

# **Cologico Services Ltd**

Registered No. 05006737

**Director's report and Financial Statements  
for the period from 6 January 2004  
to 31 March 2005**



# **Cologico Services Limited**

## **REPORT AND FINANCIAL STATEMENTS 2005**

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# **Cologico Services Limited**

## **COMPANY INFORMATION**

### **Director**

Christian Armbruester

### **Secretary**

Throgmorton Secretaries Limited

### **Registered Office**

42 Portman Road  
Reading  
Berkshire. RG30 1EA

### **Company number**

05006737

### **Bankers**

Coutts & Co  
440 Strand  
London. WC2R 0QS

# **Cologico Services Limited**

## **Director's report**

The director presents his first annual report together with the financial statements of the company for the period from 6 January 2004 to 31 March 2005.

### **Incorporation and commencement**

Cologico Services Limited was incorporated on 6 January 2004.

### **Principal activity, review of the business and future developments**

The principal activity of the company was to provide office and administration services to Cologico Capital LLP ("LLP"). The principal activity of LLP was to act as investment adviser to the Equitus Master Fund Limited ("the Fund"). However, as further detailed in note 1 to the Financial Statements, the decision was taken on 1 February 2005 to wind up the affairs of the company. This decision resulted from the redemptions of investments in the Fund.

### **Results and dividends**

The results for the period are shown in the profit and loss account on page 5.

The director does not recommend the payment of a dividend.

### **Directors**

The directors in the period were:

Christian Armbruster (appointed 30 January 2004)

Ian Pellow (appointed 6 January 2004, resigned 30 January 2004)

None of the directors held any interest in the share capital of the company.

### **Statement of director's responsibilities**

Company law requires the director to prepare financial statements for each financial period 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 the profit or loss and cash flows for the financial period. In preparing those financial statements, the director is 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;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for safeguarding the assets of company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By order of the board and signed on its behalf by

  
Christian Armbruster  
20 September 2005

# Cologico Services Limited

## Profit and loss account

for the period from 6 January 2004 to 31 March 2005

	Notes	Period to 31 March 2005 £
<b>Turnover – discontinued activities</b>		
Reimbursed expenses	2	832,289
<b>Expenses</b>		
Administration expenses		<u>(832,274)</u>
<b>Operating profit</b>	3	15
Interest receivable		235
Interest payable		<u>(15)</u>
		220
<b>Profit on ordinary activities before tax</b>		<u><u>235</u></u>

There are no recognised gains or losses in the period other than those reported in the profit and loss account. All amounts are in respect of discontinued operations.

The notes on pages 8 to 12 form part of these Financial Statements.

# Cologico Services Limited

## Balance sheet

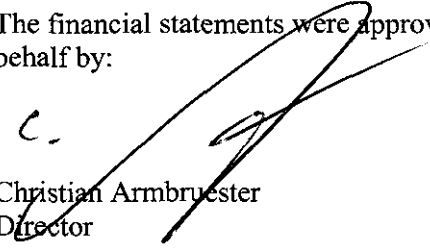
as at 31 March 2005

	Notes	As at 31 March 2005 £
<b>Fixed assets</b>		
Tangible assets	5	-
Investment	6	-
<b>Current assets</b>		
Debtors	7	21,501
Cash		6,959
		<u>28,460</u>
<b>Current liabilities</b>		
Creditors – amounts falling due within one year	8	<u>(28,224)</u>
Net current assets		236
<b>Net assets</b>		<u><u>236</u></u>
<b>Capital and reserves</b>		
Called up share capital	9	1
Profit for the period	10	<u>235</u>
<b>Shareholder's funds – equity interests</b>		<u><u>236</u></u>

In preparing these financial statements:

- a. The director is 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 director acknowledges his responsibility 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 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 this Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board on 20 September 2005 and signed on its behalf by:

  
Christian Armbruster  
Director

The notes on pages 8 to 12 form part of these Financial Statements

# **Cologico Services Limited**

## **Statement of cash flows**

**for the period from 6 January 2004 to 31 March 2005**

	<i>Notes</i>	<i>Period to 31 March 2005 £</i>
<b><i>Net cash inflow from operating activities</i></b>	11(a)	85,388
<b><i>Returns on investments and servicing of finance</i></b>	11(b)	220
<b><i>Capital expenditure and financial investments</i></b>	11(c)	(78,650)
<b><i>Financing</i></b>		
Issue of ordinary share		1
<b><i>Increase in cash in the period</i></b>	11(d)	<u>6,959</u>

The notes on pages 8 to 12 form part of these Financial Statements.

# **Cologico Services Limited**

## **Notes to the Financial Statements**

**for the period from 6 January 2004 to 31 March 2005**

### **1. Accounting policies**

#### **Basis of preparation**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention. As referred to in the directors report, the decision was taken on 1 February 2005 to wind up the affairs of the company consequent upon the redemptions of investments in the Fund. As the company had no alternative source of income, other than that arising from Cologico Capital LLP, which in turn was derived from the Fund, it was decided that the activities of the company should be wound up. Consequently, these financial statements have been prepared on a break up basis.

#### **Tangible fixed assets, depreciation and amortisation**

Tangible fixed assets are stated at cost less depreciation and amortisation. Depreciation and amortisation are provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment	33.3%	straight line basis
Office equipment	33.3%	straight line basis
Fixtures & fittings	25.0%	straight line basis

#### **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, or a right to pay less 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 financial statements.

Deferred tax assets are recognised to the extent that they are regarded as being recoverable. Deferred tax assets and liabilities are not discounted.

#### **Foreign currencies**

Transactions in foreign currencies are recorded at the rate ruling on the date of the transaction. Differences arising from the rate between due date and actual payment date are taken to the profit and loss account. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date.

#### **Operating leases**

Operating lease rentals are charged to the profit and loss account in the period to which they relate.

### **2. Turnover – discontinued operations**

Turnover represents amounts receivable from the company's principal activity wholly undertaken in the United Kingdom in the period to 31 March 2005 and is stated net of value added tax.



# Cologico Services Limited

## Notes to the Financial Statements

for the period from 6 January 2004 to 31 March 2005

### 3. Operating profit

The operating profit is stated after charging:

	<i>Period to 31 March 2005</i>
	£
Depreciation of owned tangible fixed assets	27,990
Loss on disposal of fixed assets and write down of investments	<u>50,660</u>

### 4. Employees

	<i>Period to 31 March 2005</i>
	No.

#### Number of employees

The average number of employee's (including directors) during the period was:

Administration and management	1
Investment business	<u>6</u>
	<u>7</u>

#### Employment costs

	<i>Period to 31 March 2005</i>
	£
Wages and salaries	236,625
Social security costs	<u>28,823</u>
	<u>265,448</u>

All employees were declared redundant prior to 31 March 2005 and the above costs include payment, or provision for payment, of all outstanding employment liabilities.

### 5. Tangible fixed assets

	Computer equipment	Office equipment	Fixture and fittings	Total
<b>Cost</b>	£	£	£	£
Additions	58,753	6,347	20,093	85,193
Disposals	<u>(58,753)</u>	<u>(6,347)</u>	<u>(20,093)</u>	<u>(85,193)</u>
	-	-	-	-
	-	-	-	-
<b>Depreciation</b>				
Charge for the period	20,953	1,938	5,099	27,990
Elimination on disposal	<u>(20,953)</u>	<u>(1,938)</u>	<u>(5,099)</u>	<u>(27,990)</u>
	-	-	-	-
	-	-	-	-
<b>Net book value</b>				
At 31 March 2005	-	-	-	-

# Cologico Services Limited

## Notes to the Financial Statements

for the period from 6 January 2004 to 31 March 2005

### 6. Fixed asset investments

At 31 March  
2005  
£

#### Unlisted investment

##### Cost

Additions

5,476

Provision for diminution in value

(5,476)

Net book value

-

The investment represents the capital contribution made to Cologico Capital LLP for which full provision has been made as at the period end.

### 7. Debtors

At 31 March  
2005  
£

Other debtors

8

Amount due from Cologico Capital LLP

21,493

21,501

### 8. Creditors: amounts falling due within one year

At 31 March  
2005  
£

Trade creditors

13,788

Other taxes and social security

5,697

Accruals

8,739

28,224

### 9. Share Capital

At 31 March  
2005

#### Authorised

£

1,000 ordinary shares of £1 each

1,000

#### Allotted, called up and fully paid

£

1 ordinary share of £1

1

### 10. Reconciliation of movements in shareholder's funds

At 31 March  
2005  
£

Profit for the financial period

235

Issue of ordinary share

1

Shareholders funds at 31 March 2005

236

# Cologico Services Limited

## Notes to the Financial Statements

for the period from 6 January 2004 to 31 March 2005

### 11. Notes to the statement of cash flows

(a) Reconciliation of operating profit to net cash inflow from operating activities:

	<i>Period to 31 March 2005</i>
	<i>£</i>
Operating profit	15
Depreciation	27,990
Loss on disposal of fixed assets and provision against investments	50,660
Increase in debtors	(21,501)
Increase in creditors	28,224
<b>Net cash inflow from operating activities</b>	<u><u>85,388</u></u>

	<i>Period to 31 March 2005</i>
	<i>£</i>
<b>(b) Returns on investments and servicing of finance:</b>	
Interest paid	(15)
Interest received	235
	<u>220</u>
<b>(c) Capital expenditure and financial investment:</b>	
Payments to acquire tangible fixed assets	(85,193)
Investment in Cologico Capital LLP	(5,476)
Proceeds from disposal of fixed assets	12,019
	<u><u>(78,650)</u></u>

(d) Analysis of changes in net funds

	<i>At date of incorporation</i>	<i>Cash flows</i>	<i>At 31 March 2005</i>
	<i>£</i>	<i>£</i>	<i>£</i>
Cash at bank	<u>-</u>	<u>6,959</u>	<u>6,959</u>

(e) Reconciliation of net cash inflow to movement in net funds

	<i>Period to 31 March 2005</i>
	<i>£</i>
Increase in cash in the period	6,959
Change in net funds resulting from cash flows	<u>6,959</u>
Net funds at incorporation	-
Net funds at 31 March 2005	<u><u>6,959</u></u>

# **Cologico Services Limited**

## **Notes to the Financial Statements**

**for the period from 6 January 2004 to 31 March 2005**

### **12. Related parties**

The company provided office and administration services to the LLP and the company is a partner of the Partnership. In accordance with the partnership agreement, Cologico Services Limited was reimbursed for these services by way of inter-company service charge. In the period to 31 March 2005 the LLP was charged £832,289 for these services.

The ultimate controlling party of both entities is Christian Armbruster.

As part of the winding up of the operation, fees of £2,542 were paid to N Arslanian, the partner to Christian Armbruster, for organising the sale and disposal of the company's fixed assets.