TECHTRAN LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 APRIL 2004

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COMPANIES HOUSE 25/02/05

COMPANY INFORMATION

Directors Alan Aubrey

Alison Fielding

Secretary Alan Aubrey

Company number 04567229

Registered office Leeds Innovation Centre

103 Clarendon Road

Leeds

West Yorkshire

LS2 9DF

Accountants Lopian Gross Barnett & Co.

Chartered Accountants 6th Floor Cardinal House 20 St. Mary's Parsonage

Manchester M3 2LG

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DIRECTORS' REPORT FOR THE PERIOD ENDED 30 APRIL 2004

The directors present their report and financial statements for the period ended 30 April 2004.

Principal activities and review of the business

The company did not trade during the period.

Results and dividends

The results for the period are set out on page 3.

Directors

The following directors have held office since 1 December 2002:

Alan Aubrey Alison Fielding

Directors' interests

The directors' interests in the shares of the company were as stated below:

Ordinary shares of £1 each 30 April 2004 1 December 2002

Alan Aubrey Alison Fielding

A J Aubrey is also a director and shareholder of the ultimate parent company Axiomlab Group plc and his interests in the shares of that company are set out in ints accounts.

On behalf of the board

Alan Aubrey Director

21 December 2004

ACCOUNTANTS' REPORT TO THE DIRECTORS ON THE UNAUDITED ACCOUNTS OF TECHTRAN LIMITED

As described on the balance sheet you are responsible for the preparation of the accounts for the period ended 30 April 2004, set out on pages 3 to 5 and you consider that the company is exempt from an audit. 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.

Lopian Gross Barnett & Ce

Chartered Accountants

23 December 2004

6th Floor Cardinal House 20 St. Mary's Parsonage Manchester M3 2LG

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 30 APRIL 2004

| | | Period | Period |
|---|-------|-------------|-------------|
| | | ended | ended |
| | | 30 April | 30 November |
| | | 2004 | 2002 |
| | Notes | £ | £ |
| | | | |
| | | | |
| Loss on ordinary activities before taxation | | - | - |
| Tax on loss on ordinary activities | | - | · <u>-</u> |
| Loss on ordinary activities after taxation | | | |
| WANTE | | | <u>-</u> |
| | | | |

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 30 APRIL 2004

| | 2004 | | | 2002 | |
|--|-------|---|-------------|------|---|
| | Notes | £ | £ | £ | £ |
| Current assets | | | | | |
| Cash at bank and in hand | | 1 | | 1 | |
| Total assets less current liabilities | | | 1 | | 1 |
| | | = | | - | |
| Capital and reserves | | | | | |
| Called up share capital | 2 | | 1 | | 1 |
| | | _ | | | |
| Shareholders' funds - equity interests | 3 | | 1 | | 1 |
| | | = | | _ | |

In preparing these financial statements:

- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (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 period and of its profit or loss for the financial period in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

The final cial statements were approved by the Board on 21 December 2004

Alen Aubrey Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 APRIL 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

| 2 | Share capital | 2004 £ | 2002 £ |
|---|--|-----------|-----------|
| | Authorised | | |
| | 1,000 Ordinary shares of £1 each | 1,000 | 1,000 |
| | Allotted, called up and fully paid | | |
| | 1 Ordinary shares of £1 each | 1 | 1 |
| 3 | Reconciliation of movements in shareholders' funds | 2004 £ | 2002 £ |
| | Loss for the financial period | _ | _ |
| | Proceeds from issue of shares | - | 1 |
| | Net (depletion in)/addition to shareholders' funds | | 1 |
| | Opening shareholders' funds | 1 | |
| | Closing shareholders' funds | 1 | 1 |
| | | | |

4 Employees

Number of employees

There were no employees during the period apart from the directors.

5 Control

The ultimate parent company at 30 April 2004 was Axiomlab Group plc, a public limited company registered in England and Wales.

The group accounts for Axiomlab Group plc can be obtained from City Wharf, New Bailey Street, Manchester, M3 5ER.