

Company Registration No. 3194523 (England and Wales)

SFT HOLDINGS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2004



SFT HOLDINGS LIMITED

COMPANY INFORMATION

Directors	C Leo E P Leo
Secretary	E P Leo
Company number	3194523
Registered office	Westgate Chambers 8a Elm Park Road Pinner Middlesex HA5 3LA
Accountants	Morgan Berkeley Westgate Chambers 8a Elm Park Road, Pinner Middlesex HA5 3LA
Business address	Unit 1, Cockridden Farm Brentwood Road Herongate Brentwood Essex CM13 3LH
Bankers	Barclays Bank Plc. 75 High Street Brentwood Essex CM14 4RP

SFT HOLDINGS LIMITED

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SFT HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 APRIL 2004

The directors present their report and financial statements for the year ended 30 April 2004.

Principal activities

The principal activity of the company continued to be that of a holding company.

Directors

The following directors have held office since 1 May 2003:

C Leo
E P Leo

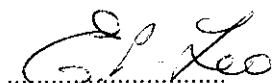
Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	30 April 2004	1 May 2003
C Leo	350	350
E P Leo	350	350

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

On behalf of the board



E P Leo

Director

7th October 2004

SFT HOLDINGS LIMITED

ACCOUNTANTS' REPORT TO THE DIRECTORS ON THE UNAUDITED ACCOUNTS OF SFT HOLDINGS LIMITED

As described on the balance sheet you are responsible for the preparation of the accounts for the year ended 30 April 2004, set out on pages 3 to 10 and you consider that the company is exempt from an audit. In accordance with your instructions, we have compiled these unaudited accounts in order to assist you to fulfil your statutory responsibilities from the accounting records and information and explanations supplied to us.

Morgan Berkeley
Morgan Berkeley

Chartered Certified Accountants

7th October 2004

Westgate Chambers
8a Elm Park Road, Pinner
Middlesex
HA5 3LA

SFT HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 APRIL 2004

	Notes	2004 £	2003 £
Turnover		145,200	145,200
Administrative expenses		(113,163)	(143,185)
Operating profit	2	32,037	2,015
Investment income	3	83,311	64,544
Other interest receivable and similar income		4,265	3,860
Interest payable and similar charges		-	(1,643)
Profit on ordinary activities before taxation		119,613	68,776
Tax on profit on ordinary activities	4	(5,808)	(342)
Profit on ordinary activities after taxation		113,805	68,434
Dividends		(95,000)	(50,000)
Retained profit for the year	12	18,805	18,434

SFT HOLDINGS LIMITED

BALANCE SHEET AS AT 30 APRIL 2004

	Notes	2004 £	£	2003 £	£
Fixed assets					
Tangible assets	5		15,713		23,951
Investments	6		60,827		64,823
			<u>76,540</u>		<u>88,774</u>
Current assets					
Debtors	7	200,791		164,182	
Cash at bank and in hand		147,228		147,069	
		<u>348,019</u>		<u>311,251</u>	
Creditors: amounts falling due within one year	8	<u>(15,252)</u>		<u>(7,560)</u>	
Net current assets			<u>332,767</u>		<u>303,691</u>
Total assets less current liabilities			<u>409,307</u>		<u>392,465</u>
Provisions for liabilities and charges	9		1,621		(342)
			<u>410,928</u>		<u>392,123</u>
Capital and reserves					
Called up share capital	11		700		700
Profit and loss account	12		410,228		391,423
Shareholders' funds			<u>410,928</u>		<u>392,123</u>

SFT HOLDINGS LIMITED

BALANCE SHEET (CONTINUED) AS AT 30 APRIL 2004

In preparing these financial statements:

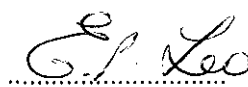
- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 7th October 2004



C Leo
Director



E P Leo
Director

SFT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery	33% pa on straight line
Fixtures, fittings & equipment	33% pa on straight line
Motor vehicles	25% pa on straight line

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Group accounts

These financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertakings comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

2 Operating profit

	2004	2003
	£	£
Operating profit is stated after charging:		
Depreciation of tangible assets	11,177	10,363
Directors' emoluments	92,978	120,150

The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (2003- 2).

3 Investment income

	2004	2003
	£	£
Income from shares in group undertakings	85,000	74,000
Income from other fixed asset investments	(1,689)	(9,456)
	83,311	64,544

SFT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2004

4	Taxation	2004 £	2003 £
	Domestic current year tax		
	U.K. corporation tax	7,772	-
	Current tax charge	7,772	-
	Deferred tax		
	Deferred tax charge/credit current year	(1,964)	342
		5,808	342

5	Tangible fixed assets	Plant and machinery etc £
	Cost	
	At 1 May 2003	55,168
	Additions	2,939
	At 30 April 2004	58,107
	Depreciation	
	At 1 May 2003	31,217
	Charge for the year	11,177
	At 30 April 2004	42,394
	Net book value	
	At 30 April 2004	15,713
	At 30 April 2003	23,951

SFT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2004

6 Fixed asset investments

	Listed investments	Shares in group undertakings and participating interests	Total
	£	£	£
Cost			
At 1 May 2003	64,223	600	64,823
Additions	24,337	-	24,337
Disposals	(28,333)	-	(28,333)
	<u>60,227</u>	<u>600</u>	<u>60,827</u>
At 30 April 2004	<u>60,227</u>	<u>600</u>	<u>60,827</u>
	Market value		Market value
	£		£
At 30 April 2004	<u>59,614</u>		<u>59,614</u>
At 30 April 2003	<u>51,912</u>		<u>51,912</u>

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Shares held Class	%
Subsidiary undertakings			
SFT Limited	England	Ordinary	100
Stockfit Limited	England	Ordinary	100

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
	2004	2004
	£	£
SFT Limited	14,901	2,347
Stockfit Limited	<u>13,578</u>	<u>2,301</u>

SFT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2004

7 Debtors	2004 £	2003 £
Amounts owed by group undertakings and undertakings in which the company has a participating interest	199,724	164,182
Other debtors	1,067	-
	<u>200,791</u>	<u>164,182</u>

8 Creditors: amounts falling due within one year	2004 £	2003 £
Taxation and social security	<u>15,252</u>	<u>7,560</u>

9 Provisions for liabilities and charges	Deferred taxation £
Profit and loss account	(1,621)
Balance at 30 April 2004	<u>(1,621)</u>

Deferred taxation provided in the financial statements is as follows:

	2004 £	2003 £
Accelerated capital allowances	<u>(1,621)</u>	<u>342</u>

10 Pension costs

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £29,992 (2003- £30,231).

SFT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2004

11 Share capital	2004 £	2003 £
Authorised		
100,000 Ordinary shares of £1 each	100,000	100,000
	<u> </u>	<u> </u>
Allotted, called up and fully paid		
700 Ordinary shares of £1 each	700	700
	<u> </u>	<u> </u>

12 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 May 2003	391,423
Retained profit for the year	18,805
	<u> </u>
Balance at 30 April 2004	410,228
	<u> </u>

13 Control

The ultimate controlling parties are Mr C Leo and Mrs E P Leo, joint shareholders and directors of the company.

14 Related party transactions

Stockfit Limited (Subsidiary):-

Management charges received of £142,800 (2003:£142,800)

Group dividends received of £50,000 (2003:£54,000)

Amount owed by the subsidiary is £134,229 (2003:£111,168) and is included under debtors.

SFT Limited (Subsidiary):-

Management charges received of £2,400 (2003:£2,400)

Group dividends received of £35,000 (2003:£20,000)

Amount owed by the subsidiary is £65,495 (2003:£53,014) and is included under debtors.