REGISTERED NUMBER 04144304

PAUL MASON CONSULTING LIMITED ANNUAL REPORT FOR THE YEAR ENDED 31 MARCH 2012

TUESDAY



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COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2012

Directors

Paul Mason

Gordon Ambidge

Niall Gilna

Ian Edwards (appointed 24 May 2011)

Huw Thomas

Secretary

Iris Mason

Registered Office

Avalon House Marcham Road Abingdon Oxon OX14 1UD

Bankers

HSBC

Auditors

Critchleys LLP Statutory Auditor Avalon House Marcham Road Abingdon Oxon OX14 1UD

Registered Number

04144304 (England and Waies)

PAUL MASON CONSULTING LIMITED REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2012

The Directors presents their report together with the financial statements of the Company and the Group for the year ended 31 March 2012

PRINCIPAL ACTIVITY

The principal activity of the Group in the year under review was to provide IT services to the Retail Sector

REVIEW OF BUSINESS

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

The results for the year and financial position of the Company and the Group are as shown in the annexed financial statements. The Board has resolved that EBITDA is the primary measure of performance. A robust sales pipeline enabled Group revenues to grow by 20% despite the impact of the prevailing challenges in the economic environment significantly affecting PMC's retail and hospitality customer base. Robust cost control and improved productivity enabled Group EBITDA to grow by 132%. Productivity improvements were achieved by realising benefits from investments in middle management, staff training and tools. The Company's activities in India were expanded during the year and the basis of inter-company accounting was moved to cost plus.

FINANCIAL RISK

Price risk, credit risk, liquidity risk and cash flow risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates

The Group's principal financial instruments comprise bank balances, trade debtors and trade creditors. The main purpose of these instruments is to finance the Group's operations.

In respect of bank balances, the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest. All of the Group's cash balances are held in such a way that achieves a competitive rate of interest. The business makes use of money market facilities where funds are available.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits. The amounts presented in the balance sheet are net of allowances for doubtful debtors.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due

CHARITABLE DONATIONS

During the year the Company made charitable donations totalling £6,120 Individual donations were

£

Adoption UK Other donations 5,000 <u>1,120</u>

RESULTS AND DIVIDENDS

The profit for the year, after taxation amounted to £250,628 (2011 £9,932) An interim ordinary dividend of £120,000 was paid during the year

IMPACT OF THE EURO

The Directors believe that the introduction of the Euro would have no effect upon the trading of the Group

PAUL MASON CONSULTING LIMITED REPORT OF THE DIRECTORS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

DIRECTORS

The Directors who held office during the year were as follows

- Paul Mason
- Gordon Ambidge
- Niali Gilna
- Huw Thomas
- lan Edwards (appointed 24 May 2011)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report 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 of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to

- select suitable accounting policies and apply them consistently,
- · make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

Each Director has taken steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information The Directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of

Approved by the Board on 25 () Who 2011 and signed on its behalf by

Iris Mason

Company Secretary

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF PAUL MASON CONSULTING LIMITED

We have audited the financial statements of Paul Mason Consulting Limited for the year ended 31 March 2012 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheets, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses, the Group and Parent Company Reconciliation of Movements in Shareholders' Funds and the related notes. 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 auditor's 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 Directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 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 Directors' 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 out report

Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Group's and Parent Company's affairs as at 31 March 2012 and of the Group's and Parent Company'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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF PAUL MASON CONSULTING LIMITED (CONTINUED)

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

Kevin Byrne, Senior Statutory Auditor

For and on behalf of

Critchleys LLP, Statutory Auditor

Abingdon

Date 26 Odder Zonz

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2012

| | Notes | 2012 £ | 2011 £ |
|--|-------|--------------------|-------------|
| TURNOVER | 2 | 6,580,346 | 5,478,371 |
| Cost of sales | | (3,945,875) | (3,002,109) |
| GROSS PROFIT | | 2,634,471 | 2,476,262 |
| Administrative expenses | | <u>(2,101,816)</u> | (2,247,275) |
| | | 532,655 | 228,987 |
| Other operating income | | 48 | 217 |
| OPERATING PROFIT | 3 | 532,703 | 229,204 |
| Earnings before Interest Tax Depreciation and Amortisation | | 532,703 | 229,204 |
| Depreciation and amortisation | | (165,468) | (185,202) |
| Other exceptional items | 4 | (60,244) | - |
| Interest receivable and similar income | | 33 | 22 |
| Interest payable and similar charges | | (64) | (2,018) |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | 306,960 | 42,006 |
| Tax on profit on ordinary activities | 7 | (56,332) | (32,074) |
| PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION | | <u>250,628</u> | 9,932 |

CONTINUING OPERATIONS

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

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2012

| | 2012 £ | 2011 £ |
|--|---|---|
| Turnover | 6,580,346 | 5,478,371 |
| Cost of sales | <u>(4,165,581)</u> | (<u>3,443,050</u>) |
| Gross profit | 2,414,765 | 2,035,321 |
| Administrative expenses Employment costs Establishment costs General administrative expenses Finance charges | 1,257,258 305,413 314,632 9,315 (1,886,618) | 1,167,136 246,566 274,774 7,435 (1,695,911) |
| Operating profit | 528,147 | 339,410 |
| Earnings before Interest Tax Depreciation and Amortisation | 528,147 | 339,410 |
| Depreciation and Amortisation | (141,592) | (163,703) |
| Other exceptional items | (163,086) | - |
| Other interest receivable and similar income | 33 | 21 |
| Interest payable and similar charges | (64) | |
| Profit on ordinary activities before taxation | 223,438 | 175,728 |
| Taxation | <u>(56,333</u>) | (32,074) |
| Profit for the financial year | 167,105 | 143,654 |
| Accumulated profit and loss account brought forward | 741,415 908,520 | <u>742,761</u> 886,415 |
| Dividends | _(120,000) | _(145,000) |
| Accumulated profit and loss account carried forward | <u>788,520</u> | <u>741,415</u> |

CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2012

| | 2012 £ | 2011 £ |
|--|-----------------|-----------|
| PROFIT FOR THE FINANCIAL YEAR | 250,628 | 9,932 |
| Exchange differences on retranslation | 12,799 | (23,937) |
| TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR | <u> 263,427</u> | (14,005) |

CONSOLIDATED BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2012

| | | | 2012 | | 011 |
|---|-------------|--------------------|------------------|---------------------|------------------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Intangible assets | 9 | | 29,479 | | 72,216 |
| Tangible assets | 10 | | <u>232,696</u> | | <u>215,921</u> |
| | | | 262,175 | | 288,137 |
| CURRENT ASSETS | | | | | |
| Stocks | 12 | 72,856 | | 123,010 | |
| Debtors | 13 | 1,762,463 | | 1,604,729 | |
| Cash at bank | | <u>333,840</u> | | 42,586 | |
| | | 2,169,159 | | 1,770,325 | |
| CREDITORS | | | | | |
| Amounts falling due within one year | 14 | <u>(1,473,764)</u> | | (<u>1,258,798)</u> | |
| NET CURRENT ASSETS | | | <u>695,395</u> | | <u>511,527</u> |
| TOTAL ASSETS LESS CURRENT I | LIABILITIES | s | 957,570 | | 799,664 |
| CREDITORS | | | | | |
| Amounts falling due after more than one year | 15 | | (1,916) | | - |
| PROVISIONS FOR LIABILITIES | 16 | | (17 607) | | /E 004\ |
| PROVISIONS FOR LIABILITIES | 16 | | <u>(17,627)</u> | | <u>(5,064)</u> |
| NET ASSETS | | | 938,027 | | <u>794,600</u> |
| | | | | | |
| CAPITAL AND RESERVES | 47 | | 0.000 | | 0.000 |
| Called up share capital Share premium reserve | 17 18 | | 3,290 249,726 | | 3,290 249,726 |
| Profit and loss account | 18 | | 685,011 | | 541,584 |
| | | | <u>555,571</u> | | <u>5-11,55-7</u> |
| SHAREHOLDERS' FUNDS | 19 | | <u>938,027</u> | | <u>794,600</u> |

The financial statements were approved and authorised for issue by the board of Directors on 25/10/12 and were signed by

Paul Mason Director

COMPANY BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2012

| | | | 2012 | 20 | 11 |
|-------------------------------------|------------|--------------------|------------------|---------------|----------------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Intangible assets | 9 | | 21,735 | | 63,733 |
| Tangible assets | 10 | | 165,325 | | 141,388 |
| Investments | 11 | | <u>56,258</u> | | <u>1,258</u> |
| | | | 243,318 | | 206,379 |
| CURRENT ASSETS | | | | | |
| Stocks | 12 | 72,856 | | 221,452 | |
| Debtors | 13 | 1,867,237 | | 1,786,940 | |
| Cash at bank | | <u>326,943</u> | | <u>19,342</u> | |
| | | 2,267,036 | | 2,027,734 | |
| CREDITORS | | | | | |
| Amounts failing due within one year | 14 | <u>(1,451,191)</u> | | (1,234,618) | |
| NET CURRENT ASSETS | | | <u>815,845</u> | | <u>793,116</u> |
| TOTAL ASSETS LESS CURRENT I | LIABILITIE | s | 1,059,163 | | 999,495 |
| PROVISIONS FOR LIABILITIES | 16 | | (17,627) | | _(5,064) |
| NET ASSETS | | | <u>1,041,536</u> | | <u>994,431</u> |
| | | | | | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 17 | | 3,290 | | 3,290 |
| Share premium reserve | 18 | | 249,726 | | 249,726 |
| Profit and loss account | 18 | | <u>788,520</u> | | <u>741,415</u> |
| SHAREHOLDERS' FUNDS | 19 | | 1,041,536 | | <u>994,431</u> |

The financial statements were approved and authorised for issue by the board of Directors on 2510 12 and were signed by

Paul Mason Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2012

| | Notes | £ | 2012 £ | £ 2 | 011 £ |
|---|----------|--------------|--------------------------|---------------|----------------------|
| Net cash (outflow)/inflow from operating activities | 1 | | 752,345 | | 125,185 |
| Returns on investments and servicing of finance | 2 | | (31) | | (1,996) |
| Taxation | | | (27,010) | | (173,090) |
| Capital expenditure | 2 | | (312,498) | | _(152,669) |
| | | | 412,806 | | (202,570) |
| Equity dividends paid | | | (120,000) | | (145,000) |
| Increase/(decrease) in cash in th | e period | | <u>292.806</u> | | (347.570) |
| Reconciliation of net cash flow t movement in net debt | o 3 | | | | |
| Increase/(decrease) in cash in the | period | 291,254 | | (359,390) | |
| Cash outflow from increase in debt and lease financing | | <u>1,552</u> | | <u>11,820</u> | |
| Change in net debt resulting from cash flows | | | <u>292,806</u> | | (347,570) |
| Movement in net debt in the peri Net funds/(debt) at 1 April | od | | 292,806 <u>37,790</u> | | (347,570) 385,360 |
| Net funds at 31 March | | | <u>330,596</u> | | <u>37,790</u> |

The company has an overdraft facility of £300,000 in place

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2012

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW / (OUTFLOW) FROM OPERATING ACTIVITIES

| | 2012 £ | 2011 £ |
|---|----------------------|----------------|
| Operating profit | 367,235 | 44,002 |
| Depreciation charges | 282,645 | 147,787 |
| Amortisation of development costs | 45,909 | 36,915 |
| Loss on disposal of tangible fixed assets | 2,881 | 1,442 |
| Exchange difference | 19,601 | (18,288) |
| Development cost impairment charge | (60,244) | - 1 |
| Decrease/(increase) in work in progress | `50,154 [°] | (72,653) |
| (Increase)/decrease in debtors | (157,734) | (429,313) |
| Increase/(decrease) in creditors | 201,898 | <u>415,293</u> |
| | <u>752,345</u> | 125,185 |

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

| | 2012 £ | 2011 £ |
|---|-----------------------------|--------------------------------------|
| Returns on investments and servicing of finance Interest received Interest paid | 33 (64) | 22 <u>(2,018)</u> |
| Net cash outflow for returns on investments and servicing of finance | <u>(31)</u> | <u>(1,996)</u> |
| Capital expenditure Purchase of tangible fixed assets Purchase of intangible fixed assets Sale of tangible fixed assets | (309,651) (3,353) 506 | (159,389) (1,556) <u>8,276</u> |
| Net cash outflow for capital expenditure | (<u>312,498)</u> | (152,669) |

NOTES TO THE CASH FLOW STATEMENT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

3 ANALYSIS OF CHANGES IN NET DEBT

| ANALYSIS OF CHANGES IN NET DEBT | At 01/04/11 £ | Cash flow € | At 31/03/12 £ |
|--|------------------|------------------|----------------------------|
| Net cash Cash at bank | <u>42,586</u> | <u>291,254</u> | <u>333,840</u> |
| | <u>42,586</u> | <u>291,254</u> | 333,840 |
| Debt Debts falling due within one year Debts falling due after one year | (4,796) ——— | 3,468 (1,916) | (1,328) (<u>1,916)</u> |
| | (4,796) | <u>1,552</u> | (3,244) |
| Total | <u>37,790</u> | <u>292,806</u> | <u>330,596</u> |

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all group undertakings. These are adjusted, where appropriate, to conform to Group accounting policies. Acquisitions are accounted for under the acquisition method and any goodwill arising on consolidation is capitalised and written off over twenty years from the year of acquisition. The results of companies acquired or disposed of are included in the profit and loss account after or up to the date that control passes respectively.

Turnover

Turnover represents the total invoice value, excluding Value Added Tax, of sales made during the year

Turnover is calculated on a time basis of work done by consultants during the period and the sales value of software licences supplied

Support services and upgrades invoiced in advance are included in deferred income

Amortisation

Amortisation is provided on intangible fixed assets so as to write off the cost, less and estimated residual value, over their expected useful economic life

Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows

Fixtures, fittings and equipment, office equipment, computer software

Straight line over 2 or 3 years

Subsidiary

Motor vehicles

Computer software and hardware Fixtures, fittings and equipment Office equipment

40% straight line 18 1% straight line 13 91% straight line 25 89% straight line

Research and development expenditure

Research and development expenditure is written off as incurred, except that development expenditure incurred on an individual project is carried forward when its future recoverability can be reasonably regarded as assured. Any expenditure carried forward is amortised in line with the expected future sales from the related project.

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

1 ACCOUNTING POLICIES (continued)

Work in progress

Work in progress is valued at the lower of cost and net realisable value, after due regard for obsolete and slow moving stocks. Net realisable value is based on selling price less anticipated costs to completion and selling costs. Costs include all direct costs and an appropriate proportion of fixed and variable overheads.

Deferred taxation

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS19

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date

Foreign currencies

Profit and loss account transactions in foreign currencies are translated into sterling at the exchange rate ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the balance sheet date and the exchange differences are included in the profit and loss account.

Operating leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

Pensions

The Group operates a defined contribution pension scheme. Contributions are charged in the profit and loss account as they become payable in accordance with the rules of the scheme.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

2 TURNOVER

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

Analysis of turnover by geographical market is given below

2012 2011 £ £

United Kingdom <u>6,580,346</u> <u>5,478,371</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

3 OPERATING PROFIT

| The operating profit is stated after charg | ng/(crediting) | 2012 | 2011 |
|--|---------------------------------|---------------|---------|
| | | £ | £ |
| Loss on sale of fixed assets | | 2,881 | 1,442 |
| Operating leases | | 115,062 | 84,945 |
| Depreciation – owned assets | | 282,645 | 148,224 |
| Amortisation of intangible assets | | 45,909 | 41,528 |
| Auditors' remuneration - audit services | | 6,000 | 6,471 |
| Auditors' remuneration - the audit of the | Company's subsidiary | 590 | 702 |
| Auditors' remuneration - non audit servi | | 1,363 | 2,300 |
| Auditors' remuneration - non audit servi | ces of the Company's subsidiary | 2,833 | - |
| Foreign exchange differences | | <u>46,161</u> | 23,937 |
| | | | |

4 EXCEPTIONAL ITEMS

| | 2012 £ | 2011 £ |
|------------------------------------|-----------|-------------|
| Development cost impairment charge | 60,244 | |

5 STAFF COSTS

The average number of persons employed by the Group (including Directors) during the year, analysed by category, was as follows

| | 2012 | 2011 |
|--|----------------------|-----------------------------|
| Technical Administration | 100 _22 | 91 <u>21</u> |
| | <u>122</u> | <u>112</u> |
| The aggregate payroll costs of these persons were as follows | | |
| | 2012 £ | 2011 £ |
| Wages and salaries Other pension costs | 3,436,350 211,881 | 3,355,295 <u>182,127</u> |
| | <u>3,648,231</u> | 3,537,422 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

6 DIRECTORS' REMUNERATION

The Directors' remuneration for the year is as follows

| | 2012 £ | 2011 £ |
|---|--------------------------|--------------------|
| Directors' remuneration (including benefits in kind) Directors' money purchase scheme | 350,427 <u>31,298</u> | 355,661 _29,313 |
| | <u>381,725</u> | <u>384,974</u> |

Included within the above analysis were payments of £26,800 (2011 £23,200) to Directors in respect of consultancy

During the year the number of Directors who were accruing benefits under Company pension schemes was as follows

| | 2012 | 2010 |
|----------------|------|------|
| | No | No |
| Money purchase | 2 | 2 |

The aggregate of remuneration and amounts receivable under long term incentive schemes of the highest paid Director was £164,688 (2011 - £164,267) and Company pension contributions of £16,578 (2011 - £16,578) were made to a money purchase scheme on their behalf

120,000

145,000

PAUL MASON CONSULTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

7 TAXATION

8

Equity dividends

Analysis of current period tax charge

| The tax charge on the profit on ordinary activities for the year was as follows | 2012 £ | 2011 £ |
|---|---|---|
| Current tax UK corporation tax | 43,769 | 27,010 |
| Deferred tax | 12,563 | 5.064 |
| Tax on profit on ordinary activities | <u>56,332</u> | <u>32,074</u> |
| Factors affecting current period tax charge The tax assessed for the year is higher than (2011 – higher than) the stand in the UK of 26 00% (2011 – 21 00%) The difference is explained below | dard rate of co | rporation tax |
| Profit on ordinary activities before tax | 306,960 | <u>42.006</u> |
| Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 26% (2011 21%) | 79,810 | 8,821 |
| Effects of Expenses not deductible for tax purposes Depreciation in excess of capital allowances Marginal relief R&D allowance Adjustments in respect of previous years Translation differences arising on elimination of intercompany transactions Other differences arising on elimination of intercompany transactions Indian subsidiary loss for the year | 6,275 (12,563) (8,261) - 223 (25,595) 3,880 | 957 (6,530) - (4,319) - - 19,717 8,364 |
| Current tax charge | <u>43,769</u> | <u>27.010</u> |
| DIVIDENDS | 2012 £ | 2011 £ |
| | | |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

| 9 | INTANGIBLE FIXED ASSETS | D |
|---|--|----------------------------|
| | Group | Development costs |
| | COST At 1 April 2011 | £ 248,876 |
| | Additions Exchange differences | 3,353 <u>(1,083)</u> |
| | At 31 March 2012 | <u>251,146</u> |
| | AMORTISATION At 1 April 2011 | 176,660 |
| | Amortisation for year Exchange differences | 45,662 (655) |
| | At 31 March 2012 | <u>221,667</u> |
| | NET BOOK VALUE At 31 March 2012 | <u> 29,479</u> |
| | At 31 March 2011 | <u>72,216</u> |
| | INTANGIBLE FIXED ASSETS | |
| | Company | Development costs |
| | COST | |
| | At 1 April 2011 and 31 March 2012 | 238,914 |
| | AMORTISATION | 175 101 |
| | At 1 April 2011 Amortisation for year | 175,181 _ <u>41,998</u> |
| | At 31 March 2012 | <u>217,179</u> |
| | NET BOOK VALUE | |
| | At 31 March 2012 | <u>21,735</u> |
| | At 31 March 2011 | <u>63,733</u> |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

10 TANGIBLE FIXED ASSETS Group

| Group | | | | | |
|-------------------------|-----------------------------|--------------------|---------------------|------------------------|----------------|
| · | Fixtures & fittings £ | Office equipment £ | Computer software £ | Motor vehicles £ | Total £ |
| COST | | | | | |
| At 1 April 2011 | 196,860 | 199.402 | 359,601 | 9,505 | 765,368 |
| Additions | 51,149 | 43.284 | 215,218 | | 309,651 |
| Disposals | (8,318) | - | (59,032) | - | (67,350) |
| Exchange differences | (8,624) | (721) | (2,847) | (1,033) | (13,225) |
| Exchange differences | 10,0247 | 1/21/ | <u> </u> | 71,000) | (10,220) |
| At 31 March 2012 | <u>231,067</u> | 241,965 | <u>512,940</u> | <u>8,472</u> | <u>994,444</u> |
| DEPRECIATION | | | | | |
| At 1 April 2011 | 106,207 | 168,866 | 270,389 | 3,985 | 549,447 |
| Eliminated on disposals | (5,179) | - | (58,784) | - | (63,963) |
| Charge for the year | 26,740 | 39,024 | 214,348 | 1,274 | 281,386 |
| • | · | | • | (433) | |
| Exchange differences | <u>(3,075)</u> | (163) | (1,451) | (433) | <u>(5,122)</u> |
| At 31 March 2012 | <u>124,693</u> | <u>207,727</u> | <u>424,502</u> | <u>4,826</u> | <u>761,748</u> |
| NET BOOK WALLE | | | | | |
| NET BOOK VALUE | 400.074 | 04.000 | 00.400 | 2.040 | 222 606 |
| At 31 March 2012 | <u>106,374</u> | <u>34,238</u> | <u>88,438</u> | <u>3,646</u> | <u>232,696</u> |
| A4 04 M 0044 | 00.050 | 20 526 | 90.010 | E E20 | 245 024 |
| At 31 March 2011 | <u>90,653</u> | <u>_30,536</u> | <u>89,212</u> | <u>5,520</u> | <u>215,921</u> |

Included within the total net book value of tangible fixed assets is £3,646 (2011 £5,520) in respect of assets held under finance leases and similar hire purchase contracts. The depreciation charge for the year on these assets was £ 1,274 (2011 £1,928)

| TANGIBLE FIXED ASSETS Company | Fixtures & fittings | Office equipment £ | Computer software £ | Total £ |
|--|-------------------------------------|--------------------------|---------------------------------------|--------------------------------|
| COST At 1 April 2011 Additions Disposals | 117,537 34,900 <u>(2,594)</u> | 192,766 42,672 | 333,417 209,045 <u>(58,740)</u> | 643,720 286,617 (61,334) |
| At 31 March 2012 | <u>149,843</u> | <u>235,438</u> | <u>483,722</u> | <u>869,003</u> |
| DEPRECIATION At 1 April 2011 Eliminated on disposals Charge for the year | 77,921 (2,594) 16,034 | 167,365 - | 257,046 (58,740) 208,308 | 502,332 (61,334) 262,680 |
| At 31 March 2012 | <u>91.361</u> | <u>205,703</u> | <u>406.614</u> | <u>703,678</u> |
| NET BOOK VALUE At 31 March 2012 | <u>58,482</u> | <u>29,735</u> | <u>77.108</u> | <u>165,325</u> |
| At 31 March 2011 | <u>39,616</u> | <u>25,402</u> | <u>76,370</u> | <u>141,388</u> |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

11 FIXED ASSET INVESTMENTS

| Company | Shares in group undertakings £ |
|-----------------------------------|---|
| COST | 1,258 |
| At 1 April 2011 | 55,000 |
| Additions | |
| NET BOOK VALUE | 56,258 |
| At 1 April 2011 and 31 March 2012 | |

| Subsidiary undertakings | Country of incorporation | Holding | Proportion of Voting rights and shares held |
|--|--------------------------|-----------------|--|
| Paul Mason Consulting (India) Pvt. Ltd | India | Ordinary shares | 100% |

The principal activity of Paul Mason Consulting (India) Pvt Ltd is that of business management consultancy

12 STOCKS

| | Gr | Group | | pany |
|------------------|---------------|----------------|---------------|----------------|
| | 2012 £ | 2011 £ | 2012 £ | 2011 £ |
| Work in progress | <u>72,856</u> | <u>123,010</u> | <u>72,856</u> | <u>221,452</u> |

Unrealised profit in respect of intercompany staff recharges treated as development costs has been eliminated on consolidation

13 DEBTORS – AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|---|------------------|------------------|------------------|-----------|
| | 2012 | 2011 | 2012 | 2011 |
| | £ | £ | £ | £ |
| Trade debtors Other debtors Amounts owed by group undertakings Prepayments and accrued income | 1,303,709 | 1,387,709 | 1,303,707 | 1,387,709 |
| | 62,313 | 66,209 | 5,170 | 3,844 |
| | - | - | 166,786 | 246,010 |
| | | 150,811 | 391,574 | 149,377 |
| | <u>1,762,463</u> | <u>1,604,729</u> | <u>1,867,237</u> | 1,786,940 |

<u>17,627</u>

PAUL MASON CONSULTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

| 14 | CREDITORS – AMOUNTS FALLING DUE WITHIN | ONE YEAR | | | |
|----|---|------------------------|--------------------------------|------------------|-------------------------------|
| | ONEDITORS AMOUNTO FALLING DOL WITHIN | | Group | Con | npany |
| | | 2012 | 2011 | 2012 | 2011 |
| | | £ | £ | £ | £ |
| | Trade creditors | 388,057 | 344,584 | 382,191 | 340,497 |
| | Corporation tax | 43,546 | 27,010 | 43,547 | 27,010 |
| | Social security and other taxes | 406,659 | 388,078 | 404,274 | 388,078 |
| | Other creditors | 51,511 | 29,570 | 46,474 | 14,273 |
| | Hire purchase Directors' current accounts | 1,328 70,300 | 4,796 | 70,300 | - |
| | Accruals and deferred income | <u>512,363</u> | <u>464,760</u> | 504,405 | 464,760 |
| | | | | | |
| | | <u>1,473,764</u> | <u>1,258,798</u> | <u>1,451,191</u> | <u>1,234,618</u> |
| 15 | CREDITORS-AMOUNTS FALLING DUE AFTER | MORE THAN 2012 £ | ONE YEAR Group 2011 £ | Con 2012 £ | npany 2011 £ |
| | Hire purchase | <u>1,916</u> | | | - |
| | | <u>1,916</u> | | | |
| 16 | PROVISIONS FOR LIABILITIES | | | | |
| | | | | | |
| | | | | ь. | eferred tax |
| | Group | | | J | provision |
| | At 1 April 2011 | | | | 5,064 |
| | Deferred tax provision charged to the profit and loss | account | | | <u>12,563</u> |
| | At 31 March 2012 | | | | <u>17,627</u> |
| | | | | | |
| | Company | | | 0 | eferred tax provision £ |
| | At 1 April 2011 Deferred tax provision charged to the profit and loss | account | | | 5,064 <u>12,563</u> |
| | Deterred tax provision enarged to the profit and loss | , account | | | 15,000 |

At 31 March 2012

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

17 CALLED UP SHARE CAPITAL

| | Allotted, iss Number | ued and fully paid Class | Nominal Value | 2012 £ | 2011 £ |
|----|---|---|------------------------------------|----------------------------------|---------------------------------|
| | 225,000 88,353 15,579 | Ordinary A shares Ordinary B shares Ordinary C shares | 1 per 1 per 1 per | nce 884 | 2,250 884 <u>156</u> |
| | | | | <u>3,290</u> | <u>3,290</u> |
| 18 | RESERVES | | Profit and loss account £ | Share premium reserve £ | Total £ |
| | Group At 1 April 20 | 11 | 541,584 | 249,726 | 791,310 |
| | Profit for the Exchange dif Dividends | year fferences on retranslation | 250,628 12,799 (120,000) | - | 250,628 12,799 (120,000) |
| | At 31 March | 2012 | <u>685,011</u> | <u>249,726</u> | <u>934,737</u> |
| | Company At 1 April 20 Profit for the Dividends | | 741,415 167,105 (120,000) | 249,726 - | 991,141 167,105 (120,000) |
| | At 31 March | 2012 | <u>788.520</u> | <u>249,726</u> | <u>1,038,246</u> |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

| | 2012 £ | 2011 £ |
|--|--------------------------------|--------------------------------|
| Group Profit for the financial year Other recognised gains and losses relating to the year Dividends | 250,628 12,799 (120,000) | 9,932 (23,937) (145,000) |
| Net increase/(reduction) of shareholders' funds Opening shareholders' funds | 143,427 794,600 | (159,005) <u>953,605</u> |
| Closing shareholders' funds | <u>938,027</u> | <u>794,600</u> |
| Company Profit for the financial year Dividends | 167,105 (120,000) | 143,654 (145,000) |
| Net (reduction)/addition to shareholders' funds Opening shareholders' funds | 47,105 <u>994,431</u> | (1,346) <u>995,777</u> |
| Closing shareholders' funds | <u>1.041.536</u> | <u>994,431</u> |

20 OPERATING LEASE COMMITMENTS

Group

As at 31 March 2012 the Group had annual commitments under non-cancellable operating leases as follows

Land and buildings

| Operating leases which expire | 2012 £ | 2011 £ |
|---|----------------------|------------------------------|
| Within one year Within two and five years Over five years | 27,805 89,494 | 13,200 - <u>61,970</u> |
| | 117,299 | 75,170 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2012

20 OPERATING LEASE COMMITMENTS (continued)

Company

As at 31 March 2012 the Company had annual commitments under non-cancellable operating leases as follows

Land and buildings

| Operating leases which expire | 2012 £ | 2011 £ |
|---|----------------------|------------------------------|
| Within one year Within two and five years Over five years | 27,805 89,494 | 13,200 - <u>61,970</u> |
| | 117.299 | 75.170 |

21 RELATED PARTY DISCLOSURES

Controlling entity

The Group is controlled by Paul Mason by virtue of his shareholding

Related party transactions

Dividends were paid to officers of the Group as follows

| | 2012 £ | 2011 £ |
|----------------------|-----------------|-----------------|
| I Mason | 54,720 | 66,120 |
| P Mason G Ambidge | 48,880 3,996 | 59,063 4,829 |
| N Gilna | 10,004 | 12,088 |
| H Thomas | <u>2,400</u> | 2,900 |
| | 120.000 | 145,000 |