TZA LIMITED

REGISTRATION NUMBER: 3790155

FINANCIAL ACCOUNTS:

FOR THE PERIOD 1ST JULY 2001 TO 30TH JUNE 2002

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TZA Limited

Registered Office: 7/11 Minerva Road, Park Royal, London, NW10 6HJ.

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REPORT OF THE DIRECTOR FOR THE PERIOD ENDED 30TH JUNE 2002

Director:

The following served as director during the period under review:-

Ms Tamara Rita Donghi - appointed 26th July 1999

Statement of Directors' Responsibilities:

Company law required 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:

- (i) select suitable accounting policies and then apply them consistently:
- (ii) make judgements and estimates that are reasonable and prudent:
- (iii) 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.

Activities:

The principal activity of the company is that of software consultants and associated services.

Business Review:

The company was incorporated on the 15th June 1999 and remained dormant to September 1999 when trading commenced. The results & financial position at the year end are considered to be satisfactory by the Director.

Appropriation of Profit:

The directors recommend the payment of dividends of £1,000.00

The profit for the year amounting to £2,946.30 is to be added to reserves.

Directors' Interests:

The directors had the following beneficial interests in the shares of the Company:

2002 2001 Ordinary Shares of £1 Each

Ms Tamara Rita Donghi

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There were no changes in these interests in the period. (See Note 5.)

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REPORT OF THE DIRECTORS
FOR THE PERIOD ENDED 30th JUNE 2002 (CONTINUED)

Close Company Status:

The company is a close company by virtue of Section 414 of the Income and Corporation Taxes Act 1988.

Auditors:

The company has made an elective resolution to dispense with the annual appointment of Auditors.

Signed On behalf of the Board

CFL Secretaries Ltd. Company Secretary. TZA Limited Page 4 of 7

ACCOUNTING POLICIES FOR THE PERIOD ENDED 30th JUNE 2002

The accounting policies that have been adopted for the preparation of these accounts are stated below and are consistent with those used in previous years.

- 1. BASIS OF PREPARATION OF ACCOUNTS:

 The accounts have been prepared under the historical cost convention and on a going concern basis and in accordance with applicable
- 2. TURNOVER: Turnover in 2002 is derived from ordinary activities of the company and is stated exclusive of trade discounts and V.A.T.

Accounting Standards and Financial Reporting Standards.

- 3. DEFERRED TAXATION:
 No provision is made for deferred taxation as the directors consider that there is no likelihood of any liability crystallising in the foreseeable future.
- 4. DEPRECIATION:
 Tangible Fixed Assets are stated at cost and depreciated over it's useful life, determined to be 4 years. (Amortised @ 25% per annum).
- 5. CASH FLOW STATEMENT:
 In accordance with FRS1 the company is exempt Under Section 247 to 249 of the Companies Act 1985 from preparing a cash flow statement.
- 6. GOING CONCERN BASIS: The accounts are prepared on a going concern basis.

TRADING, PROFIT AND LOSS ACCOUNT FOR THE PERIOD 1st July 2001 TO 30th June 2002

TURNOVER	NOTES		2002 £	2001 £
ADMINISTRATIVE COSTS Consultancy Fees 29,400.00 25,700.00 Travelling 2,199.35 4,864.72 Hotels 617.08 3,213.41 Motoring & Mileage costs 1,193.41 1,402.57 Telephone 776.65 1,230.00 Subsistence 985.03 419.65 Postage 149.87 260.86 Stationery nil 58.54 Entertaining 713.27 50.00 Laundry nil 6.77 Salaries 165.00 300.00 Computer Costs 1,299.00 nil 1 Professional & Legal fees 165.00 300.00 Computer Costs 1,299.00 nil 1	1	TURNOVER		
ADMINISTRATIVE COSTS Consultancy Fees		DEDUCT OPERATING EXPENSES:	nil	nil
Consultancy Fees			111.1.	1111
Travelling 2,199.35 4,864.72 Hotels 617.08 3,213.41 Motoring & Mileage costs 1,193.41 1,402.57 Telephone 776.65 1,230.00 Subsistence 985.03 419.65 Postage 149.87 260.86 Stationery nil 58.54 Entertaining 713.27 50.00 Laundry nil 6.77 Salaries nil nil Professional & Legal fees 165.00 300.00 Computer Costs 1,290.00 nil FINANCIAL COSTS Book-Keeping & Accountancy 550.00 695.00 Bank Charges 237.65 437.82 Interest 9.10 0.57 HP Interest 189.60 nil Bad Debts 1,133.39 NET PROFIT (LOSS) FOR PERIOD 5,168.99 (716.52) Interest Receivable nil nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) Traxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		ADMINISTRATIVE COSTS		
Hotels Motoring & Mileage costs Motoring & Mileage costs Telephone Subsistence Subsistence Subsistence Postage Financial & Legal fees Computer Costs FINANCIAL COSTS Book-Keeping & Accountancy Bank Charges Interest FINANCIAL COSTS Book-Keeping & Accountancy Bank Charges Interest Int		Consultancy Fees	·	
Motoring & Mileage costs Telephone Subsistence Subsistence Postage Stationery Init 58.54 Entertaining Laundry Init 6.77 Salaries Professional & Legal fees Computer Costs FINANCIAL COSTS Book-Keeping & Accountancy Bank Charges Interest I				
Telephone				
Subsistence 985.03 419.65 Postage 149.87 260.86 Stationery nil 58.54 Entertaining 713.27 50.00 Laundry nil 6.77 Salaries nil nil Professional & Legal fees 165.00 300.00 Computer Costs 1,299.00 nil Book-Keeping & Accountancy 550.00 695.00 Bank Charges 237.65 437.82 Interest 9.10 0.57 HP Interest 9.10 0.57 HP Interest 189.60 nil Bad Debts nil nil Taxation (382.17) nil Dividends (1,000.00) nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)				
Postage \$ 149.87 \$ 260.86 \$ Stationery \$ nil \$ 58.54 \$ Entertaining \$ 713.27 \$ 50.00 \$ Laundry \$ nil 6.77 \$ Salaries \$ nil nil nil Professional & Legal fees \$ 165.00 \$ 300.00 \$ Computer Costs \$ 1,299.00 \$ nil \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$				
Stationery				
Entertaining 13.27 50.00 Laundry 11 6.77 Salaries 165.00 300.00 Computer Costs 165.00 300.00 Computer Costs 165.00 300.00 Computer Costs 1,299.00 11 TOTAL P & L A/C 2,946.30 (840.52)				
Laundry Salaries nil 6.77 Salaries nil nil nil Professional & Legal fees 155.00 300.00 Computer Costs 1,299.00 nil			713.27	
Professional & Legal fees 165.00 300.00 Computer Costs 1,299.00 nil 1,299.00 nil 37,498.66 37,506.52		-	nil	6.77
Computer Costs		Salaries	nil	
### Taxation ### Taxation ### Taxation ### Dividends ### Total P & L A/C ### L A/C ### A/C ### 2,946.30 ### (840.52) ### Total P & L A/C ### A/C ### 2,946.30 ### (840.52) ### Conditions ### 1,000.00 #				
FINANCIAL COSTS Book-Keeping & Accountancy Bank Charges Interest 9.10 0.57 HP Interest 189.60 nil Bad Debts nil nil nil Bad Debts 5,168.99 (716.52) Interest Receivable nil nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		Computer Costs	1,299.00	
Book-Keeping & Accountancy 550.00 695.00 Bank Charges 237.65 437.82 Interest 9.10 0.57 HP Interest 189.60 nil Bad Debts nil ni			37,498.66	
Book-Keeping & Accountancy 550.00 695.00 Bank Charges 237.65 437.82 Interest 9.10 0.57 HP Interest 189.60 nil Bad Debts nil ni		FINANCIAL COSTS		
Bank Charges Interest Interest Bad Debts NET PROFIT (LOSS) FOR PERIOD Taxation Dividends PROFIT (LOSS) FOR PERIOD TRANSFERRED TO RESERVES B/FWD TOTAL P & L A/C 189.60 119			550.00	695.00
## Interest			237.65	437.82
Bad Debts nil nil 986.35 1,133.39 NET PROFIT (LOSS) FOR PERIOD 5,168.99 (716.52) Interest Receivable nil nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		_		0.57
986.35 1,133.39 NET PROFIT (LOSS) FOR PERIOD 5,168.99 (716.52) Interest Receivable nil nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		HP Interest		
NET PROFIT (LOSS) FOR PERIOD 5,168.99 (716.52) Interest Receivable nil nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		Bad Debts		nil
Interest Receivable nil nil Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)				1,133.39
Taxation (382.17) nil Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		NET PROFIT (LOSS) FOR PERIOD	5,168.99	(716.52)
Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		Interest Receivable	nil	nil
Dividends (1,000.00) nil PROFIT (LOSS) FOR PERIOD 3,786.82 (716.52) TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)		Taxation	(382,17)	nil
TRANSFERRED TO RESERVES B/FWD (840.52) (124.00) TOTAL P & L A/C 2,946.30 (840.52)				
TOTAL P & L A/C 2,946.30 (840.52)			3,786.82	(716.52)
		B/FWD	(840.52)	(124.00)
		TOTAL P & L A/C		

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	BALANCE SHEET - AT 30th June 2002.		2001
NOTES		£	£
_	FIXED ASSETS		
2	Tangible Assets		nil
	Intangible Assets	nıl	nil
		nil	nil
	CURRENT ASSETS		
3	Stock & Work-in-Progress	nil	nil
3а	Debtors & Prepayments		1.00
	Cash at Bank/In Hand	3,988.57	nil
			1.00
	CURRENT LIABILITIES	2,00000	
	Bank Overdraft		75.79
4	Creditors & Accrued Charges	659.10	764.73
	Taxation	382.17	nil
		1,041,27	840.52
	NET CURRENT ASSETS (DEFICIT)	2 947 30	(839.52)
	NEI COMMENT ADDETO (DEFICIT)	2,347.30	(039,32)
	LONG TERM LIABILITIES	nil	nil
	NET ASSETS (DEFICIT)		(839.52)
	·	======	
	CAPITAL AND RESERVES		
5	Called-Up Share Capital		1.00
	Profit & Loss Account	2,946.30	(840.52)
	SHAREHOLDERS FUNDS	2,947.30	
		========	======

The directors would confirm that for the year ended 30th June 2002:

- (a) the company was entitled to the exemption conferred by Section 249A(1) of the Companies Act 1985 (Audit Exemption) Regulations 1994 (SI 1994/5):
- (b) no notice from the members of the company has been deposited under Section 249B(2) of the Companies Act 1985 (Audit Exemption) Regulations 1994 (SI 1994/5) in relation to the company's accounts for the year to 30th June 2002.
- (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 for the financial year, in accordance with the requirements of Section 226 CA 1985 & which otherwise comply with this Act relating to the accounts, so far as applicable to the company.

SIGNED. Ms T R Donghi - Director

18th March 2003

Date

TZA Limited

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NOTES TO THE FINANCIAL ACCOUNTS PERIOD ENDED 30th June 2002

1. Turnover comprises invoiced sales less credits and excludes V.A.T. (Note: The company is not required to register for VAT as it's level of turnover falls below the required threshold

2. The company did not acquire fixed assets during the period.

	2002	2001
3. Stock & Work-in-Progress:	nil	nil
3a. Debtors: Amounts are due within 12 months		
Trade Debtors as per Debtors Control	nil	nil
Unpaid Share Capital	nil	1.00
•		
	nil	1.00
4. Creditors; amounts due within twelve months:		
Directors Loan Account	109.10	314.73
Accruals (Book-Keeping/Accountancy)	550.00	450.00
Trade Creditors	nil	nil
Current Taxation	nil	nil
	659.10	764.73

- 5. The Authorised Capital of the Company is £1,000, divided into 1,000 £1.00 ordinary shares. 1 share being subscribed for on Incorporation.
- 6. APPROVAL OF ACCOUNTS: On 18th March 2003, the Board of Directors approved these accounts for publication.