# AUDITED DIRECTOR'S REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008



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### **COMPANY INFORMATION**

DIRECTORS Mrs. Ivana Bulbarelli Gandini (appointed 9/9/2008)

ICS International Corporate Services Limited (resigned 9/9/2008)

COMPANY SECRETARY ICS International Corporate Services Limited

COMPANY NUMBER 5741810

REGISTERED OFFICE International House 1

St Katherine's Way

London E1W 1UN England

AUDITOR Portman & Co

**Chartered Accountants and Registered Auditors** 

6th Floor 32 Ludgate Hill London EC4M 7DR England

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### DIRECTOR'S REPORT FOR THE YEAR ENDED 31 MARCH 2008

The director presents her report and the financial statements for the year ended 31 March 2008.

#### STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 group will continue in business.

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

### PRINCIPAL ACTIVITY

Investments Global Limited is a holding company whose subsidiary acts as an investment company.

### **RESULTS**

The profit for the year, after taxation, amounted to €579,445 (2007 - €168,866).

### **DIRECTORS**

The directors who served during the year were:

ICS International Corporate Services Limited (resigned 09/09/2008)

Mrs Ivana Bulbarelli Gandini was appointed on 09/09/2008.

### DIRECTOR'S REPORT FOR THE YEAR ENDED 31 MARCH 2008

### PROVISION OF INFORMATION TO AUDITOR

The director at the time when this director's report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company and the group's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of
  any information needed by the company and the group's auditor in connection with preparing his report
  and to establish that the company and the group's auditor is aware of that information.

### **AUDITOR**

The auditor, Portman & Co, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 11 March 2009 and signed on its behalf.

Mrs. Ivana Bulbarelli Gandini

Director

### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF INVESTMENTS GLOBAL LIMITED

We have audited the group and parent company financial statements (the "financial statements") of Investments Global Limited for the year ended 31 March 2008, set out on pages 6 to 19. These financial statements have been prepared in accordance with the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we am 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 DIRECTOR AND AUDITOR

The director's responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of director's responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 whether in our opinion the information given in the director's report is consistent with the financial statements.

In addition we report to you if, in our opinion, the group 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 director's remuneration and other transactions is not disclosed.

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

### **BASIS OF AUDIT OPINION**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments made by the director in the preparation of the financial statements, and of whether the accounting policies are appropriate to the group's and 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 me 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. However, the evidence available to us was limited because we were not able to observe audit procedures relating to the financial statements of the subsidiary companies that form the group. Because of the significance of this item, we have been unable to form a view on the group financial statements.

In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF INVESTMENTS GLOBAL LIMITED

### **OPINION:**

### **GROUP FINANCIAL STATEMENTS**

Because of the possible effect of the limitation in evidence available to us, we are unable to form an opinion as to whether:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the parent company's affairs as at 31 March 2008 and of the group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985.

In respect solely of the limitation of our work referred to above, in respect of the group financial statements:

- We have not obtained all the information and explanations that we considered necessary for the purpose
  of our audit, and
- We were unable to determine whether proper accounting records have been maintained.

Notwithstanding our disclaimer on the view given by the financial statements, in our opinion the information given in the Director's Report is consistent with the financial statements.

#### **COMPANY FINANCIAL STATEMENTS**

In our opinion:

- the company financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the company's affairs as at 31 March 2008 and of its loss for the year then ended;
- the company financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Director's report is consistent with the financial statements.

### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF INVESTMENTS GLOBAL LIMITED

#### **EMPHASIS OF MATTER - GOING CONCERN**

In forming our opinion on the company financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 2 to the financial statements concerning the company's ability to continue as a going concern. During the year ended 31 March 2008 the company incurred a net loss of € 22,009 (2007: net loss € 48,219) and, at that date, the company recorded a net liability of € 70,225 (2007: net liability € 48,216). These conditions indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

**PORTMAN & CO** 

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Chartered Accountants and Registered Auditors 6th Floor 32 Ludgate Hill London EC4M 7DR

England

11 March 2009

### CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2008

	Note	2008 €	2007 €
TURNOVER	1,4	79,289,700	61,945,482
Cost of sales		(74,930,730)	(57,368,303)
GROSS PROFIT		4,358,970	4,577,179
Administrative expenses		(3,292,577)	(4,077,503)
Other operating income	5	37,842	(52,900)
OPERATING PROFIT	6	1,104,235	446,776
Interest payable		(187,782)	
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		916,453	446,776
Tax on profit on ordinary activities	9	(337,008)	(277,910)
PROFIT FOR THE FINANCIAL YEAR		579,445	168,866

All amounts relate to continuing operations.

There were no recognised gains and losses for 2008 or 2007 other than those included in the profit and loss

# NOTE OF HISTORICAL COST PROFITS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2008

· · · · · · · · · · · · · · · · · · ·		
	2008	2007
	€	€
REPORTED PROFIT ON ORDINARY ACTIVITIES BEFORE		
TAXATION	916,453	446,776
HISTORICAL COST PROFIT ON ORDINARY ACTIVITIES BEFORE		
TAXATION	916,453	446,776
HISTORICAL PROFIT FOR THE YEAR AFTER TAXATION	579,445	168,866

### CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2008

		20	ng	As res 200	
	Note	€	€	€	€
FIXED ASSETS					
Intangible fixed assets	10		60,690		22,752
Tangible fixed assets	11		803,250		48,948
Investments in associates	12		180,642		142,800
			1,044,582		214,500
CURRENT ASSETS					
Stocks	13	1,153,824		503,809	
Debtors	14	17,306,642		10,477,389	
Investments	15	178,500		•	
Cash at bank and in hand	15	5,790,805		2,827,667	
		24,429,771		13,808,865	
CREDITORS: amounts falling due within					
one year	17	(21,051,426)		(11, 150, 704)	
NET CURRENT ASSETS			3,378,345		2,658,161
TOTAL ASSETS LESS CURRENT LIABIL	ITIES		4,422,927		2,872,661
CREDITORS: amounts falling due after					
more than one year	18		(3,139,850)		(1,800,871)
NET ASSETS			1,283,077		1,071,790
CAPITAL AND RESERVES					
Called up share capital	20		3		3
Other reserves	21		359,142		-
Profit and loss account	21		1,636,817		1,566,454
SHAREHOLDERS' FUNDS	22		1,995,962		1,566,457
MINORITY INTERESTS			(712,885)		(494,667,
			1,283,077		1,071,790

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 11 March 2009.

Mrs. Ivana Bulbarelli Gandini

Director

### COMPANY BALANCE SHEET AS AT 31 MARCH 2008

		200	08	200	97
	Note	€	€	€	€
FIXED ASSETS					
Fixed asset investments	12		3,079,000		1,760,000
CURRENT ASSETS					
Cash at bank and in hand		4,345		125	
CREDITORS: amounts falling due within one year	17	(13,720)		(7,470)	
NET CURRENT LIABILITIES	•		(9,375)		(7,345)
TOTAL ASSETS LESS CURRENT LIABIL	ITIES		3,069,625		1,752,655
CREDITORS: amounts falling due after more than one year	18		(3,139,850)		(1,800,871)
NET LIABILITIES			(70,225)		(48,216)
CAPITAL AND RESERVES					
Called up share capital	20		3		3
Profit and loss account	21		(70,228)		(48,219)
SHAREHOLDERS' DEFICIT	22		(70,225)		(48, 216)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 11 March 2009.

Mrs. İvana Bulbarelli Gandini

Director

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

#### 1. ACCOUNTING POLICIES

#### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

### 1.2 BASIS OF CONSOLIDATION

The financial statements consolidate the accounts of Investments Global Limited and all of its subsidiary undertakings ('subsidiaries').

The results of subsidiaries acquired during the year are included from the effective date of acquisition.

### 1.3 TURNOVER

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts.

#### 1.4 TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Plant & machinery

60% straight line

Other fixed assets

60% straight line

### 1.5 INVESTMENTS

### (i) Subsidiary undertakings

Investments in subsidiaries are valued at cost less provision for impairment.

### (ii) Associated undertakings

Investments in associates are stated at the amount of the company's share of net assets. The consolidated profit and loss account includes the company's share of the associated companies' profits after taxation using the equity accounting basis.

#### (iii) Other investments

Investments held as fixed assets are shown at cost less provisions for their impairment.

### 1.6 STOCKS

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

### 1. ACCOUNTING POLICIES (continued)

### 1.7 DEFERRED TAXATION

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are discounted.

### 2. GOING CONCERN

The financial statements have been prepared on the going concern basis. This is considered appropriate as the ultimate beneficial shareholders will continue to provide support, financially or otherwise, to the company so as to enable it both to meet its liabilities as they fall due and carry on its business as a going concern.

### 3. SEGMENTAL ANALYSIS

	Turnover €	2008 Net profit before tax €	Net assets €	Turnover €	2007 Net profit before tax €	Net assets €
BY CLASS OF BUSINESS						
General industrial	79,289,700	1,104,235	1,283,077	61,945,482	446,776	1,071,790
Net interest		(187,782)			-	
	Turnover €	Net profit before tax €	Net assets €	Tumover €	Net profit before tax €	Net assets €
BY GEOGRAPHICAL LOCATION						
ñκ	-	-	4 202 277	- 64 045 499	(48,219)	(48,216)
Europe	79,289,700	916,453	1,283,077	61,945,482	494,995	1,120,006
	79,289,700 ————	916,453	1,283,077	61,945,482	446,776	1,071,790

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

4.	TURNOVER		
	All turnover arose within the rest of world.		
5.	OTHER OPERATING INCOME		
		2008	2007
		€	€
	Other operating income Sundry income	37,842 -	(52,896) (4)
		37,842	(52, 900)
6.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		2008 €	2007 €
	Amortisation - intangible fixed assets	11,424	·
	Difference on foreign exchange Amortisation of deferred research and development expenditure	(609,373) 3,674	(2,009)
	Research and development expenditure written off	•	142,800
7.	AUDITORS' REMUNERATION		
••	ADDITION NELIGIBLE OF THE PROPERTY OF THE PROP	2008	2007
		2008	2007
	Fees payable to the company's auditor for the audit of the		
	company's annual accounts	6,250	7,470
8.	DIRECTOR'S REMUNERATION		
		2008	2007
		€	€

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

9.	TAXATION		
		2008 €	2007 €
	ANALYSIS OF TAX CHARGE IN THE YEAR		
	CURRENT TAX (see note below)		
	UK corporation tax charge on profit for the year	374,136	282,194
	DEFERRED TAX (see note 19)		
	Origination and reversal of timing differences	(37,128)	(4, 284)
	TAX ON PROFIT ON ORDINARY ACTIVITIES	337,008	277,910

### **FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 30% (2007 - 30%).

### **FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

There were no factors that may affect future tax charges.

### 10. INTANGIBLE FIXED ASSETS

	Patents and		
	trademarks	Development	Total
GROUP	€	€	€
COST			
At 1 April 2007	8,368	14,384	22,752
Additions	59,462	•	59,462
Disposals	(6,426)	-	(6,426)
At 31 March 2008	61,404	14,384	75,788
AMORTISATION		<del></del>	
At 1 April 2007	-	-	-
Charge for the year	11,424	3,674	15,098
At 31 March 2008	11,424	3,674	15,098
NET BOOK VALUE			
At 31 March 2008	49,980	10,710	60,690
At 31 March 2007	8,368	14,384	22,752
	<del></del>		

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

### 11. TANGIBLE FIXED ASSETS

GROUP	Land and buildings €	Plant and machinery €	Other fixed assets €	Total €
COST				
At 1 April 2007	•	10,512	38,436	48,948
Additions	600,474	7,338	146,490	754,302
At 31 March 2008	600,474	17,850	184,926	803,250
DEPRECIATION				
At 1 April 2007 and 31 March 2008				
NET BOOK VALUE				
At 31 March 2008	600,474	17,850	184,926	803,250
At 31 March 2007	-	10,512	38,436	48,948

### 12. FIXED ASSET INVESTMENTS

GROUP	participating interests €
COST OR VALUATION	
At 1 April 2007	142,800
Share of profit	37,842
At 31 March 2008	180,642

Investments in

### **PARTICIPATING INTERESTS**

The Group holds 30% of the share capital of Technoshops SRL, a company incorporated in Italy.

COMPANY	Shares In group undertakings €	Loans to group undertakings €	Total €
COST OR VALUATION	-	-	
At 1 April 2007	1,428,000	332,000	1,760,000
Additions	•	1,319,000	1,319,000
At 31 March 2008	1,428,000	1,651,000	3,079,000

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

### 13. STOCKS

		GROUP		COMPANY
	2008 €	2007 €	2008 €	2007 €
Raw materials Finished goods and goods for resale	38,556 1,115,268	- 503,809	•	-
	1,153,824	503,809	•	-

### 14. DEBTORS

		GROUP		COMPANY
	2008 €	2007 €	2008 €	2007 €
DUE AFTER MORE THAN ONE YEAR	_	-		
Other debtors Deferred tax asset (see note 19)	(2,860) 6,426	7,140 6,189	:	-
DUE WITHIN ONE YEAR				
Trade debtors Amounts owed by group undertakings	15,865,794 22,134	10,049,665 48,820	-	-
Prepayments and accrued income Tax recoverable	1,176,672 202,776	94,395 267,170	•	-
Deferred tax asset (see note 19)	35,700	4,010	-	-
	17,306,642	10,477,389	•	•

### 15. CURRENT ASSET INVESTMENTS

		GROUP		COMPANY
	2008	2007	2008	2007
	€	€	€	€
Shares in group undertakings	178,500	-	-	-

### 16. CASH AT BANK

An amount of cash in transit of € 550,000 is included in the consolidated cash at bank balance for the year ended 31 March 2008.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

### 17. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	GROUP		COMPANY
2008 €	2007 €	2008 €	2007 €
4,404,666	8,537	-	-
15,889,366	10,844,173	-	-
179,614	148,148	•	_
16,422	13,959	-	-
484,092	109,115	-	•
77,266	26,772	13,720	7,470
21,051,426	11,150,704	13,720	7,470
	€ 4,404,666 15,889,366 179,614 16,422 484,092 77,266	2008 2007 € € 4,404,666 8,537 15,889,366 10,844,173 179,614 148,148 16,422 13,959 484,092 109,115 77,266 26,772	2008     2007     2008       €     €     €       4,404,666     8,537     -       15,889,366     10,844,173     -       179,614     148,148     -       16,422     13,959     -       484,092     109,115     -       77,266     26,772     13,720

### 18. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

		GROUP		COMPANY
	2008 €	2007 €	2008 €	2007 €
Shareholders loans	3,139,850	1,800,871	3,139,850	1,800,871

### 19. DEFERRED TAXATION

		GROUP		COMPANY
	2008 €	As restated 2007 €	2008 €	As restated 2007 €
At 1 April 2007 Released during the year Other movement	10,199 31,927 -	10,199 -	•	- - -
At 31 March 2008	42,126	10,199	-	-

The deferred taxation balance is made up as follows:

		GROUP		COMPANY
	2008 €	As restated 2007 €	2008 €	As restated 2007 €
Accelerated capital allowances	42,126	10,199	•	-
			=====	

### NOTES TO THE FINANCIAL STATEMENTS

2008 €  1,490  3  Other reserves €	2007 €  1,490  3  Profit and loss accoun
1,490  3  Other reserves	1,490  3  Profit and loss accoun
Other reserves	Profit and loss accoun
Other reserves	Profit and loss accoun
Other reserves	Profit and loss accoun
Other reserves	Profit and loss accoun
reserves	loss accoun €
reserves	loss accour €
reserves	loss accoun €
	€
-	4
	1,566,454
	579,445
	(142,800
359,142	(000 000
	(366,282
359,142	1,636,817
	Profit and
	loss accoun €
	(48,219
	(22,009

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2008

### 22. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

2008 €	2007 €
1,566,457	1,397,588
579,445	168,866
(142,800)	-
(200.000)	3
	-
359,142	
1,995,962	1,566,457
2008	2007
-	€
• • •	- /40.240)
(22,009)	(48,219)
(70,225)	(48,216)
	€ 1,566,457 579,445 (142,800) - (366,282) 359,142 - 1,995,962 - 2008 € (48,216) (22,009)

The company has taken advantage of the exemption contained within section 230 of the Companies Act 1985 not to present its own profit and loss account.

The loss for the year dealt with in the accounts of the company was €22,009 (2007 - €48,219).

### 23. DIVIDENDS

	2008 €	2007 €
Dividends paid on equity capital	142,800	•
	<del></del>	

### 24. CONTROLLING PARTY

For the whole period, the immediate controlling party was Screamin Limited, a company incorporated in Belize.

Percentage

### 25. PRINCIPAL SUBSIDIARIES

Company name	Country	Shareholding	Description
Bosco Holding S.r.l.	Italy	71.40%	Investment company

# COMPANY DETAILED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2008

2008 €	2007 €
(22,009)	(48,219)
<del></del>	
(22,009)	(48,219)
_	(22,009)

# SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2008

	2008	2007
	€	€
Administration expenses		
Directors fees	2,573	-
Consultancy fees	•	30,000
Legal and professional fees	5,960	1,490
Auditors' remuneration	6,250	7,470
Accountancy fees	•	6,351
Bank charges	1,043	422
Difference on foreign exchange	2,077	(141)
Administration expenses	4,106	2,627
	22,009	48,219

### **Investments Global Limited**

Corporation Tax Computation
For the year ended 31 March 2008
Tax Reference Number 680 5931811748

	€	£
Loss as per financial statements	(22,009)	(16,612)
Excess management expenses for the year		(16,612)
Excess management expenses brought forward		(32,275)