

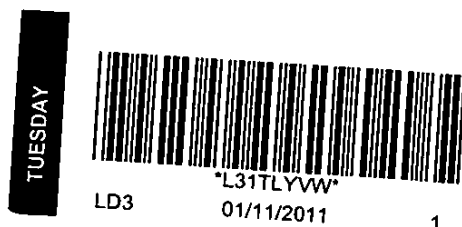
Young Samuel Chambers ("YSC") Limited

Report and Financial Statements

Year Ended

30 April 2011

Company Number 2402857



Young Samuel Chambers ("YSC") Limited

**Report and financial statements
for the year ended 30 April 2011**

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Directors

G Bains
K Rowe
R Sharrock
D Anciano
P Ballman
A Houghton

Secretary and registered office

A Cox, 50 Floral Street, London, WC2E 9DA

Company number

2402857

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

Young Samuel Chambers ("YSC") Limited

Report of the directors for the year ended 30 April 2011

The directors present their report together with the audited financial statements for the year ended 30 April 2011

Results and dividends

The profit and loss account is set out on page 6 and shows the profit for the year

The profit after tax generated for the financial year was £1 656m (2010 - £1 720m) A dividend of £1 313m (2010 - £1 395m) was paid during the year

Principal activities

YSC is a specialist consultancy that applies business psychology to the development of people, teams and organisations YSC operates out of 12 offices globally, employing in excess of 150 staff

Business review & future developments

The 2010/11 financial year was a very successful year for YSC with group revenue increasing to £21 448m (2010 - £16 991m) an increase of 26.2% Profit before tax adjusted for currency movement increased to £2 626m (2010 - £2 393m) an increase of 9.7%

The global economic environment started to show signs of recovery during 2010/11 with trading conditions in all locations showing improvement from 2009/10 YSC was well placed to take advantage of the improved conditions following the office expansion programme of the previous two years and can report that all office regions saw revenue growth during 2010/11

The UK offices of YSC saw revenue increase by 18.2% to £13.11m (2010 - £11.09m) The increase in revenue has been driven by largely by the acquisition of a new client in the Pharmaceutical industry and has been resourced through greater productivity of consultant staff with the average number of consultants in the UK only increasing marginally to 36 (2010 - 35)

The US offices saw revenue increase significantly by 36.8% to £4.98m (2010 - £3.64m) Continued expansion of the YSC offices in San Francisco and Chicago have helped drive this growth with average consultant numbers increasing to 13 (2010 - 10)

The Asia Pacific offices also saw significant revenue growth of 40.8% to £3.36m (2010 - 2.39m) All offices in the region report revenue growth with India and South Africa showing significant growth in their second year of operation, reporting 65.2% and 31.5% respectively Average consultant numbers across the region also increased significantly to 15 (2010 - 11)

The international expansion of YSC has continued to diversify the revenue source for the group with revenue from non UK offices increasing to 39% of overall revenue (2010 - 35%) This trend is expected to continue in 2011/12 with another new office opening in Mexico City in September 2011

Cash management and debt collection continues to be an area of focus for YSC Group cash reserves at 30 April 2011 were £2.82m (2010 - £2.45m) Debtor days improved marginally to 93 days (2010 - 96) but further improvement is anticipated in 2011/12 following the introduction of a new finance system The directors are confident that the collection target of 60 days can be achieved by 30 April 2012

YSC has once again retained a significant proportion of profit to ensure future growth and business development can be funded

The Directors are satisfied with these results and believe YSC is well positioned to take advantage of the opportunities a global economic recovery will present

Young Samuel Chambers ("YSC") Limited

Report of the directors for the year ended 30 April 2011 (*continued*)

Principal risks and uncertainties

The provision of business psychology consultancy services continues to be a niche market. YSC distinguishes itself by operating at the premium end of the market, providing insight and analysis not directly comparable with other providers in the market.

In the opinion of the directors the principal risks faced by the business, other than economy-wide risks, are the risk of significant client loss, failure to manage the pool of talent correctly and cash flow management.

YSC seeks to manage the risk of losing clients by broadening the product offering and the service sectors in which the group operates. On an individual client level the group also ensures a high level of client satisfaction by close account management.

The products offered by YSC are continually reviewed by the directors of YSC, with new offerings often developed in conjunction with existing clients. Several new income streams are currently in development and are expected in the next financial year.

YSC values its employees highly and implements market-leading policies to ensure high levels of employee retention. These remain under constant review.

The group actively manages cash flow so as to forecast potential deficits several months ahead.

The business sectors in which YSC operate are also regularly reviewed by the directors of YSC to ensure no over-reliance in one market area. Potential markets are also identified, allowing business development activity to source new clients.

The expansion of the international offices allows the performance of global contracts, whilst also developing new markets. Sales in the international offices are predominantly conducted in the local currency to match the cost base and to minimise any exchange risk.

Charitable and political contributions

During the year the group made charitable contributions of £21,194 (2010 - £9,476).

Directors

The directors during the year were

G Bains
K Rowe
R Sharrock
D Anciano
P Ballman
A Houghton

Young Samuel Chambers ("YSC") Limited

Report of the directors for the year ended 30 April 2011 (*continued*)

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 group and company 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 group and company and of the profit or loss of the group for that year.

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 group 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.

Auditors

All of the current 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 purposes 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 annual general meeting.

**Approved by the Board of Directors
and signed on behalf of the Board**



R Sharrock
Director

Date 31/10/11

Young Samuel Chambers ("YSC") Limited

Independent auditor's report

TO THE MEMBERS OF YOUNG SAMUEL CHAMBERS ("YSC") LIMITED

We have audited the financial statements of Young Samuel Chambers ("YSC") Limited for the year ended 30 April 2011 which comprise the consolidated profit and loss account, the consolidated and company balance sheets, the consolidated cash flow 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 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 group's and the parent company's affairs as at 30 April 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 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.

Young Samuel Chambers ("YSC") Limited

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 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

BDO LLP

Robert Plews, (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom

Date 31/10/11

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

Young Samuel Chambers ("YSC") Limited

Consolidated profit and loss account for the year ended 30 April 2011

	Note	2011 £'000	2010 £'000
Turnover	2	21,448	16,991
Cost of sales		(11,485)	(8,606)
Gross profit		9,963	8,385
Administrative expenses		(7,421)	(5,909)
Operating profit	3	2,542	2,476
Interest receivable		1	6
Interest payable	6	(40)	(30)
Profit on ordinary activities before taxation		2,503	2,452
Taxation on profit from ordinary activities	7	(847)	(732)
Profit on ordinary activities after taxation	17,20	1,656	1,720

All amounts relate to continuing activities

All recognised gains and losses are included within the profit and loss account

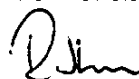
The notes on pages 10 to 22 form part of these financial statements

Young Samuel Chambers ("YSC") Limited

Consolidated balance sheet at 30 April 2011

Company number 2402857	Note	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Fixed assets					
Tangible assets	11		973		1,000
Current assets					
Debtors	12	8,352		5,593	
Cash at bank and in hand		2,817		2,453	
		<u>11,169</u>		<u>8,046</u>	
Creditors: amounts falling due within one year	13	<u>8,309</u>		<u>5,206</u>	
Net current assets			<u>2,860</u>		<u>2,840</u>
Total assets less current liabilities			<u>3,833</u>		<u>3,840</u>
Creditors: amounts falling due after more than one year	14		<u>149</u>		<u>545</u>
Net assets			<u>3,684</u>		<u>3,295</u>
Capital and reserves					
Share capital	16		35		35
Share premium account	17		128		128
Capital redemption reserve	17		16		16
Profit and loss account	17		6,514		6,187
			<u>6,693</u>		<u>6,366</u>
Less Investment in own shares	18		<u>(3,009)</u>		<u>(3,071)</u>
Shareholders' funds	20		<u>3,684</u>		<u>3,295</u>

The financial statements were approved by the Board of Directors and authorised for issue on 31/10/11



R Sharrock
Director

The notes on pages 10 to 22 form part of these financial statements

Young Samuel Chambers ("YSC") Limited

Company balance sheet at 30 April 2011

Company number 2402857	Note	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Fixed assets					
Investments	10		139		-
Tangible assets	11		951		970
Current assets			1,090		970
Debtors	12	8,254		5,489	
Cash at bank and in hand		2,662		2,394	
		10,916		7,883	
Creditors amounts falling due within one year	13	8,201		5,103	
Net current assets			2,715		2,780
Total assets less current liabilities			3,805		3,750
Creditors: amounts falling due after more than one year	14		149		545
Net assets			3,656		3,205
Capital and reserves					
Share capital	16		35		35
Share premium account	17		128		128
Capital redemption reserve	17		16		16
Profit and loss account	17		6,486		6,097
			6,665		6,276
Less Investment in own shares	18		(3,009)		(3,071)
Shareholders' funds	20		3,656		3,205

The financial statements were approved by the Board of Directors and authorised for issue on 31/10/11



R Sharrock
Director

The notes on pages 10 to 22 form part of these financial statements

Young Samuel Chambers ("YSC") Limited

Consolidated cash flow statement for the year ended 30 April 2011

	Note	2011 £'000	2011 £'000	2010 £'000	2010 £'000
Net cash inflow from operating activities	21		3,231		2,992
Returns on investments and servicing of finance					
Interest received		1		6	
Interest paid		(28)		(34)	
			(27)		(28)
Taxation					
UK corporation tax paid		(780)		(840)	
Overseas taxes paid		(51)		13	
			(831)		(827)
Capital expenditure					
Payments to acquire tangible fixed assets			(328)		(210)
Equity dividends paid	8		(1,313)		(1,395)
Cash inflow before financing			732		532
Financing					
Loan finance raised		-		1,140	
Repayment of loan		(396)		(1,574)	
Sale of ESOP shares		56		130	
Share buy back		(28)		-	
			(368)		(304)
Increase in cash	22		364		228

The notes on pages 10 to 22 form part of these financial statements

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011

1 Accounting policies

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

The following principal accounting policies have been applied

Consolidation

The consolidated financial statements incorporate the financial statements of all the subsidiary undertakings as at 30 April 2011 using the acquisition method of accounting

Where necessary, adjustments are made to the financial statements of the subsidiaries to bring the accounting policies used into line with those used by the group

All significant inter-company transactions and balances between group enterprises are eliminated on consolidation

Turnover

Turnover, which excludes value added tax, represents the invoiced value of services supplied in the year

Income is recognised in the profit and loss account, over the period in which the client receives the benefit of the service

Valuation of investments

Investments held as fixed assets are stated at cost less any provision for impairment in value

Tangible fixed assets

The cost of tangible fixed assets is their purchase cost, together with any incidental expenses of acquisition

Depreciation is calculated so as to write off the cost of tangible fixed assets less their estimated residual value on a straight line basis over the expected useful economic lives of the assets concerned. It is calculated at the following rates

Leasehold improvements	-	Over term of lease
Office equipment	-	33⅓% per annum
Furniture	-	12½% per annum
Fixtures and fittings	-	10% per annum

Deferred taxation

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

Operating leases

Rental costs in respect of operating leases are charged to the profit and loss account on a straight line basis over the term of the lease

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

1 Accounting policies (*continued*)

Foreign currencies

Transactions denominated in foreign currencies are recorded at the rate of exchange ruling at the dates of transactions. Assets and liabilities expressed in foreign currencies are translated into sterling at rates of exchange ruling at the end of the financial year. All foreign exchange differences are taken to the profit and loss account in the period in which they arise.

The results of overseas operations are translated at the average rates of exchange during the year and the balance sheet translated into sterling at the rates of exchange ruling on the balance sheet date. Exchange differences which arise from translation of the opening net assets and results of subsidiary undertakings are taken to reserves.

Pension costs

The company contributes to personal pension schemes on behalf of certain employees. The cost of these contributions is charged to the profit and loss account in the period to which they relate.

Employee share ownership plan

The cost of the company's shares held by the EBT is deducted from shareholders' funds in the company balance sheet. Any cash received by the EBT on disposal of the shares it holds is also recognised directly in shareholders' funds. Other assets and liabilities of the EBT (including borrowings) are recognised as assets and liabilities of the company.

Share-based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the income statement over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether the market vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to the income statement over the remaining vesting period.

Where equity instruments are granted to persons other than employees, the income statement is charged with fair value of goods and services received.

Dividends

Equity dividends are recognised when they become legally payable. Interim and final equity dividends are recognised when approved by shareholders at a shareholders meeting.

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (continued)

2 Turnover

An analysis of turnover by destination is given below

	2011 £'000	2010 £'000
United Kingdom	12,634	10,394
Rest of Europe	1,167	563
USA	4,268	3,579
Middle East	158	137
Asia Pacific (including Australia)	2,850	1,904
Africa	371	414
	<u>21,448</u>	<u>16,991</u>

3 Operating profit

This has been arrived at after charging/(crediting)

	2011 £'000	2010 £'000
Depreciation of tangible fixed assets	354	331
Operating lease - property	1,374	1,075
Fees payable to the group's auditor for the audit of the group's annual financial statements	56	57
Fees payable to the group's auditor for other services to the company		
- taxation services	69	87
- other services	5	17
Loss on disposal of fixed assets	1	71
Foreign exchange loss / (gain)	123	(59)
	<u></u>	<u></u>

4 Employees

Staff costs, including directors, consist of

	2011 £'000	2010 £'000
Wages and salaries and other benefits	11,152	8,889
Social security costs	940	816
Company pension contributions to money purchase schemes	434	340
	<u>12,526</u>	<u>10,045</u>

The average number of employees, including directors, during the year was

	Number	Number
Consultants	64	57
Administration	63	53
	<u>127</u>	<u>110</u>

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

5 Directors' remuneration

	2011 £'000	2010 £'000
Directors' remuneration consists of		
Aggregate emoluments (including benefits in kind)	1,599	1,175
Consideration paid to a third party for services of director	-	27
Company pension contributions to money purchase schemes in respect of 6 (2010 – 6) directors	58	49
	<u>1,657</u>	<u>1,251</u>
Highest paid director		
Aggregate emoluments	303	225
Company pension contributions to money purchase schemes	7	9
	<u>310</u>	<u>234</u>

The directors received dividends in aggregate, on the same terms as other shareholders, of £0 981m (2010 £1 045m)

No directors exercised share options during the year (2010 Nil)

6 Interest payable

	2011 £'000	2010 £'000
Bank interest payable	40	30
	<u>40</u>	<u>30</u>

7 Taxation

	2011 £'000	2010 £'000
The taxation charge on the profit on ordinary activities for the year was as follows		
<i>UK corporation tax</i>		
Current year	624	714
Under provision in respect of prior years	(94)	13
Overseas tax	335	33
	<u>865</u>	<u>760</u>
Current tax charge for year	865	760
<i>Deferred tax</i>		
Origination and reversal of timing differences (note 15)	(18)	(28)
	<u>847</u>	<u>732</u>

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

7 Taxation (*continued*)

The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below

	2011 £'000	2010 £'000
Profit on ordinary activities before tax	2,503	2,452
Profit on ordinary activities at the standard rate of corporation tax in the UK of 28% (2010 – 28%)	701	687
Effects of		
Expenses not deductible for tax purposes	35	40
Depreciation in excess of capital allowances	22	29
Corporation tax relief for employee share acquisition	(3)	(9)
Depreciation on non-qualifying assets	11	28
Movement on provisions	20	8
Overseas tax in excess / (deficit) of double taxation relief	167	(10)
(Over) / Under provision in respect of prior years	(94)	14
Other differences	6	(27)
Current tax charge for year	865	760

8 Dividends

	2011 £'000	2010 £'000
Interim dividend paid of £2 (2010 - £Nil) per share	537	-
Final dividend paid for the prior year of £2.89 (2010 - £5.21) per share	776	1,395
	1,313	1,395

An interim dividend of £2 per share and a final dividend of £2.89 per share relating to the financial statements for the year ending 30 April 2010 were paid on 1 July 2010 and 31 October 2010 respectively. The Employee Benefit Trust has waived its right to receiving dividends.

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

9 Profit of parent company

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit for the period amounted to £1,718,000 (30 April 2010 - £1,630,000)

10 Investments

	Company shares in subsidiary undertaking £'000
Unlisted	
<i>Cost and net book value</i>	
At 1 May 2010	-
Additions	139
	<hr/>
At 30 April 2011	139
	<hr/>

The following were subsidiary undertakings at the period end

Name	Country of incorporation	Proportion of voting rights and ordinary share capital held	Nature of business
Young Samuel Psychologists Pty Ltd	South Africa	100%	Business Psychologists
YSC India Business Psychologists Private Limited	India	100%	Business Psychologists
YSC International Limited	United Kingdom	100%	Dormant Company

YSC India Business Psychologists Private Limited was incorporated in India on 13 December 2010. The company did not start trading until 1 April 2011.

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

11 Tangible assets

Group	Leasehold improvements £'000	Office equipment £'000	Furniture, fixtures and fittings £'000	Total £'000
<i>Cost</i>				
At 1 May 2010	1,414	631	465	2,510
Additions	90	204	34	328
Disposals	-	(5)	-	(5)
At 30 April 2011	1,504	830	499	2,833
<i>Depreciation</i>				
At 1 May 2010	722	486	302	1,510
Charge for the year	186	118	50	354
On disposals	-	(4)	-	(4)
At 30 April 2011	908	600	352	1,860
<i>Net book value</i>				
At 30 April 2011	596	230	147	973
At 30 April 2010	692	145	163	1,000
Company	Leasehold improvements £'000	Office equipment £'000	Furniture, fixtures and fittings £'000	Total £'000
<i>Cost</i>				
At 1 May 2010	1,392	627	453	2,472
Additions	96	198	34	328
Disposals	-	(5)	-	(5)
At 30 April 2011	1,488	820	487	2,795
<i>Depreciation</i>				
At 1 May 2010	716	485	301	1,502
Charge for the year	182	115	49	346
On disposals	-	(4)	-	(4)
At 30 April 2011	898	596	350	1,844
<i>Net book value</i>				
At 30 April 2011	590	224	137	951
At 30 April 2010	676	142	152	970

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

12 Debtors

	Group 2011 £'000	Group 2010 £'000	Company 2011 £'000	Company 2010 £'000
Amounts falling due within one year				
Trade debtors	6,378	4,575	6,130	4,271
Other debtors	254	201	211	202
Prepayments and accrued income	1,653	768	1,637	733
Deferred tax asset (note 15)	67	49	67	49
Amounts due from subsidiary undertakings	-	-	209	234
	<u>8,352</u>	<u>5,593</u>	<u>8,254</u>	<u>5,489</u>

All amounts within other debtors fall due within one year

13 Creditors: amounts falling due within one year

	Group 2011 £'000	Group 2010 £'000	Company 2011 £'000	Company 2010 £'000
Bank loan (secured)	396	396	396	396
Trade creditors	1,024	610	1,005	599
Corporation tax	235	276	250	276
Other taxation and social security costs	623	353	601	341
Accruals and deferred income	5,869	3,536	5,789	3,456
Other creditors	162	35	160	35
	<u>8,309</u>	<u>5,206</u>	<u>8,201</u>	<u>5,103</u>

14 Creditors: amounts falling due after more than one year

	Group 2011 £'000	Group 2010 £'000	Company 2011 £'000	Company 2010 £'000
Bank loan (secured)	149	545	149	545

The bank loan is held by the Employee Benefit Trust and is included in the liabilities of the company in accordance with UITF Abstract 38. The bank loan is secured on the assets of Young Samuel Chambers ("YSC") Limited. Interest on the loan is charged at 2.09% above the HSBC base rate.

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

14 Creditors: amounts falling due after more than one year (*continued*)

Maturity of debt:	Group 2011 £'000	Group 2010 £'000	Company 2011 £'000	Company 2010 £'000
Bank loans				
In one year or less, or on demand	396	396	396	396
In more than one year but not more than two years	149	396	149	396
In more than two years but not more than five years	-	149	-	149
	149	545	149	545

15 Deferred taxation

	Group and Company 2011 £'000	Group and Company 2010 £'000
At 1 May	49	21
Profit and loss account (note 7)	18	28
At 30 April	67	49

16 Share capital

	2011 Number	Allotted, called up and fully paid 2010 Number	2011 £	2010 £
Ordinary shares of 10p each	345,496	346,156	34,550	34,616

During the year ended 30 April 2011 the company purchased 660 10p shares from employees for an aggregate consideration of £27,984. This represents 0.2% of the issued share capital of the company at the time.

EMI share option scheme

At 30 April 2011 the following share options were outstanding in respect of the ordinary shares

Date of grant	Number of shares	Period of option	Price per share
3 March 2004	7,305	January 2004 - January 2014	£34.00
21 December 2007	11,793	December 2007 - December 2017	£42.50
26 February 2008	233	February 2008 - February 2018	£42.50
10 September 2010	23,775	September 2010 - September 2020	£42.50

FRS 20 Disclosures

The number of options outstanding at the beginning of the year was 24,556 (2010 - 31,393) which had a weighted average exercise price of £39.59 (2010 - £39.59).

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

16 Share capital (*continued*)

During the year, 1,200 options at £34 per share and 350 options at £42 50 per share were exercised. Additionally, 3,190 options at £34 and 1,085 options at £42 50 per share were forfeited.

On 10 September 2010, 24,375 share options priced at £42 50 were issued to current staff resulting in an FRS 20 charge to the accounts of £11,882.

The company uses the Black-Scholes model to calculate the fair value of options on grant date. The key inputs are listed below:

	2011	2010
Equity - settled		
Options pricing model used	Binomial	n/a
Weighted average contractual life (years)	10 Years	n/a
Expected volatility	20%	n/a
Expected dividend yield	11.29%	n/a
Risk free interest rate	2.5%	n/a

The volatility assumption, measured at the standard deviation of expected share price returns, is based on a statistical analysis of daily share prices for a selected number of comparable listed businesses over the last three years.

The company did not enter into any share based payment transactions with parties other than employees during the current or previous period.

17 Reserves

Group	Share premium £'000	Capital redemption reserve £'000	Profit and loss account £'000
At 1 May 2010	128	16	6,187
Profit for year	-	-	1,656
Dividends	-	-	(1,313)
Share based payment	-	-	12
Share buy back	-	-	(28)
At 30 April 2011	128	16	6,514
Company			
At 1 May 2010	128	16	6,097
Profit for year	-	-	1,718
Dividends	-	-	(1,313)
Share based payment	-	-	12
Share buy back	-	-	(28)
At 30 April 2011	128	16	6,486

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (continued)

18 Investment in own shares

The Employee Benefit Trust (EBT) was established in 2004 to provide for the future obligations of the company for shares awarded under the Share Ownership Plans detailed in note 16. Under the scheme the trustees purchase the company's ordinary shares in the open market using a bank facility guaranteed by Young Samuel Chambers ("YSC") Limited which meets the net financing costs. At 30 April 2011 43,106 (2010 - 24,556) shares held by the EBT are under option to employees.

ESOP shares

	Shares held in Trust Number	Nominal value £	Cost £
At 1 May 2010	77,575	7,757	3,071,236
Exercise of share options	(1,550)	(155)	(61,366)
At 30 April 2011	76,025	7,602	3,009,870

At 30 April 2011 £3,444,296 (2010 - £3,011,136) had been contributed by the company to meet the repayments of loans drawn down by the EBT under the bank facility. In accordance with the UITF Abstract 38, these bank borrowings have been included in the company's balance sheet.

19 Commitments under operating leases

As at 30 April 2011, the company had annual commitments under non-cancellable operating leases as set out below:

	2011 Land and buildings £'000	2010 Land and buildings £'000
Expiring within		
- one year	123	146
- two to five years	1,237	1,070

20 Reconciliation of movements in shareholders' funds

	Group 2011 £'000	Group 2010 £'000	Company 2011 £'000	Company 2010 £'000
Opening shareholders' funds	3,295	2,772	3,205	2,772
Profit for the financial year	1,656	1,720	1,718	1,630
Dividends	(1,313)	(1,395)	(1,313)	(1,395)
Shares issued during the year	-	-	-	-
Share based payment	12	48	12	48
Sale of ESOP shares	62	150	62	150
Share buy back	(28)	-	(28)	-
Closing shareholders' funds	3,684	3,295	3,656	3,205

Young Samuel Chambers ("YSC") Limited

Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)

21 Reconciliation of operating profit to net cash inflow from operating activities

	2011 £'000	2010 £'000
Operating profit	2,542	2,476
Depreciation	354	331
Share based payment charge	12	48
Loss on disposal of investments	6	-
Loss on disposal of fixed assets	1	71
(Increase) in debtors	(2,874)	(653)
Increase in creditors	3,190	719
	<hr/>	<hr/>
Net cash inflow from operating activities	3,231	2,992
	<hr/>	<hr/>

22 Reconciliation of net cash inflow to movement in net funds/(debt)

	2011 £'000	2010 £'000
Increase in cash in the year	364	228
Loan finance raised	-	(1,140)
Repayment of debt	396	1,574
Opening net funds / (debt)	1,512	850
	<hr/>	<hr/>
Closing net funds	2,272	1,512
	<hr/>	<hr/>

23 Movement in net funds

	At 1 May 2010 £'000	Cash flow £'000	At 30 April 2011 £'000
Cash at bank and in hand	2,453	364	2,817
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	2,453	364	2,817
Debt due within one year	(396)	-	(396)
Debt due after one year	(545)	396	(149)
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	(941)	396	(545)
	<hr/>	<hr/>	<hr/>
	1,512	760	2,272
	<hr/>	<hr/>	<hr/>

Young Samuel Chambers ("YSC") Limited

**Notes forming part of the financial statements
for the year ended 30 April 2011 (*continued*)**

24 Post balance sheet events

There have been no post balance sheet events that require disclosure or adjustment in the financial statements

25 Related party transactions

The company has taken advantage of the exemption under FRS 8 not to disclose transactions with entities whose voting rights are 100% controlled by the group