 20 May 2005, 17 November 2005 and 18 November 2005 respectively.

L G Humphreys, A Marriner and A W Massey were appointed directors of the company on 22 November 2005.

### POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year the company made charitable donations of £450 in aid of Children With Leukaemia.

## REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2005

## 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 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, subject to any material departures disclosed and explained in the financial statements;
- 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.

#### **AUDITORS**

The auditors, Wilkins Kennedy, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:

R MacMillan - Director

Date: 31/01/06

# REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF H H ASSOCIATES LIMITED

We have audited the financial statements of H H Associates Limited for the year ended 31 March 2005 on pages five to eighteen. These financial statements have been prepared under the historical cost convention and 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 on page three the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom 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 to you if, in our opinion, the Report of the Directors 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 is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

# Basis of audit opinion

We conducted our audit in accordance with 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 company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the 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 the company's affairs as at 31 March 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Wilkins Kennedy
Chartered Accountants
and Registered Auditor
Gladstone House
77 - 79 High Street
Egham, Surrey
TW20 9HY

W. Okins Kenned

31 January 2006

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2005

	Notes	2005 £	2004 £
TURNOVER	2	38,082,361	22,510,167
Cost of sales		(32,920,106)	(18,811,913)
GROSS PROFIT		5,162,255	3,698,254
Administrative expenses		(3,959,758)	(2,839,783)
		1,202,497	858,471
Other operating income		4,979	-
OPERATING PROFIT	4	1,207,476	858,471
Loss on sale of fixed asset investment	5	(44,792)	-
		1,162,684	858,471
Interest receivable and similar income		8	492
		1,162,692	858,963
Interest payable and similar charges	6	(153,243)	(141,461)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		1,009,449	717,502
Tax on profit on ordinary activities	7	(378,803)	(255,914)
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		630,646	461,588
Dividends	8	(256,500)	(20,000)
RETAINED PROFIT FOR THE YEAR		374,146	441,588

## **CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current and previous years.

# **TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current and previous years.

# BALANCE SHEET 31 MARCH 2005

		2005	2004
	Notes	£	£
FIXED ASSETS			
Tangible assets	9	600,040	392,309
Investments	10	-	44,943
		600,040	437,252
CURRENT ASSETS			
Stocks	11	986,190	221,007
Debtors	12	15,861,553	9,409,941
Cash at bank and in hand		111,477	11,828
CREDITORS		16,959,220	9,642,776
CREDITORS Amounts falling due within one year	13	(15,357,746)	(8,465,579)
NET CURRENT ASSETS		1,601,474	1,177,197
TOTAL ASSETS LESS CURRENT LIABILITIES		2,201,514	1,614,449
CREDITORS Amounts falling due after more than	<b>on</b> o		
year	14	(258,197)	(45,278)
		1,943,317	1,569,171
OADETAL AND MEGEDIZE		<del></del>	
CAPITAL AND RESERVES	47	40.000	40.000
Called up share capital	17	40,009	40,009
Profit and loss account	18	1,903,308	1,529,162
SHAREHOLDERS' FUNDS	22	1,943,317	1,569,171
		<del></del>	

ON BEHALF OF THE BOARD:

R MacMillan - Director

Approved by the Board on 3) 0) 06

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2005

	Notes	2005 £	2004 £
Net cash inflow from operating activities	1	648,476	1,163,015
Returns on investments and servicing of finance	2	(153,235)	(140,969)
Taxation		(525,255)	(122,061)
Capital expenditure and financial investment	2	(458,596)	(103,183)
		(488,610)	796,802
Financing	2	(614,784)	(4,414,170)
Decrease in cash in the period		(1,103,394)	(3,617,368)
Reconciliation of net cash flow to movement in net debt	3		
Decrease in cash in the period Cash (inflow)/outflow	aht and	(1,103,394)	(3,617,368)
from (increase)/decrease in delease financing	ebt and	(415,606)	77,704
Change in net debt resulting from cash flows New finance leases		(1,519,000)	(3,539,664) (112,260)
Movement in net debt in the per Net (debt)/funds at 1 April	riod	(1,519,000) (2,753,809)	(3,651,924) 898,115
Net debt at 31 March		(4,272,809)	(2,753,809)

# NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2005

# 1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2005	2004
	£	£
Operating profit	1,207,476	858,471
Depreciation charges	252,199	229,210
(Profit)/Loss on disposal of fixed assets	(1,333)	24,505
(Increase)/Decrease in stocks	(765,183)	299,489
Increase in debtors	(5,686,511)	(701,698)
Increase in creditors	5,641,828	453,038
Net cash inflow from operating activities	648,476	1,163,015

# 2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

Poturns on investments and convising of finance	2005 £	2004 £
Returns on investments and servicing of finance Interest received Interest paid Interest element of hire purchase payments	8 (142,551) (10,692)	492 (135,850) (5,611)
Net cash outflow for returns on investments and servicing of finance	(153,235)	(140,969)
Capital expenditure and financial investment Purchase of tangible fixed assets Purchase of fixed asset investments Sale of tangible fixed assets Sale of fixed asset investments	(465,597) 7,000 1	(84,890) (44,793) 26,500
Net cash outflow for capital expenditure and financial investment	(458,596)	(103,183)
Financing Movement in loans to group undertakings New loans made in year Capital repayments in year Amount introduced by directors Amount withdrawn by directors	(932,723) 100,000 315,606 - (97,667)	(4,338,255) - (77,704) 17,972 (16,183)
Net cash outflow from financing	(614,784)	(4,414,170)

# NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2005

3.	ANALYSIS OF CHANGES IN NET DEBT			At
	Not onely	At 1.4.04 £	Cash flow £	31.3.05 £
	Net cash: Cash at bank and in hand Bank overdrafts	11,828 (2,698,381)	99,649 (1,203,043)	111,477 (3,901,424)
		(2,686,553)	(1,103,394)	(3,789,947)
	Debt: Hire purchase	(67,256)	(315,606)	(382,862)
	Debts falling due within one year		(100,000)	(100,000)
		(67,256)	(415,606)	(482,862)
	Total	(2,753,809)	(1,519,000)	(4,272,809)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2005

#### 1. ACCOUNTING POLICIES

## **Accounting convention**

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

# Exemption from preparing consolidated financial statements

The financial statements contain information about H H Associates Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 228 of the Companies Act 1985 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, H H Associates (Holdings) Limited, a company registered in England and Wales.

#### 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.

Plant and machinery

- 33% on reducing balance

Motor vehicles

- 25% on cost

Computer equipment

- 33% on cost

#### Investments

Fixed asset investments are included at cost less amounts written off.

Any profit or loss arising from the disposals of investments are treated as part of the result from ordinary activities.

### Stocks

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

Cost includes all direct expenditure.

## **Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

# Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

## Hire purchase and leasing commitments

Assets obtained under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated on the same basis as shown above. Leasing payments are treated as consisting of capital and interest, the interest element being charged to profit and loss account over the period of the lease.

Rental costs under operating leases are charged to profit and loss account when incurred.

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

# 1. ACCOUNTING POLICIES - continued

#### Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

# 2. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

		2005 £	2004 £
	United Kingdom	35,419,846	22,213,154
	Continental Europe	2,662,515	297,013
		38,082,361	22,510,167
3.	STAFF COSTS		
		2005	2004
	MATERIA STATE OF THE STATE OF T	£	£
	Wages and salaries	1,770,553	1,442,792
	Social security costs	210,699	173,679
	Other pension costs	34,332	21,355
		2,015,584	1,637,826
	The average monthly number of employees during the year was as follows		
		2005	2004
	Directors	7	6
	Other	53	29
		60	35

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

# 4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

Other operating leases Depreciation - owned assets (Profit)/Loss on disposal of fixed assets Foreign exchange differences Auditors' remuneration Hire of plant and machinery	2005 £ 112,813 252,199 (1,333) (11,506) 9,800	2004 £ 114,827 229,210 24,505 (5,632) 9,500 35,085
Directors' emoluments Directors' pension contributions to money purchase schemes	398,951 23,440	340,183 20,605
The number of directors to whom retirement benefits were accruing was as f	ollows:	
Money purchase schemes	1	1
Information regarding the highest paid director is as follows:	2005 £	2004 £
Emoluments etc Pension contributions to money purchase schemes	184,031 23,440	193,236 20,605

# 5. **EXCEPTIONAL ITEMS**

During the year to 31 March 2005, H H Associates Limited disposed of its holding in H H Danmark A/S for a nominal fee, incurring a loss on disposal of £44,792.

H H Danmark A/S was retained within the group.

## 6. INTEREST PAYABLE AND SIMILAR CHARGES

	2005 £	2004 £
Bank interest	14,677	24,053
Other interest charges	127,874	111,797
Hire purchase	10,692	5,611
	153,243	141,461

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

7.

8.

TAXATION		
<b>Analysis of the tax charge</b> The tax charge on the profit on ordinary activities for the year was		
	2005 £	2004 £
Current tax:		
UK corporation tax UK Corporation tax -prior year	369,854 8,949	261,918
Total current tax	378,803	261,91
Deferred tax		(6,004
Tax on profit on ordinary activities	378,803	255,914
	2005 £	2004 £
Profit on ordinary activities before tax	2005 £ 1,009,449	£
Profit on ordinary activities before tax  Profit on ordinary activities	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	£	
Profit on ordinary activities multiplied by the standard rate of corporation tax	£	£ 717,502
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of:	1,009,449 302,835	£ 717,502 215,25
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure	1,009,449 302,835 53,284	£ 717,502 215,257 40,730
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances	1,009,449 302,835	£ 717,502 215,25 40,730 24,500
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief	1,009,449 302,835 53,284	£ 717,502 215,25 40,730 24,500
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief under provision in previous period	£ 1,009,449 302,835 53,284 13,735 8,949	£ 717,502 215,25 40,730 24,500 (18,563
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief under provision in previous period	1,009,449 302,835 53,284 13,735 8,949	£ 717,502 215,257 40,730
Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief under provision in previous period  Current tax charge  DIVIDENDS	£ 1,009,449 302,835 53,284 13,735 8,949	£ 717,502 215,257 40,736 24,506 (18,563
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief under provision in previous period  Current tax charge	£ 1,009,449 302,835 53,284 13,735 8,949	£ 717,502 215,25 40,730 24,500 (18,563
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004 - 30%)  Effects of: disallowable expenditure excess depreciation over capital allowances marginal relief under provision in previous period  Current tax charge	£ 1,009,449 302,835 53,284 13,735 8,949 378,803	£ 717,500 215,25 40,730 24,500 (18,56) 261,910

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

9.	TANGIBLE FIXED ASSETS	Plant and machinery £	Motor vehicles £	Computer equipment	Totals £
	COST	~	~	~	~
	At 1 April 2004	187,797	180,834	417,883	786,514
	Additions	44,491	49,049	372,057	465,597
	Disposals	<u> </u>	(13,089)		(13,089)
	At 31 March 2005	232,288	216,794	789,940	1,239,022
	DEPRECIATION	<del></del>	<del></del>		
	At 1 April 2004	139,177	69,461	185,567	394,205
	Charge for year	30,685	46,835	174,679	252,199
	Eliminated on disposal	<u> </u>	(7,422)		(7,422)
	At 31 March 2005	169,862	108,874	360,246	638,982
	NET BOOK VALUE				
	At 31 March 2005	62,426	107,920	429,694	600,040
	At 31 March 2004	48,620	111,373	232,316	392,309

Included within motor vehicles are vehicles held under hire purchases agreements which cost £146,559 (2004 - £112,260) and with accumulated depreciation of £57,571 (2004 - £15,311).

Included within computer equipment is equipment held under hire purchase agreements which cost £329,667 (2004 - £Nil) and with accumulated depreciation of £27,639 (2004 - £Nil).

# 10. FIXED ASSET INVESTMENTS

			Shares in group undertakings £
	COST		
	At 1 April 2004		44,943
	Disposals		(44,943)
	At 31 March 2005		-
	NET BOOK VALUE		
	At 31 March 2005		-
	At 31 March 2004		44,943
11.	STOCKS		
		2005	2004
		£	£
	Work-in-progress	353,420	221,007
	Finished goods	632,770	-
		986,190	221,007

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

12.	DEBTORS		
		2005	2004
		£	£
	Amounts falling due within one year:		
	Trade debtors	9,969,217	4,821,805
	Amounts owed by group undertakings	5,149,639	4,190,053
	Other debtors	564,396	48,572
	Directors' current accounts	88,878	-
	Prepayments and accrued income	89,423	66,148
		15,861,553	9,126,578
	Amounts falling due after more than one year:		
	Amounts owed by group undertakings	-	283,363
		===	
	Aggregate amounts	15,861,553	9,409,941

Included within amounts owed by group undertakings are amounts of £4,852,301 (2004 - £4,043,941) due from H H Associates (Holdings) Limited, H H Associates Limited's parent company.

The directors' loan account relates to amounts owed from R MacMillan (2004 - £8,789 credit). This amount represents the maximum amount owed by R MacMillan during the course of the year.

## 13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2005	2004
	£	£
Bank loans and overdrafts (see note 15)	4,001,424	2,698,381
Hire purchase contracts (see note 16)	124,665	21,978
Trade creditors	8,771,297	4,324,618
Amounts owed to group undertakings	-	150
Corporation tax	115,466	261,918
Other taxes and social		
security	121,350	166,873
Other creditors	38,545	-
Directors' current accounts	-	8,789
Accruals and deferred income	2,184,999	982,872
	15,357,746	8,465,579

Included within amounts due to group undertakings is an amount of £Nil (2004 - £150) owed to H H Technology Limited, a subsidiary of the company.

# 14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2005	2004
	£	£
Hire purchase contracts (see note 16)	258,197	45,278

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

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17.

40,009

Ordinary

An analysis of the maturity of loans is given below:

	2005	2004
	£	£
Amounts falling due within one year or on demand:	•	
Bank overdrafts	3,901,424	2,698,381
Bank loans	100,000	-
	4,001,424	2,698,381
		====

Bank overdrafts totalling £3,843,130 (2004- £2,341,334) have been secured by fixed and floating charges over all of the assets of the company.

Further guarantee has been given by Mr H R Hunt for £30,000.

# 16. OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

	Hì purci contr	hase
	2005	2004
	£	£
Net obligations repayable:		
Within one year	124,665	21,978
Between one and five years	258,197	45,278 ————
	382,862	67,256

The following operating lease payments are committed to be paid within one year:

				Land and buildings	
Expiring: Within one y	ear		2005 £ 153,550	2004 £ 113,825	
CALLED UP	SHARE CAPITA	L			
Authorised: Number: 100,000	Class: Ordinary	Nominal value: £1	2005 £ 100,000	2004 £ 100,000	
Allotted, issu Number:	ed and fully paid: Class:	Nominal value:	2005 £	2004 £	

£1

40,009

## **NOTES TO THE FINANCIAL STATEMENTS - continued** FOR THE YEAR ENDED 31 MARCH 2005

#### 17. **CALLED UP SHARE CAPITAL - continued**

A legal charge over the shares of the company was registered on 10 April 2003.

#### 18. **RESERVES**

**Profit** and loss account £ 1,529,162

At 1 April 2004 Retained profit for the year

374,146

At 31 March 2005

1,903,308

#### 19. PENSION COMMITMENTS

The company operates a money purchase pension scheme.

The pension cost charge represents contributions payable by the company and amounted to £34,332 (2004 - £21,355). Contributions amounting to £5,661 (2004 - £nil) are included in accruals at 31 March 2005.

#### **CAPITAL COMMITMENTS** 20.

2005 2004 £ £ 492,000

Contracted but not provided for in the financial statements

Capital commitments at the year end relate to the purchase of computer equipment.

#### 21. **RELATED PARTY DISCLOSURES**

During the year the company was controlled by H H Associates (Holdings) Limited, a company incorporated in England and Wales.

The ultimate controlling party of H H Associates (Holdings) Limited is R MacMillan, director.

As a subsidiary, the company is entitled to take advantage of the exemption from disclosing transactions with group entities as the parent company produces consolidated accounts which are publicly available.

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2005

22.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2005 £	2004 £
	Profit for the financial year Dividends	630,646 (256,500)	461,588 (20,000)
	Net addition to shareholders' funds Opening shareholders' funds	374,146 1,569,171	441,588 1,127,583
	Closing shareholders' funds	1,943,317	1,569,171
	Equity interests	1,943,317	1,569,171