

TRANSMARKET GROUP LIMITED
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

Registered Number: 02861767

WILKINS KENNEDY
Bridge House
London Bridge
London
SE1 9QR

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TRANSMARKET GROUP LIMITED

CONTENTS

	Page
Company information	
Directors' report	1
Auditors' report	4
Consolidated profit and loss account	6
Consolidated balance sheet	7
Company balance sheet	8
Consolidated cashflow statement	9
Notes to the accounts	10 - 18

TRANSMARKET GROUP LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 30 NOVEMBER 2010

DIRECTORS: J G McCormick
J R Taylor
T R O'Brien

SECRETARY: J R Taylor

REGISTERED OFFICE. 77 – 79 High Street
Egham
Surrey
TW20 9HY

REGISTERED NUMBER: 02861767

AUDITORS: Wilkins Kennedy
Statutory Auditor
Chartered Accountants
Bridge House
London Bridge
London
SE1 9QR

TRANSMARKET GROUP LIMITED

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30 NOVEMBER 2010

The directors present their report with the financial statements of the company for the year ended 30 November 2010

Principal activity

The principal activity of the group continued to be that of proprietary trading in securities and derivatives on international exchanges. The company is authorised and regulated by the Financial Services Authority and is a member of Liffe, Eurex, Euronext, CME, CBOT and ICE Futures.

Review of business and key performance indicators

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

The Directors report an operating loss for the year of £4,769,764 (2009 £2,701,115). This resulted in a loss before tax of £4,852,136 (2009 £2,771,747). No dividends have been paid.

The Directors are dissatisfied with the performance for the period. As part of a cost reduction exercise, the directors have closed down the Algo and Madrid operations. They believe that the revised trading business model will generate improved results in the future.

The company uses a range of performance measures to monitor and manage the business effectively. These are both financial and non-financial and the most significant of these are the key performance indicators (KPI's).

The key financial performance indicators are gross margin and the current ratio. These KPIs indicate the rate of contribution generated by the company's proprietary trading after direct costs and the company's liquidity.

The key performance indicators for the year ended 2010, with comparatives for the year ended 2009, are set out below.

	2010	2009
Gross margin (%)	(21.7%)	34.3%
Current ratio	1.04	1.00

Employees

The company keeps employees informed on matters relevant to them as employees through regular meetings and communications.

Future prospects

The future of the securities and derivatives markets, their liquidity, volatility and the state of the global economy (with particular regard to access to securities financing transactions), in the core areas of the US and Europe, are important to the continuation of improvement in the Company's performance.

The Company will continue to look to diversifying its activities into additional geographically denominated securities and derivatives.

The company is well placed to deliver continually improving shareholder value.

TRANSMARKET GROUP LIMITED

**REPORT OF THE DIRECTORS
(continued)**

FOR THE YEAR ENDED 30 NOVEMBER 2010

Post-balance sheet events

Transmarket Iberia S L is in the process of being liquidated

Directors

The directors during the year under review were

J McCormick
J R Taylor
T R O'Brien

Registered number

02861767

Business risk control

The principal risks for the company are its trading positions. The company trading positions are monitored on a real time basis by the company and its clearers. Trades are guaranteed by the firm's clearers, thereby reducing the risk of counterparty default.

The Directors consider that the main areas which may impact on future results include the possibility of a reduction in the volatility of financial markets, the ultra low interest rate environment, reduced liquidity and the cost of retaining key trading personnel in highly competitive environments such as the UK and the increased costs associated with position funding. The Directors manage these risks by continued research and development into new trading opportunities in multi-asset classes.

Financial instruments

In accordance with its stated principal activity, the company trades in financial instruments. In addition to this the group has other financial instruments, the main purpose of which are to finance the group's operations. These comprise loans, cash and liquid resources, as well as other financial instruments such as debtors that arise directly from its operations.

The main risks arising from the company's financial instruments are interest rate, liquidity risk and foreign currency risk.

Liquidity risk

The group has significant net cash balances as at the balance sheet date and has long term loans to support its working capital requirement.

Foreign currency risk

The group has financial instruments which are denominated in various currencies. The gains and losses arising from the group's exposure to its overseas operations are recognised in the profit and loss account.

TRANSMARKET GROUP LIMITED

REPORT OF THE DIRECTORS
(continued)

FOR THE YEAR ENDED 30 NOVEMBER 2010

Statement of Directors' responsibilities

The directors are responsible for preparing 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 -

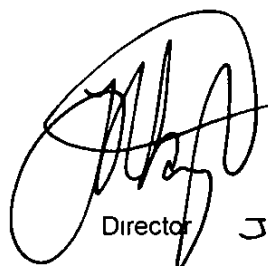
- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business,
- state whether applicable accounting standards have been followed subject to any material departures disclosed and explained in the financial statements

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.

Statement as to disclosure of information to auditors

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the Board



Director J R TAYLOR
31 October 2011

TRANSMARKET GROUP LIMITED
INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF TRANSMARKET GROUP LIMITED

We have audited the financial statements of Transmarket Group Limited for the year ended 30 November 2010 which comprise the group profit and loss account, the group and parent company balance sheets, the group's cashflow statement, the group's statement of total recognised gains and losses, the group and parent company reconciliation of movements in shareholders' funds and the related notes. 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 a Report to the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the group and the group'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 Statement of Directors' Responsibilities, 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 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 accounting policies are appropriate to the group and parent 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 30 November 2010 and of its group's loss 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

TRANSMARKET GROUP LIMITED
INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF TRANSMARKET GROUP LIMITED

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept by the parent company or returns adequate for audit have not been received from branches not visited by us, or
- the parent company 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



Robin Haslam (Senior Statutory Auditor)
for and on behalf of Wilkins Kennedy
Statutory Auditor
Chartered Accountants
Bridge House
London Bridge
London SE1 9QR

Date 31 October 2011

TRANSMARKET GROUP LIMITED
CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 NOVEMBER 2010

	Notes	2010 £	2009 £
Income	2	3,275,135	12,441,250
Direct costs		<u>(3,987,263)</u>	<u>(8,176,808)</u>
Gross profit		(712,128)	4,264,442
Administration expenses		<u>(4,057,636)</u>	<u>(6,965,557)</u>
Operating loss	2	(4,769,764)	(2,701,115)
Interest receivable		3,649	44,855
Interest payable	5	<u>(86,021)</u>	<u>(115,487)</u>
Loss on ordinary activities before taxation		(4,852,136)	(2,771,747)
Tax on results on ordinary activities	6	-	<u>(76,194)</u>
Loss for the financial year		<u>(4,852,136)</u>	<u>(2,847,941)</u>
Loss for the financial year attributable to members of the parent company	7	<u>(4,852,136)</u>	<u>(2,847,941)</u>
Retained loss for the financial year	16	<u>(4,852,136)</u>	<u>(2,847,941)</u>

GROUP STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

	2010 £	2009 £
Loss attributable to members of the parent company	(4,852,136)	(2,847,941)
Exchange difference on retranslation of net assets of subsidiary	<u>(61,466)</u>	<u>14,776</u>
Total recognised gains and losses relating to the year.	<u>(4,913,602)</u>	<u>(2,833,165)</u>

All amounts relate to continuing activities

The group has no other recognised gains or losses other than the loss for the above two financial periods

The notes on pages 10 to 18 form part of the financial statements

TRANSMARKET GROUP LIMITED
CONSOLIDATED BALANCE SHEET
AS AT 30 NOVEMBER 2010

	Notes	2010		2009	
		£	£	£	£
Fixed assets					
Tangible assets	8		394,740		1,228,329
Investments	9		73,100		7,421
			<u>467,840</u>		<u>1,235,750</u>
Current assets					
Debtors	10	19,143,472		79,580,569	
Cash at bank and in hand		<u>670,270</u>		<u>388,284</u>	
		19,813,742		79,968,853	
Creditors. Amounts falling due within one year	11	<u>(19,004,320)</u>		<u>(79,956,552)</u>	
Net current assets			<u>809,422</u>		<u>12,301</u>
Total assets less current liabilities			1,277,262		1,248,051
Creditors: Amounts falling due after more than one year	12		(1,257,267)		(890,990)
Provisions for liabilities and charges	13		-		-
Net assets			<u>£19,995</u>		<u>£357,061</u>
Capital and reserves					
Called up share capital	15		8,516,536		3,940,000
Profit and loss account	16		<u>(8,496,541)</u>		<u>(3,582,939)</u>
Equity shareholders' Funds	17		<u>£19,995</u>		<u>£357,061</u>

Approved by the Board of Directors on 31.10.2011

and signed on its behalf by -


J R TAYLOR
 Director

The notes on pages 10 to 18 form part of the financial statements

TRANSMARKET GROUP LIMITED

BALANCE SHEET

30 NOVEMBER 2010

	Notes	2010		2009	
		£	£	£	£
Fixed assets					
Tangible assets	8		394,740		1,130,379
Investments	9		104,530		77,636
			<u>499,270</u>		<u>1,208,015</u>
Current assets					
Debtors	10	19,169,886		79,540,052	
Cash at bank and in hand		667,653		287,865	
		<u>19,837,539</u>		<u>79,827,917</u>	
Creditors: Amounts falling due within one year	11	<u>(19,059,547)</u>		<u>(80,036,416)</u>	
Net current assets/(liabilities)			<u>777,992</u>		<u>(208,499)</u>
Total assets less current liabilities			1,277,262		999,516
Creditors Amounts falling due after more than one year	12		(1,257,267)		(890,990)
Provisions for liabilities and charges	13		-		-
Net assets			<u>£19,995</u>		<u>£108,526</u>
Capital and reserves					
Called up share capital	15		8,516,536		3,940,000
Profit and loss account	16		<u>(8,496,541)</u>		<u>(3,831,474)</u>
Equity shareholders' funds	17		<u>£19,995</u>		<u>£108,526</u>

Approved by the Board of Directors on

31.10.2011

and signed on its behalf by -


J.R. TAYLOR
 Director

The notes on pages 10 to 18 form part of the financial statements

TRANSMARKET GROUP LIMITED
CONSOLIDATED CASHFLOW STATEMENT
FOR THE YEAR ENDED 30 NOVEMBER 2010

	Notes	2010 £	2009 £
Net cash outflow from operating activities	21	(4,711,236)	(366,935)
Returns on investments and servicing of finance	22	(82,372)	(34,557)
Taxation		58,827	(138,719)
Capital expenditure and financial investment	22	(215,786)	(577,589)
Financing			
Issue of share capital		4,576,536	1,000,000
(Decrease) in cash in the period		<u>£(374,031)</u>	<u>£(117,800)</u>
Reconciliation of net cash flow to movement in net funds			
(Decrease) in cash in the period	23	(374,031)	(117,800)
Movement in net funds in the period		(374,031)	(117,800)
Net debt at 1 December		(212,966)	(95,166)
Net debt at 30 November		<u>£(586,997)</u>	<u>£(212,966)</u>

The notes on pages 10 to 18 form part of the financial statements

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

1 ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material in the company's financial statements

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards

The financial statements present information for the two years ended 30 November 2010

1.2 Basis of consolidation

The consolidated financial statements include the results of Transmarket Group Limited and its subsidiary undertaking drawn up to 30 November 2010. No profit or loss account for the company is presented as permitted by Companies Act 2006

1.3 Trading income

Trading income represents dealing income generated from trading on various futures and options exchanges and is stated gross of commissions and expenses

1.4 Tangible fixed assets and depreciation

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows -

Computer equipment	- over 3 or 5 years
Leasehold improvements	- over 4 to 6 years
Office furniture and equipment	- over 7 years
Any impairment in value is charged to the profit and loss account	

1.5 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in future or a right to pay less tax in future have occurred. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be appropriate taxable profits from which the future reversal of the underlying timing differences can be deducted

1.6 Operating lease commitments

Rentals paid under operating leases are charged to the profit and loss account as incurred

1.7 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 average rate of exchange over the trading period. Exchange differences are taken into account in arriving at the operating result

1.8 Going concern

As described in the directors' report on page 1 the current economic environment is challenging and the group has reported an operating loss for the year. However, the directors have instituted measures to reduce costs and, since the year end, the company has issued some 772 000 ordinary shares of £1 each to increase the company's capital base. Additionally, the directors are currently in discussions whereby certain of the group's assets and liabilities may be acquired by an existing indirect shareholder

The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company should be able to operate within its current resources and facilities. After making enquiries, the directors have a reasonable expectation that the company and the group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts

2 INCOME AND OPERATING LOSS

	2010 £	2009 £
Operating loss is stated after charging		
Depreciation of tangible fixed assets - owned by the group	774,358	557,631
Loss on disposal of fixed assets	209,338	14,876
Operating lease rentals - land and buildings	220,000	222,000
Auditors' remuneration - audit services for parent company	14,000	13,000
- audit services for subsidiaries	3,500	3,500
- non audit services	15,500	12,500
Foreign exchange (gains)	(152,997)	(47,758)

3 DIRECTORS' EMOLUMENTS

DIRECTORS' EMOLUMENTS	2010 £	2009 £
Emoluments	<u>150,136</u>	<u>209,809</u>
Highest paid director Emoluments	150,136	209,809

STAFF COSTS	£	£
Wages and salaries (including directors)	2,348,987	3,261,389
Social security costs	214,142	379,901
	<u>£2,563,129</u>	<u>£3,641,290</u>

Average number of employees during the year	Number	Number
Administration and trading	40	57

INTEREST PAYABLE	£	£
Loans	£86,021	£115,487

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

6 TAXATION	2010	2009
	£	£
Analysis of the tax charge		
The tax charge on the results on ordinary activities for the period was as follows		
Current tax		
UK corporation tax	-	-
Foreign tax	-	76,194
	<hr/>	<hr/>
Total current tax	-	76,194
Deferred tax movement	-	-
	<hr/>	<hr/>
Tax on results on ordinary activities	£ -	£76,194
	<hr/>	<hr/>

Factors affecting the tax charge

The tax assessed for the period is different from the standard rate of corporation tax in the UK
The difference is explained as follows

	2010	2009
	£	£
Loss on ordinary activities before tax	(4,852,136)	(2,771,747)
	<hr/>	<hr/>
Current tax on loss on ordinary activities calculated at		
The standard rate of Corporation Tax in the UK	(1,358,598)	(776,089)
Accelerated capital allowances	163,681	16,848
Expenses not deductible for tax purposes and effect of		
different rates	(82,169)	10,946
Tax losses carried forward	1,277,086	748,295
Foreign tax	-	76,194
	<hr/>	<hr/>
Current tax charge	£ -	£76,194
	<hr/>	<hr/>

7 PROFIT ATTRIBUTABLE TO MEMBERS OF THE PARENT COMPANY

The loss dealt with in the financial statements of the parent company was £4,665,067 (2009 £2,302,872)

8 TANGIBLE FIXED ASSETS	Leasehold Improvement	Office equipment and furniture	Computer Equipment	Total
	£	£	£	£
Group Cost				
At 1 December 2009	394,396	321,952	2,233,116	2,949,464
Additions	13,107	10,573	126,427	150,107
Disposals	(284,564)	(299,624)	(331,206)	(915,394)
	<hr/>	<hr/>	<hr/>	<hr/>
At 30 November 2010	122,939	32,901	2,028,337	2,184,177
	<hr/>	<hr/>	<hr/>	<hr/>

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

8 TANGIBLE FIXED ASSETS (continued)	Leasehold Improvement	Office equipment and furniture	Computer Equipment	Total
	£	£	£	£
Depreciation				
At 1 December 2009	269,120	214,746	1,237,269	1,721,135
Charge for the year	88,864	4,894	680,600	774,358
Disposals	(235,560)	(202,561)	(267,935)	(706,056)
	<u>122,424</u>	<u>17,079</u>	<u>1,649,934</u>	<u>1,789,437</u>
At 30 November 2010				
Net book value				
At 30 November 2010	£515	£15,822	£378,403	£394,740
At 30 November 2009	<u>£125,276</u>	<u>£107,206</u>	<u>£995,847</u>	<u>£1,228,329</u>
Company Cost				
At 1 December 2009	388,885	215,584	1,983,352	2,587,821
Additions	13,107	10,573	126,427	150,107
Disposals	(279,054)	(193,255)	(81,440)	(553,749)
	<u>122,938</u>	<u>32,902</u>	<u>2,028,339</u>	<u>2,184,179</u>
At 30 November 2010				
Depreciation				
At 1 December 2009	265,075	157,623	1,034,744	1,457,442
Charge for the year	88,864	4,894	680,600	774,358
Disposals	(231,516)	(145,437)	(65,408)	(442,361)
	<u>122,423</u>	<u>17,080</u>	<u>1,649,936</u>	<u>1,789,439</u>
At 30 November 2010				
Net book value				
At 30 November 2010	£515	£15,822	£378,403	£394,740
At 30 November 2009	<u>£123,810</u>	<u>£57,961</u>	<u>£948,608</u>	<u>£1,130,379</u>

9 FIXED ASSET INVESTMENTS

The company's subsidiary undertaking at 30 November 2010 is set out below

Name of undertaking	Country of Incorporation	Percentage of equity	Activity at November 2010
Transmarket Iberia S L	Spain	100%	Trading on international futures and options exchanges

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

9 FIXED ASSET INVESTMENTS (continued)

This subsidiary is in the process of being dissolved

Transmarket Group Limited has 1% share in Transmarket Group Research (India) Pvt Ltd

Cost or valuation	£
Brought forward	77,636
Addition	65,679
Provision against investment	<u>(38,785)</u>
Balance carried forward	<u>104,530</u>

An addition of £61,492 relates to unlisted investments

10 DEBTORS

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Trade debtors	17,928,973	78,302,954	17,928,973	78,302,954
Amounts owed by group undertakings	927,530	1,026,052	960,465	1,026,052
Other debtors	13,261	46,156	6,739	5,639
Prepayments and accrued income	273,708	205,407	273,709	205,407
	<u>£19,143,472</u>	<u>£79,580,569</u>	<u>£19,169,886</u>	<u>£79,540,052</u>

11 CREDITORS Amounts falling due within one year

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
Trade creditors	17,348,056	78,581,066	17,344,455	78,562,188
Amounts owed to group undertakings	1,415,142	209,307	1,415,142	595,418
Taxes and social security	10,850	481,993	69,678	224,405
Accruals and deferred income	230,272	684,186	230,272	654,405
	<u>£19,004,320</u>	<u>£79,956,552</u>	<u>£19,059,547</u>	<u>£80,036,416</u>

12 CREDITORS: Amounts falling due after more than one year

	2010	2009	2010	2009
	£	£	£	£
Amounts owed to group undertakings	-	289,740	-	289,740
Other loans	1,257,267	601,250	1,257,267	601,250
	<u>£1,257,267</u>	<u>£890,990</u>	<u>£1,257,267</u>	<u>£890,990</u>

Other loans bear interest at 6% per annum

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

13 DEFERRED TAX LIABILITY

The amount of deferred tax provided and unprovided and which has been calculated at 28% are as follows -

	Group Provided		Group Unprovided	
	2010	2009	2010	2009
Accelerated capital allowances	-	-	(171,000)	(430,000)
Losses	-	-	(2,500,000)	(1,594,000)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

	Company Provided		Company Unprovided	
	2010	2009	2010	2009
Accelerated capital allowances	-	-	(171,000)	(430,000)
Losses	-	-	(2,500,000)	(1,594,000)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

No provision has been made for the net deferred tax asset in accordance with the group's accounting policies

14 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid annually -

	Land and buildings	
	2010	2009
	£	£
Expiring		
Within one year	50,000	73,295
In two to five years	-	42,730
	<u> </u>	<u> </u>

15 CALLED UP SHARE CAPITAL

	2010	2009
	£	£
Allotted, issued and fully paid		
8,516,536 ordinary shares of £1 each		
(2009 3,940,000)	<u>£8,516,536</u>	<u>£3,940,000</u>

(4,576,536 ordinary shares at £1 each was issued and paid during the year)

16 PROFIT AND LOSS ACCOUNT

	Group		Company	
	2010	2009	2010	2009
	£	£	£	£
At 1 December 2009	(3,582,939)	(749,774)	(3,831,474)	(1,528,602)
Retained loss	(4,913,602)	(2,833,165)	(4,665,067)	(2,302,872)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
At 30 November 2010	<u>£(8,496,541)</u>	<u>£(3,582,939)</u>	<u>£(8,496,541)</u>	<u>£(3,831,474)</u>

As permitted by Companies Act 2006, a separate profit and loss account for the Company has not been included

TRANSMARKET GROUP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 NOVEMBER 2010

17 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS FUNDS	Group		Company	
	2010 £	2009 £	2010 £	2009 £
Loss for the financial period	(4,913,602)	(2,833,165)	(4,665,067)	(2,302,872)
Share capital increase	4,576,536	1,000,000	4,576,536	1,000,000
Shareholders funds at 1 December	357,061	2,190,226	108,526	1,411,398
Shareholders funds at 31 December	£19,995	£357,061	£19,995	£108,526

18 RELATED PARTY DISCLOSURES

Details of related party transactions receivables, payables, income and expense accounts at 30 November 2010

- i) A loan of £401,250 (2009 £401,250) from R Cahnman, a director of Transmarket Group LLC, which controls 100% of the company at the balance sheet date. The balance remained unchanged throughout the year. Accrued interest of £24,075 (2009 £24,075) was incurred in the year and £70,219 (2009 £46,144) of accrued interest remained outstanding at 30 November 2010.
- ii) A loan of £856,017 (2009 £200,000) from J McCormick, who is a director of the company. Accrued interest of £12,000 (2009 £12,000) was incurred in the year and £Nil (2009 £23,000) of accrued interest remained outstanding at 30 November 2010. Accrued interest in respect of this loan, totalling £35,000, has been waived by J McCormick.
- iii) A balance of £Nil (2009 289,740) due to Buttonwood UK, an unlimited liability company controlled by Transmarket Group LLC. No interest or other charges were incurred during the year (2009 £Nil). The loan of £354,814 to Buttonwood UK was waived during the year.
- iv) A balance of £1,037,916 (2009 £209,307) due to Transmarket Group LLC. The company recharged general and admin costs of £218,636 (2009 was charged £809,166 from) to Transmarket Group LLC during 2010.
- v) A balance of £927,530 (2009 £513,105) due from Transmarket International LLC.
- vi) A balance of £258,113 (2009 due from £494,233) due to Transmarket Group Research (India) Pvt Ltd ("Transmarket India"), a company controlled by Transmarket Group LLC. The company incurred trading services fees of £880,526 (2009 £1,607,417) from Transmarket India and recharged of £554,981 (2009 £1,112,501) to Transmarket India during the year to 30 November 2010.
- vii) A balance of £69,746 (2009 due from £18,715) due to Transmarket Group PTE Ltd (Singapore).
- viii) A balance of £49,368 (2009 Nil) due to Transmarket Group PTY (Australia).

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

19 ULTIMATE CONTROLLING PARTY

The company's ultimate controlling party is R Cahnman, who is also a director of Transmarket Group LLC

20 ULTIMATE PARENT COMPANY

The company's ultimate parent is Transmarket Group LLC, a company incorporated and registered in the United States

21 RECONCILIATION OF OPERATING LOSS TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES	2010 £	2009 £
Operating profit	(4,769,764)	(2,701,115)
Exchange differences	(61,466)	14,776
Depreciation charges	774,358	557,631
Loss on disposal of fixed asset	209,338	14,876
Decrease/(Increase) in debtors	60,378,270	(11,818,958)
(Increase)/Decrease in creditors	(61,241,972)	13,565,855
Net cash flow from operating activities	£(4,711,236)	£(366,935)
22 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT	£	£
Returns on investments and servicing of finance		
Interest received	3,649	44,855
Interest paid	(86,021)	(79,412)
Net cash outflow for returns on investments and servicing of finance	£(82,372)	£(34,557)

TRANSMARKET GROUP LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 NOVEMBER 2010

22	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT (continued)	£	£
	Capital expenditure and financial investment		
	Purchase of tangible fixed assets	150,107	572,802
	Purchase of investment	65,679	4,787
		<u> </u>	<u> </u>
	Net cash outflow for capital expenditure and Financial investment	<u>£215,786</u>	<u>£577,589</u>
 23	 ANALYSIS OF CHANGES IN NET FUNDS		
		At 30/11/09	Cashflow
			At 30/11/2010
	Net cash		
	Cash at bank and in hand	388,284	281,986
	Debt due after one year	(601,250)	(656,017)
		<u> </u>	<u> </u>
	Total	<u>£(212,966)</u>	<u>£(374,031)</u>
			<u>£(586,997)</u>

24 CAPITAL COMMITMENTS

At the balance sheet date the company had made capital commitments totalling £nil (2009 £nil)