#### **COMPANY REGISTRATION NUMBER 2584802**

# **REVISECATCH LIMITED** FINANCIAL STATEMENTS 31 MARCH 2010

THE LEAMAN PARTNERSHIP
Chartered Accountants & Statutory / 51 Queen Anne Street London **W1G 9HS** 



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# FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2010

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#### THE DIRECTORS' REPORT

#### YEAR ENDED 31 MARCH 2010

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 March 2010

#### 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 decreased by 10 2% due to the downturn in the economic climate and with cost of sales decreasing by 10 5% resulted in the gross profit margin remaining constant at 41%

Administration expenses decreased by 9 4% giving an operating profit for the period of £100,419 (2009 £113,863) Profit before tax decreased to £108,017 (2009 £113,944) The taxation charge based on the results for the period was £27,000 (2009 £29,785) reflecting an effective tax charge of 23% (2009 23%) Shareholders' Funds increased by £76,517 to £2,207,451 as a result of the profit for the year

At the year end the company had net assets per share of £10,716 (2009 £10,344)

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 9 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 £76,518 The directors have not recommended a dividend

#### THE DIRECTORS' REPORT (continued)

#### YEAR ENDED 31 MARCH 2010

#### 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 10 December 2010

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

#### YEAR ENDED 31 MARCH 2010

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

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period In preparing 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 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.

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 2010

We have audited the financial statements of Revisecatch Limited for the year ended 31 March 2010. 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 Section 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 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

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 company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by directors, and the overall presentation of the financial statements.

#### 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 March 2010 and of its 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

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

#### YEAR ENDED 31 MARCH 2010

#### 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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime

P MATTEI (Senior Statutory

Auditor)

For and on behalf of

THE LEAMAN PARTNERSHIP LLP

**Chartered Accountants** 

& Statutory Auditor

51 Queen Anne Street London W1G 9HS

10 December 2010

# **PROFIT AND LOSS ACCOUNT**

# YEAR ENDED 31 MARCH 2010

Note	2010 £	2009 £
TURNOVER 2	8,251,940	9,190,851
Cost of sales	4,824,511	5,394,652
GROSS PROFIT	3,427,429	3,796,199
Administrative expenses Other operating income	3,335,009 (8,000)	3,682,336
OPERATING PROFIT 3	100,420	113,863
Interest receivable and similar income Interest payable and similar charges 6	8,773 (1,175)	1,250 (1,169)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	108,018	113,944
Tax on profit on ordinary activities 7	31,500	29,050
PROFIT FOR THE FINANCIAL YEAR	76,518	84,894
Balance brought forward	2,130,931	2,046,037
Balance carried forward	2,207,449	2,130,931

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 2010

2010			2010		2009
Note	£	£	£		
8		•	121,199		
9		105,000	175,000		
		244,941	296,199		
10	3,467,021		2,936,916		
	72,025		470,193		
	3,539,046		3,407,109		
12	1,576,535		1,572,374		
		1,962,511	1,834,735		
		2,207,452	2,130,934		
		<del>_</del>			
15		2	2		
16		1	1		
		2,207,449	2,130,931		
17		2,207,452	2,130,934		
	9 10 12 15 16	Note £  8 9  10 3,467,021 72,025 3,539,046  12 1,576,535	Note £ £  8		

These financial statements were approved by the directors and authorised for issue on 10 December 2010, and are signed on their behalf by

I W OLIVER

Company Registration Number 2584802

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 MARCH 2010

		2010		2009
	Note	£	£	£
NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES			(298,325)	314,122
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE				
Interest received		8,773		1,250
Interest paid		(1,175)		(1,169)
NET CASH INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	CE.	<u>, , , , , , , , , , , , , , , , , , , </u>	7,598	81
	- <del></del>		•	
TAXATION			1,895	(19,915)
CAPITAL EXPENDITURE AND FINANCIAL I	NVEST	(134,126)		(43,017)
Receipts from sale of fixed assets Disposal of investments		8,000 70,000		
NET CASH OUTFLOW FOR CAPITAL EXPENDITURE AND FINANCIAL INVESTME	ENT		(56,126)	(43,017)
CASH (OUTFLOW)/INFLOW BEFORE FINANCING			(344,958)	251,271
FINANCING Net (outflow)/inflow from other short-term creditors	:	(53,210)		72,772
NET CASH (OUTFLOW)/INFLOW FROM FINANCING			(53,210)	72,772
(DECREASE)/INCREASE IN CASH			(398,168)	324,043
RECONCILIATION OF OPERATING PROFIT FROM OPERATING ACTIVITIES	TO NET	Г CASH (OUT	rflow)/INF	LOW
			2010	2009
			£	£
Operating profit			100,420	113,863
Depreciation			115,384	94,536
Profit on disposal of fixed assets			(8,000)	-
(Increase)/decrease in debtors Increase in creditors			(534,605)	97,346
			28,476	8,377
Net cash (outflow)/inflow from operating activities			(298,325)	314,122

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 MARCH 2010

# RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	201		2009
(Decrease)/increase in cash in the period	£ (398,168)	£	£ 324,043
Net outflow from/(inflow) from other short-term creditors	53,210		(72,772)
		(344,958)	251,271
Change in net funds		(344,958)	251,271
Net funds at 1 April 2009		65,439	(185,832)
Net funds at 31 March 2010		(279,519)	65,439
ANALYSIS OF CHANGES IN NET FUNDS			
	At 1 Apr 2009 £	Cash flows 3	At 1 Mar 2010 £
Net cash Cash in hand and at bank	470,193	(398,168)	72,025
Debt Debt due within 1 year	(404,754)	53,210	(351,544)
Net funds	65,439	(344,958)	(279,519)

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2010

#### 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

#### 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

Leasehold Property

25% straight line

Plant & Machinery

33 1/3% Straight line25% Reducing balance

Fixtures & Fittings 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

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

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2010

#### 1. ACCOUNTING POLICIES (continued)

#### 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

2009

2010

	United Kingdom	£ 8,251,940	£ 9,190,851
	Olited Kingdon	0,231,740	7,170,031
3.	OPERATING PROFIT		
	Operating profit is stated after charging/(crediting)		
		2010	2009
		£	£
	Depreciation of owned fixed assets	115,384	94,536
	Profit on disposal of fixed assets	(8,000)	_
	Auditor's remuneration		
	- as auditor	12,060	13,450
	Operating lease costs	•	
	- Other	17,355	14,462

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2010

# 4. PARTICULARS OF EMPLOYEES

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

	Administration and management	2010 No 72	2009 No 72
	The aggregate payroll costs of the above were		
	Wages and salaries Social security costs	2010 £ 1,893,241 196,226 2,089,467	2009 £ 2,181,387 239,940 2,421,327
5.	DIRECTORS' REMUNERATION		
	The directors' aggregate remuneration in respect of qualifying services	were	
	Remuneration receivable	2010 £ 291,134	2009 £ 467,954
	Remuneration of highest paid director:	2010	2000
	Total remuneration (excluding pension contributions)	2010 £ 157,895	2009 £ 307,989
6.	INTEREST PAYABLE AND SIMILAR CHARGES		
	Interest payable on bank borrowing Other similar charges payable	2010 £ 1,175 ————————————————————————————————————	2009 £ 1,073 <u>96</u> 1,169

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2010

#### 7. TAXATION ON ORDINARY ACTIVITIES

# (a) Analysis of charge in the year

	2010 £	2009 £
Current tax	_	-
In respect of the year		
UK Corporation tax based on the results for the year at 23% (2009 - 23%) Over/under provision in prior year Total current tax	27,000 - 27,000	29,785 1,565 31,350
Deferred tax		
Origination and reversal of timing differences (note 11) Capital allowances	4,500	(2,300)
Tax on profit on ordinary activities	31,500	29,050

#### (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% (2009 - 23%)

	2010 £	2009 £
Profit on ordinary activities before taxation	108,018	113,944
Profit on ordinary activities by rate of tax	24,844	26,207
Non taxable income / deductible expenses	5,968	2,963
Depreciation add back	24,074	21,743
Capital allowances	(28,663)	(21,128)
Sundry tax adjusting items	777	1,565
Total current tax (note 7(a))	27,000	31,350

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2010

#### 8. TANGIBLE FIXED ASSETS

9.

	Leasehold Property £	Plant & Machinery £	Fixtures & Fittings £	Motor Vehicles £	Total £
COST At 1 April 2009 Additions Disposals	10,880	369,437 120,973	132,424 2,273	84,700 - (33,500)	586,561 134,126 (33,500)
At 31 March 2010	10,880	490,410	134,697	51,200	687,187
DEPRECIATION At 1 April 2009 Charge for the year On disposals	2,716 	299,654 98,310	82,254 13,112 	83,454 1,246 (33,500)	465,362 115,384 (33,500)
At 31 March 2010	2,716	397,964	95,366	51,200	547,246
NET BOOK VALUE At 31 March 2010 At 31 March 2009	8,164	92,446 69,783	<b>39,331</b> 50,170	1,246	139,941 121,199
INVESTMENTS					
Shares in participating	interests				Total £
COST At 1 April 2009 Disposals					175,000 (70,000)
At 31 March 2010					105,000
NET BOOK VALUE At 31 March 2010					105,000
At 31 March 2009					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 £79,928 for the year ended 31 December 2009 and as at that date the aggregate amount of its share capital and reserves amounted to £155,812

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2010

# 10. DEBTORS

	Trade debtors Other debtors Prepayments and accrued income Deferred taxation (note 11)	2010 £ 2,279,853 1,045,563 127,605 14,000	2009 £ 1,843,294 971,796 103,326 18,500
		3,467,021	2,936,916
	The debtors above include the following amounts falling due after more	e than one yea	ır
	Other debtors	2010 £	2009 £ 3,125
11.	DEFERRED TAXATION		
	The deferred tax included in the Balance sheet is as follows	2010	2009
	Included in debtors (note 10)	£ 14,000	£ 18,500
	The movement in the deferred taxation account during the year was		
	Balance brought forward Profit and loss account movement arising during the year	2010 £ 18,500 (4,500)	2009 £ 16,200 2,300
	Balance carried forward	14,000	18,500
	The balance of the deferred taxation account consists of the tax efferespect of	ct of timing d	ifferences in
	Excess of depreciation over taxation allowances	2010 £ 14,000 14,000	2009 £ 18,500 18,500

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2010

# 12. CREDITORS: Amounts falling due within one year

	2010		2009
	£	£	£
Trade creditors		508,121	344,449
Other creditors including taxation and social security			
Corporation tax	56,685		27,790
PAYE and social security	250,562		341,099
VAT	314,792		222,963
Other creditors	351,544		404,754
Directors current accounts	18,219		116,747
		991,802	1,113,353
Accruals and deferred income		76,612	114,572
		1,576,535	1,572,374

#### 13. COMMITMENTS UNDER OPERATING LEASES

At 31 March 2010 the company had annual commitments under non-cancellable operating leases as set out below

	2010		2009	
	Land and buildings £	Other Items £	Land and buildings £	Other Items £
Operating leases which expire Within 1 year	_	8,127	-	15,802
Within 2 to 5 years	80,000	-	80,000	-
	80,000	8,127	80,000	15,802

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 MARCH 2010

#### 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 (2009 £163,250) for rent of bikes and vans, £316,750 (2009 £316,750) for advertising, £62,496 (2009 £76,302) for equipment rental and other charges At the year end the company was owed £837,934 (2009 £599,286) by Milematic Limited

I W Oliver also controls NFT Logistics Limited During the year the company paid costs of £223,648 (2009 £273,178) on behalf of NFT Logistics Limited At the year end the company was owed £205,062 (2009 £352,515) 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 £49,055(2009 £51,830) At the year end the company owed PRB Public Relations £32,466 (2009 £45,996)

During the year the company paid rent of £nil (2009 £63,770) 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 £120,000 (2009 £176,222) and at the year end the company owed them £277,500

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 £77,553 (2009 £59,851) to the company. At the year end the company owed D A. Systems Limited £22,777 (2009 £6,025). The company is also party to a guarantee with D A. Systems Limited's bankers to a maximum of £50,000 (2009 £50,000).

During the year the company received a dividend from D A Systems amounting to £8,750

#### 15. SHARE CAPITAL

#### Authorised share capital:

100,000 Ordinary shares of £0 01 each			£ 1,000	£ 1,000
Allotted, called up and fully paid:				
	2010		2009	
	No	£	No	£
206 Ordinary shares of £0 01 each	206	2	206	2

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 MARCH 2010

# 16. OTHER RESERVES

	Capital redemption reserve	2010 £ 1	2009 £ 1
17.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS'	FUNDS	
		2010 £	2009 £
	Profit for the financial year	76,518	84,894
	Opening shareholders' funds	2,130,934	2,046,040
	Closing shareholders' funds	2,207,452	2,130,934