

Company Registration No 03404773 (England and Wales)

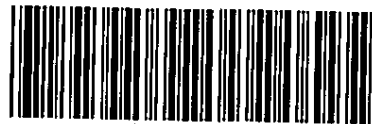
**ARIA TECHNOLOGY LIMITED**

**DIRECTOR'S REPORT AND  
FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 JANUARY 2012**

# **COMPANIES HOUSE**

THURSDAY



\*A1FXE1R4\*

A11

23/08/2012

#45

COMPANIES HOUSE

# ARIA TECHNOLOGY LIMITED

## COMPANY INFORMATION

---

<b>Director</b>	A Taheri
<b>Company number</b>	03404773
<b>Registered office</b>	Aria House Belle Vue Avenue Pottery Lane Manchester M12 4AS
<b>Auditors</b>	Royce Peeling Green Limited The Copper Room Deva Centre Trinity Way Manchester M3 7BG
<b>Business address</b>	Aria House Belle Vue Avenue Pottery Lane Manchester M12 4AS
<b>Bankers</b>	Barclays Bank plc Manchester City Office 51 Mosley Street Manchester M60 2AU

---

# ARIA TECHNOLOGY LIMITED

## CONTENTS

---

	<b>Page</b>
Director's report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 17

---

# ARIA TECHNOLOGY LIMITED

## DIRECTOR'S REPORT

### FOR THE YEAR ENDED 31 JANUARY 2012

---

The director presents his report and financial statements for the year ended 31 January 2012

#### Principal activities and review of the business

The principal activity of the company continued to be that of wholesale and retail of computer hardware, software and accessories

The company achieved satisfactory results for the year, the loss for the year is arrived at after the payment of a one off pension contribution of £200,000

Since the prior year the company has been restructured under the umbrella of Aria Technology Holdings Limited This restructuring splits the group into several trading arms, the purpose of which is to better enable performance measurement and incentivisation for key staff and also serve customer needs more efficiently, and a property company

The company is presently the subject of an action brought by HMRC in respect of the year 2005/6 The company is vigorously defending this action as we regard it to be entirely without merit On this basis, no provision has been made for any liability arising, however, we would point out that the aggregate amount of the so-called claim is less than the company's year end cash balance

#### Results and dividends

The results for the year are set out on page 5

#### Director

The following director has held office since 1 February 2011

A Taheri

Charitable donations	2012 £	2011 £
----------------------	-----------	-----------

During the year the company made the following payments

Charitable donations	14,162	51,166
----------------------	--------	--------

During the year the company made charitable donations to a number of worthy local causes to fulfil its social responsibilities and to use any ensuing publicity to reinforce the company's business and profile in the local community The following local causes were the recipients of substantial donations

The Cauldwell Childrens Benefit - £9,800

The Refugee Council - £2,000

#### Auditors

In accordance with the company's articles, a resolution proposing that Royce Peeling Green Limited be reappointed as auditors of the company will be put at a General Meeting

# ARIA TECHNOLOGY LIMITED

## DIRECTOR'S REPORT (CONTINUED)

**FOR THE YEAR ENDED 31 JANUARY 2012**

---

### **Statement of director's responsibilities**

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is satisfied that they 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 these financial statements, the director is required to

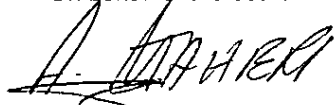
- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

### **Statement of disclosure to auditors**

So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board



A Taheri

**Director**

19 July 2012

# **ARIA TECHNOLOGY LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF ARIA TECHNOLOGY LIMITED**

---

We have audited the financial statements of Aria Technology Limited for the year ended 31 January 2012 set out on pages 5 to 17. 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 an auditors' report 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 director and auditors**

As explained more fully in the statement of director's responsibilities set out on pages 1 - 2, the director is 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 company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the director, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Director's Report 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 company's affairs as at 31 January 2012 and of its loss 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.

#### **Fundamental uncertainty**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures made in note 18 to the financial statements concerning the uncertain outcome of a lawsuit where the company is the defendant. The ultimate outcome of the matter cannot presently be determined, and no provision for any liability that may result has been made in the financial statements.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

# ARIA TECHNOLOGY LIMITED

## INDEPENDENT AUDITORS' REPORT (CONTINUED)

### TO THE MEMBERS OF ARIA TECHNOLOGY LIMITED

---

#### 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, or returns adequate for our audit have not been received from branches not visited by us, or
- the 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

*Royce Peeling Green Limited*

Martin Chatten (Senior Statutory Auditor)  
for and on behalf of Royce Peeling Green Limited

*19 July 2012*

Chartered Accountants  
Statutory Auditor

The Copper Room  
Deva Centre  
Trinity Way  
Manchester  
M3 7BG

# ARIA TECHNOLOGY LIMITED

## PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 JANUARY 2012

	Notes	2012 £	2011 £
Turnover	2	14,462,956	17,584,072
Cost of sales		(13,025,265)	(16,021,427)
<b>Gross profit</b>		<b>1,437,691</b>	<b>1,562,645</b>
Administrative expenses		(1,563,561)	(1,463,139)
Other operating income		15,333	3,347
<b>Operating (loss)/profit</b>	<b>3</b>	<b>(110,537)</b>	<b>102,853</b>
Other interest receivable and similar income		337	-
Interest payable and similar charges	4	(5,143)	(17,515)
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(115,343)</b>	<b>85,338</b>
Tax on (loss)/profit on ordinary activities	5	24,282	(21,963)
<b>(Loss)/profit for the year</b>	<b>16</b>	<b>(91,061)</b>	<b>63,375</b>

The profit and loss account has been prepared on the basis that all operations are continuing operations

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



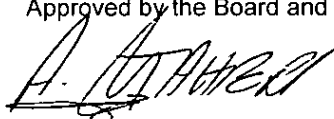
# ARIA TECHNOLOGY LIMITED

## BALANCE SHEET

AS AT 31 JANUARY 2012

	Notes	2012 £	£	2011 £	£
<b>Fixed assets</b>					
Intangible assets	7		-		22,000
Tangible assets	8		210,227		1,791,380
			<u>210,227</u>		<u>1,813,380</u>
<b>Current assets</b>					
Stocks	9	683,999		663,475	
Debtors	10	436,236		244,529	
Cash at bank and in hand		753,626		1,003,033	
		<u>1,873,861</u>		<u>1,911,037</u>	
<b>Creditors amounts falling due within one year</b>	11	<u>(1,972,417)</u>		<u>(1,558,888)</u>	
<b>Net current (liabilities)/assets</b>			<u>(98,556)</u>		<u>352,149</u>
<b>Total assets less current liabilities</b>			111,671		2,165,529
<b>Creditors amounts falling due after more than one year</b>	12		-		(730,887)
<b>Provisions for liabilities</b>	13		<u>(13,200)</u>		<u>(13,868)</u>
<b>Net assets</b>			<u>98,471</u>		<u>1,420,774</u>
<b>Capital and reserves</b>					
Called up share capital	15		20,100		20,100
Profit and loss account	16		78,371		1,400,674
<b>Shareholders' funds</b>	17		<u>98,471</u>		<u>1,420,774</u>

Approved by the Board and authorised for issue on 19 July 2012



A Taheri  
Director

Company Registration No 03404773

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 JANUARY 2012

---

#### 1 Accounting policies

##### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group

##### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

##### 1.3 Turnover

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

##### 1.4 Web domain name

Web domain name is valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost in equal annual instalments over their estimated useful lives

##### 1.5 Research and development

Research expenditure is written off to the profit and loss account in the year in which it is incurred. Development expenditure is written off in the same way unless the director are satisfied as to the technical, commercial and financial viability of individual projects. In this situation, the expenditure is deferred and amortised over the period during which the company is expected to benefit

##### 1.6 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

Land and buildings Leasehold	Straight line over the life of the lease
Fixtures, fittings & equipment	25% on reducing balance
Motor vehicles	25% on reducing balance

##### 1.7 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

##### 1.8 Stock

Stock is valued at the lower of cost and net realisable value

##### 1.9 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

#### 1 Accounting policies

(continued)

##### 1.10 Deferred taxation

In accordance with Financial Reporting Standard 19 'Accounting for deferred tax', deferred tax is recognised in respect of all timing differences that have originated but not reversed by the balance sheet date. Provision is made at the rates expected to apply when the timing differences reverse.

Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in taxable profits in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

##### 1.11 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

##### 1.12 Liability limitation agreement

The company has entered into a liability limitation agreement with Royce Peeling Green Limited, the statutory auditor for the year ended 31 January 2012. The proportionate liability agreement follows the standard terms in Appendix B to the Financial Reporting Council's June 2008 Guidance on Auditor Liability Agreements, and was approved by the shareholders on 19 July 2012.

#### 2 Turnover

##### Geographical market

	Turnover	
	2012	2011
	£	£
United Kingdom	12,893,756	16,031,790
Europe	1,569,200	1,541,925
Rest of World	-	10,357
	<u>14,462,956</u>	<u>17,584,072</u>

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**FOR THE YEAR ENDED 31 JANUARY 2012**

<b>3</b>	<b>Operating (loss)/profit</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Operating (loss)/profit is stated after charging		
	Depreciation of tangible assets	70,439	92,584
	Loss on disposal of tangible assets	-	1,684
	Loss on foreign exchange transactions	7,048	6,233
	Operating lease rentals	70,000	-
	Auditors' remuneration	12,000	10,000
	and after crediting		
	Profit on disposal of tangible assets	(60,997)	-
		<u></u>	<u></u>
<b>4</b>	<b>Interest payable</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	On bank loans and overdrafts	5,143	17,515
		<u></u>	<u></u>

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JANUARY 2012

5	Taxation	2012 £	2011 £
	U K corporation tax	(23,614)	23,614
	<b>Total current tax</b>	<b>(23,614)</b>	<b>23,614</b>
	<b>Deferred tax</b>		
	(Credit)/ charge for the year	(668)	(1,651)
	Taxation (credit)/ charge for the year	(24,282)	21,963
	<b>Factors affecting the tax charge for the year</b>		
	(Loss)/profit on ordinary activities before taxation	(115,343)	85,338
	(Loss)/profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20.00% (2011 - 21.00%)	(23,069)	17,921
	Effects of		
	Non deductible expenses	1,768	1,612
	Depreciation add back	14,088	19,796
	Capital allowances	(12,675)	(15,715)
	Group relief	6,765	-
	Non-chargeable disposals	(12,199)	-
	Other adjustments	2,833	-
	Change in tax rates	(1,125)	-
		(545)	5,693
	<b>Current tax (credit)/ charge for the year</b>	<b>(23,614)</b>	<b>23,614</b>
6	<b>Dividends</b>	<b>2012 £</b>	<b>2011 £</b>
	Ordinary interim paid	1,231,242	6,000

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

#### 7 Intangible fixed assets

	Web domain name £
<b>Cost</b>	
At 1 February 2011	22,000
Disposals	(22,000)
At 31 January 2012	-
<b>Net book value</b>	
At 31 January 2012	-
At 31 January 2011	22,000

#### 8 Tangible fixed assets

	Land and buildings Leasehold £	Fixtures, fittings & equipment £	Motor vehicles £	Total £
<b>Cost</b>				
At 1 February 2011	1,640,857	1,278,650	6,525	2,926,032
Additions	-	28,288	-	28,288
Disposals	(1,640,857)	-	-	(1,640,857)
At 31 January 2012	-	1,306,938	6,525	1,313,463
<b>Depreciation</b>				
At 1 February 2011	96,385	1,034,225	4,042	1,134,652
On disposals	(101,855)	-	-	(101,855)
Charge for the year	5,470	63,812	1,157	70,439
At 31 January 2012	-	1,098,037	5,199	1,103,236
<b>Net book value</b>				
At 31 January 2012	-	208,901	1,326	210,227
At 31 January 2011	1,544,472	244,425	2,483	1,791,380

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

<b>9</b>	<b>Stocks</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Finished goods and goods for resale	<u>683,999</u>	<u>663,475</u>
<b>10</b>	<b>Debtors</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Trade debtors	119,623	132,005
	Amounts owed by parent and fellow subsidiary undertakings	240,637	-
	Corporation tax	23,614	-
	Other debtors	10,222	85,729
	Prepayments and accrued income	42,140	26,795
		<u>436,236</u>	<u>244,529</u>
<b>11</b>	<b>Creditors amounts falling due within one year</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Bank loans and overdrafts	-	86,838
	Trade creditors	1,301,502	1,139,192
	Amounts owed to parent and fellow subsidiary undertakings	326,420	-
	Corporation tax	-	23,614
	Other taxes and social security costs	139,813	38,819
	Director's current accounts	-	97
	Accruals and deferred income	204,682	270,328
		<u>1,972,417</u>	<u>1,558,888</u>
	Debt due in one year or less	<u>-</u>	<u>86,838</u>

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JANUARY 2012

12 Creditors amounts falling due after more than one year	2012 £	2011 £
Bank loans	-	730,887
<b>Analysis of loans</b>		
Not wholly repayable within five years by instalments	-	817,725
	-	817,725
Included in current liabilities	-	(86,838)
	-	730,887
<b>Loan maturity analysis</b>		
In more than one year but not more than two years	-	86,838
In more than two years but not more than five years	-	260,514
In more than five years	-	383,535

### 13 Provisions for liabilities

	Deferred tax liability £
Balance at 1 February 2011	13,868
Profit and loss account	(668)
Balance at 31 January 2012	13,200

The deferred tax liability is made up as follows

	2012 £	2011 £
Accelerated capital allowances	13,200	13,868



# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

#### 14 Pension and other post-retirement benefit commitments Defined contribution

	2012 £	2011 £
Contributions payable by the company for the year	200,000	-

#### 15 Share capital

	2012 £	2011 £
Allotted, called up and fully paid 20,100 Ordinary Shares of £1 each	20,100	20,100

#### 16 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 February 2011	1,400,674
Loss for the year	(91,061)
Dividends paid	(1,231,242)
Balance at 31 January 2012	78,371

#### 17 Reconciliation of movements in shareholders' funds

	2012 £	2011 £
(Loss)/Profit for the financial year	(91,061)	63,375
Dividends	(1,231,242)	(6,000)
Net (depletion in)/addition to shareholders' funds	(1,322,303)	57,375
Opening shareholders' funds	1,420,774	1,363,399
Closing shareholders' funds	98,471	1,420,774

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

---

#### 18 Contingent liabilities

The company is currently defending an action brought by HMRC with regard to the inappropriate reclaim of input VAT on certain purchases made by the company in 2005/6. The company is vigorously defending this action and considers the case brought by HMRC to be completely without merit. On this basis no provision for potential loss has been made by the company but in the unlikely event that the action is successful after the company has exhausted all legal means at its disposal, the impact of losing the action may be significant to the company's reported results and state of affairs.

#### 19 Financial commitments

At 31 January 2012 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 January 2013:

	Land and buildings	
	2012	2011
	£	£
Operating leases which expire		
In over five years	144,000	-

#### 20 Director's remuneration

	2012	2011
	£	£
Remuneration for qualifying services	36,413	37,005
Company pension contributions to defined contribution schemes	200,000	-
	236,413	37,005

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2011 - 0).

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 JANUARY 2012

#### 21 Employees

##### Number of employees

The average monthly number of employees (including directors) during the year was

	2012 Number	2011 Number
Retail and administration	43	45

##### Employment costs

	2012 £	2011 £
Wages and salaries	653,539	667,544
Social security costs	52,454	55,592
Other pension costs	200,000	-
	905,993	723,136

#### 22 Control

The ultimate controlling party of the company is Aria Technology Holdings Limited, a company registered in England and Wales

Aria Technology Holdings Limited prepares group financial statements and copies can be obtained from its registered office at Aria House, 2 Belle Vue Avenue, Pottery Lane, Manchester, M12 4AS

# ARIA TECHNOLOGY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JANUARY 2012

### 23 Related party relationships and transactions

#### Loan to director

Transactions in relation to loans with directors during the year are outlined in the table below

Description	% Rate	Opening Balance £	Amounts Advanced £	Interest Charged £	Amounts Repaid £	Closing Balance £
Directors loan account	-	-	9,222	-	-	9,222
		-	9,222	-	-	9,222

The director's loan account was fully repaid on 3 April 2012

#### Dividends to Director

The following dividends were paid to the director during the year

	2012 £	2011 £
A Taheri	-	6,000
	-	6,000

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company