

OPENSIGN LIMITED
COMPANY NUMBER 3181784
(ENGLAND AND WALES)

FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30TH JUNE 1999



OPENSIGN LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30TH JUNE 1999

The Directors present their report and the financial statements for the year ended 30th June 1999.

PRINCIPAL ACTIVITY

The principal activity of the company was that of vending machines.

DIRECTORS

The Directors who served during the period and their beneficial interest in the company's issued ordinary share capital was:

	<u>Ordinary Shares of £1 each</u>	
	1999	1998
Mr. J.H. Richardson	1	1
Mrs. J.A. Richardson	1	1

STATEMENT OF DIRECTORS RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit and loss of the company for that period. In preparing these financial statements, the directors are required to:

1. Select suitable accounting policies and then apply them consistently.
2. Make judgements and estimates that are reasonable and prudent.
3. 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 statement comply with the Companies Act 1985. They are also responsible for safeguarding the assets and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

Due to the new audit requirements the company does not need the service of an auditor.

This report which has been prepared taking advantage of special exemptions applicable to small companies was approved by the board on 26th July 1999.

BY ORDER OF THE BOARD

Secretary *J.A. Richardson*

OPENSIGN LIMITED

BALANCE SHEET AS AT 30TH JUNE 1999

	<u>1999</u>		<u>1998</u>	
	£	£	£	£
<u>FIXED ASSETS</u>				
Tangible Assets		13697		13656
Intangible Assets		<u>28100</u>		<u>28100</u>
		41797		41756
<u>CURRENT ASSETS</u>				
Stock	7100		500	
Sundry Debtors	1428		-	
Cash at Bank	<u>1217</u>		<u>561</u>	
	9745		7061	
	=====		=====	
<u>CREDITORS</u> Amounts falling due within one year	62711		59290	
	=====		=====	
<u>NET CURRENT LIABILITIES</u>		(52966)		(52229)
		(11169)		(10473)
<u>CREDITORS</u> Amounts due after one year				
Provisions for liabilities and charges		-		-
	£	(11169)	£	(10473)
		=====		=====
<u>REPRESENTED BY:</u>				
<u>CAPITAL AND RESERVES</u>				
Called Up Share Capital		2		2
Profit and Loss Account		(11171)		(10475)
		(11169)	£	(10473)
		=====		=====

- (a) For the year ended 30th June 1999 the company was entitled to exemption under sub-section (1) of Section 249A of the Companies Act 1985.
- (b) No notice has been deposited under sub-section (2) of Section 249B.
- (c) The directors acknowledge their responsibilities for:-
- (i) ensuring that the company keeps proper accounting records which comply with Section 221.
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial period and of its profit and loss for the financial period in accordance with the requirements of Section 226 and which otherwise comply with the Act relating to accounts so far as applicable to the Company.

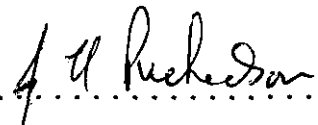
OPENSIGN LIMITED

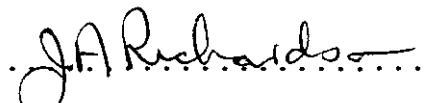
BALANCE SHEET CONTINUED

30TH JUNE 1999

In preparing these financial statements:-

- a) Advantage has been taken of the special exemptions applicable to small companies conferred by Part 1 of Schedule B to the Companies Act 1985, and
- b) In the directors opinion the company is entitled to these exemptions as a small company.

.....  J H RICHARDSON

.  J A RICHARDSON

Approved by the Board of Directors on 26th July 1999 and signed on its behalf. The notes on pages 4 to 6 form part of these accounts.

OPENSIGN LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH JUNE 1999

		<u>1999</u>	<u>1998</u>
		£	£
	Notes		
Turnover	1	32991	34934
Cost of Sales		<u>10117</u>	<u>8433</u>
GROSS PROFIT		22874	26501
Administrative Expenses		<u>23570</u>	<u>27931</u>
Operating Profit/(Loss)		(696)	(1430)
Interest Receivable		-	-
Interest Payment		<u>-</u>	<u>-</u>
Profit/(Loss) on ordinary activities before taxation		(696)	(1430)
Tax on profit on ordinary activities	5&10	<u>-</u>	<u>-</u>
Retained Profits (Losses for the Year		£ (696)	£ (1430)
		=====	=====

There were no recognised gains or losses other than those incurred in the Profit and Loss Account.

All of the company's operations are considered as continuing.

A statement of the movement on reserves follows at Note 16.

The notes on pages 4 to 6 form part of these accounts.

OPENSIGN LIMITED

NOTES TO THE ACCOUNTS AS AT 30TH JUNE 1999

1. ACCOUNTING POLICIES

- (a) The accounts have been prepared under the Historical Cost Convention.
- (b) Turnover represents the net amount of invoices to customers less credit notes for goods returned, excluding VAT.
- (c) Depreciation is provided on tangible assets by the reducing balance method. The following rates apply:
- Fixture and Fittings 15%
- (d) Deferred taxation provision is made for deferred taxation on the liability basis only to the extent that a liability is expected to arise in the near future.
- (e) No statement of Cash Flows has been prepared as required by standard FRS1 as the statement does not apply to small companies. Opensign Limited is a small company defined by the Companies Act 1985.

2. TURNOVER

The turnover and profit before taxation is attributable to the company's principal activity, namely that of vending machines.

3. <u>OPERATING PROFIT</u>	<u>1999</u>	<u>1998</u>
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The operating profit is stated after charging:

Loss on fixed asset disposal	-	-
Staff Costs	-	-
	===	===

4. <u>STAFF COSTS</u>	<u>1999</u>	<u>1998</u>
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The average weekly number of employees during the year was as follows:

Staff - Wages and Salaries - Basic	-	-
	===	===

5. TAXATION

The corporation tax liability for the year ended 30th June 1999 at 21% is as follows:

<u>UK Current year taxation</u>	<u>1999</u>	<u>1998</u>
Deferred Tax Transfer	-	-
Corporation Tax	-	-
	£ -	£ -
	====	====

OPENSIGN LIMITED

NOTES TO THE ACCOUNTS AS AT 30TH JUNE 1999

		<u>Intangible Assets</u>		<u>Tangible Assets</u>	
		<u>Franchise</u>	<u>Licence</u>	<u>Equipment</u>	<u>Total</u>
6.	<u>FIXED ASSETS</u>				
	<u>COSTS</u>				
	As at 1st July 1998	14100	14000	16125	44225
	Additions	-	-	2458	2458
	Disposals	-	-	-	-
	As at 30th June 1999	14100	14000	18583	46683
		=====	=====	=====	=====
	<u>DEPRECIATION</u>				
	As at 1st July 1998	-	-	2469	2469
	Charge for Period	-	-	2417	2417
	As at 30th June 1999	-	-	4886	4886
		=====	=====	=====	=====
	<u>NET BOOK VALUE</u>				
	As at 30th June 1999	14100	14000	13697	41797
		=====	=====	=====	=====

7.	<u>DEBTORS</u>	<u>1999</u>	<u>1998</u>
	Sundry Debtors	1428	-
		=====	=====

8.	<u>CREDITORS</u> Amounts due within one year:	<u>1999</u>	<u>1998</u>
	Loan	23156	23156
	Accruals	3511	1504
	Corporation Tax	-	-
	Directors Loan	36044	34630
		62711	59290
		=====	=====

9. TRANSACTION WITH DIRECTORS

There was no contract subsisting of significance during or at the end of the financial year in which any directors is materially interested.

10. DEFERRED TAXATION

The deferred taxation liability which has been provided in the accounts at the prevailing rates represents the full potential as follows:

	<u>1999</u>	<u>1998</u>
	<u>Liability</u>	
Timing Differences	-	-
Accelerated Capital Allowance	-	-
	=====	=====

11. There are no contingent liabilities. (1998 Nil).

12. There are no outstanding capital commitments. (1998 Nil).

13. There are no material post balance sheet events that would affect these accounts. (1998 Nil).

OPENSIGN LIMITED

NOTES TO THE ACCOUNTS AS AT 30TH JUNE 1999

14. CALLED UP SHARE CAPITAL

	<u>1999</u>	<u>1998</u>
Authorised		
£1 Ordinary Shares	1000	1000
	=====	=====
Allotted, Issued and Fully Paid		
£1 Ordinary Shares	2	2
	=====	=====

15. PROFIT AND LOSS ACCOUNT

	<u>1999</u>	<u>1998</u>
Balance as at 1st July 1998	(10475)	(9045)
Profit/(Loss) Retained for the Year	(<u>696</u>)	(<u>1430</u>)
	(11171)	(10475)
	=====	=====

16. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS FUNDS

	<u>1999</u>	<u>1998</u>
Profit/(Loss) for the Year	(696)	(1430)
Shares Issued	-	-
Shareholders Funds at 1st July 1998	(<u>10473</u>)	<u>9043</u>
	£(10473)	£(10473)
	=====	=====

OPENSIGN LIMITED

TRADING, PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH JUNE 1999

	<u>1999</u>		<u>1998</u>	
	£	£	£	£
SALES		32991		34934
Less: Cost of Sales				
Opening Stock	6500		-	
Purchases	10717		14933	
Less Closing Stock	(7100)	10117	(6500)	14033
		<hr/>		<hr/>
GROSS PROFIT		22874		26501
Deduct: Expenses				
Motor Expenses	-		360	
Accountancy Fee	282		282	
Bank Charges	150		141	
Rent and Rates	8183		10211	
Management Fees	10909		6565	
Sundry Expenses	15		65	
Repairs and Renewals	-		5641	
Legal Fees	-		100	
Loan Interest	1614		2156	
Depreciation	2417	23570	2410	27931
		<hr/>		<hr/>
(LOSS) FOR THE YEAR		£ (696)		£ (1430)
		=====		=====