FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2000

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COMPANIES HOUSE 28/07/01

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Registered Office Suite 205, Moghul House 57 Grosvenor Street Mayfair London W1X 9DA

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2000

The directors' present their report and financial statements for the year ended 30 June 2000.

Principal activities and review of the business

The principal activity of the company is to exploit intellectual property rights.

Results and dividends

The results for the year are set out on page 4.

Directors'

The following directors' have held office since 1 July 1999:

A.M. Taylor L.R. Taylor J Tabone

The directors' have no interest in the issued share capital of the company.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Matthew Edwards & Co. be reappointed as auditors of the company will be put to the Annual General Meeting.

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;
- 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.

By order of the board

J Tabone (Director)

Date: 3 1 MAY 2001



P.O. Box 227, Clinch's House, Lord Street, Douglas, Isle of Man IM99 1RZ Telephone: +44 (0) 1624 663166 Facsimile: +44 (0) 1624 677108 E-mail audit@matthew-edwards.com

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EUROPEAN FUTURES LIMITED

We have audited the financial statements on pages 4 to 8 of European Futures Limited for the year ended 30 June 2000 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors' are responsible for the preparation of the 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 Acts 1985. We also report to you whether 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 with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatement within it.

Basis of 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.



INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE SHAREHOLDERS OF EUROPEAN FUTURES LIMITED

en Edwards, Cs.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 June 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Matthew Edwards & Co.

Chartered Accountants

Registered Auditor

31-5-61

Clinch's House, Lord Street Douglas, Isle Of Man IM99 1RZ

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2000

| | Notes | Year ended 30 June 2000 £ | Year ended 30 June 1999 £ |
|---------------------------------------|-------|---------------------------------------|---------------------------------------|
| Turnover | 2 | 630,418 | 438,098 |
| Cost of sales | - | | |
| Cost of sales | | (550,112) | (381,973) |
| Gross profit | | 80,306 | 56,125 |
| Administrative expenses | | (4,752) | (4,233) |
| Operating profit | 3 | 75,554 | 51,892 |
| Other interest receivable and similar | | | |
| income | 4 | 302 | - |
| Interest payable and similar charges | 5 | - | (349) |
| Profit on ordinary activities before | | | |
| taxation | | 75,856 | 51,543 |
| Tax on profit on ordinary activities | 6 | (50,354) | (34,968) |
| Profit on ordinary activities after | | | |
| taxation | | 25,502 | 16,575 |
| Dividends | 7 | (8,163) | - |
| Retained profit for the year | 11 | 17,339 | 16,575 |
| Profit brought forward at 1 July 199 | 9 | 27,342 | 10,767 |
| Profit carried forward at 30 June 20 | 00 | 44,681 | 27,342 |

All of the company's activities are derived from continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 30 JUNE 2000

| | | 200 | 2000 | | 1999 | |
|--|-------|-----------|---------------------|-----------|---------------|--|
| | Notes | £ | £ | £ | ٤ | |
| Current assets | | | | | | |
| Debtors | 8 | 299,123 | | 127,727 | • | |
| Cash at bank and in hand | | 42,564 | | 22,414 | | |
| | | 341,687 | | 150,141 | | |
| Creditors: amounts falling due within | | | | | | |
| one year | 9 | (296,006) | | (121,799) | | |
| Net current assets | | | 45,681 | | 28,342 | |
| Total assets less current liabilities | | | 45,681 | | 28,342 | |
| | | | = ====== | | | |
| Capital and reserves | | | | | | |
| Called up share capital | 10 | | 1,000 | | 1,000 | |
| Profit and loss account | 11 | | 44,681 | | 27,342 | |
| Shareholders' funds - equity interests | 12 | | 45,681 | | 28,342 | |
| | | | | | 2 | |

The financial statements were approved by the Board on 3311MARY 2001

J Tabone

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2000

1 Accounting policies

1.1 Accounting convention

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

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cashflow statement on the grounds that it is a small company.

1.2 Foreign currency translation

The company's accounting records are maintained in Pounds Sterling.

Transactions in other currencies are converted at the rate ruling at the date of the transaction. Current assets and liabilities are converted at the rate of exchange ruling at the balance sheet date. Any material gains or losses resulting from the conversion are taken to the profit and loss account.

2 Turnover

Turnover represents income derived from the company's principal activity.

| 3 | Operating profit | 2000 £ | 1999 £ |
|---|---|---|-----------|
| | Operating profit is stated after charging: Audit and accountancy fees | 950 | 851 |
| 4 | Other interest receivable and similar income | 2000 £ | 1999 £ |
| | Profit on foreign exchange | 302 | - |
| | | 302 | - |
| 5 | Interest payable and similar expenses | 2000 £ | 1999 £ |
| | Loss on foreign exchange | - | 349 |
| | | | 349 |
| 6 | Taxation | 2000 £ | 1999 £ |
| | Current year taxation | | |
| | U.K. corporation tax at 30.00% (1999 - 30.75%) | 22,756 | 15,850 |
| | Irrecoverable Withholding Tax | 27,598 | 19,118 |
| | | 50,354 | 34,968 |
| | | ======================================= | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2000

| 7 | Dividends | 2000 | 1999 |
|---|--|-----------------|---------|
| | | £ | £ |
| | Ordinary interim paid | 8,163 | - |
| | | ———— | |
| 8 | Debtors | 2000 | 1999 |
| | | £ | £ |
| | Trade debtors | 298,512 | 125,100 |
| | Other debtors | 128 | 2,152 |
| | Prepayments and accrued income | 483 | 475 |
| | | 299,123 | 127,727 |
| | | | |
| 9 | Creditors: amounts falling due within one year | 2000 | 1999 |
| | | £ | ε |
| | Trade creditors | 265,797 | 110,195 |
| | Other creditors | 28,022 | 5,799 |
| | Accruals and deferred income | 2,187 | 5,805 |
| | | 296,006 | 121,799 |
| | | | |

10 Share Capital

The authorised share capital of the Company comprises 1000 ordinary £1 shares of which 1000 have been issued and are fully paid up (1999 - 1000).

11 Statement of movements on profit and loss account

| | Profit and loss account |
|--|-------------------------|
| | £ |
| Balance at 1 July 1999 Retained profit for the period | 27,342 17,339 |
| Balance at 30 June 2000 | 44,681 |
| | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2000

| 12 | Reconciliation of movements in shareholders' funds | 2000 | 1999 |
|----|--|-------------|-------------|
| | | £ | £ |
| | Profit for the financial year | 25,502 | 16,575 |
| | Dividends | (8,163) | - |
| | Net addition to shareholders' funds | 17,339 | 16,575 |
| | Opening shareholders' funds | 28,342 | 11,767 |
| | Closing shareholders' funds | 45,681 | 28,342 |
| | | | |

13 Contingent liabilities

There were no known contingent liabilities as at the balance sheet date.

14 Capital commitments

There were no major capital commitments at the balance sheet date.

15 Employees

Number of employees

There were no employees during the year apart from the directors'. The directors' received no remuneration during the year.

16 Ultimate Controlling Party and Related party transactions

The directors' are not aware of the ultimate controlling party, transactions related thereto and any other related party transactions.