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REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30TH SEPTEMBER 1997

FOR

HIS & HERS LTD



COMPANY INFORMATION for the year ended 30th September 1997

DIRECTORS:

Mr P Ashcroft

Mrs C Ashcroft

SECRETARY:

Mrs C Ashcroft

REGISTERED OFFICE:

Regal Chambers Cavendish Street Chesterfield Derbyshire S40 1UY

REGISTERED NUMBER:

2852013 (England and Wales)

ACCOUNTANTS:

Hewitt Card

Chartered Accountants 72 Nottingham Road

Mansfield Nottinghamshire NG18 1BN

REPORT OF THE DIRECTORS for the year ended 30th September 1997

The directors present their report with the financial statements of the company for the year ended 30th September 1997.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of a recruitment service.

REVIEW OF BUSINESS

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

DIVIDENDS

An interim dividend of £1,200 per share was paid on 26th September 1997. The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 30th September 1997 will be £12,000.

DIRECTORS

The directors during the year under review were:

Mr P Ashcroft

Mrs C Ashcroft

The beneficial interests of the directors holding office on 30th September 1997 in the issued share capital of the company were as follows:

Ordinary £1 shares	30.9.97	1.10.96
Mr P Ashcroft	50	50
Mrs C Ashcroft	50	50

ON BEHALF OF THE BOARD:

Mis C Ashcroft - SECRETARY

Dated:

PROFIT AND LOSS ACCOUNT for the year ended 30th September 1997

		1997	1996
	Notes	£	£
TURNOVER	2	172,185	197,719
GROSS PROFIT		172,185	197,719
Administrative expenses		149,940	156,327
OPERATING PROFIT	4	22,245	41,392
Interest receivable and similar income	5	952	837
		23,197	42,229
Interest payable and similar charges	6	2,038	1,287
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		21,159	40,942
Tax on profit on ordinary activities	7	5,299	9,612
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		15,860	31,330
Dividends	8	12,000	12,000
		3,860	19,330
Retained profit brought forward		28,984	9,654
RETAINED PROFIT CARRIED FORWARI)	£32,844	£28,984

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 30th September 1997

		1997		1996	
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	9		22,014		32,852
CURRENT ASSETS:					
Debtors	10	20,098		52,853	
Cash at bank and in hand		42,146		10,332	
		62,244		63,185	
CREDITORS: Amounts falling				ŕ	
due within one year	11	42,520		52,032	
NET CURRENT ASSETS:			19,724		11,153
TOTAL AGREEMENT FOR CYLERENIA					
TOTAL ASSETS LESS CURRENT					
LIABILITIES:			41,738		44,005
CREDITORS: Amounts falling					
due after more than one year	12		8,794		14,921
			£32,944		£29,084
					
CAPITAL AND RESERVES:					
Called up share capital	14		100		100
Profit and loss account			32,844		28,984
Shareholders' funds	15		£32,944		£29,084

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ending 30th September 1997.

No notice has been deposited under Section 249B(2) of the Companies Act 1985 in relation to its financial statements for the financial year.

The directors acknowledge their responsibilities for:

(a) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and

(b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

ON BEHALF OF THE BOARD:

Mr P Ashcroft - DIRECTOR

Approved by the Board on ..

NOTES TO THE FINANCIAL STATEMENTS for the year ended 30th September 1997

1. ACCOUNTING POLICIES

Accounting convention

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

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Turnover

Turnover represents net invoiced sales of services, 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 or, if held under a finance lease, over the lease term, whichever is the shorter.

Fixtures and Equipment

- 20% on reducing balance

Motor vehicles

- 25% on reducing balance

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

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.

3. STAFF COSTS

	1997	1996
	£	£
Wages and salaries	77,801	85,571
Social security costs	6,529	7,258
Other pension costs	6,816	22,987
	91,146	115,816
The average monthly number of employees during the year was as follows:		
	1997	1996
Office and management	3	3
Sales	5	4
	_	
	8	7
	==	=

NOTES TO THE FINANCIAL STATEMENTS for the year ended 30th September 1997

4. OPERATING PROFIT

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

		1997	1996
		£	£
	Hire of plant and machinery	568	423
	Depreciation – owned assets	1,511	1,616
	Depreciation - assets on finance leases	5,488	3,455
	Profit on disposal of fixed assets	(24)	_
			===
	Directors' emoluments	38,714	30,564
5.	INTEREST RECEIVABLE AND SIMILAR INCOME		
J.	INTEREST RECEIVABLE AND SIMILAR INCOME		
		1997	1996
	Descrit	£	£
	Deposit account interest	952 ===	837
6.	INTEREST PAYABLE AND SIMILAR CHARGES		
0.	INTEREST PAYABLE AND SIMILAR CHARGES		
		1997	1996
	D. J. C.	£	£
	Bank interest	58	19
	Interest on overdue tax	54	67
	Hire purchase	1,926	1,201
		2,038	1,287
			=
7.	TAXATION		
	The tax charge on the profit on ordinary activities for the year was as follows:		
		1997	1996
		£	£
	UK Corporation Tax	5,299	9,610
	Underprovided re prior years	_	2
		5,299	9,612
			====
	UK Corporation Tax has been charged at 22.50% (1996 - 24.50%).		
8.	DIVIDENDS		
VI	WA 1 AD 2011/1/10	1007	1006
		1997 £	1996 £
	Equity shares:	~	~
	Interim	12,000	12,000
		====	=====

NOTES TO THE FINANCIAL STATEMENTS for the year ended 30th September 1997

9.

10.

TANGIBLE FIXED ASSETS			
	Fixtures and Equipment	Motor vehicles	Totals
	£	£	£
COST:	*	*	
At 1st October 1996	5,837	37,246	43,083
Additions Disposals	1,257	- (0.050)	1,257
Disposais	-	(9,059)	(9,059)
At 30th September 1997	7,094	28,187	35,281
DEPRECIATION:			
At 1st October 1996	2,014	8,217	10,231
Charge for year	1,016	5,983	6,999
Eliminated on disposals	-	(3,963)	(3,963)
At 30th September 1997	3,030	10,237	13,267
NET BOOK VALUE:			
At 30th September 1997	4,064	17,950	22,014
-			
At 30th September 1996	3,823	29,029	32,852
Fixed assets, included in the above, which are held under f		_	Motor vehicles
COST			£
COST: At 1st October 1996			34,608
Disposals			(9,059)
At 30th September 1997			25,549
DEPRECIATION:			
At 1st October 1996			7,557
Charge for year			5,488
Eliminated on disposals			(3,963)
At 30th September 1997			9,082
NET BOOK VALUE:			
At 30th September 1997			16,467
At 30th September 1996			27,051
DEBTORS: AMOUNTS FALLING			
DUE WITHIN ONE YEAR			
5 0 2 ((12 111)		1997 £	1996 £
m + 11.			
Trade debtors Other debtors		17,191 965	49,212
Prepayments		965 1,942	787 2,854
• •			
		20,098	52,853

NOTES TO THE FINANCIAL STATEMENTS for the year ended 30th September 1997

11.	CREDITORS: AMOUNTS FALLING
	DUE WITHIN ONE YEAR

11.	CREDITORS: ANIOUNTS FALLING		
	DUE WITHIN ONE YEAR		
		1997	1996
		£	£
	Finance leases		
	(see note 13)	6,126	7,723
	Trade creditors	6,622	3,970
	Directors current accounts	14,531	13,378
	Other creditors	-	1,000
	V.A.T.	5,375	7,975
	Social security & other taxes	4,683	2,535
	Taxation	2,299	9,610
	Accrued expenses	2,884	5,841
		42,520	52,032
			
12.	CREDITORS: AMOUNTS FALLING		
	DUE AFTER MORE THAN ONE YEAR		
		1997	1996
	wa .	£	£
	Finance leases		
	(see note 13)	8,794 ———	14,921
13.	OBLIGATIONS UNDER LEASING AGREEMENTS		
		_	
		Financ	
		leases	
		1997	1996
		£	£
	Gross obligations repayable:		
	Within one year	7,498	9,522
	Between one and five years	9,777	17,485
		17,275	27,007
	Finance charges repayable:		
	Within one year	1,372	1,799
	Between one and five years	983	2,564
		2,355	4,363
	Net obligations repayable:		
	Within one year	6,126	7,723
	Between one and five years	8,794	14,921

14,920

22,644

NOTES TO THE FINANCIAL STATEMENTS for the year ended 30th September 1997

14. CALLED UP SHARE CAPITAL

	Authorised:				
	Number:	Class:	Nominal	1997	1996
			value:	£	£
	1,000	Ordinary	£1	1,000	1,000
	Allotted, issue	ed and fully paid:			
	Number:	Class:	Nominal	1997	1996
			value:	£	£
	100	Ordinary	£1	100	100
				=	
15.	RECONCIL	IATION OF MOVEMENTS IN SHAREHO	OLDERS' FUNDS		
				1997	1996
				£	£
	Profit for the f	financial year		15,860	31,330
	Dividends			(12,000)	(12,000)
	NET ADDIT	ION TO SHAREHOLDERS' FUNDS		3,860	19,330
	Opening share	cholders' funds		29,084	9,754
					
	CLOSING SI	HAREHOLDERS' FUNDS		32,944	29,084
					
	Equity interest	ts		32,944	29,084

REPORT OF THE ACCOUNTANTS TO THE DIRECTORS OF HIS & HERS LTD

As described on the balance sheet you are responsible for the preparation of the financial statements for the year ended 30th September 1997 set out on pages three to nine and you consider that the company is exempt from an audit in accordance with section 249A of the Companies Act 1985. In accordance with your instructions, we have compiled these unaudited financial statements in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us.

Hewitt Card Chartered Accountants 72 Nottingham Road Mansfield Nottinghamshire NG18 1BN