COMPANY REGISTRATION NUMBER 06907560

LIGHTHOUSE TESTING LIMITED

FINANCIAL STATEMENTS

FOR THE PERIOD ENDED

31 JULY 2011

LIGHTHOUSE TESTING LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

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LIGHTHOUSE TESTING LIMITED

THE DIRECTORS' REPORT

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

The directors present their report and the financial statements of the company for the period from 1 June 2010 to 31 July 2011

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW
The principal activity of the company during the period was information technology consultancy

RESULTS AND DIVIDENDS
The loss for the period amounted to £30,204 (2010 £16,628 loss) The directors have not recommended a dividend (2010 £nil)

FINANCIAL INSTRUMENTS
Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities Financial liabilities are presented as such in the balance sheet Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account Finance costs are calculated so as to produce a constant rate of return on the outstanding liability

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument Dividends and distributions relating to equity instruments are debited direct to equity

PRINCIPAL BUSINESS RISKS
Parts of the company's businesses depend on technology systems and services provided by third parties Whilst the company has comprehensive contingency planning, disaster recovery procedures and insurance in place, it cannot guarantee that if there is any interruption to the systems or services provided by those third parties or those systems or services are not as scalable as anticipated or at all, or there are problems in upgrading such systems or services, the company's business will not be adversely affected In addition, the company may be unable to find adequate replacement services on a timely basis or at all

The company's growth plans will place additional demands on the company's management, customer support, marketing, administrative and technological resources If the company is unable to manage its growth effectively, its businesses, operations and/or financial condition may deteriorate

The company's success depends to a significant extent upon a limited number of key employees No assurances can be given that the loss of any executive officer or key employee of the company would not have a material effect on the business, financial condition or results of operations of the company In addition, the company may be adversely affected by staff turnover at more junior levels The company has endeavoured to ensure that employees at all levels are incentivised, but the retention of such staff cannot be guaranteed

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES
The company uses various financial instruments which include cash, trade debtors, trade creditors and amounts due to and from group undertakings that arise directly from its operations The main purpose of these financial instruments is to finance the company's operations The existence of these financial instruments exposes the company to a number of financial risks, which are described in more detail below

LIGHTHOUSE TESTING LIMITED

THE DIRECTORS' REPORT *(continued)*

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

The main risks arising from the company's financial instruments are credit risk and liquidity risk The directors review and agree policies for managing each of these risks and they are summarised below

CREDIT RISKS

The company's principal financial assets are cash and trade debtors The credit risk associated with cash is limited as the counterparties have high credit ratings assigned by international credit-rating agencies The principal credit risk arises, therefore, from trade debtors

In order to manage credit risk, management set limits for customers based on a combination of payment history and third party credit references Credit limits are reviewed by the financial controller on a regular basis in conjunction with debt ageing and collection history

LIQUIDITY RISK

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably

The company's policy throughout the period has been to achieve this objective through management's day to day involvement in business decisions rather than through setting maximum or minimum liquidity ratios

KEY PERFORMANCE INDICATORS

The directors use a range of performance indicators to measure the delivery of the company's strategic objectives The most important of these measures are considered Key Performance Indicators ("KPI's") and their targets are determined annually Our KPI's are set out below

	2011	2010
	£	£
Revenue	**1,094,370**	1,011,426
GP %	**16.1%**	18 9%
Operating (loss) / profit	**30,204**	16,628
Net cash generated from operating activities	**(6,895)**	7,690

THE DIRECTORS AND THEIR INTERESTS IN THE SHARES OF THE COMPANY

The dırectors who served the company durıng the perıod together wıth theır benefıcıal ınterests ın the shares of the company were as follows

	Ordinary Shares of £1 each	
	At 31 July 2011	At 1 June 2010
Mr G Ashworth	-	-
Mr M Joyce	-	-

DIRECTORS' RESPONSIBILITIES

The dırectors are responsıble for preparıng the Dırectors' Report and the financıal statements ın accordance wıth applıcable law and regulatıons

Company law requıres the dırectors to prepare financıal statements for each financıal year Under that law the dırectors have elected to prepare the financıal statements ın accordance wıth Unıted Kıngdom Generally Accepted Accountıng Practıce (Unıted Kıngdom Accountıng Standards and applıcable law) Under company law the dırectors must not approve the financıal statements unless they are satısfied that they gıve a true and faır vıew of the state of affaırs of the company and of the profit or loss of the company for that perıod In preparıng those financıal statements, the dırectors are requıred to

- select suıtable accountıng polıcıes and then apply them consıstently,
- make judgements and estımates that are reasonable and prudent,
- state whether applıcable UK accountıng standards have been followed, subject to any materıal departures dısclosed and explaıned ın the financıal statements, and
- prepare the financıal statements on the goıng concern basıs unless ıt ıs ınapproprıate to presume that the company wıll contınue ın busıness

The dırectors are responsıble for keepıng adequate accountıng records that are suffıcıent to show and explaın the company's transactıons and dısclose wıth reasonable accuracy at any tıme the financıal posıtıon of the company and enable them to ensure that the financıal statements comply wıth the Companıes Act 2006 They are also responsıble for safeguardıng the assets of the company and hence for takıng reasonable steps for the preventıon and detectıon of fraud and other ırregularıtıes

In so far as the dırectors are aware

- there ıs no relevant audıt ınformatıon of whıch the company's audıtor ıs unaware, and
- the dırectors have taken all steps that they ought to have taken to make themselves aware of any relevant audıt ınformatıon and to establısh that the audıtor ıs aware of that ınformatıon

LIGHTHOUSE TESTING LIMITED

THE DIRECTORS' REPORT *(continued)*

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

AUDITOR
Grant Thornton UK LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

GOING CONCERN
The financial statements have been prepared on a going concern basis due to the parent company indicating their intention to continue to provide financial support to the company for a period not less than twelve months from the balance sheet date

Signed by order of the directors

M R S Joyce
Company Secretary

Approved by the directors on 26th July 2012

LIGHTHOUSE TESTING LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF LIGHTHOUSE TESTING LIMITED

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

We have audited the financial statements of Lighthouse Testing Limited for the period from 1 June 2010 to 31 July 2011 which comprise the profit and loss account, the balance sheet, the cashflow statement 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 shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR
As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 July 2011 and of its loss for the period 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 MATTERS PRESCRIBED BY THE COMPANIES ACT 2006
In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements

LIGHTHOUSE TESTING LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF LIGHTHOUSE TESTING LIMITED *(continued)*

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

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

Grant Thornton UK LLP

Mr Marc Summers FCA
(Senior Statutory Auditor)

Signed for and on behalf of

Grant Thornton UK LLP
Chartered Accountants
Registered Auditors
Grant Thornton House
Melton Street
Euston Square
London
NW1 2EP

Date 26/07/12

LIGHTHOUSE TESTING LIMITED

PROFIT AND LOSS ACCOUNT

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

	Note	Period from 1 Jun 10 to 31 Jul 11 £	13 Month Period to 31 May 10 £
TURNOVER	2	**1,094,370**	1,011,426
Cost of sales		**(918,340)**	(820,192)
GROSS PROFIT		**176,030**	191,234
Administrative expenses		**(206,234)**	(207,862)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		**(30,204)**	(16,628)
Tax on loss on ordinary activities		–	–
LOSS FOR THE FINANCIAL PERIOD		**(30,204)**	(16,628)

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the period as set out above

The notes on pages 10 to 17 form part of these financial statements

LIGHTHOUSE TESTING LIMITED

BALANCE SHEET

31 JULY 2011

	Note	31 Jul 11 £	£	31 May 10 £
FIXED ASSETS				
Tangible assets	6		–	1,311
CURRENT ASSETS				
Debtors	8	**772,868**		467,777
Cash in hand		**98**		5,830
		772,966		473,607
CREDITORS: Amounts falling due within one year	9	**(818,798)**		(490,546)
NET CURRENT LIABILITIES			**(45,832)**	(16,939)
TOTAL ASSETS LESS CURRENT LIABILITIES			**(45,832)**	(15,628)
CAPITAL AND RESERVES				
Called-up equity share capital	11		**1,000**	1,000
Profit and loss account			**(46,832)**	(16,628)
DEFICIT	12		**(45,832)**	(15,628)

These financial statements were approved by the directors and authorised for issue on ,
and are signed on their behalf by

M R S Joyce 26th July 2012

Company Registration Number 06907560

The notes on pages 10 to 17 form part of these financial statements

LIGHTHOUSE TESTING LIMITED

CASH FLOW STATEMENT

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

	Note	Period from 1 Jun 10 to 31 Jul 11 £	£	13 Month Period to 31 May 10 £
NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES	13		(6,895)	7,690
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	13		472	(472)
CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT	13		691	(1,388)
CASH (OUTFLOW)/INFLOW BEFORE FINANCING			(5,732)	4,830
FINANCING	13		–	–
(DECREASE)/INCREASE IN CASH	13		(5,732)	5,830

The notes on pages 10 to 17 form part of these financial statements

1. ACCOUNTING POLICIES

Basis of accounting

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

The principal accounting policies of the company have been applied consistently and are set out below

Going concern

The financial statements have been prepared on a going concern basis due to the parent company indicating their intention to continue to provide financial support to the company for a period not less than twelve months from the balance sheet date

Turnover

The turnover shown in the profit and loss account represents amounts invoiced for goods sold during the period, exclusive of Value Added Tax

Turnover for temporary contract assignments is recognised over the contract period for the services of the temporary contractor Turnover anticipated, but not invoiced at the balance sheet date, is correspondingly accrued on the balance sheet within "Prepayments and accrued income"

Fixed assets

All fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Equipment	-	33% Straight Line

Pension costs

The company operates a defined contribution pension scheme for employees The assets of the scheme are held separately from those of the company The annual contributions payable are charged to the profit and loss account

Deferred taxation

Deferred tax is recognised in respect of all timing differences which have originated but not reversed at the balance sheet date Timing differences are differences between taxable profits and the results stated in the financial statements which arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

1. ACCOUNTING POLICIES *continued*

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

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued asset and the resulting gain or loss has been recognised in the financial statements Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold

Deferred tax is measured at the average tax rates which are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws which have been enacted or substantively enacted by the balance sheet date Deferred tax is measured on a non-discounted basis

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities Financial liabilities are presented as such in the balance sheet Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account Finance costs are calculated so as to produce a constant rate of return on the outstanding liability

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument Dividends and distributions relating to equity instruments are debited direct to equity

2. TURNOVER

The turnover and loss before tax are attributable to the one principal activity of the company An analysis of turnover is given below

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
United Kingdom	**1,094,370**	1,011,426

LIGHTHOUSE TESTING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 JUNE 2010 TO 31 JULY 2011

3. OPERATING LOSS

Operating loss is stated after charging

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Depreciation of owned fixed assets	620	77
Staff pensions contributions	350	252

The audit fees of the company have been settled on the company's behalf by InterQuest Group Plc

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial period amounted to

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	No	No
Sales staff	1	1
Management	1	1
Directors	1	1
	3	3

The aggregate payroll costs of the above were

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Wages and salaries	149,590	156,941
Social security costs	16,575	18,459
Other pension costs	350	252
	166,515	175,652

5. DIRECTORS' REMUNERATION

The directors' aggregate remuneration in respect of qualifying services were

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Remuneration receivable	70,115	159,380

6. TAXATION ON ORDINARY ACTIVITIES

The tax charge is based on the (loss) / profit for the period and represents

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Current tax		
United Kingdom corporation tax at 26% (2010, 28%)	–	–
Adjustments in respect of previous periods	–	–
Total current tax	–	–
Deferred tax		
Origination and reversal of timing differences	–	–
Tax on profit on ordinary activities	–	–

(b) Factors affecting current tax charge:

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Loss on ordinary activities before tax	(30,204)	(16,628)
Loss on ordinary activities by rate of tax	(7,853)	(4,656)
Unrelieved tax losses	7,853	4,656
Total current tax	-	-

7. TANGIBLE FIXED ASSETS

	Office Equipment £
COST	
At 1 June 2010	**1,388**
Additions	**743**
Disposals	**(2,131)**
At 31 July 2011	**–**
DEPRECIATION	
At 1 June 2010	**77**
Charge for the period	**620**
On disposals	**(697)**
At 31 July 2011	**–**
NET BOOK VALUE	
At 31 July 2011	**–**
At 31 May 2010	1,311

8. DEBTORS

	Period from 1 Jun 10 to 31 Jul 11 £	13 Month Period to 31 May 10 £
Trade debtors	–	161,253
Prepayments and accrued income	–	213,846
Amounts owed by group undertakings	**771,868**	91,206
Directors current accounts	–	200
Sundry debtors	**1,000**	1,272
	772,868	467,777

9. CREDITORS: Amounts falling due within one year

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Trade creditors	–	358
Accruals and deferred income	–	276,613
Amounts owed to group undertakings	**818,798**	187,768
Other taxation	–	25,807
	818,798	490,546

On incorporation the company was included in a Debenture which was executed on 9 June 2008 to secure all the company's assets to National Westminster Bank plc

10. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption in Financial Reporting Standard No 8 "Related party disclosures" and has not disclosed transactions with group undertakings

There were no other related party transactions

11. SHARE CAPITAL

Authorised share capital:

	31 Jul 11	31 May 10
	£	£
1,000 Ordinary shares of £1 each	**1,000**	1,000

Allotted, called up and fully paid:

	31 Jul 11		31 May 10	
	No	**£**	No	£
1,000 Ordinary shares of £1 each	**1,000**	**1,000**	1,000	1,000

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 Jul 11	31 May 10
	£	£
Loss for the financial period	(30,204)	(16,628)
New ordinary share capital subscribed	–	1,000
Net reduction to shareholders' deficit	(30,204)	(15,628)
Opening shareholders' deficit	(15,628)	–
Closing shareholders' deficit	(45,832)	(15,628)

13. NOTES TO THE CASH FLOW STATEMENT

RECONCILIATION OF OPERATING LOSS TO NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Operating loss	(30,204)	(16,628)
Depreciation	620	77
Increase in debtors	(305,563)	(466,305)
Increase in creditors	328,252	490,546
Net cash (outflow)/inflow from operating activities	(6,895)	7,690

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Interest received	472	(472)
Net cash inflow/(outflow) from returns on investments and servicing of finance	472	(472)

CAPITAL EXPENDITURE

	Period from 1 Jun 10 to 31 Jul 11	13 Month Period to 31 May 10
	£	£
Payments to acquire tangible fixed assets	(743)	(1,388)
Receipts from sale of fixed assets	1,434	–
Net cash inflow/(outflow) from capital expenditure	691	(1,388)

13. NOTES TO THE CASH FLOW STATEMENT *(continued)*

FINANCING

	Period from 1 Jun 10 to 31 Jul 11 £	13 Month Period to 31 May 10 £
Issue of equity share capital	–	–
Net cash inflow from financing	–	–

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	Period from 1 Jun 10 to 31 Jul 11 £	13 Month Period to 31 May 10 £
(Decrease)/Increase in cash in the period	(5,732)	5,830
Movement in net funds in the period	(5,732)	5,830
Net funds at 1 June 2010	5,830	–
Net funds at 31 July 2011	98	5,830

ANALYSIS OF CHANGES IN NET FUNDS

	At 1 Jun 2010 £	Cash flows £	At 31 Jul 2011 £
Net cash			
Cash in hand and at bank	5,830	(5,732)	98
Net funds	5,830	(5,732)	98

14. ULTIMATE PARENT COMPANY

The ultimate parent undertaking and controlling party of the company is InterQuest Group plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements, incorporated in England and Wales Copies of the group accounts can be obtained from the ultimate parent undertakings' registered office