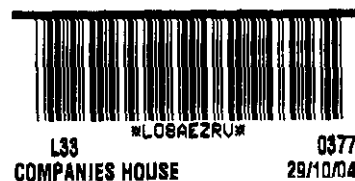


# **BONNEYSAVE LIMITED**

## **Financial Statements for the year ended 31 December 2003**

**Registered number: 02829972**



# **BONNEYSAVE LIMITED**

## **Financial Statements for the year ended 31 December 2003**

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# **BONNEYSAVE LIMITED**

## **Directors and Advisors for the year ended 31 December 2003**

### **Directors**

M Batheja  
E A Battams  
S M Southall  
J D Punter

### **Secretary and registered office**

R Garmon-Jones  
  
126 Jermyn Street  
London  
SW1Y 4UJ

### **Auditors**

BDO Stoy Hayward LLP  
8 Baker Street  
London  
W1U 3LL

## **BONNEYSAVE LIMITED**

### **Directors' report for the year ended 31 December 2003**

The directors present their report and the audited financial statements of the company for the year ended 31 December 2003.

#### ***Principal activities***

The principal activity of the company during the year was the provision of employment services to Sanlam Financial Services Limited, the UK parent company. No change in activities is envisaged in the ensuing year.

#### ***Results and dividends***

The profit and loss account is set out on page 6.

The directors do not recommend the payment of a final dividend.

#### ***Directors and their interests***

The directors who held office during the year are given below:

M Batheja  
E A Battams  
S M Southall  
J D Punter

None of the directors held any interest in the share capital of the company.

Mr J D Punter is a director of the UK parent company, Sanlam Financial Services Limited, and his interest in the share capital of that company are shown in its financial statements.

## BONNEYSAVE LIMITED

### Directors' report for the year ended 31 December 2003/*continued*

#### Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

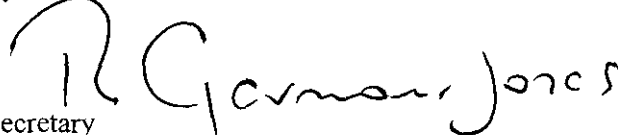
The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2003 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that 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 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

On 31 December 2003, BDO Stoy Hayward, the company's auditors, transferred its business to BDO Stoy Hayward LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. Accordingly BDO Stoy Hayward resigned as auditors on that date and the directors appointed BDO Stoy Hayward LLP as its successor.

By order of the Board

  
Secretary

Date 28 October 2004.

## **BONNEYSAVE LIMITED**

### **Independent auditors' report to the shareholders of Bonneysave Limited**

We have audited the financial statements of Bonneysave Limited for the year ended 31 December 2003 on pages 6 to 11 which have been prepared under the accounting policies set out on page 8.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

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 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 is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

#### **Basis of audit opinion**

We conducted our audit in accordance with 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.

**BONNEYSAVE LIMITED**

**Independent auditors' report to the shareholders of Bonneysave Limited /  
*continued***

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2003 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

  
BDO Stoy Hayward LLP

**Chartered Accountants and Registered Auditors  
London**

Date 28 October 2004

**BONNEYSAVE LIMITED****Profit and Loss Account for the year ended 31 December 2003**

|   |      | Year ended<br>31<br>December<br>2003<br>£ | Year ended<br>31<br>December<br>2002<br>£ |
|---|------|---|---|
|   | Note |   |   |
| Turnover                                    | 2    | 15,900,246                                | 12,227,775                                |
| Operating expenses                          |      | <u>(15,952,169)</u>                       | <u>12,239,373</u>                         |
| Operating loss                              | 3    | (51,923)                                  | (11,598)                                  |
| Interest receivable                         |      | 100                                       | 81  |
| Interest payable                            | 5    | <u>-</u>                                  | <u>(1,003)</u>                            |
| Loss on ordinary activities before taxation |      | (51,823)                                  | (12,520)                                  |
| Taxation on loss from ordinary activities   | 6    | -   | 15,318                                    |
| (Loss)/Retained profit for the year         | 10   | <u>(51,823)</u>                           | <u>2,798</u>                              |

All amounts relate to continuing activities.

All recognised gains and losses are included in the profit and loss account.

The loss for the year represents the movement on shareholders' funds in the year.

The notes on pages 8 to 11 form part of these financial statements.



# BONNEYSAVE LIMITED

## Balance Sheet as at 31 December 2003

|   | Note | 31<br>December<br>2003<br>£ | 31<br>December<br>2002<br>£ |
|---|------|-----------------------------|-----------------------------|
| <b>Current Assets</b>                                 |      |                             |                             |
| Debtors   | 8    | 6,167,477                   | 1,579,833                   |
| <b>Creditors: amounts falling due within one year</b> | 9    | 6,103,768                   | 1,464,301                   |
| <b>Net Assets</b>                                     |      | <u>63,709</u>               | <u>115,532</u>              |
| <b>Capital and reserves</b>                           |      |                             |                             |
| Called up share capital                               | 10   | 2                           | 2                           |
| Profit and Loss account                               | 11   | 63,707                      | 115,530                     |
| <b>Shareholders' funds - Equity</b>                   |      | <u>63,709</u>               | <u>115,532</u>              |

The financial statements were approved by the Board on 28th October 2004



Maya Batheja  
Director

The notes on pages 8 to 12 form part of these financial statements.

# BONNEYSAVE LIMITED

## Notes to the financial statements

### 1. Accounting policies

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The following principal accounting policies have been applied:

#### *Turnover*

Turnover represents the invoiced value, net of value added tax, of goods sold and services provided to group undertakings.

#### *Pension contributions*

The company contributes to defined contribution schemes on behalf of certain employees. The assets of the scheme are held separately from those of the company, in independently administered funds. The pension charge in the accounts represents contributions paid by the company to the pension fund during the year.

#### *Deferred taxation*

Provision is made in full for all taxation deferred in respect of timing differences that have originated but not reversed by the balance sheet date. No provision is made for taxation on permanent differences. Deferred tax assets are recognised to the extent that it is more likely than not that they will be recovered. Deferred tax balances are not discounted.

### 2. Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

### 3. Operating loss

|   | Year<br>ended 31<br>December<br>2003<br>£ | Year<br>ended 31<br>December<br>2002<br>£ |
|---|---|---|
| <b>Operating loss is stated after charging:</b> |   |   |
| Staff costs                                     |   |   |
| - Wages and salaries                            | 13,596,243                                | 10,491,196                                |
| - Social security costs                         | 1,497,069                                 | 1,105,803                                 |
| - Other pension costs                           | 594,497                                   | 425,082                                   |
|   | <u>15,687,809</u>                         | <u>12,022,081</u>                         |
| Auditor's remuneration (audit services)         | <u>3,333</u>                              | <u>5,500</u>                              |

# BONNEYSAVE LIMITED

## Notes to the financial statements/*continued*

### 4. Employee information

|  | Year<br>ended 31<br>December<br>2003 | Year<br>ended 31<br>December<br>2002 |
|--|--------------------------------------|--------------------------------------|
| The average number of persons (including directors) employed by the company during the year was: | <u>337</u>                           | <u>251</u>                           |

### 5. Directors' remuneration

|  | 2003<br>£ | 2002<br>£ |
|--|-----------|-----------|
| Directors' emoluments                            | 856,573   | 1,064,415 |
| Payments to defined contribution pension schemes | 68,671    | 66,176    |
| Emoluments of the highest paid director:         |           |           |
| Emoluments                                       | 264,464   | 383,913   |
| Payments to defined contribution pension schemes | 18,278    | 17,763    |

### 6. Interest payable and similar charges

|   | Year<br>ended 31<br>December<br>2003<br>£ | Year<br>ended 31<br>December<br>2002<br>£ |
|---|---|---|
| Interest payable on overdrafts and bank loans | <u>-</u>                                  | <u>1,003</u>                              |

# BONNEYSAVE LIMITED

## Notes to the financial statements/*continued*

### 7. Taxation on loss on ordinary activities

|   | Year<br>ended 31<br>December<br>2003<br>£ | Year<br>ended 31<br>December<br>2002<br>£ |
|---|---|---|
| <b>Current tax</b>  |   |   |
| UK corporation tax on loss of the year                                | -   | -   |
| Adjustments in respect of prior periods                               | -   | (15,318)                                  |
| Tax on loss on ordinary activities                                    | -   | (15,318)                                  |
| <b>Explanation of the difference</b>                                  |   |   |
| Loss on ordinary activities before taxation                           | (51,823)                                  | (12,520)                                  |
| Loss on ordinary activities multiplied by standard rate in the UK 30% | (15,547)                                  | (3,756)                                   |
| Effects of:   |   |   |
| Expenses not deductible for tax purposes                              | 3,000                                     | 300                                       |
| Adjustments to tax charge in respect of previous period               |   | (15,318)                                  |
| Group relief surrendered  | 12,547                                    | 3,456                                     |
| Current tax credit for year   | -   | (15,318)                                  |

### 8. Debtors

|                                     | 31<br>December<br>2003<br>£ | 31<br>December<br>2002<br>£ |
|-------------------------------------|-----------------------------|-----------------------------|
| Amounts due from group undertakings | 6,158,058                   | 1,425,220                   |
| Corporation tax                     | -                           | 6,288                       |
| Other debtors                       | 9,419                       | 148,325                     |
|                                     | <u>6,167,477</u>            | <u>1,579,833</u>            |

All amounts shown under debtors fall due within one year.

# BONNEYSAVE LIMITED

## Notes to the financial statements/continued

### 9. Creditors: amounts falling due within one year

|                                   | 31<br>December<br>2003<br>£ | 31<br>December<br>2002<br>£ |
|-----------------------------------|-----------------------------|-----------------------------|
| Bank overdraft                    | 123,425                     | 8,205                       |
| Amounts due to group undertakings | 5,244,458                   | 948,785                     |
| Taxation and social security      | 549,730                     | 344,715                     |
| Other creditors                   | 182,822                     | 162,350                     |
| Accruals                          | 3,333                       | 246                         |
|                                   | <u>6,103,768</u>            | <u>1,464,301</u>            |

The bank overdrafts are secured by a floating charge over the assets of the company and other group companies.

### 10. Called up share capital

|   | 31<br>December<br>2003<br>£ | 31<br>December<br>2002<br>£ |
|---|-----------------------------|-----------------------------|
| <b>Authorised</b>                         |                             |                             |
| 1,000 ordinary shares of £1 each          | <u>1,000</u>                | <u>1,000</u>                |
| <b>Allotted, called up and fully paid</b> |                             |                             |
| 2 ordinary shares of £1 each              | <u>2</u>                    | <u>2</u>                    |

### 11. Reserves

|                     | Profit and<br>loss account<br>£ |
|---------------------|---------------------------------|
| At 1 January 2003   | 115,530                         |
| Loss for year       | (51,823)                        |
| At 31 December 2003 | <u>63,707</u>                   |

### 12. Related party transactions

The company has taken advantage of the exemption available under Financial Reporting Standard 8, 'Related Party Transactions', not to disclose any transactions with entities included in the consolidated financial statements of its parent company.

## **BONNEYSAVE LIMITED**

### **Notes to the financial statements/*continued***

#### **13. Immediate and ultimate parent companies**

At 31 December 2003, the company's immediate parent company was Punter Southall & Co. Limited, a company incorporated in England and Wales.

The ultimate UK parent company is Sanlam Financial Services Limited and copies of its consolidated financial statements are available from Companies House.

The ultimate parent company, which is incorporated in South Africa, is Sanlam Limited. Copies of group financial statements are available from:

2 Strand Road  
Bellville  
Cape Town  
South Africa