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COMPANIES HOUSE

Annual Report

For the year ended 31 October 2011

Company Registration No. 06277058 (England And Wales)

DIRECTOR AND ADVISERS

Director

Mr S J Dolan

Secretary

SJD (Secretaries) Limited

Company number

06277058

Registered office

High Trees
Hillfield Road
Hemel Hempsted
Hertfordshire
HP2 4AY

Registered auditors

Kingston Smith Devonshire House 60 Goswell Road EC1M 7AD

CONTENTS

	Page
Director's report	1 - 2
Independent auditors' report	3-4
Consolidated profit and loss account	5
Balance sheets	6
Consolidated cash flow statement	7
Notes to the consolidated cash flow statement	8
Notes to the financial statements	9 - 18

DIRECTOR'S REPORT FOR THE YEAR ENDED 31 OCTOBER 2011

The director presents his report and financial statements for the year ended 31 October 2011

Principal activities and review of the business

The principal activity of the company continued to be that of a holding company. The subsidiaries of the company are engaged to provide accounting and taxation services to clients

The business has traded well and shown significant growth for the 14th year in a row

There are no significant risks facing the business

Results and dividends

The consolidated profit and loss account for the year is set out on page 5

Future developments

The business will continue to develop and market its core areas of accountancy and tax advice for SMEs

Director

The following director has held office since 1 November 2010

Mr S J Dolan

	2011 £	2010	
During the year the group made the following payments Charitable donations	12,000	12,108	

The recipients, amounts and purpose of the charitable donations are as follows Starlight Children £12,000 (2010 £12,000) to further the objectives of the charity

Auditors

Kingston Smith were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting

DIRECTOR'S REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

Statement of director's responsibilities

The director is responsible for preparing the Director's 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). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of 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 judgements and accounting 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 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 the group and enable him to ensure that the financial statements comply with the Companies Act 2006. He 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.

Statement of disclosure to auditors

So far as the director is aware, there is no relevant audit information of which the group's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the group's auditors are aware of that information.

On behalf of the board

Mr S J Dolan

Director 25th July 2012

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BOWIE LIMITED

We have audited the group and parent company financial statements (the "financial statements") of Bowie Limited for the year ended 31 October 2011 set out on pages 5 to 18 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 for no purpose other than to draw to the attention of the company's members those matters which we are required to include in an auditors' report addressed to them. To the fullest extent permitted by law, we do not accept or assume responsibility to any party 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 auditors

As explained more fully in the Director's Responsibilities Statement set out on pages 1 - 2, the director is 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the director, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and parent company's affairs as at 31 October 2011 and of the group's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF BOWIE LIMITED

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

Matthew Meadows (Senior Statutory Auditor) for and on behalf of Kingston Smith

Just Smill Lir

Chartered Accountants Statutory Auditor

30th July 2012

Devonshire House 60 Goswell Road

EC1M 7AD

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 OCTOBER 2011

	Notes	2011 £	2010 £
Turnover	2	10,456,627	7,828,097
Cost of sales		(109,929)	(59,207)
Gross profit		10,346,698	7,768,890
Administrative expenses		(5,462,623)	(6,086,121)
Operating profit	3	4,884,075	1,682,769
Investment income Other interest receivable and similar	4	(1,269,630)	-
income Interest payable and similar charges	5	30 (211,337)	341 (263,875)
Profit on ordinary activities before taxation		3,403,138	1,419,235
Tax on profit on ordinary activities	6	(951,954)	(711,366)
Profit on ordinary activities after taxation		2,451,184	707,869

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 SHEETS AS AT 31 OCTOBER 2011

		Grou	ıp	Compa	any
		2011	2010	2011	2010
	Notes	£	£	£	£
Fixed assets					
Intangible assets	9	6,494,358	6,946,294	-	-
Tangible assets	10	256,535	303,231	-	-
Investments	11	1,543,500		8,332,197	8,392,197
		8,294,393	7,249,525	8,332,197	8,392,197
Current assets					
Debtors	12	2,348,084	969,378	1,161,261	2
Cash at bank and in hand		588,057	1,107,746	97,352	688,638
		2,936,141	2,077,124	1,258,613	688,640
Creditors amounts falling due within one year	13	(4,771,039)	(3,643,894)	(3,425,720)	(3,472,341)
Net current liabilities		(1,834,898)	(1,566,770)	(2,167,107)	(2,783,701)
Total assets less current liabilities		6,459,495	5,682,755	6,165,090	5,608,496
Creditors amounts falling due after more than one year	14	(1,324,445)	(2,648,889)	(1,324,445)	(2,648,889)
		5,135,050	3,033,866	4,840,645	2,959,607
Capital and reserves					
Called up share capital	16	2	2	2	2
Profit and loss account	17	5,135,048	3,033,864	4,840,643	2,959,605
Shareholders' funds	18	5,135,050	3,033,866	4,840,645	2,959,607

Approved by the Board and authorised for issue on 25th July 2012

MNS J Dolan

Company Registration No. 06277058

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 OCTOBER 2011

	£	2011 £	£	2010 £
Net cash inflow from operating activities		5,062,401		3,100,540
Returns on investments and servicing of				
finance	30		341	
Interest received	(211,337)		(263,875)	
Interest paid	(1,269,630)		(200,070)	
Dividends received	(1,269,630)			
Net cash outflow for returns on investments				
and servicing of finance		(1,480,937)		(263,534)
		,		
Taxation		(1,078,291)		(604,903)
Capital expenditure and financial investment				
Payments to acquire tangible assets	(53,415)		(225,561)	
Receipts from sales of tangible assets	(00, 7.0)		40,000	
Receipts from sales of tangible assets				
Net cash outflow for capital expenditure		(53,415)		(185,561)
Acquisitions and disposals				
Purchase of subsidiary undertakings (net of cash				
acquired)	_		(2,100,000)	
• ,				
Net cash outflow for acquisitions and				
disposals		-		(2,100,000)
Equity dividends paid		(350,000)		(627,707)
Equity dividends paid				
Net cash inflow/(outflow) before management				(641,165)
of liquid resources and financing		2,099,758		
Financing				
New long term bank loan	_		3,770,000	
Repayment of long term bank loan	(1,121,111)		(2,580,000)	
. ,				
Net cash (outflow)/inflow from financing		(1,121,111)		1,190,000
Increase in cash in the year		978,647		508,835
				

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 OCTOBER 2011

1	Reconciliation of operating profit to net cash inflow from operating activities			2011	2010
				£	£
	Operating profit			4,884,075	1,682,769
	Depreciation of tangible assets			97,696	104,687
	Amortisation of intangible assets			391,936	309,432
	Loss on disposal of tangible assets			2,415	26,337
	(Increase)/decrease in debtors			(1,378,706)	71,243
	Increase in creditors within one year			1,064,985	906,072
	Net cash inflow from operating activities	s		5,062,401	3,100,540
2	Analysis of net debt	1 November 2010	Cash flow	Other non- cash changes	31 October 2011
		£	£	£	£
	Net cash				
	Cash at bank and in hand	1,091,557	(504,853)		586,704
		1,091,557	(504,853)		586,704
	Debts falling due within one year	(1,121,111)	(203,333)	-	(1,324,444)
	Debts falling due after one year	(2,648,889)	1,324,444	-	(1,324,445)
		(3,770,000)	1,121,111	-	(2,648,889)
	Net debt	(2,678,443)	616,258	-	(2,062,185)
3	Reconciliation of net cash flow to move	ment in net debt		2011	2010
				£	£
	(Decrease)/increase in cash in the year			(504,853)	508,835
	Cash outflow/(inflow) from decrease/(incre	ase) ın debt		1,121,111	(1,190,000)
	Movement in net debt in the year			616,258	(681,165)
	Opening net debt			(2,678,443)	(1,997,278)
	Closing net debt			(2,062,185)	(2,678,443)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2011

1 Accounting policies

11 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 United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Basis of consolidation

The consolidated profit and loss account and balance sheet include the financial statements of the company and its subsidiary undertakings made up to 31 October 2011. The results of subsidiaries sold or acquired are included in the profit and loss account up to, or from the date control passes. Intra-group sales and profits are eliminated fully on consolidation.

1.4 Turnover

Turnover represents amounts receivable for accountancy and taxation services net of VAT

1.5 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 20 years

1.6 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 less estimated residual value of each asset over its expected useful life, as follows

Land and buildings

25% straight line

Plant and machinery

25% reducing balance

Computer equipment

33% straight line

Fixtures, fittings & equipment

25% straight line

Motor vehicles

20% reducing balance

1.7 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

1.8 Investments

Fixed asset investments are stated at cost less provision for diminution in value

1.9 Pensions

The Group operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1 10 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

2 Turnover

The total tumover of the group for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3	Operating profit	2011 £	2010 £
	Operating profit is stated after charging		
	Amortisation of intangible assets	391,936	309,432
	Depreciation of tangible assets	97,696	104,687
	Loss on disposal of tangible assets	2,415	26,337
	Operating lease rentals	453,802	249,436
	Fees payable to the group's auditor for the audit of the group's annual		
	accounts (company £10,000, 2010 £8,000)	38,000	40,667
4	Investment income Income from fixed asset investments	2011 £ (1,269,630)	2010 £
5	Interest payable	2011 £	2010 £
	On bank loans and overdrafts	211,273	263,875
	Other	64	
		211,337	263,875

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

Taxation	2011 £	2010 £
Domestic current year tax		
U K corporation tax	951,954	711,366
Total current tax	951,954	711,366
Factors affecting the tax charge for the year		
Profit on ordinary activities before taxation	3,403,138	1,419,235
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 26 00% (2010 - 28 00%)	884,816	397,386
Effects of		
Non deductible expenses	27,500	19,807
Depreciation add back	26,082	30,566
Capital allowances	(23,805)	(49,097
Write off of connected party investments	-	179,483
Release of disallowed provision	(140,000)	-
Other tax adjustments	177,361	133,221
	67,138	313,980
Current tax charge for the year	951,954	(711,366

7 Profit/(loss) for the financial year

As permitted by section 408 Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements. The profit/(loss) for the financial year is made up as follows

	Joseph Middle M.	2011 £	2010 £
	Holding company's profit/(loss) for the financial year	2,231,038	(228,822)
8	Dividends	2011 £	2010 £
	Ordinary interim paid	350,000	500,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

9	Intangible fixed assets Group	
	Group	Goodwill £
	Cost	
	At 1 November 2010	8,131,176
	Additions	(60,000)
	At 31 October 2011	8,071,176
	Amortisation	
	At 1 November 2010	1,184,882
	Charge for the year	391,936
	At 31 October 2011	1,576,818
	Net book value	
	At 31 October 2011	6,494,358
	At 31 October 2010	6,946,294

10 Tangible fixed assets

Group					
	Land and buildings	Plant and machinery	Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£	£
Cost					
At 1 November 2010	95,000	233,002	197,197	119,325	644,524
Additions	-	50,166	2,839	-	53,005
Disposals	-	(15,427)	-	-	(15,427)
At 31 October 2011	95,000	267,741	200,036	119,325	682,102
Depreciation					
At 1 November 2010	78,369	238,223	4,639	19,449	340,680
On disposals	-	(13,012)	-	-	(13,012)
Charge for the year	7,456	23,067	47,401	19,975	97,899
At 31 October 2011	85,825	248,278	52,040	39,424	425,567
Net book value					
At 31 October 2011	9,175	19,463	147,996	79,901 	256,535
At 31 October 2010	16,631	72,062	114,662	99,876	303,231
					

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

11	Fixed asset investments			
	Group	Unlisted investments	Total	
		£	£	
	Cost			
	At 1 November 2010		-	
	Additions	1,543,500	1,543,500	
	At 31 October 2011	1,543,500	1,543,500	
	Net book value			
	At 31 October 2011	1,543,500 	1,543,500	
	Company			
				Shares in
				group
				undertakıngs £
	Cost			2 202 427
	At 1 November 2010			8,392,197
	Revaluation			(60,000)
	At 31 October 2011			8,332,197
	Net book value			
	At 31 October 2011			8,332,197 ————
	At 31 October 2010			8,392,197

In the opinion of the director, the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration or incorporation	Shares held	
		Class	%
Subsidiary undertakings			
SJD Group Limited	United Kingdom	Ordinary 'C' shares	100 00
SJD (South West) Limited	United Kingdom	Ordinary	100 00
SJD (North East) Limited	United Kingdom	Ordinary	100 00
SJD (North West) Limited	United Kingdom	Ordinary	100 00
SJD (London) Limited	United Kingdom	Ordinary	100 00
SJD Accountancy (Financial Services)	Limited/Inited Kingdom	Ordinary	100 00
SJD (Secretaries) Limited	United Kingdom	Ordinary	100 00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

(continued) 11 Fixed asset investments 100 00 Ordinary Fixed Fee Tax Return Company Limited United Kingdom 100 00 United Kingdom Ordinary SJD (Directors) Limited The principal activity of these undertakings for the last relevant financial year was as follows Principal activity SJD Group Limited Accountancy and taxation services SJD (South West) Limited Accountancy and taxation services Accountancy and taxation SJD (North East) Limited services SJD (North West) Limited Accountancy and taxation services SJD (London) Limited Dormant SJD Accountancy (Financial Services) **Dormant** Limited **Dormant** SJD (Secretaries) Limited Dormant Fixed Fee Tax Return Company Limited Dormant SJD (Directors) Limited

12 Debtors

	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Trade debtors	289,904	438,749	-	-
Called up share capital not paid	2	2	2	2
Other debtors	1,352,174	77,238	1,161,259	-
Prepayments and accrued income	706,004	453,389	- 	-
	2,348,084	969,378	1,161,261	2

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

	Grou	Group		Company
	2011	2010	2011	2010
	£	£	£	£
Bank loans and overdrafts	1,325,797	1,137,300	1,324,444	1,121,111
Trade creditors	209,897	320,488	-	-
Amounts owed to group undertakings	-	-	2,055,133	1,837,087
Corporation tax	971,463	1,097,800	-	-
Other taxes and social security costs	605,053	461,377	-	-
Other creditors	1,346,485	521,356	36,143	506,143
Accruals and deferred income	312,344	105,573	10,000	8,000
	4,771,039	3,643,894	3,425,720	3,472,341

14 Creditors . amounts falling due after more than one year

Oregitors : amounts falling add after more th	Group		Company	
	2011	2010	2011	2010
	£	£	£	£
Bank loans	1,324,445	2,648,889	1,324,445	2,648,889
Analysis of loans				
Wholly repayable within five years	2,648,889	3,770,000	2,648,889	3,770,000
Included in current liabilities	(1,324,444)	(1,121,111)	(1,324,444)	(1,121,111)
	1,324,445	2,648,889	1,324,445	2,648,889
Loan maturity analysis In more than one year but not more than two				
years In more than two years but not more than	1,324,444	1,121,111	1,324,444	1,121,111
five years	1,324,445	2,648,889	1,324,445	2,648,889

National Westminster Bank Pic holds a fixed and floating charge over the undertkaing and all the property and assets present and future, including goodwill, uncalled capital, buildings, fixtures, fixed plant, and machinery

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

15	Pension and other post-retirement benefit commitments		
	Defined contribution		
		2011 £	2010 £
	Contributions payable by the group for the year	9,044	6,703
16	Share capital Allotted, called up and fully paid	2011 £	2010 £
	2 ordinary shares of £1 each		
17	Statement of movements on profit and loss account Group		
		1	Profit and oss account
	Balance at 1 November 2010 Profit for the year Dividends paid		3,033,864 2,451,184 (350,000)
	Balance at 31 October 2011		5,135,048
	Company	ı	Profit and oss account
			£
	Balance at 1 November 2010 Profit for the year Dividends paid		2,959,605 2,231,038 (350,000)
	Balance at 31 October 2011		4,840,643

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

18	Reconciliation of movements in shareholders' funds Group	2011 £	2010 £
	Profit for the financial year	2,451,184	707,869
	Dividends	(350,000)	(627,707)
	Net addition to shareholders' funds	2,101,184	80,162
	Opening shareholders' funds	3,033,866	2,953,704
	Closing shareholders' funds	5,135,050	3,033,866
		2011	2010
	Company	£	£
	Profit/(Loss) for the financial year	2,231,038	(228,822)
	Dividends	(350,000)	(500,000)
	Net addition to/(depletion in) shareholders' funds	1,881,038	(728,822)
	Opening shareholders' funds	2,959,607	3,688,429
	Closing shareholders' funds	4,840,645	2,959,607

19 Financial commitments

At 31 October 2011 the group had annual commitments under non-cancellable operating leases as follows

	Land and buildings		Othe	Other	
	2011	2010	2011	2010	
	£	£	£	£	
Expiry date					
Within one year	16,006	-	-	-	
Between two and five years	-	143,028	7,468	-	
In over five years	40,212	40,212			
	56,218	183,240	7,468	•	
					

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2011

20	Director's remuneration	2011 £	2010 £
	Remuneration	132,000	132,000
		132,000	132,000
	Remuneration disclosed above (excluding pension contributions) include amounts paid to		
	The highest paid director	132,000	132,000
21	Employees		
	Number of employees There were no employees during the year apart from the director		
	Employment costs	2011 £	2010 £
	Wages and salaries	2,386,956	1,828,661
	Social security costs	239,456	168,535
	Other pension costs	9,044	6,703

22 Control

The ultimate controlling party is Simon Dolan by virtue of his 100% shareholding of Bowie Limited

23 Post Balance Sheet Events

On 16 November 2011 Bowie Limited acquired 100% of the share capital of SJD (Birmingham) Limited for £1,465,000

On 23 November 2011 Bowie limited acquired 100% of the share capital of SJD (Central) Limited for £1,400,000

On 31 January 2012 Bowie limited acquired 100% of the share capital of SJD (South) Limited for £1,300,000

2,003,899

2,635,456