Report and Financial Statements

Year Ended

31 October 2012

Company Number 05824170

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Report and financial statements for the year ended 31 October 2012

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Directors

M Greatrex

G McDonough

Registered office

Blake House, Schooner Court, Crossways Business Park, Dartford, Kent, DA2 6QQ

Company number

05824170

Auditors

BDO LLP, 2 City Place, Beehive Ring Road, Gatwick Airport, West Sussex, RH6 0PA

Bankers

HSBC plc, Global House, High Street, Crawley, West Sussex, RH10 1DL

Chief Executive Officer's report for the year ended 31 October 2012

Introduction

The Company continues to create significant future shareholder and stakeholder value despite the on-going economic uncertainties facing the United Kingdom and global economies

For the second consecutive year, the Company has increased its revenues, gross profits, EBITDA and net shareholder value. In the context of the difficult trading conditions facing the Company, the results reflect the investment the Company has made in developing its new LV software suite and the competitiveness of its products in the market place.

New product investment continues to be a key area of focus for the Company. The Company is committed to ensuring its existing products remain at the leading front of technology and that new technologies are incorporated into the Company's product offering. We believe our clients should have access to flexible and leading edge solutions to assist their business processes.

The key highlights for the year are

- Significant increase in new customers during the year. The Company successfully implemented the two
 largest new business contracts in its history, demonstrating the scalability of its LV software suite,
- Development and launch of new LV modules, for sale to new and existing customers, including Warehouse Management, MRP and tailored Dashboards
- Delivery of the LV solution into the Cloud and the development of its SaaS customer base,
- Significant investment in our Professional Services, Customer Services, Development and Sales teams with the number of employees increasing to 38 by the end of the year (2011 31 employees),
- Relocation of the Company's head office to Dartford, and
- Increase in shareholders' funds by 152%,

Business Review

The Company has successfully marketed and sold its LV software solution to a number of new customers. During the year, we have signed up the most new customers and implemented the two largest new business deals in the Company's history. We have managed the delivery of our product to our customers by investing in our Professional Services and Customer Services teams. Software sales have increased by 21.7% during the year, which demonstrates the success of the LV product and the investment we have taken in delivering new technology solutions for our customers.

The LV software is being used by a wide range of customers and is deployed using various technologies. We have customers with annual global revenues in excess of £230m using our products, together with customers who have annual revenues of under £1m. The software is deployed to customers using traditional on-premise server based solutions, a fully hosted server solution or as a SaaS solution ("Software as a Service")

The Company continues to target specific vertical markets where we believe our product already has a strong presence such as Food & Beverage, Wholesale & Distribution and Light Manufacturing However, due to the flexibility of the software and our ability to deliver a solution that is "Bespoke as Standard", we have clients in a wide range of industry sectors, including retail, chemicals, pharmaceutical and a number of service industries

Chief Executive Officer's report for the year ended 31 October 2012 (continued)

Maintenance contracts continue to be the main income stream for the Company. There has been a decrease in maintenance revenue of 3.2% during the year. This is due to a time lag from 2011 where two of our larger customer's went into administration and new customers during 2012 with less than a full year's worth of maintenance. We are confident our recurring maintenance revenues will increase in the forthcoming year. Our retention rates remain exceptionally high for our industry at approximately 97 per cent which is testimony to the emphasis we place on our Customer Support team and the business partnerships we build with our clients.

Training & consumables revenue has increased by 51.1% during the year as a consequence of the new customers choosing Lakeview LV as their preferred software solution. We have increased the number of employees in our Professional Services team to meet the increased demand from new clients.

Outlook

We have achieved record financial results during the last 12 months and have positioned the company well for further growth during 2013. We have demonstrated LV to be scalable and are confident we can continue to attract new customers based on the functionality, flexibility and deployment of the software, together with the professionalism of our employees.

Mark Greatrex

Chief Executive Officer

Report of the directors for the year ended 31 October 2012

The directors present their report and the audited financial statements for the year ended 31 October 2012

Principal activities

Lakeview Computers Limited is a trading company whose principal activity is supplying accounting (ERP) software and hardware and that of systems analysis. The trading company operates wholly within the United Kingdom

There have been no changes to the company's activities during the year under review

Review of the business

The Company's business objective is to increase shareholder value through ensuring the competitiveness of its software suite by using leading edge technology and delivering best service and client support

The results for the year and the financial position of the company are as shown in the annexed financial statements

The directors are satisfied with the financial performance for the year. Turnover has increased by 3 6% to £3,480,918. The Company's pipeline for the 2013 financial year is strong and the directors are confident turnover will increase during the forthcoming year.

The Company has recorded a net profit after taxation of £52,850 (2011 - £37,739) The directors are confident that the Company will continue to trade profitably in the forthcoming year No dividends were payable throughout the year (2011 - £Nil)

The UK market remains the sole area of operation for the company, accounting for 100% of sales. As a result of extensive market analysis the company has adopted an approach focussing on key verticals in which the directors believe the Company has a competitive advantage, predominately Food & Beverage, Wholesale & Distribution and Light Manufacturing

The Company continues to develop its Lakeview LV suite and has released a number of additional modules during the year. The LV product will continue to provide the Company with a competitive, technologically advanced and flexible ERP software product offering. The Company has now successfully deployed its SaaS ("Software as a Service") model to customers.

Future developments

During the forthcoming financial year, the Company will be investing further in LV, and will develop a single user interface for on-site server, web client and mobile users. Additionally, the product road plan for the next 18 months has been developed in conjunction with Customer requirements and will provide a number of new modules.

Report of the directors for the year ended 31 October 2012 (continued)

Key performance indicators

The business has the following key performance indictors which the board consider are the most effective measures of progress towards achieving the Group's primary business objective

	Long term target	2012	2011
Organic revenue growth (%)	5% to 10%	3 6%	6 1%
Customer retention rate (%)	95%	96 8%	96 7%
Employee costs to revenue (%)	<50%	52 2%	47 8%

Principal risks and uncertainties

The principal risks and uncertainties facing the business are

- Interest rate risk The Company has no direct interest rate risk
- Credit risk The Company's credit risk is primarily attributable to its trade debtors. Credit risk is managed by running credit checks on new customers and by monitoring payments against contractual agreements.
- Liquidity risk The Company's parent undertaking has a Revolving Credit Facility of £2,450,000 which is repayable in July 2013, and has agreed a renewal of this facility through to July 2016. The renewed facility requires capital repayments in the next twelve months of £300,000 and then £400,000 per annum thereafter. The Company is the only trading company within the Group and is therefore subject to certain covenants and repayments. The Company has well established procedures for monitoring cash flow and ensuring sufficient cash is available to make the repayments. The Company also reviews covenant requirements each month as part of its monthly reporting and internal controls. Cash management will enable the Company to react to changes and take appropriate action to ensure sufficient cash flow is available for the business to meet its obligations.
- Attraction and retention of directors and key employees The success of the Company depends on the
 abilities and experience of the directors and key employees. The loss of directors or key employees or the
 inability to recruit replacements could have a significant adverse effect on the development of the business.
 The Company seeks to reward directors and key employees at appropriate levels through competitive
 remuneration packages and equity participation.
- Competition and technology The Company's principal business operates in a competitive market place
 where technology is constantly advancing. There is a risk that the business could see revenue decrease if
 the Company does not invest or develop its product range. To mitigate this risk, the Company invests in the
 development and improvement of its own software products to ensure they remain competitive. Additionally,
 the Company has a number of software and hardware partners in order to offer a large range of products to
 its clients.
- General economic conditions and unforeseen events The Company is exposed to the general economic
 conditions facing businesses within the UK. This risk includes general economic decline reducing the IT
 budgets and spending of clients and potential clients. Unforeseen events include other events that may
 impact the Group or its client base, including war, terrorist acts and disease. The Company mitigates this
 risk by ensuring it has a large and diverse client base and in the event of unforeseen events, the Company
 has developed business contingencies plans.

Report of the directors for the year ended 31 October 2012 (continued)

Research and Development

The Company has a continuing commitment to a high level of research and development which continues to be directed towards the introduction of new and improved products in order to improve the company's service to its clients reflecting the need to be at the forefront of technological advance so ensuring future growth

Donations

The Company had a charitable donation of £150 during the year to a local charity (2011 £nil) No political donations have been made during the year (2011 £nil)

Directors

The present directors of the company are set out on the contents page

Directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently.
- · make judgements and accounting estimates that are reasonable and prudent, 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

Report of the directors for the year ended 31 October 2012 (continued)

Going concern

These financial statements have been prepared on a going concern basis as the board is confident that the group headed by Lakeview Computers Group Limited is in a stable financial position following the agreement of facilities with its lenders

Auditors

The directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purpose of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the next annual general meeting, in accordance with section 485 of the Companies Act 2006

On behalf of the Board

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M Greatrex **Director**

Date 31 January 2013

Independent auditor's report

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LAKEVIEW COMPUTERS LIMITED

We have audited the financial statements of Lakeview Computers Limited for the year ended 31 October 2012 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are 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 directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www frc org uk/apb/scope/private cfm

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 October 2012 and of its profit for the
 year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice,
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

Independent auditor's report (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- · the financial statements are not in agreement with the accounting records and returns, or
- · certain disclosures of directors' remuneration specified by law are not made, or
- . we have not received all the information and explanations we require for our audit

James Roberts (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
Gatwick

Date 1 February 2013

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Profit and loss account for the year ended 31 October 2012

	Note	2012	2011
		£	£
Turnover	3	3,480,918	3,361,474
Cost of sales		(416,299)	(509,198)
Gross profit		3,064,619	2,852,276
Depreciation Other administrative expenses		(55,341)	(73,267)
Exceptional items	2	(2,871,657) (84,771)	(2,736,714) (4,556)
Administrative expenses		(3,011,769)	(2,814,537)
Operating profit and profit on ordinary activities before taxation	4	52,850	37,739
Tax on profit on ordinary activities	7	-	-
Profit on ordinary activities after taxation		52,850	37,739

All amounts relate to continuing operations
All recognised gains and losses have been taken to the profit and loss account

Balance sheet at 31 October 2012

Company number 05824170	Note	2012 £	2011 £
Fixed assets Tangible assets	8	179,888	52,068
Current assets Stock Debtors Cash at bank and in hand	9 10	12,253 1,333,390 230,160	24,769 1,086,160 271,169
		1,575,803	1,382,098
Creditors. amounts falling due within one year	11	(585,410)	(333,890)
Net current assets		990,393	1,048,208
Total assets less current liabilities		1,170,281	1,100,276
Deferred income		(1,062,981)	(1,045,826)
Net assets		107,300	54,450
Shareholders' funds Called up share capital Profit and loss reserve	13 13	50,100 57,200	50,100 4,350
Shareholders' funds	14	107,300	54,450

The financial statements were approved by the Board of Directors and authorised for issue on 31 January 2013

G McDonough **Director**

The notes on pages 11 to 19 form part of these financial statements

Notes forming part of the financial statements for the year ended 31 October 2012

1 Accounting policies

The financial statements are prepared under the historical cost convention and are in accordance with applicable UK accounting standards

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash flow statements (Revised 1996)' not to prepare a cash-flow statement on the grounds that at least 90% of the voting rights in the company are controlled by Lakeview Computers Group Limited and the company's results are included in those consolidated financial statements

Turnover

Turnover consists of the invoiced value (excluding VAT) for goods and services supplied by the company Turnover is comprised of sales of software, hardware, consultancy, system installations and maintenance income. Software sales are comprised of Lakeview software and proprietary third party software. Hardware is sourced at component level and built to client specifications. Professional service revenues are typically derived from on-site product training and set up of system on-site. Maintenance income is derived from the renewal of annual contracts and typically covers all software and hardware provided by Lakeview.

Revenue on software licences is recognised upon delivery providing all of the following requirements are met

- Persuasive evidence of an agreement exists (Signed paperwork, i.e. contract/purchase order)
- · Delivery of software has occurred
- Collectibility is probable

Lakeview provides maintenance cover that includes telephone support, correction of errors/bug fixes, and product upgrades/enhancements. Customers that are on maintenance are notified of new product enhancements/upgrades and are shipped the products upon the customer's request.

Revenue is allocated to maintenance as an element of the contract based on vendor specific objective evidence (VSOE) of fair value, assessed as the retail price (20% of licence fee) based on the historical VSOE of the software being sold. The renewal price for maintenance is based on the original purchase price with an inflation adjustment (based on RPI)

Professional services revenue is recognised as services are performed on a time and material basis. If such services were invoiced prior to the services being rendered (i.e., invoiced along with the shipment of the software), then this revenue will be posted to the balance sheet under deferred services revenue until such time the service is performed.

Tangible fixed assets and depreciation

Depreciation is provided to write off the cost or valuation of assets, less estimated residual values, evenly over their expected useful lives. It is calculated at the following rates

Leasehold improvements

- 14%

Fixtures and fittings

25% - 27%

Computer equipment

33%

Where there is evidence of impairment, fixed assets are written down to their recoverable amount

Notes forming part of the financial statements for the year ended 31 October 2012 (continued)

1 Accounting policies (continued)

Operating leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the terms of the leases

Research and development

Research and development expenditure is written off in the year in which it is incurred

Stock

Stock and work in progress are valued at the lower of cost and estimated net realisable value Net realisable value is based on the estimated sales price after allowing for all further costs of completion and disposal

Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred

Current tax is measured at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

Going Concern

The Group's day to day operations are financed using a revolving credit facility from its bankers. These facilities expire in 4 July 2013. Since the year end, the Group has successfully renegotiated its bank facilities which provide the Group with finance through to July 2016. The Group will repay £300,000 during the next twelve months and then £400,000 per year through to July 2016. The Company has issued a cross guarantee to its parent company in respect of the facilities provided by the Group's bankers.

The Directors have prepared cash flow forecasts which demonstrate that the group will operate within its facilities. On this basis the Directors consider it appropriate to prepare the group's financial statements on the going concern basis.

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

2	Exceptional costs	2012 £	2011 £
	Relocation and restructuring costs	84,771	4,556
	Exceptional costs of £67,579 (2011 £nil) were incurred relating to the relational office and £17,192 (2011 £4,556) incurred during the year and precosts		
3	Turnover by geographical market	2012 £	2011 £
	The analysis of turnover by geographical market and by activity is as follows	2	2
	Turnover by business activity Software Hardware Maintenance Training and consumables Installations	918,208 182,009 2,059,873 224,263 96,565	754,774 233,656 2,127,173 148,469 97,402 ————————————————————————————————————
	Turnover is derived solely from the United Kingdom		
4	Operating profit	2012 £	2011 £
	Operating profit is arrived at after charging		
	Fees payable to the company's auditor for the audit of the financial statements Fees payable to the company's auditor in respect of taxation services Depreciation of tangible fixed assets Operating lease payments Exceptional items (note 2)	6,840 875 55,341 133,057 84,771	6,000 2,375 73,267 123,775 4,556

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

5 Employees	
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The average monthly number of employee's including executive directors

	2012 Number	2011 Number
Development Support Administration and sales	6 5 22	5 5 20
	33	30
Staff costs, (including directors) consists of	2012 £	2011 £
Wages and salaries Social security costs	1,630,242 185,311	1,434,054 171,122
	1,815,553	1,605,176
6 Directors remuneration	2012	2011
	£	£
Emoluments	253,309	258,663

Emoluments of the highest paid director amounted to £132,837 (2011 - £161,057)

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

7	Taxation	2012 £	2011 £
	Current taxation UK Corporation tax at 24 83% (2011 – 26 83%) Adjustments in respect of prior periods	:	:
	The tax assessed for the year is higher than the standard rate of corporation before tax. The differences are explained below	tax in the UK ap	pplied to profit
	belore tax The differences are explained below	2012 £	2011 £
	Profit on ordinary activities before tax	52,850	37,739
	Profit on ordinary activities at the standard rate of corporation tax in the UK of 24 83% (2011 – 26 83%)	13,123	10,125
	Effects of Group relief claimed before payment Depreciation in excess of capital allowances Other short term timing differences Expenses not deductible for tax purposes	(34,131) 12,188 538 8,282	(24,003) 14,484 (1,076) 470
	Current tax credit for the year	-	

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

8	Tangible assets				
	•	Fixtures and fittings £	Leasehold improve- ments £	Computer Equipment £	Total £
	Cost or valuation At 1 November 2011 Additions Disposals	26,633 66,605 (22,899)	298,272 100,445 (298,272)	30,450 17,026	355,355 184,076 (321,171)
	At 31 October 2012	70,339	100,445	47,476	218,260
	Depreciation At 1 November 2011 Charged for the year Disposals	23,561 5,998 (21,984)	267,808 38,262 (298,272)	11,918 11,081 -	303,287 55,341 (320,256)
	At 31 October 2012	7,575 ———	7,798	22,999 	38,372
	Net book value At 31 October 2012	62,764	92,647	24,477	179,888
	At 31 October 2011	3,072	30,464	18,532	52,068
9	Stock			2042	2044
				2012 £	2011 £
	Finished goods and goods for resale			12,253	24,769

The replacement cost of the above stock would not be significantly different from the values stated

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

10	Debtors		
•••		2012 £	2011 £
	Trade debtors Amounts owed from parent undertaking due within one year Other debtors	575,849 160,238	499,802 50,000 62
	Prepayments and accrued income Corporation tax	126,336 -	53,452
		862,423	603,316
	Amounts owed from parent undertaking due greater than one year	470,967	482,844
		1,333,390	1,086,160
11	Creditors: amounts falling due within one year		
		2012 £	2011 £
	Trade creditors Social security and other taxes	138,823 307,810	49,695 245,267
	Other creditors Accruals	14,030 124,747	38,928
		585,410	333,890

Notes forming part of the financial statements for the year ended 31 October 2012 *(continued)*

12	Operating lease commitments		
	The company had annual commitments under non-cancellable operating least	ses as set out belo)W
		2012 £	2011 £
	Land and buildings, leases expiring In less than one year In two to five years	107,892 	60,000
	Equipment, leases expiring In less than one year In two to five years	991 6,039	624 6,894
13	Share capital and reserves Share capital	2012 £	2011 £
	Authorised 50,000 Ordinary shares of £1 each 10,000 'A' Ordinary shares of £1 each	50,000 10,000	50,000 10,000
		60,000	60,000
		2012 £	2011 £
	Allotted and fully paid 50,000 Ordinary shares of £1 each 100 'A' Ordinary shares of £1 each	50,000 100	50,000 100
		50,100	50,100
	Ordinary shares and Ordinary A shares rank pari passu		
	Reserves	2012 £	2011 £
	Profit and loss account Balance brought forward Profit for the year	4,350 52,850	(33,389) 37,739
	Balance carried forward	57,200	4,350

Notes forming part of the financial statements for the year ended 31 October 2012 (continued)

14	Reconciliation of movement in shareholders' funds		
		2012 £	2011 £
	Profit for the year Balance brought forward	52,850 54,450	37,739 16,711
	Balance carried forward	107,300	54,450

15 Contingent liabilities

In connection with the groups loans from HSBC, the company has entered into a cross guarantee which gives a fixed and floating charge over all the assets of the company At 31 October 2012, loans from HSBC covered by the company's cross guarantee amounted to £2,450,000 (2011 - £3,000,000)

16 Related party transactions

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 "Related party disclosures" not to disclose transactions with members of the group headed by Lakeview Computers Group Limited on the grounds that it is a wholly owned subsidiary of Lakeview Computers Group Limited

17 Control

The Company's immediate and ultimate controlling party is Lakeview Computers Group Limited, a company incorporated in England and Wales, which owns 100% of the issued share capital of the company