REGISTRAR OF COMPANIES COPY

# REVISECATCH LIMITED FINANCIAL STATEMENTS 31 MARCH 2009



# THE LEAMAN PARTNERSHIP LLP

Chartered Accountants & Registered Auditor
51 Queen Anne Street
London
W1G 9HS

# FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2009

CONTENTS	PAGE
The directors' report	1
Statement of directors' responsibilities	3
Independent auditor's report to the shareholders	4
Profit and loss account	6
Balance sheet	7
Cash flow statement	8
Notes to the financial statements	10
The following pages do not form part of the financial statemen	ts
Detailed profit and loss account	19
Notes to the detailed profit and loss account	20

#### THE DIRECTORS' REPORT

#### YEAR ENDED 31 MARCH 2009

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2009.

#### PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company trades under the name of Courier Systems and its principal activity is that of messenger services

The directors consider that the key financial performance indicators (KPIs) are those that communicate the financial performance and strength of the company as a whole to the members. These KPIs comprise turnover, operating profit and shareholders' funds.

Turnover increased by 4.40% with steady growth via small contracts. Cost of Sales increased by 3.94% resulting in the gross profit margin remaining constant at 41%.

Administration expenses increased by 3.1% giving an Operating Profit for the period of £113,863 (2008:£42,466). Profit before tax increased to £113,944 (2008:£58,895). The taxation charge based on the results for the period was £29,785 (2008:£18,129) reflecting an effective tax charge of 23% (2008:20%). Shareholders' Funds increased by £84,894 to £2,130,934 as a result of the profit for the year.

At the year end the company had net assets per share of £10,344 (2008:£9,932).

The company has faced a challenging year and the directors consider the results achieved for the year were good against tough market conditions. Their plan for the future remains the consolidation of its existing core business and to continue to seek new areas of business. In their opinion, the company is well positioned to meet this challenge.

#### **ENVIRONMENTAL CONSIDERATIONS**

The Company recognises the importance of environmental issues and throughout its commercial activities and operations, it is committed to fostering the preservation and protection of the Environment. For the past 8 years the Company has been committed to promoting new standards of sustainable development and advance best practice as well as the highest standards of service, environmental sustainability and professionalism. Courier Systems recognise that it has a significant impact on the environment and that steps must to be taken to reduce this.

The Company aims to ensure that its operations and services are aligned with its environmental policy. To facilitate the achievement of the Company's overall objectives, the company has developed an Environmental Management System which is applied on a contract by contract basis in agreement with individual clients so that it can be tailored to the specific environmental impact of the contract. The Company will comply with environmental regulations and set an example to the local community and to other businesses in adopting and implementing principles of environmental protection and sustainability. The Company is actively fostering increased environmental awareness within all business units with a view to increasing environmental awareness of staff while continuing to support and promote innovation and provide carbon reduction for Courier Systems and our Client's operations.

## RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £84,894. The directors have not recommended a dividend.

## THE DIRECTORS' REPORT (continued)

#### YEAR ENDED 31 MARCH 2009

#### FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company's principal financial instruments comprise cash balances and various items such as trade debtors and trade creditors which arise directly from trading operations. The main purpose of these financial instruments is to provide finance for the company's operations.

The main financial risks arising from the company's financial instruments are credit risk and liquidity risk. The company minimises its exposure to credit risk by conducting status enquiries and by regularly reviewing the aged analysis of debtors. The company's exposure to liquidity is confined to meeting obligations under short term trade creditor agreements. The company minimises its exposure to liquidity risk by ensuring that sufficient funds are available for its day to day operations by meeting set cash collections targets.

#### **DIRECTORS**

The directors who served the company during the year were as follows:

I. W. Oliver

C. Truscott

#### AUDITOR

The Leaman Partnership LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Registered office: 322 Kensal Road London

W10 5BZ

Signed on behalf of the directors

I.W. Oliver

Director

Approved by the directors on 29 March 2010

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

#### YEAR ENDED 31 MARCH 2009

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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 proper accounting records that 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 1985. 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.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF REVISECATCH LIMITED

#### YEAR ENDED 31 MARCH 2009

We have audited the financial statements of Revisecatch Limited for the year ended 31 March 2009, which have been prepared on the basis of the accounting policies set out on pages 10 to 11.

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

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

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

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

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

#### BASIS OF AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF REVISECATCH LIMITED (continued)

## YEAR ENDED 31 MARCH 2009

#### **OPINION**

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2009 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

THE LEAMAN PARTNERSHIP LLP

Chartered Accountants & Registered Auditor

51 Queen Anne Street London W1G 9HS

29 March 2010

# **PROFIT AND LOSS ACCOUNT**

## YEAR ENDED 31 MARCH 2009

	Note	2009 £	2008 £
TURNOVER	2	9,190,851	8,803,650
Cost of sales		5,394,652	5,189,747
GROSS PROFIT		3,796,199	3,613,903
Administrative expenses		3,682,336	3,571,437
OPERATING PROFIT	3	113,863	42,466
Interest receivable Interest payable and similar charges	6	1,250 (1,169)	17,722 (1,293)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		113,944	58,895
Tax on profit on ordinary activities	7	29,050	14,129
PROFIT FOR THE FINANCIAL YEAR		84,894	44,766
Balance brought forward		2,046,037	2,001,271
Balance carried forward		2,130,931	2,046,037

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 year as set out above.

## **BALANCE SHEET**

# 31 MARCH 2009

		200	2008	
	Note	£	£	£
FIXED ASSETS				
Tangible assets	8		121,199	172,718
Investments	9		175,000	175,000
			296,199	347,718
CURRENT ASSETS				
Debtors	10	2,936,916		3,031,962
Cash at bank		470,193		146,150
		3,407,109		3,178,112
CREDITORS: Amounts falling due within one				
year	12	1,572,374		1,479,790
NET CURRENT ASSETS			1,834,735	1,698,322
TOTAL ASSETS LESS CURRENT LIABILITIES			2,130,934	2,046,040
CAPITAL AND RESERVES				
Called-up equity share capital	15		2	2
Other reserves	16		1	1
Profit and loss account			2,130,931	2,046,037
SHAREHOLDERS' FUNDS	17		2,130,934	2,046,040

These financial statements were approved by the directors and authorised for issue on 29 March 2010, and are signed on their behalf by:

I. W. OLIVER

Company Registration Number: 2584802

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 MARCH 2009

		2009		2008
NUMBER OF THE CAMPACITUM CAMPACIT	Note	£	£	£
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES			314,122	(233,835)
RETURNS ON INVESTMENTS AND				
SERVICING OF FINANCE				
Income from other fixed asset investments		_		(31,719)
Interest received		1,250		17,722
Interest paid		( <u>1,169)</u>		(1,293)
NET CASH INFLOW/(OUTFLOW) FROM RETURNS ON INVESTMENTS AND SERVICE OF FINANCE	NG		81	(15,290)
				-
TAXATION			(19,915)	(14,069)
CAPITAL EXPENDITURE				
Payments to acquire tangible fixed assets		(43,017)		(161,620)
•		(10,017)		(101,020)
NET CASH OUTFLOW FROM CAPITAL			(42.015)	(1/1/20)
EXPENDITURE			(43,017)	(161,620)
CASH INELONIZATION ON DEPONE				
CASH INFLOW/(OUTFLOW) BEFORE FINANCING			251 251	(424.914)
FINANCING			251,271	(424,814)
FINANCING				
Net inflow/(outflow) from other short-term creditors	5	72,772		(78,254)
NET CASH INFLOW/(OUTFLOW) FROM				<u></u> -
FINANCING			72,772	(78,254)
FIVANCING			12,772	(70,234)
INCDEACE//DECDEACE) IN CACH			224.042	(502.068)
INCREASE/(DECREASE) IN CASH			324,043	(503,068)
DECONOR (ATION OF ORED ATING PROFIT	TO NET	CACH INDE	OW//OUTE	OW
RECONCILIATION OF OPERATING PROFIT FROM OPERATING ACTIVITIES	IONEI	CASH INFL	OW/(OUTFI	LOW)
FROM OF ERATING ACTIVITIES				
			2009	2008
			£	£
Operating profit			113,863	42,466
Depreciation			94,536	122,302
Decrease/(increase) in debtors			97,346	(362,452)
Increase/(decrease) in creditors			8,377	<u>(36,151)</u>
Net cash inflow/(outflow) from operating activities			314,122	(233,835)

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

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 MARCH 2009

## RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2009		2008	
Increase/(decrease) in cash in the period	£ 324,043	£	£ (503,068)	
Net (inflow) from/outflow from other short-term creditors	(72,772)		78,254	
		251,271	(424,814)	
Change in net funds		251,271	(424,814)	
Net funds at 1 April 2008		(185,832)	238,982	
Net funds at 31 March 2009		65,439	(185,832)	
ANALYSIS OF CHANGES IN NET FUNDS				
	At 1 Apr 2008 £	Cash flows 3	At 1 Mar 2009 £	
Net cash: Cash in hand and at bank	146,150	324,043	470,193	
Debt: Debt due within 1 year	(331,982)	(72,772)	(404,754)	
Net funds	(185,832)	251,271	65,439	

## NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2009

#### 1. ACCOUNTING POLICIES

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention.

#### Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Amortisation 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:

#### **Fixed assets**

All fixed assets are initially recorded at cost.

#### **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:

Plant & Machinery

33 1/3% Straight line

Fixtures & Fittings

25% Reducing balance

Motor Vehicles

25% Straight line

#### Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

#### **Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2009

## 1. ACCOUNTING POLICIES (continued)

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

#### Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

#### Fixed assets investments

Fixed assets investments are stated at cost less any provision for impairment.

#### 2. TURNOVER

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

	United Kingdom	2009 £ 9,190,851	2008 £ 8,803,650
3.	OPERATING PROFIT		
	Operating profit is stated after charging:		
		2009 £	2008 £
	Depreciation of owned fixed assets	94,536	122,302
	Auditor's remuneration - as auditor Operating lease costs:	13,450	13,000
	- Other	178,238	93,962

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2009

# 4. PARTICULARS OF EMPLOYEES

5.

6.

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

Administration and management	2009 No 72	2008 No <u>70</u>
The aggregate payroll costs of the above were:		
Wages and salaries Social security costs	2009 £ 2,181,387 239,940 2,421,327	2008 £ 2,115,177 226,343 2,341,520
DIRECTORS' EMOLUMENTS		
The directors' aggregate emoluments in respect of qualifying service	es were:	
Emoluments receivable	2009 £ 467,954	2008 £ 468,557
Emoluments of highest paid director:	2009	2008
Total emoluments (excluding pension contributions)	307,989	£ 307,102
INTEREST PAYABLE AND SIMILAR CHARGES		
Interest payable on bank borrowing Other similar charges payable	2009 £ 1,073 <u>96</u> 1,169	2008 £ 1,293 — 1,293

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2009

# 7. TAXATION ON ORDINARY ACTIVITIES

## (a) Analysis of charge in the year

	2009 £	2008 £
Current tax:	£	*
In respect of the year:		
UK Corporation tax based on the results for the year at 23% (2008 - 20%)  Over/under provision in prior year	29,785 1,565	18,129
Total current tax	31,350	18,129
Deferred tax:		
Origination and reversal of timing differences (note 11) Capital allowances	(2,300)	(4,000)
Tax on profit on ordinary activities	29,050	14,129

## (b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 23% (2008 - 20%).

	2009 £	2008 £
Profit on ordinary activities before taxation	113,944	58,895
Profit on ordinary activities by rate of tax	26,207	11,779
Non taxable income / deductible expenses	2,963	3,666
Depreciation add back	21,743	24,460
Capital allowances	(21,128)	(21,776)
Sundry tax adjusting items	1,565	-
Total current tax (note 7(a))	31,350	18,129

## NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2009

#### 8. TANGIBLE FIXED ASSETS

	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
COST				
At 1 April 2008	334,046	124,798	84,700	543,544
Additions	35,391	7,626		43,017
At 31 March 2009	369,437	132,424	84,700	586,561
DEPRECIATION				
At 1 April 2008	224,706	67,654	78,466	370,826
Charge for the year	74,948	14,600	4,988	94,536
At 31 March 2009	299,654	82,254	83,454	465,362
NET BOOK VALUE				
At 31 March 2009	69,783	50,170	1,246	121,199
At 31 March 2008	109,340	57,144	6,234	172,718
INVESTMENTS				
Shares in participating interests				Total
COST				£
At 1 April 2008 and 31 March 2009				175,000
NET BOOK VALUE				
At 31 March 2009 and 31 March 2008	3			175,000

The company owns 64% of the issued preference share capital of D.A.Systems Limited, a company registered in England. The principal activity of D.A.Systems Limited is software development and consultancy.

The company reported a profit of £271,531 for the year ended 31 December 2008 and as at that date the aggregate amount of its share capital and reserves amounted to £80,651.

#### 10. DEBTORS

9.

	2009	2008
	£	£
Trade debtors	1,843,294	1,883,505
Other debtors	971,796	1,054,638
Prepayments and accrued income	103,326	77,619
Deferred taxation (note 11)	18,500	16,200
	2,936,916	3,031,962

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2009

# 10. DEBTORS (continued)

The debtors above include the following amounts falling due after more than one year:

			2009	2008
	Other debtors		£ 3,125	£ 3,125
11.	DEFERRED TAXATION			
	The deferred tax included in the Balance sheet is as follows:	lows:		
			2009 £	2008 £
	Included in debtors (note 10)		18,500	16,200
	The movement in the deferred taxation account during to	the year was:		<del></del>
			2009	2008
	Balance brought forward		£ 16 200	£ 12,200
	Profit and loss account movement arising during the year	ar	16,200 2,300	4,000
	Balance carried forward		18,500	16,200
	The balance of the deferred taxation account consists respect of:	of the tax effe	ect of timing o	lifferences in
			2009	2008
	Former of James Patrick and the Market State of the Market State o		£	£
	Excess of depreciation over taxation allowances		18,500	16,200
			18,500	16,200
12.	CREDITORS: Amounts falling due within one year			
		2009	9	2008
	or the second	£	£	£
	Trade creditors Other creditors including toyation and social security.		344,449	378,870
	Other creditors including taxation and social security: Corporation tax	27,790		16,355
	PAYE and social security	341,099		320,797
	VAT	222,963		301,816
	Other creditors	404,754		331,982
	Directors current accounts	116,747		45,005
			1,113,353	1,015,955
	Accruals and deferred income		114,572	84,965
			1,572,374	1,479,790

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2009

#### 13. COMMITMENTS UNDER OPERATING LEASES

At 31 March 2009 the company had annual commitments under non-cancellable operating leases as set out below.

	2009		2008	
	Land and buildings £	Other Items £	Land and buildings	Other Items £
Operating leases which expire:				
Within 1 year	-	15,802	-	5,311
Within 2 to 5 years	80,000	-	80,000	3,101
	80,000	15,802	80,000	8,412

#### 14. RELATED PARTY TRANSACTIONS

The company is controlled by I.W. Oliver who has a beneficial interest in 106 ordinary shares.

I W Oliver controls Milematic Limited. During the year Milematic Limited invoiced the company £163,250 (2008:£163,250) for rent of bikes and vans, £316,750 (2008:£316,750) for advertising, £76,302 (2008:£112,085). At the year end the company was owed £599,286 (2008:£770,386) by Milematic Limited. Milematic Limited was not charged any interest on this balance (2008:£Nil).

I W Oliver also controls NFT Logistics Limited. During the year the company paid costs of £273,178 (2008:£295,696) on behalf of NFT Logistics Limited. At the year end the company was owed £352,515 (2008:£451,463) by NFT Logistics Limited.

PRB Public Relations is a business run by I W Oliver's wife, B Oliver. During the year PRB Public Relations provided the company with storage, advertising and promotional services totalling £51,830 (2008:£58,231). At the year end the company owed PRB Public Relations £45,996 (2008:£71,521).

During the year the company paid rent of £80,000 (2008:£80,000) for its business premises to the Milematic Limited Pension Scheme, set up for the benefit of I W and B Oliver.

During the year the company also paid rent for part of its business premises to I W Oliver and B Oliver, of £176,222 (2008:£107,831)

D.A.Systems Limited is a company in which I W Oliver has an ownership interest. During the year D.A.Systems Limited provided software services to the value of £59,851 (2008:£16,215) to the company. The company is also party to a guarantee with D.A. Systems Limited's bankers to a maximum of £50,000 (2008:£50,000).

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2009

# 15. SHARE CAPITAL

Authorised share capital:

	100,000 Ordinary shares of £0.01 each			2009 £ 1,000.00	2008 £ 1,000.00
	Allotted, called up and fully paid:				
	206 Ordinary shares of £0.01 each	2009 No 206	£ 2.06	2008 No 206	£ 2.06
16.	OTHER RESERVES				
	Capital redemption reserve			2009 £ 1	2008 £
17.	RECONCILIATION OF MOVEMENTS I	N SHAREI	HOLDERS' 1	FUNDS	
	Profit for the financial year Opening shareholders' funds			2009 £ 84,894 2,046,040	2008 £ 44,766 2,001,274
	Closing shareholders' funds			2,130,934	2,046,040