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Registered Number:

04537748

Capcon Surveillance Bureau Limited (formerly Claimant Enquiry Service Limited)

Report and Financial Statements

Year ended

30 September 2005

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**BDO Stoy Hayward** Chartered Accountants

# Annual report and financial statements for the year ended 30 September 2005

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Directors

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# **Directors**

C J Cavender K P Dulieu

# Secretary and registered office

C J Cavender, 82 St John Street, London, EC1M 4JN

# Company number

04537748

# Auditors

BDO Stoy Hayward LLP, 8 Baker Street, London, W1U 3LL.

# Report of the directors for the year ended 30 September 2005

The directors present their report together with the audited financial statements for the year ended 30 September 2005.

The company was incorporated on 17 September 2002 and commenced trade on 1 October 2004.

On 18 October 2004 the company, Claimant Enquiry Service Limited, was renamed Capcon Surveillance Bureau Limited.

# Results and dividends

The directors are satisfied with the overall results for the year.

The directors do not recommend the payment of a dividend (2004: £nil).

# Principal activities, trading review and future developments

The company provides surveillance and investigatory services.

### Directors

The directors of the company during the year were:

C J Cavender

R K Dulieu (resigned 20 October 2004)

K P Dulieu (appointed 20 October 2004)

No person who was a director at the year end had any interest in the ordinary share capital of the company.

C J Cavender is a director of the ultimate parent company and his interests in the share capital of that company are shown in its financial statements.

# Report of the directors for the year ended 30 September 2005 (Continued)

### Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period 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:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

### Auditors

The Company has elected to dispense with the obligation to appoint auditors annually and, accordingly, BDO Stoy Hayward LLP shall be deemed to be re-appointed as auditors for a further term under the provisions of section 386(2) of the Companies Act 1985.

By order of the Board

C J Cavender Secretary

28 June 2006

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAPCON SURVEILLANCE BUREAU LIMITED

For the year ended 30 September 2005

We have audited the financial statements of Capcon Surveillance Bureau Limited for the year ended 30 September 2005 on pages 4 to 9 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

### Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### Going concern

In forming our opinion, we have considered the adequacy of the disclosures made in note 1 to the accounts concerning uncertainty as to the ability of the ultimate parent company to continue as a going concern and provide the undertaking required not to seek repayment of the amounts due to it from Capcon Limited. In view of the significance of this uncertainty, we consider that it should be drawn to your attention, but our opinion is not qualified in this respect.

### Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 September 2005 and of its result for the year then ended and have been properly prepared in accordance with the <u>Companies Act 1985</u>.

BDO Stoy Hayward LIP Chartered Accountants and Registered Auditors

London

28 June 2006

# Profit and loss account for the year ended 30 September 2005

	Note	Year ended 30 September 2005	Year ended 30 September 2004
		£	£
Turnover	2	77,917	-
Cost of sales		(45,027)	
Gross profit		32,890	-
Administrative expenses		(158,502)	-
Operating loss	4	(125,612)	
Interest payable and similar charges		-	-
Loss on ordinary activities before taxation		(125,612)	-
Taxation on loss from ordinary activities	5	<u>-</u>	
Loss on ordinary activities after taxation		(125,612)	-
Dividends		-	-
Retained loss for the period		(125,612)	

All amounts relate to continuing activities.

All recognised gains and losses are included in the profit and loss account.

The notes on pages 6 to 9 form part of these financial statements.

# Balance sheet at 30 September 2005

		30 September		30 September	
	Note	2005	2005 £	2004 £	2004 £
		£	£	<b>.</b>	£
Fixed assets Tangible assets			-		-
Current assets					
Debtors	6	100		1	
Cash at bank and in hand		<del>-</del>			
		100		1	
Creditors: amounts falling due					
within one year	7	(125,612)		•	
Net current (liabilities)/assets			(125,512)	<del></del>	1
Total assets less current liabilities			(125,512)		1
			<del></del>		<del></del>
Capital and reserves					
Called up share capital	8		100		1
Profit and loss account	9		(125,612)		-
Equity shareholders' (deficit)/funds			(125,512)		1
<b>2 v</b>					<del>=</del>

The financial statements were approved by the Board on 28 June 2006

Director

The notes on pages 6 to 9 form part of these financial statements.

Notes forming part of the financial statements for the year ended 30 September 2005

# 1 Accounting policies

# 1.1 Basis of preparation

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

The principle accounting policies are set out below and have been reviewed in accordance with FRS 18 'Accounting Policies'.

The financial statements have been prepared on a going concern basis, as the parent company has agreed to provide continued support to the company for at least twelve months from the date of the approval of these accounts.

# 1.2 Going concern

The financial statements have been prepared on the going concern basis, notwithstanding net liabilities. The company is dependent for its working capital on funds provided to it by Capcon Limited, a fellow group undertaking. Capcon Limited has confirmed that it has no current intention of seeking repayment of the amount of £125,612 due to it within 12 months of the date of approval of these financial statements.

The financial statements of Capcon Holdings Plc for the year ended 30 September 2005, disclose uncertainties with regard to its ability to draw down future funds against its existing loan stock facility, the timing of deferred consideration payments and, as such, the ability of Capcon Holdings Plc to continue as a going concern. This gives rise to uncertainty over the ability of Capcon Holdings plc to provide the financial support necessary to Capcon Limited to enable that company to provide an undertaking not to seek repayment of amounts due to it from Capcon Surveillance Bureau Limited.

The management of Capcon Holdings plc is actively pursuing the resolution of the uncertainties disclosed in its financial statements in order that the financing of the group can be secured. In view of the actions being taken by Capcon Holdings plc and the undertaking Capcon Limited has provided not to seek repayment of the amounts due to it from Capcon Surveillance Bureau Limited, the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from this basis of preparation being inappropriate.

# 1.3 Turnover

Turnover comprises amounts receivable for goods and services provided in the normal course of business, exclusive of value added tax and after deduction of trade discounts. Turnover is recognised in line with delivery of service. Turnover is entirely attributable to the Company's principal activities.

# 1.4 Deferred taxation

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, at a future date, at rates expected to apply when they crystallise, based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised to the extent that it is regarded, as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

# 1.5 Foreign currencies

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated at the rates ruling at that date. All differences are dealt with in the profit and loss account.

Notes forming part of the financial statements for the year ended 30 September 2005 (Continued)

# 2 Turnover

Turnover is wholly attributable to the principal activity of the company.

An analysis of turnover by geographical market required by paragraph 55 of schedule 4 of the Companies Act 1985 has not been provided as, in the opinion of the directors; such disclosure would be seriously prejudicial to the interests of the company.

# 3 Employees

There were no employees during the year (2004: nil).

4	Operating loss	2005 £	2004 £
	This has been arrived at after charging: Management charges	158,502	_
5	Taxation on loss from ordinary activities	2005 £	2004 £
	Current tax UK corporation tax on losses for the period	<u>.</u>	-
	Deferred tax Origination and reversal of timing differences	-	-
	Taxation on loss on ordinary activities	-	

The tax assessed for the period is higher than the standard rate of corporation tax in the UK. The differences are explained below:

	2005 £	2004 £
Loss on ordinary activities before tax	(125,612)	
Loss on ordinary activities at the standard rate of corporation tax in the UK of 30% (2004: 30%)	(37,684)	-
Effects of: Losses carried forward	37,684	-
Current tax charge for period	-	-

There were no significant factors that may affect future charges.

Notes forming part of the financial statements for the year ended 30 September 2005 (Continued)

6	Debtors				
	•			2005 £	2004 £
	Amounts due from group undertaking Other debtors			90 10	1 -
				100	1
7	Creditors: amounts falling due within one year				
,	Croancis and			2005 €	2004 £
	Amounts owed to group undertakings			125,612	_
				125,612	-
8	Share capital				
	Authorised	2005 Number	2004 Number	2005 £	2004 £
	Ordinary shares of £1 each	100	100	100	100
	Allotted, called up and fully paid	2005 Number	2004 Number	2005 £	2004 £
	Ordinary shares of £1 each	100	100	100	1

On 20 October 2004 89 additional ordinary shares at a nominal value of £1 were allotted.

On 1 November 2004 10 additional ordinary shares at a nominal value of £1 were allotted.

Notes forming part of the financial statements for the year ended 30 September 2005 (Continued)

# 9 Reserves Profit and loss account At 1 October 2004

Loss for financial year (125,612)

At 30 September 2005 (125,612)

# 10 Related party transactions

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, "Related Party Transactions", not to disclose any transactions with entities that are included in the consolidated financial statements of Capcon Holdings plc.

# 11 Ultimate parent company

At 30 September 2005 the company's ultimate parent company was Capcon Holdings plc which is the parent of both the smallest and largest groups of which the company is a member.

Copies of the consolidated financial statements of Capcon Holdings plc are available from the company's registered office.