

V & A Capital Limited

**Financial Statements
for the Year ending 31 December 2003**



Company Registration Number 04124849

V & A Capital Limited

Financial Statements

Year ended 31 December 2003

Contents	Pages
Officers and Professional Advisers	1
The Director's Report	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5 to 6

V & A Capital Limited

Officers and Professional Advisers

The Director

Dr J Vale e Azevedo

Company Secretary

J R Short

Registered Office

Merlin Place
Milton Road
Cambridge
CB4 0DP

Accountants

Peters Elworthy & Moore
Chartered Accountants
Salisbury House
Station Road
Cambridge
CB1 2LA

Solicitors

Taylor Vinters
Merlin Place
Milton Road
Cambridge
CB4 0DP

V & A Capital Limited

The Director's Report

Year ended 31 December 2003

The director has pleasure in presenting his report and the unaudited financial statements of the company for the year ended 31 December 2003.

Principal Activities

The principal activity of the company during the year was to act as a holding company.

The Director and His Interests in the Shares of the Company

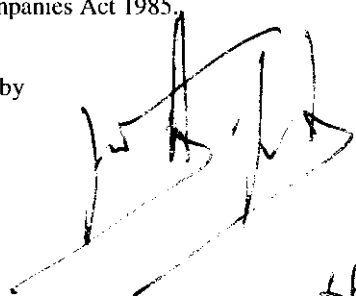
The director who served the company during the year together with his beneficial interests in the shares of the company was as follows:

	Ordinary Shares of £1 each	
	At 31 December 2003	At 1 January 2003
Dr J Vale e Azevedo	<u>1</u>	<u>1</u>

Small Company Provisions

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

Signed by



Dr J Vale e Azevedo

Director

Approved by the director on 15 October 2004

V & A Capital Limited

Profit and Loss Account

Year ended 31 December 2003

	Note	2003 £	2002 £
Turnover		—	—
Administrative expenses		—	—
Interest receivable		31,794	28,334
Interest payable		(31,794)	(28,334)
Profit on Ordinary Activities Before Taxation		<u>—</u>	<u>—</u>
Tax on profit on ordinary activities		—	—
Retained Profit for the Financial Year		<u>—</u>	<u>—</u>

The notes on pages 5 to 6 form part of these financial statements.

V & A Capital Limited

Balance Sheet

31 December 2003

	Note	£	2003 £	£	2002 £
Current Assets					
Debtors	2	925,715		827,200	
Creditors: Amounts Falling due Within One Year	3	<u>925,714</u>		<u>-</u>	
Net Current Assets			<u>1</u>		<u>827,200</u>
Total Assets Less Current Liabilities			<u>1</u>		<u>827,200</u>
Creditors: Amounts Falling due after More than One Year	4		<u>-</u>		<u>827,199</u>
			<u>1</u>		<u>1</u>
Capital and Reserves					
Called-up equity share capital	6		<u>1</u>		<u>1</u>
Shareholders' Funds			<u>1</u>		<u>1</u>

The director is satisfied that the company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the financial statements for the year by virtue of section 249A(1), and that no member or members have requested an audit pursuant to section 249B(2) of the Act.

The director acknowledges his responsibility for:

- (i) ensuring that the company keeps proper accounting records which comply with section 221 of the Act, and
- (ii) preparing financial statements 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 the Act relating to financial statements, so far as applicable to the company.

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

These financial statements were approved and signed by the director on 15 October 2004

Dr J Vale e Azevedo

The notes on pages 5 to 6 form part of these financial statements.

V & A Capital Limited

Notes to the Financial Statements

Year ended 31 December 2003

1. Accounting Policies

Basis of accounting

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

Fixed assets

All fixed assets are initially recorded at cost.

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

2. Debtors

	2003	2002
	£	£
Called up share capital not paid	1	1
Other debtors	925,714	827,199
	<u>925,715</u>	<u>827,200</u>

3. Creditors: Amounts Falling due Within One Year

	2003	2002
	£	£
Other creditors	925,714	-
	<u>925,714</u>	<u>-</u>

4. Creditors: Amounts Falling due after More than One Year

	2003	2002
	£	£
Other creditors	-	827,199
	<u>-</u>	<u>827,199</u>

5. Related Party Transactions

The company was under the control of Dr J Vale e Azevedo from 31 January 2001. Dr J Vale e Azevedo is the sole director and 100% shareholder. On 21 September 2001 Dr J Vale e Azevedo made an unsecured loan to V & A Capital Limited amounting to €1,207,090 (equivalent to £763,098). The loan is repayable on demand which shall be no earlier than 21 September 2004, and interest is charged at 3.5% per annum.

V & A Capital Limited in turn made a secured loan to Vale e Azevedo Capital - Consultdona e Gestac Empressarial SA, a company controlled by Dr J Vale e Azevedo, amounting to €1,207,090. It was made for an initial 11 months and will be renewed for successive periods of 11 months unless and until notice to the contrary is served on them by V & A Capital Limited. Interest is charged at 3.5% per annum.

As at the balance sheet date €1,207,090 (equivalent to £788,833 - recalculated using the exchange rate for 31 December 2002) was outstanding on both loans.

Dr J Vale e Azevedo has agreed to bear all costs of the company for the foreseeable future.

V & A Capital Limited

Notes to the Financial Statements

Year ended 31 December 2003

6. Share Capital

Authorised share capital:

	2003	2002
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted and called up:

	2003		2002	
	No	£	No	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

The amounts of paid-up share capital for the following category of shares differed from the called-up share capital stated above due to unpaid calls and were as follows:

	2003	2002
	£	£
Ordinary shares	<u>1</u>	<u>1</u>

7. Post Balance Sheet Events

On 17 March 2004 V & A Capital Limited increased its authorised share capital to 20,000,000 ordinary shares of £1.

The company then issued 918,534 ordinary £1 shares to Dr J Vale e Azevedo as full settlement of the outstanding directors loan and accrued interest at that date.