REGISTERED NUMBER. 03286143 (England and Wales)

Report of the Directors and

Consolidated Financial Statements for the Year Ended 31 December 2011

for

Beech View Holdings Limited

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Contents of the Consolidated Financial Statements for the Year Ended 31 December 2011

| | Page |
|---|------|
| Company Information | 1 |
| Report of the Directors | 2 |
| Report of the Independent Auditors | 4 |
| Consolidated Profit and Loss Account | 5 |
| Consolidated Statement of Total Recognised Gains and Losses | 6 |
| Consolidated Balance Sheet | 7 |
| Company Balance Sheet | 8 |
| Consolidated Cash Flow Statement | 9 |
| Notes to the Consolidated Cash Flow Statement | 10 |
| Notes to the Consolidated Financial Statements | 12 |

Beech View Holdings Limited

Company Information for the Year Ended 31 December 2011

DIRECTORS

Dr P M Slowe R M Slowe T Thornhill

SECRETARY.

T Thomhill

REGISTERED OFFICE:

Aldsworth Parade Goring By Sea West Sussex BN124TX

REGISTERED NUMBER:

03286143 (England and Wales)

AUDITORS:

Grunberg & Co Limited Chartered Accountants & Registered Auditors

10/14 Accommodation Road

Golders Green London NW118ED

Report of the Directors

for the Year Ended 31 December 2011

The directors present their report with the financial statements of the company and the group for the year ended 31 December 2011

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of facilitating overseas projects for applicants from the United Kingdom and the rest of the world

REVIEW OF BUSINESS

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

DIVIDENDS

Interim dividends per share were paid as follows

Preference £1 shares £6 00 - 30 December 2011

The directors recommend that no final dividends be paid

The total distribution of dividends for the year ended 31 December 2011 will be £188,458

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2011 to the date of this report

Dr P M Slowe

R M Slowe

Other changes in directors holding office are as follows

T Thornhill was appointed as a director after 31 December 2011 but prior to the date of this report

GROUP'S POLICY ON PAYMENT OF CREDITORS

The company does not follow any specific supplier payment policy, however it endeavours to pay their creditors within agreed terms and conditions

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors and 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 the group and of the profit or loss of the group 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

Report of the Directors for the Year Ended 31 December 2011

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group'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 group's auditors are aware of that information

AUDITORS

The auditors, Grunberg & Co Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD.

By Mornin

T Thornhill - Director

24 September 2012

Report of the Independent Auditors to the Members of Beech View Holdings Limited

We have audited the financial statements of Beech View Holdings Limited for the year ended 31 December 2011 on pages five to twenty two 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 of 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 company and the company'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 set out on pages two and three, 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 and express an opinion on 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 the accounting policies are appropriate to the group's and the 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. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2011 and of the group's profit 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

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the 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 our 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

David Grunberg BA FCA (Senior Statutory Auditor)

for and on behalf of Grunberg & Co Limited Chartered Accountants & Registered Auditors

10/14 Accommodation Road

Golders Green

London

NW118ED

25 September 2012

Consolidated Profit and Loss Account for the Year Ended 31 December 2011

| | Notes | 2011 £ | 2010 £ |
|---|-----------------|------------|------------|
| TURNOVER | 2 | 18,401,434 | 15,485,027 |
| Cost of sales | | 10,364,598 | 8,384,388 |
| GROSS PROFIT | | 8,036,836 | 7,100,639 |
| Administrative expenses | | 6,135,843 | 4,717,974 |
| | | 1,900,993 | 2,382,665 |
| Other operating income | | 3,963 | 3,617 |
| OPERATING PROFIT | 4 | 1,904,956 | 2,386,282 |
| Interest receivable and similar income | | 5,083 | 1,973 |
| | | 1,910,039 | 2,388,255 |
| Amounts written off investments | 5 | <u> </u> | 25,493 |
| | | 1,910,039 | 2,362,762 |
| Interest payable and similar charges | 6 | 302 | 300 |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | 5 | 1,909,737 | 2,362,462 |
| Tax on profit on ordinary activities | 7 | 522,596 | 276,414 |
| PROFIT FOR THE FINANCIAL YEAR | R FOR THE GROUP | 1,387,141 | 2,086,048 |

CONTINUING OPERATIONS

None of the group's activities were acquired or discontinued during the current year or previous year

Consolidated Statement of Total Recognised Gains and Losses for the Year Ended 31 December 2011

| | 2011 £ | 2010 £ |
|-----------------------------------|-----------|-------------|
| PROFIT FOR THE FINANCIAL YEAR | 1,387,141 | 2,086,048 |
| | | |
| TOTAL RECOGNISED GAINS AND LOSSES | | |
| RELATING TO THE YEAR | 1,387,141 | 2,086,048 |
| Prior year adjustment | | (1,235,946) |
| TOTAL GAINS AND LOSSES RECOGNISED | | |
| SINCE LAST ANNUAL REPORT | | 850,102 |
| | | |

Beech View Holdings Limited

Consolidated Balance Sheet 31 December 2011

| Investments 12 2,610 | £ 09,578 2,610 12,188 |
|--|-----------------------|
| Tangible assets 11 123,527 10 Investments 12 2,610 | 2,610 |
| Investments 12 2,610 | 2,610 |
| | |
| 126.137 | 12,188 |
| | |
| CURRENT ASSETS | |
| Debtors 13 2,013,769 1,501,972 | |
| Cash at bank and in hand 5,079,375 3,153,041 | |
| 7,093,144 4,655,013 | |
| CREDITORS | |
| Amounts falling due within one year 14 5,482,816 4,271,370 | |
| NET CURRENT ASSETS 1,610,328 3 | 83,643 |
| TOTAL ASSETS LESS CURRENT | |
| LIABILITIES 1,736,465 4 | 95,831 |
| PROVISIONS FOR LIABILITIES 16 3,396 | 2,513 |
| NET ASSETS 1,733,069 4 | 93,318 |
| | |
| CAPITAL AND RESERVES | |
| Called up share capital 17 36,002 | 36,002 |
| Consolidation reserve 18 135,158 | 94,090 |
| Profit and loss account 18 1,561,909 3 | 63,226 |
| SHAREHOLDERS' FUNDS 21 1,733,069 4 | 93,318 |

The financial statements were approved by the Board of Directors on 24 September 2012 and were signed on its behalf by

Dr P M Slowe - Director

Company Balance Sheet 31 December 2011

| | | 201 | 1 | 2010 | • |
|-------------------------------------|-----------|-----------|---------------------------------------|---------|-----------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Tangible assets | 11 | | 31,488 | | 31,983 |
| Investments | 12 | | 130,895 | | 130,895 |
| | | | 162,383 | | 162,878 |
| CURRENT ASSETS | | | | | |
| Debtors | 13 | 759,308 | | 257,782 | |
| Cash at bank | | 1,038,712 | | 314,820 | |
| | | 1,798,020 | | 572,602 | |
| CREDITORS | | | | | |
| Amounts falling due within one year | 14 | 1,923,722 | | 692,781 | |
| NET CURRENT LIABILITIES | | | (125,702) | | (120,179) |
| TOTAL ASSETS LESS CURRENT LI | ABILITIES | | 36,681 | | 42,699 |
| | | | · · · · · · · · · · · · · · · · · · · | | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 17 | | 36,002 | | 36,002 |
| Profit and loss account | 18 | | 679 | | 6,697 |
| SHAREHOLDERS' FUNDS | 21 | | 36,681 | | 42,699 |
| | | | | | |

The financial statements were approved by the Board of Directors on 24 September 2012 and were signed on its behalf by

Dr P M Slowe - Director

Consolidated Cash Flow Statement for the Year Ended 31 December 2011

| | | 2011 | | 2010 | |
|---|-------|-----------|------------------------|-----------|----------------------|
| Net such as Gara | Notes | £ | £ | £ | £ |
| Net cash inflow from operating activities | 1 | | 2,515,853 | | 2,973,263 |
| Returns on investments and servicing of finance | 2 | | 4,781 | | 1,673 |
| Taxation | | | (318,628) | | (233,562) |
| Capital expenditure and financial investment | 2 | | (68,047) | | (125,535) |
| Equity dividends paid | | | (188,458) | | (576,912) |
| | | | 1,945,501 | | 2,038,927 |
| Financing | 2 | | (19,167) | | 133,489 |
| Increase in cash in the period | | | 1,926,334 | | 2,172,416 |
| Reconciliation of net cash flow to movement in net funds | 3 | | | | |
| Increase in cash in the period Cash outflow | | 1,926,334 | | 2,172,416 | |
| from decrease in debt and lease financing | | 1,047 | | 1,047 | |
| Change in net funds resulting from cash flows | | | 1,927,381 | | 2,173,463 |
| Movement in net funds in the period Net funds at 1 January | | | 1,927,381 3,151,470 | | 2,173,463 978,007 |
| Net funds at 31 December | | | 5,078,851 | | 3,151,470 |

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 December 2011

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

| | 2011 | 2010 |
|---|-----------|-----------|
| | £ | £ |
| Operating profit | 1,904,956 | 2,386,282 |
| Depreciation charges | 48,436 | 35,672 |
| (Profit)/loss on disposal of fixed assets | (612) | 8,408 |
| Consolidation adjustments | 41,068 | 94,090 |
| Increase in debtors | (511,797) | (86,408) |
| Increase in creditors | 1,033,802 | 535,219 |
| Net cash inflow from operating activities | 2,515,853 | 2,973,263 |

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

| | 2011 £ | 2010 £ |
|---|---------------------|----------------------|
| Returns on investments and servicing of finance Interest received | 5,083 | 1,973 |
| Interest paid Interest element of hire purchase payments | (6) (296) | (300) |
| Net cash inflow for returns on investments and servicing of finance | 4,781 | 1,673 |
| Capital expenditure and financial investment | (72.206) | (100 (01) |
| Purchase of tangible fixed assets Purchase of fixed asset investments | (72,396) | (127,691) (2,610) |
| Sale of tangiole fixed assets | 4,349 | 4,766 |
| Net cash outflow for capital expenditure and financial investment | (68,047) | (125,535) |
| Financing | (1.047) | (1.047) |
| Capital repayments in year Amount withdrawn by directors | (1,047) (18,120) | (1,047) 134,536 |
| Net cash (outflow)/inflow from financing | (19,167) | 133,489 |

Notes to the Consolidated Cash Flow Statement for the Year Ended 31 December 2011

3 ANALYSIS OF CHANGES IN NET FUNDS

| | At 1 1 11 £ | Cash flow £ | At 31 12 11 £ |
|--------------------------------------|----------------|----------------|---------------------|
| Net cash Cash at bank and in hand | 3,153,041 | 1,926,334 | 5,079,375 |
| | 3,153,041 | 1,926,334 | 5,079,375 |
| Debt | | | |
| Hire purchase | (1,571) ——— | 1,047 | (524) |
| | (1,571) | 1,047 | (524) |
| Total | 3,151,470 | 1,927,381 | 5,078,851 |

Notes to the Consolidated Financial Statements for the Year Ended 31 December 2011

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Turnover

Turnover represents net invoiced sales of services, excluding value added tax

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Office equipment

- 25% on reducing balance

Fixtures and fittings

- 25% on reducing balance and 20% on cost

Motor vehicles

- 25% on reducing balance

Computer equipment

- 33% on cost

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

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 rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate

Revenue recognition

Revenue is recognised at the point of a customer's departure on a project abroad in line with the standard for the travel industry. All associated costs are recognised and included within the costs of sales

2 TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the group

An analysis of turnover by geographical market is given below

| | 2011 | 2010 |
|------------------------------|------------|------------|
| | £ | £ |
| United Kingdom | 3,494,026 | 3,471,016 |
| North America | 3,758,183 | 3,396,132 |
| Europe and rest of the world | 11,149,225 | 8,617,879 |
| | 18,401,434 | 15,485,027 |
| | | |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

6

| iort | ne Year Ended 31 December 2011 | | |
|------|---|--------------------------|------------------|
| 3 | STAFF COSTS | | |
| | | 2011 £ | 2010 |
| | Wages and salaries | 1,798,453 | £ 1,461,978 |
| | Social security costs | 36,820 | 16,384 |
| | Other pension costs | 3,791 | 3,308 |
| | | 1,839,064 | 1,481,670 |
| | The average monthly number of employees during the year was as follows | | |
| | | 2011 | 2010 |
| | Sales, administration and support staff | 163 | 153 |
| | | | |
| 4 | OPERATING PROFIT | | |
| | The operating profit is stated after charging/(crediting) | | |
| | | 2011 | 2010 |
| | | £ | £ |
| | Hire of plant and machinery | 109 | 495 |
| | Depreciation - owned assets | 46,039 | 56,193 |
| | Depreciation - assets on hire purchase contracts | 668 | 667 |
| | (Profit)/loss on disposal of fixed assets | (612) | 8,408 |
| | Auditors' remuneration Foreign exchange differences | 42,659 163,057 | 45,000 48,065 |
| | r otolga oliolango amoroloco | | |
| | Directors' remuneration | 263,506 | 123,000 |
| | | | |
| | Information regarding the highest paid director for the year ended 31 December 20 | 11 is as follows 2011 | |
| | | £ | |
| | Emoluments etc | 263,506 | |
| | | | |
| 5 | AMOUNTS WRITTEN OFF INVESTMENTS | | |
| | | 2011 | 2010 |
| | A manufacturation of Consequence | £ | £ |
| | Amounts written off investment | - | 25,493 |

| Amounts written off investment | £ - | £ 25,493 |
|--------------------------------------|-------------|-------------|
| INTEREST PAYABLE AND SIMILAR CHARGES | 2011 | 2010 |
| | £ | £ |
| Bank interest | 6 | - |
| Hire purchase interest | 296 | 300 |
| | | |
| | 302 | 300 |
| | === | === |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

7 TAXATION

| The tax charge on the profit on ordinary activities for the year was as follows | | |
|---|---------|---------|
| | 2011 | 2010 |
| | £ | £ |
| Current tax | | |
| UK corporation tax | 453,681 | 275,503 |
| Foreign corporation tax | 67,946 | |
| Total current tax | 521,627 | 275,503 |
| Deferred tax | 969 | 911 |
| Tax on profit on ordinary activities | 522,596 | 276,414 |

Factors affecting the tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below

| | 2011 £ | 2010 £ |
|--|-----------|-----------|
| Profit on ordinary activities before tax | 1,909,737 | 2,362,462 |
| Profit on ordinary activities multiplied by the standard rate of corporation tax | | |
| in the UK of 26 493% (2010 - 28%) | 505,947 | 661,489 |
| Effects of | | |
| Amounts written off investments | - | 7,138 |
| Expenses not deductible for tax purposes | 2,090 | 4,835 |
| Capital allowances in excess of depreciation | (1,343) | (3,948) |
| Foreign subsidiaries tax effect | 17,828 | (45,048) |
| Prior year adjustment due to change in accounting policy | - | (348,963) |
| Tax at lower rates | (2,895) | - |
| Current tax charge | 521,627 | 275,503 |
| | | |

8 PROFIT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit for the financial year was £182,440 (2010 - £433,476)

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

9 DIVIDENDS

| | 2011 £ | 2010 £ |
|---------------------------------------|-----------|-----------|
| Ordinary shares of £1 each Interim | 127,126 | 515,580 |
| Preference shares of £1 each Interim | 61,332 | 61,332 |
| | 188,458 | 576,912 |
| | ==== | ===== |

During the year under review, an element of interim dividends voted were waived

10 PRIOR YEAR ADJUSTMENT

In prior years, the financial statements were prepared with a revenue recognition policy based on the point of application by customers for projects abroad. It was of the opinion of the directors that this did not represent a reasonable method of revenue recognition in light of the accepted travel industry standard of revenue recognition on the point of departure. Accordingly, in 2010, the group changed its revenue recognition policy, and as such, the prior years financial statements were restated. The effect of this change in accounting policy was to decrease the group's profits by £729,856 for the year ended 31 December 2008 and by £506,090 for the year ended 31 December 2009, being a total of £1,235,946

11 TANGIBLE FIXED ASSETS

Group

| | | Fixtures | | | |
|------------------------|----------------|----------|----------|-----------|---------|
| | Office | and | Motor | Computer | |
| | equipment | fittings | vehicles | equipment | Totals |
| | £ | £ | £ | £ | £ |
| COST | | | | | |
| At 1 January 2011 | 97,928 | 63,603 | 29,871 | 49,506 | 240,908 |
| Additions | 42,447 | 18,571 | - | 11,378 | 72,396 |
| Disposals | (2,345) | - | - | (6,388) | (8,733) |
| Exchange differences | (7,292) | (869) | | (660) | (8,821) |
| At 31 December 2011 | 130,738 | 81,305 | 29,871 | 53,836 | 295,750 |
| DEPRECIATION | - " | | | | - |
| At 1 January 2011 | 46,533 | 42,126 | 12,328 | 30,343 | 131,330 |
| Charge for year | 14,186 | 14,524 | 4,386 | 13,611 | 46,707 |
| Eliminated on disposal | (2,123) | - | - | (2,873) | (4,996) |
| Exchange differences | (408) | (392) | | (18) | (818) |
| At 31 December 2011 | 58,188 | 56,258 | 16,714 | 41,063 | 172,223 |
| NET BOOK VALUE | | | | | |
| At 31 December 2011 | 72,550 | 25,047 | 13,157 | 12,773 | 123,527 |
| At 31 December 2010 | 51,395 | 21,477 | 17,543 | 19,163 | 109,578 |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

11 TANGIBLE FIXED ASSETS - continued

Group

| Fixed assets, included in the ab | ove, which are held | under hire purch | hase contracts are | e as follows | |
|---|----------------------------|----------------------------------|------------------------|----------------------|------------------------------|
| | | • | | | Office equipment £ |
| COST At 1 January 2011 and 31 December 2011 | | | | | 2,002 |
| DEPRECIATION At 1 January 2011 Charge for year | | | | | 1,334 668 |
| At 31 December 2011 | | | | | 2,002 |
| NET BOOK VALUE At 31 December 2011 | | | | | |
| At 31 December 2010 | | | | | 668 |
| Company | | | | | |
| | Office equipment £ | Fixtures and fittings £ | Motor vehicles £ | Computer equipment £ | Totals £ |
| COST At 1 January 2011 Additions Disposals | 42,039 9,000 (2,345) | 25,408 2,473 | 25,925 - - | 23,136 3,783 | 116,508 15,256 (2,345) |
| At 31 December 2011 | 48,694 | 27,881 | 25,925 | 26,919 | 129,419 |
| DEPRECIATION At 1 January 2011 Charge for year Eliminated on disposal | 36,630 3,546 (2,123) | 21,673 1,552 | 11,342 3,646 | 14,880 6,785 | 84,525 15,529 (2,123) |
| At 31 December 2011 | 38,053 | 23,225 | 14,988 | 21,665 | 97,931 |
| NET BOOK VALUE At 31 December 2011 | 10,641 | 4,656 | 10,937 | 5,254 | 31,488 |
| At 31 December 2010 | 5,409 | 3,735 | 14,583 | 8,256 | 31,983 |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

11 TANGIBLE FIXED ASSETS - continued

Company

12

| Fixed assets, included in the above, which are held under hire purchase contracts are as follows | Office equipment £ |
|--|---|
| COST At 1 January 2011 and 31 December 2011 | 2,002 |
| DEPRECIATION At 1 January 2011 Charge for year | 1,334 668 |
| At 31 December 2011 | 2,002 |
| NET BOOK VALUE At 31 December 2011 | |
| At 31 December 2010 | 668 |
| FIXED ASSET INVESTMENTS | |
| Group | Shares in group undertakings £ |
| COST At 1 January 2011 and 31 December 2011 | 2,610 |
| NET BOOK VALUE At 31 December 2011 | 2,610 |
| At 31 December 2010 | 2,610 |
| Сотрапу | Shares in group undertakings |
| COST At I January 2011 and 31 December 2011 | 130,895 |
| NET BOOK VALUE At 31 December 2011 | 130,895 |
| At 31 December 2010 | 130,895 |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

12 FIXED ASSET INVESTMENTS - continued

The group or the company's investments at the balance sheet date in the share capital of companies include the following

Subsidiaries

| Projects Abroad (UK) Limited Nature of business Arranging project facilities for applicants | % | | |
|---|------------------------|--------------------------------|--------------------------------|
| Class of shares Ordinary shares | holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | £ 675,134 666,322 | £ 8,812 778,183 |
| Projects Abroad (Europe) Limited Nature of business Arranging project facilities for applicants | | | |
| Class of shares Ordinary shares | % holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | £ 251,334 674,289 | £ 77,045 918,479 |
| Projects Abroad Travel Limited Nature of business Agent for ATOL licence holder | % | | |
| Class of shares Ordinary shares | holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit/(loss) for the year | | £ 38,025 11,594 | £ 26,431 (6,835) |
| Projects Abroad Incorporated Country of incorporation United States of America Nature of business Arranging project facilities for applicants | % | | |
| Class of shares Ordinary shares | holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | 2011 £ 400,230 76,130 | 2010 £ 356,220 95,010 |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

12 FIXED ASSET INVESTMENTS - continued

| Projects Abroad Limited Nature of business Arranging project facilities for applicants | 24 | | |
|--|------------------------|-------------------------|-------------------------|
| Class of shares Ordinary shares | % holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | £ 389,759 232,447 | £ 157,312 392,480 |
| Sivakasi Projects Abroad Private Limited Country of incorporation India Nature of business Arranging project facilities for applicants | % | | |
| Class of shares Ordinary shares | holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | £ 20,058 20,435 | £ 2,938 15,113 |
| Beechview Holdings Mexico S A. De C.V. Country of incorporation Mexico Nature of business Dormant | | | |
| Class of shares Ordinary | % holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves | | £ 2,610 | £ 2,610 |
| Projects Abroad (Shanghai) Business Consulting Co Lim Country of incorporation China Nature of business Business consultancy | uted | | |
| Class of shares Ordinary | % holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit/(loss) for the year | | £ 63,950 93 | £ 61,926 (1,942) |
| Projects Abroad Brasov SRL Country of incorporation Romania Nature of business Web hosting and website creation | | | |
| Class of shares Ordinary | % holding 100 00 | 2011 | 2010 |
| Aggregate capital and reserves Profit for the year | | £ (19,689) 32,429 | £ (52,041) 62,084 |

Page 19

continued

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

12 FIXED ASSET INVESTMENTS - continued

13 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|------------------------------------|-----------|-----------|---------|---------|
| | 2011 | 2010 | 2011 | 2010 |
| | £ | £ | £ | £ |
| Trade debtors | 649,687 | 379,114 | - | - |
| Amounts owed by group undertakings | - | - | 757,782 | 257,782 |
| Other debtors | 66,392 | 29,442 | - | - |
| Value added tax | 57,952 | 47,769 | - | - |
| Prepayments and accrued income | 1,239,738 | 1,045,647 | 1,526 | |
| | 2,013,769 | 1,501,972 | 759,308 | 257,782 |

14 CREDITORS. AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Com | pany |
|---------------------------------------|-----------|-----------|-----------|---------|
| | 2011 | 2010 | 2011 | 2010 |
| | £ | £ | £ | £ |
| Hire purchase contracts (see note 15) | 524 | 1,571 | 524 | 1,571 |
| Trade creditors | 470,351 | 350,327 | - | - |
| Amounts owed to group undertakings | _ | - | 1,752,401 | 502,293 |
| Corporation tax | 454,230 | 257,419 | - | - |
| Social security and other taxes | 75,893 | 50,456 | - | - |
| Other creditors | 140,894 | 217,305 | - | - |
| Directors' current accounts | 170,797 | 188,917 | 170,797 | 188,917 |
| Accruals and deferred income | 4,170,127 | 3,205,375 | | |
| | 5,482,816 | 4,271,370 | 1,923,722 | 692,781 |

15 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS

Group

| | Нис | е |
|---------------------------|----------|-------|
| | purchase | |
| | contra | icts |
| | 2011 | 2010 |
| | £ | £ |
| Net obligations repayable | | |
| Within one year | 524 | 1,571 |
| · | | |

Company

| | purcl | Hire purchase contracts | |
|---------------------------|-------------|-------------------------------|--|
| | 2011 £ | 2010 £ | |
| Net obligations repayable | | | |
| Within one year | 524 | 1,571 | |
| • | | | |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

16 PROVISIONS FOR LIABILITIES

| | | | | Group | |
|----|--|---|---|---|--|
| | Deferred tax | | | 2011 £ 3,396 | 2010 £ 2,513 |
| | Group | | | | |
| | Balance at 1 Ja | pital allowances | | | Deferred tax £ 2,513 883 3,396 |
| 17 | CALLED UP | SHARE CAPITAL | | | |
| | Allotted, issued Number 25,780 10,222 | d and fully paid Class Ordinary Preference | Nominal value £1 £1 | 2011 £ 25,780 10,222 36,002 | 2010 £ 25,780 10,222 36,002 |
| 18 | RESERVES | | | | |
| | Group | | Profit and loss account £ | Consolidation reserve | Totals £ |
| | At 1 January 2 Profit for the y Dividends Consolidation At 31 Decemb | reserve | 363,226 1,387,141 (188,458) - 1,561,909 | 94,090 41,068 135,158 | 457,316 1,387,141 (188,458) 41,068 1,697,067 |
| | Company | | | | Profit and loss account £ |
| | At 1 January 2 Profit for the y Dividends | rear | | | 6,697 182,440 (188,458) ————— |
| | | | | | |

Notes to the Consolidated Financial Statements - continued for the Year Ended 31 December 2011

19 RELATED PARTY DISCLOSURES

During the year, total dividends of £188,454 were paid to the directors

During the year under review, rent of £26,750 (2010 - £26,750) was paid to Martin Slowe Chartered Surveyors, a company controlled by M Slowe, the brother of Dr P M Slowe

20 ULTIMATE CONTROLLING PARTY

The company is controlled by the director, Dr P M Slowe, by virtue of his majority shareholding

21 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| Group | 2011 £ | 2010 £ |
|--|------------------------|--------------------------|
| Profit for the financial year Dividends | 1,387,141 (188,458) | 2,086,048 (576,912) |
| Consolidation reserve | 1,198,683 41,068 | 1,509,136 94,090 |
| Net addition to shareholders' funds Opening shareholders' funds | 1,239,751 493,318 | 1,603,226 (1,109,908) |
| Closing shareholders' funds | 1,733,069 | 493,318 |
| Company | 2011 £ | 2010 £ |
| Profit for the financial year Dividends | 182,440 (188,458) | 433,476 (576,912) |
| Net reduction of shareholders' funds Opening shareholders' funds | (6,018) 42,699 | (143,436) 186,135 |
| Closing shareholders' funds | 36,681 | 42,699 |