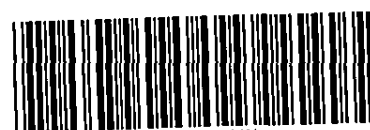


# **Qugen Limited**

## **Annual Report and Unaudited Accounts Year Ended 31 December 2007**

Company Registration Number 5194030 (England and Wales)

WEDNESDAY



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COMPANIES HOUSE

## **Qugen Limited**

|                          |  |
|--------------------------|--|
| <b>Directors</b>         | CM Management (UK) Limited<br>CM Group Services Limited<br>Jennifer Duncan |
| <b>Secretary</b>         | CM Group Services Limited  |
| <b>Registered Office</b> | 39/40 St James's Place,<br>London<br>SW1A 1NS                              |
| <b>Registered Number</b> | 5194030 (England and Wales)  |

**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
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**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
**Director's Report**

The director's present their report with the accounts of the company for the year ended 31 December 2007

**Principle activity**

The principal activity of the company in the year under review was that of an investment holding company

**Directors**

The directors in office during the year and their beneficial interests in the issued ordinary share capital were as follows

|                            |                              | Ordinary Shares |                |
|----------------------------|------------------------------|-----------------|----------------|
|                            |                              | 31 Dec<br>2007  | 31 Dec<br>2006 |
| Park Limited               | (Resigned 12 December 2006)  | -               | -              |
| Stone Limited              | (Resigned 12 December 2006)  | -               | -              |
| CM Management (UK) Limited | (Appointed 12 December 2006) | -               | -              |
| CM Group Services Limited  | (Appointed 12 December 2006) | -               | -              |
| Jennifer Duncan            | (Appointed 10 August 2007)   | -               | -              |

**Director's responsibilities**

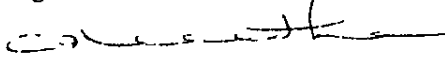
Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those accounts, the director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business

The Directors are responsible for the keeping of 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 accounts 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.

The above report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985

Signed on behalf of the directors



Secretary

Approved by the board on 12 FEBRUARY 2008

FOR CM GROUP SERVICES LIMITED

**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
**Profit and loss account**

|  | 2007<br>US\$        | 2006<br>US\$        |
|--|---------------------|---------------------|
| <b>Turnover</b>                                    | -                   | -                   |
| Cost of sales                                      | <u>-</u>            | <u>-</u>            |
| <b>Gross Profit</b>                                | -                   | -                   |
| Administrative expenses                            | 77                  | 104                 |
|  | <u>-</u>            | <u>-</u>            |
| <b>Operating profit/(loss)</b>                     | (77)                | (104)               |
| <b>Other operating income</b>                      |                     |                     |
| Other interest received                            | 6                   | 6                   |
|  | <u>-</u>            | <u>-</u>            |
| <b>Loss on ordinary activities before taxation</b> | (71)                | (98)                |
| Taxation   | -                   | -                   |
|  | <u>-</u>            | <u>-</u>            |
| <b>Loss on ordinary activities after taxation</b>  | (71)                | (98)                |
| Dividends  | <u>-</u>            | <u>-</u>            |
| <b>Retained profit/(loss) for the year</b>         | (71)                | (98)                |
| <b>Retained profit/(loss) brought forward</b>      | <u>(242)</u>        | <u>(144)</u>        |
| <b>Retained profit/(loss) carried forward</b>      | <u><u>(313)</u></u> | <u><u>(242)</u></u> |

All of the company's activities derived from continuing operations during the above financial period

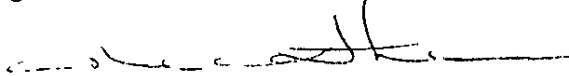
**Qugen Limited**  
**As At 31<sup>st</sup> December 2007**  
**Balance sheet**

|   | Notes | 2007<br>US\$     | 2006<br>US\$  |
|---|-------|------------------|---------------|
| <b>Fixed assets</b>                                   |       |                  |               |
| Investments   | 5     | 100              | 100           |
| <b>Current assets</b>                                 |       |                  |               |
| Cash at bank  |       | 373              | 444           |
| Sundry debtors  | 3     | <u>99,900</u>    | <u>99,900</u> |
|   |       | 100,273          | 100,344       |
| <b>Creditors: amounts falling due within one year</b> | 4     | <u>(100,684)</u> | (100,684)     |
| <b>Net current assets/(liabilities)</b>               |       | (411)            | (340)         |
| <b>Total assets less current liabilities</b>          |       | <u>(311)</u>     | <u>(240)</u>  |
| <b>Capital and reserves</b>                           |       |                  |               |
| Equity interests                                      |       |                  |               |
| Called up share capital                               | 1     | 2                | 2             |
| Profit and loss account                               |       | <u>(313)</u>     | <u>(242)</u>  |
| <b>Shareholders' funds</b>                            | 2     | <u>(311)</u>     | <u>(240)</u>  |

For the year ended 31 December 2006 the company was entitled to exemption from audit under section 249A(1) of the Companies Act 1985 and no notice has been deposited under section 249B(2). The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the period 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 Companies Act 1985, so far as applicable to the company

The accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

Signed on behalf of the board of directors by



Director  
 QUGEN MANAGEMENT (UK) LIMITED

Approved by the board on 12 FEBRUARY 2008

**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
**Principle accounting policies**

**Basis of accounting**

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

**Foreign currencies**

Monetary assets and liabilities in foreign currencies are translated into United States Dollars 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

**Consolidation**

The company and its subsidiary comprise a small sized group. The company has therefore taken advantage of the exemption provided by section 248 of the Companies Act 1985 not to prepare group accounts. The accounts therefore present information about the company as an individual undertaking.

**Turnover**

Turnover consists of income from investments and is accounted on a receipts basis

**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
**Notes to the accounts**

**Note 1      Called up share capital**

|                            | 2007         | 2006         |
|----------------------------|--------------|--------------|
|                            | £            | £            |
| <b>Authorised</b>          |              |              |
| Ordinary shares of £1 each | <u>1,000</u> | <u>1,000</u> |
| <b>Issued</b>              |              |              |
| Ordinary shares of £1 each | <u>1</u>     | <u>1</u>     |

**Note 2      Reconciliation of movements in shareholders' funds**

|   | 2007         | 2006         |
|---|--------------|--------------|
|   | US\$         | US\$         |
| Opening shareholders' funds at 1 January 2007       | (240)        | (142)        |
| Profit/(loss) for the financial year after taxation | (71)         | (98)         |
| Equity issue  | -            | -            |
| Closing shareholders' funds at 31 December 2007     | <u>(311)</u> | <u>(240)</u> |

**Note 3      Debtors**

|                | 2007          | 2006          |
|----------------|---------------|---------------|
|                | US\$          | US\$          |
| Unsecured loan | 99,900        | 99,900        |
|                | <u>99,900</u> | <u>99,900</u> |

This loan is unsecured, interest, free and repayable on demand. This loan is with a subsidiary company Qugen, Inc a company incorporated in New Jersey, USA

**Note 4      Creditors: amounts falling due within one year**

|                | 2007           | 2006           |
|----------------|----------------|----------------|
|                | US\$           | US\$           |
| Unsecured loan | 100,684        | 100,684        |
|                | <u>100,684</u> | <u>100,684</u> |

This loan is unsecured, interest free and repayable on demand



**Qugen Limited**  
**Year Ended 31<sup>st</sup> December 2007**  
**Notes to the accounts**

| <b>Note 5</b> | <b>Investments</b>                        | <b>2007</b>       | <b>2006</b>       |
|---------------|---|-------------------|-------------------|
|               |   | <b>US\$</b>       | <b>US\$</b>       |
|               | Investment in un-quoted private company's | <b>100</b>        | <b>100</b>        |
|               |   | <b><u>100</u></b> | <b><u>100</u></b> |

The company purchased 100 common stock of Qugen, Inc at par value The company owns 100% of the issued share capital in Qugen, Inc