COMPANY NO. 4100497

POSITIVE ASSOCIATES LIMITED REPORT AND ACCOUNTS FOR THE YEAR ENDED 31st DECEMBER 2002

James Harman & Co., Chartered Accountants West Wing, Tanhurst, Tanhurst Lane, Holmbury St. Mary, Dorking, Surrey RH5 6LU

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REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2002

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REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2002

DIRECTOR

A.L. Watson

ACCOUNTANTS

James Harman & Co., West Wing, Tanhurst,

Tanhurst Lane, Holmbury St. Mary,

Dorking, Surrey RH5 6LU

SECRETARY

V.J. Watson

REGISTERED OFFICE

West Wing, Tanhurst,

Tanhurst Lane Holmbury St. Mary

Dorking, Surrey RH5 6LU

DIRECTORS' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2002

The Director presents his report and the financial statements for the year ended 31st December 2002.

Principal Activity

The Company's principal activity is that of Consultants to Manufacturing Companies.

Directors

The Director who served during the year and his beneficial interest in the shares of the Company was as follows:-

No. of Shares			
<u>31.12.01</u>	<u>31.12.02</u>		
1,000	1,000		

A.L. Watson

General Meeting

The Company has elected in pursuance of Section 252, Companies Act 1985, not to lay accounts before the members in general meeting. Members, however, may by notice in writing to the Company at is Registered Office require that the accounts are laid before the Company in general meeting.

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

Approved by the board on **8.4**. 2003 and signed on its behalf by:

A.L. WATSON - DIRECTOR

ACCOUNTANTS' REPORT TO THE DIRECTOR ON THE UNAUDITED ACCOUNTS OF POSITIVE ASSOCIATES LIMITED

FOR THE YEAR ENDED 31ST DECEMBER 2002

As described on the Balance Sheet you are responsible for the preparation of the accounts for the year ended 31st December 2002 set out on pages 5 to 9 and you consider that the Company is exempt from an audit under the provisions of S.249A(1) of the Companies Act 1985. 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.

James Harman & Co., Chartered Accountants West Wing, Tanhurst, Holmbury St. Mary,

Dorking, Surrey RH5 6LU

APRIL 10m 2003

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2002

	NOTES	2002 £	<u>2001</u> €
TURNOVER	1	109,555	74,959
Cost of Sales		<u>47,857</u>	<u>20,310</u>
GROSS PROFIT		61,698	54,649
Administrative expenses		<u>54,209</u>	<u>46,943</u>
OPERATING PROFIT	3	7,489	7,706
Interest Receivable		<u>48</u>	<u>77</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		7,537	7,783
Taxation on Profit on ordinary activities	4	<u>185</u>	<u>738</u>
PROFIT ON ORDINARY ACTIVITIES FOR THE FINANCIALYEAR AFTER TAXATION		7,352	7,045
Retained profit brought forward		7,045	-
RETAINED PROFIT CARRIED FORWARD		<u>14,397</u>	<u>7,045</u>

The notes on pages 7 to 9 form part of these financial statements

BALANCE SHEET

AS AT 31ST DECEMBER 2002

	NOTES	2002		2001	
		£	£	£	£
FIXED ASSETS					
Tangible Assets	5		333		666
CURRENT ASSETS					
Stock	1	720		_	
Debtors	6	12,531		5,149	
Cash at Bank and in hand	-	21,905		9,784	
-		35,156		14,933	
		,		2 1,52 2 2	
CREDITORS: amounts falling due					
within one year	7	20,092		<u>7,554</u>	
······································	·				
NET CURRENT ASSETS			15,064		<u>7,379</u>
TOTAL ASSETS LESS CURRENT					
LIABILITIES			<u>15,397</u>		<u>8,045</u>
CAPITAL AND RESERVES					
Called up Share Capital	9		1,000		1,000
Profit & Loss Account			<u>14,397</u>		<u>7,045</u>
CIVI DELICI DEDGI EVANC			1 . 00		0.045
SHAREHOLDERS' FUNDS			<u>15,397</u>		<u>8,045</u>

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of s.249A(1) of the Companies Act 1985. Members have not required the company, under s.249B(2) of the Companies Act 1985, to obtain an audit for the period ended 31st December 2002. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with s.221 of the Companies Act 1985, and for preparing accounts which give a true and fair view of the state of affairs of the company as at 31st December 2002 and of its profit for the period then ended in accordance with the requirements of s.226, and which otherwise comply with the requirements of the Act relating to the accounts so far as applicable to the company.

The financial statements which have been prepared in accordance with the special provisions of Part VII of the Companies Act/1985 applicable to small companies were approved by the board on 8.4.02.

and signed on its behalf by.

A.L. WATSON – DIRECTOR

The notes on pages 7 to 9 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2002

1. ACCOUNTING POLICIES

a) BASIS OF PREPARATION of Financial Statements

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities. (effective June 2000).

b) TURNOVER

Turnover comprises the invoiced value of goods and services supplied by the Company, net of Value Added Tax and trade discounts.

c) 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 of fixed assets, less their estimated residual value over their expected useful lives on the following basis:

Office Equipment 33¹/₃% p.a. straight line basis

d) FOREIGN CURRENCY TRANSACTIONS

Foreign currency transactions taking place during the financial period have been converted at the rate ruling on the date of the transaction.

Exchange differences are taken into account in arriving at the operating profit.

e) PENSIONS

The company operates a money purchase scheme, and the pension charge represents the amounts payable by the company to the fund in respect of the year. This scheme accrues retirement benefits to the Director.

f) STOCK

This has been valued by the Director at the lower of the cost or net realisable value.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2002 (CONT'D...)

2. TURNOVER

Turnover attributed to markets outside the UK represented 38% of turnover.

3. OPERATING PROFIT

	The operating profit is stated after charging:	<u>2002</u> £	2001 £
	Depreciation of tangible fixed assets – owned by the Company Director's emoluments Director's money purchased pension	333 33,988 <u>3,000</u>	333 28,000 <u>2,000</u>
4.	TAXATION	2002 £	<u>2001</u> €
	UK Corporation Tax	<u>185</u>	<u>738</u>

5. TANGIBLE FIXED ASSETS

COST	Office Equipment £ 999 999
DEPRECIATION Charge for period At 31 st December 2002	333 666
NET BOOK VALUE At 31 st December 2002	<u>333</u>

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER 2002 (CONT'D...)

		2002 £	<u>2001</u> £
6.	DEBTORS:		
	due within one year	12 521	5 140
	Trade Debtors	<u>12,531</u>	<u>5,149</u>
7.	CREDITORS: amounts falling due within one year	<u>2002</u> €	2001 £
	Trade Creditors	16,001	3,454
	Corporation Tax	185	738
	Other taxes & social security	<u>3,906</u>	<u>3,362</u>
	*	$2\overline{0.092}$	$\frac{1}{7,554}$

8. DEFERRED TAXATION

No provision has been made for deferred taxation as any amount would be immaterial.

9.	SHARE CAPITAL	2002	2001 f
	Authorised	₩	~
	1,000 Ordinary Shares of £1 each	<u>1,000</u>	<u>1,000</u>
	Allotted, Called Up and Fully Paid as at 31.12.02	1,000	1,000

10. POST BALANCE SHEET EVENTS

There have been no post Balance Sheet events which materially alter the Company's financial state of affairs.