

Company Number: 02889888

REGISTRAR'S COPY

PREMIER EDA SOLUTIONS LIMITED
REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 30 APRIL 1997



PREMIER EDA SOLUTIONS LIMITED**DIRECTORS' REPORT**

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The directors present their report and the audited financial statements of the company for the year ended 30 April 1997.

DIRECTORS

The following directors have served during the year:-

N P Barkus
P J Mayo
A D Stalley
J Wilson

According to the register maintained as required under the Companies Act 1985, beneficial interests of the directors and their families in the shares of the company throughout the year were:-

	Ordinary shares of £1 each	
	At 30 April <u>1997</u>	At 30 April <u>1996</u>
N P Barkus	3,000	3,000
P J Mayo	3,000	3,000
A D Stalley	3,000	3,000
J Wilson	nil	nil

PRINCIPAL ACTIVITY

The principal activity of the company is the sale of computer software and the provision of customer support services.

AUDITORS

A resolution for the re-appointment of Moore Stephens will be proposed at the next annual general meeting.

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 applicable to small companies.

REGISTERED OFFICE

100 Crossbrook Street
Cheshunt
Hertfordshire
EN8 8JJ

28 October 1997

BY ORDER OF THE BOARD



P J Mayo

Director

STATEMENT OF DIRECTORS' RESPONSIBILITIES

To the shareholders of PREMIER EDA SOLUTIONS LIMITED

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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;
- 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' REPORT**To the shareholders of PREMIER EDA SOLUTIONS LIMITED****Page 3**

We have audited the financial statements on pages 4 to 10 which have been prepared under the historical cost convention and the accounting policies as set down on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of 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 disclosure 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 30 April 1997 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985 applicable to small companies.

57 London Road
Enfield
Middlesex
EN2 6SW

28 October 1997

Moore Stephens

MOORE STEPHENS
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS

PREMIER EDA SOLUTIONS LIMITED

PROFIT AND LOSS ACCOUNT
for the year ended 30 April 1997

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	<u>Note</u>	<u>1997</u>	<u>1996</u>
		£	£
TURNOVER	2	516,684	462,867
COST OF SALES		<u>226,468</u>	<u>215,220</u>
GROSS PROFIT		290,216	247,647
ADMINISTRATIVE EXPENSES		<u>268,863</u>	<u>236,622</u>
OPERATING PROFIT	3	21,353	11,025
Interest receivable	4	2,039	1,044
Interest payable		(573)	-
		<u>1,466</u>	<u>1,044</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		22,819	12,069
Tax on profit on ordinary activities	5	<u>5,335</u>	<u>3,593</u>
RETAINED PROFIT FOR THE YEAR		<u>17,484</u>	<u>8,476</u>
SUMMARY OF RETAINED PROFITS			
At 1 May 1996		11,577	3,101
Retained profit for the financial year	13	<u>17,484</u>	<u>8,476</u>
At 30 April 1997		<u>29,061</u>	<u>11,577</u>

STATEMENT OF RECOGNISED GAINS AND LOSSES

The company had no recognised gains or losses other than the profit for the year.

PREMIER EDA SOLUTIONS LIMITED

BALANCE SHEET
30 April 1997

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	<u>Note</u>	<u>1997</u>		<u>1996</u>	
		£	£	£	£
FIXED ASSETS					
Tangible assets	6		24,640		13,208
CURRENT ASSETS					
Stocks	7	2,643		2,100	
Debtors	8	48,299		63,702	
Cash at bank and in hand		75,207		29,952	
		<u>126,149</u>		<u>95,754</u>	
CREDITORS amounts falling due within one year	9	<u>(84,595)</u>		<u>(61,385)</u>	
NET CURRENT ASSETS			<u>41,554</u>		<u>34,369</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			66,194		47,577
CREDITORS amounts falling due after more than one year	10		<u>(1,133)</u>		<u>-</u>
			<u>65,061</u>		<u>47,577</u>
CAPITAL AND RESERVES					
Called up share capital	12		10,000		10,000
Share premium account			26,000		26,000
Profit and loss account			29,061		11,577
SHAREHOLDERS' FUNDS	13		<u>65,061</u>		<u>47,577</u>

These accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 applicable to small companies.

Approved by the Board of Directors :-

P J Mayo



)
) DIRECTOR
)
)

28 October 1997

PREMIER EDA SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
30 April 1997

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1. ACCOUNTING POLICIES

a Accounting convention

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

b Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value.

c Fixed assets and depreciation

Provision for depreciation is made at rates calculated to write off the cost of fixed assets over their anticipated useful lives as follows:-

Computer equipment	over 3 years
Furniture and fittings	20 % on straight line basis
Office equipment	20 % on straight line basis

d Leased assets

The cost of assets held under finance leases is included under fixed assets and depreciation is provided in accordance with the accounting policy for the class of asset concerned. The interest cost is charged in proportion to the remaining balance of the lease obligation on an instalment basis.

The cost of operating leases is charged as incurred.

e Foreign currency transactions

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at the rate ruling on the balance sheet date. Any resultant gains or losses on exchange are dealt with through the profit and loss account in the period.

2. TURNOVER AND PROFIT

Turnover is based on the invoiced value of goods and services provided within the company's ordinary activities and net of trade discounts and value added tax.

The turnover arises entirely in the United Kingdom.

PREMIER EDA SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
30 April 1997

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3.	OPERATING PROFIT	1997	1996		
	Operating profit is stated after charging:-				
	Directors' remuneration	78,415	62,738		
	Auditors' remuneration	2,300	3,500		
	Depreciation - owned assets	6,037	4,287		
	- assets under hire				
	purchase agreements	915	-		
	Hire of equipment	527	-		
		<u> </u>	<u> </u>		
4.	INTEREST RECEIVABLE AND SIMILAR INCOME	1997	1996		
	Bank interest	2,039	1,044		
		<u> </u>	<u> </u>		
5.	TAX ON PROFIT ON ORDINARY ACTIVITIES	1997	1996		
	Based on the profit for the year:				
	Corporation tax at 23.75% (1996:25%)	5,335	3,593		
		<u> </u>	<u> </u>		
6.	TANGIBLE FIXED ASSETS				
		Computer equipment	Furniture and fittings	Office equipment	Total
	Cost:				
	At 1 May 1996	5,399	11,131	1,303	17,833
	Additions	16,388	519	1,477	18,384
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
	At 30 April 1997	21,787	11,650	2,780	36,217
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
	Depreciation:				
	At 1 May 1996	1,859	2,491	275	4,625
	Charge for year	4,276	2,289	387	6,952
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
	At 30 April 1997	6,135	4,780	662	11,577
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
	Net book value				
	At 30 April 1997	15,652	6,870	2,118	24,640
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
	At 30 April 1996	3,540	8,640	1,028	13,208
		<u> </u>	<u> </u>	<u> </u>	<u> </u>

The net book value of fixed assets includes an amount of £1,829 (1996: nil) in respect of assets held under hire purchase agreements.

PREMIER EDA SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
30 April 1997

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7.	STOCKS	<u>1997</u>	<u>1996</u>
	Finished goods	<u>2,643</u>	<u>2,100</u>
8.	DEBTORS	<u>1997</u>	<u>1996</u>
	Trade debtors	<u>48,299</u>	<u>63,702</u>
9.	CREDITORS amounts falling due within one year	<u>1997</u>	<u>1996</u>
	Obligations under finance leases and hire purchase contracts (note 11)	915	-
	Trade creditors	59,035	29,191
	Corporation tax	5,335	3,593
	Other creditors	<u>19,310</u>	<u>28,601</u>
		<u>84,595</u>	<u>61,385</u>
10.	CREDITORS amounts falling due after more than one year	<u>1997</u>	<u>1996</u>
	Obligations under finance leases and hire purchase contracts (note 11)	1,133	-
		<u>1,133</u>	<u>-</u>

PREMIER EDA SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
30 April 1997

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11.	OBLIGATIONS UNDER FINANCE LEASES AND HIRE PURCHASE CONTRACTS	<u>1997</u>	<u>1996</u>
	The company is committed to the following payments:		
	Within one year	1,270	-
	In the second to fifth years inclusive	1,270	-
		<u>2,540</u>	<u>-</u>
	Less: finance charges allocated to future periods	492	-
		<u>2,048</u>	<u>-</u>
	Obligations shown as:		
	Current Obligations	915	-
	Non-current obligations	1,133	-
		<u>2,048</u>	<u>-</u>
12.	SHARE CAPITAL	<u>1997</u>	<u>1996</u>
	AUTHORISED		
	10,000 Ordinary shares of £1 each	10,000	10,000
		<u>10,000</u>	<u>10,000</u>
	ALLOTTED, ISSUED AND FULLY PAID		
	10,000 Ordinary shares of £1 each	10,000	10,000
		<u>10,000</u>	<u>10,000</u>
13.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	<u>1997</u>	<u>1996</u>
	Called up share capital	-	1,000
	Share premium	-	5,000
	Profit for the period	17,484	8,476
		<u>17,484</u>	<u>14,476</u>
	Net addition to Shareholders' funds	17,484	14,476
	Opening Shareholders' funds	47,577	33,101
		<u>47,577</u>	<u>33,101</u>
	Closing Shareholders' funds	65,061	47,577
		<u>65,061</u>	<u>47,577</u>

PREMIER EDA SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
30 April 1997

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14. OPERATING LEASE COMMITMENTS

The company has the following annual operating lease commitments which expire as follows:-

	Office equipment		Land and buildings	
	<u>1997</u>	<u>1996</u>	<u>1997</u>	<u>1996</u>
Two to five years	<u>897</u>	<u>-</u>	<u>12,800</u>	<u>-</u>

15. RELATED PARTY TRANSACTIONS

The company has traded during the period with GDS PCB Design Limited, a company in which A D Stalley is a shareholder. The transactions were made on normal trading terms.