COMPANY REGISTRATION NUMBER 03010238

SUN MARK LIMITED FINANCIAL STATEMENTS **FOR 31 AUGUST 2008**

14/01/2009 COMPANIES HOUSE

<u>PAUL & CO</u> Chartered Accountants & Registered Auditors 11-14 Freetrade House Lowther Road Stanmore Middx HA7 1EP

FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

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THE DIRECTOR'S REPORT

YEAR ENDED 31 AUGUST 2008

The director has pleasure in presenting his report and the financial statements of the company for the year ended 31 August 2008.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The name of the company Sun Oil Ltd was changed by a Special Resolution of the Board of Directors dated 6 June 2008 to Sun Mark Ltd.

The principal activity of the company during the year was distribution and export of food and consumer products both overseas and in the UK.

I am pleased to report that the company has continued its impressive performance in the year ended 31st August 2008. The consistent growth and success of the company has been achieved over the years and is the result of continuous product development and the progressive market penetration achieved worldwide. An analysis of company's Turnover during the year is given below:

	2008	2007
	£	£
United Kingdom	7,298,458	5,369,681
Overseas	33,723,066	26,589,720
	41,021,524	31,959,401
•	=======	=======

The reasons behind this success are due to the following three factors:

- 1. Focus on providing our customers with a range of products.
- 2. The strength and expertise of a well motivated management team which takes pride in the success of their company and believe in the director's vision.
- 3. The support of our suppliers with whom we work as partners to achieve good quality and value for money products.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £725,174. Particulars of dividends proposed are detailed in note 8 to the financial statements.

THE DIRECTOR AND HIS INTERESTS IN THE SHARES OF THE COMPANY

The director who served the company during the year together with his beneficial interests, including family holdings, in the shares of the company were as follows:

Ordinary	Shares of £1 each
At	At
31 August 2008	1 September 2007
160,000	160,000

Dr R S Ranger

Dr R S Ranger has beneficial interests in Sea Air and Land Forwarding Limited which owns the remaining 10,000 ordinary shares in Sun Oil Limited.

THE DIRECTOR'S REPORT (continued)

YEAR ENDED 31 AUGUST 2008

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 these financial statements, the director is 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 director is responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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 director is aware:

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

DONATIONS

During the year the company made the following contributions:

	2008	2007
	£	£
Charitable	13,025	5,902
Other	<u>.</u>	775
		===

3000

2007

THE DIRECTOR'S REPORT (continued)

YEAR ENDED 31 AUGUST 2008

AUDITOR

A resolution to re-appoint Paul & Co as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Registered office: 11-12 Freetrade house Lowther Road Stanmore Middlesex HA7 1EP Signed by order of the director

MRS RENU RANGER Company Secretary

Approved by the director on 8 December 2008

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF SUN MARK LIMITED

YEAR ENDED 31 AUGUST 2008

We have audited the financial statements of Sun Mark Limited for the year ended 31 August 2008, 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 shareholder, 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 shareholder 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 shareholder as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

The director's 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 Director's 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 Director's 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 director's remuneration and other transactions is not disclosed.

We read the Director's 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 director 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 SHAREHOLDER OF SUN MARK LIMITED (continued)

YEAR ENDED 31 AUGUST 2008

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 August 2008 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 Director's Report is consistent with the financial statements.

PAUL & CO

Chartered Accountants & Registered Auditors

11-14 Freetrade House Lowther Road Stanmore Middx HA7 1EP

8 December 2008

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 AUGUST 2008

	Note	2008 £	2007 £
TURNOVER	2	41,021,524	31,959,401
Cost of sales		37,893,205	29,343,921
GROSS PROFIT		3,128,319	2,615,480
Distribution Costs Administrative expenses Other operating income		230,573 2,037,822 (184,233)	125,951 1,706,968 (171,699)
OPERATING PROFIT	3	1,044,157	954,260
Interest receivable Interest payable and similar charges	6	13,025 -	20,035 (1,081)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	C	1,057,182	973,214
Tax on profit on ordinary activities	7	332,008	316,693
PROFIT FOR THE FINANCIAL YEAR		725,174	656,521

All of the activities of the company are classed as continuing.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 AUGUST 2008

	2008 £	2007 £
Profit for the financial year attributable to the shareholder	725,174	656,521
Unrealised profit on revaluation of certain fixed assets	801,501	-
Total gains and losses recognised since the last annual	1.50/ (85	(5(501
report	1,526,675	656,521

BALANCE SHEET

31 AUGUST 2008

		200	8	200	17
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	9		5,046,788		4,291,569
Investments	10		15,000		_
			5,061,788		4,291,569
CURRENT ASSETS			0,001,700		1,271,307
Stocks	11	3,220,264		1,976,028	
Debtors	12	4,264,606		2,662,684	
Investments	13	10,000			
Cash at bank		930,908		893,497	
		8,425,778		5,532,209	
CREDITORS: Amounts falling due		_,,		-,, - ,-	
within one year	14	7,154,017		4,919,043	
NET CURRENT ASSETS			1,271,761		613,166
TOTAL ASSETS LESS CURRENT	LIABI	LITIES	6,333,549		4,904,735
CDEDYFODG: A					
CREDITORS: Amounts falling due	4-		2 402 424		2.520.204
after more than one year	15		2,482,434		2,529,294
			3,851,115		2,375,441
PROVISIONS FOR LIABILITIES					
Deferred taxation	16		4,785		4,785
			3,846,330		2,370,656
CAPITAL AND RESERVES					
Called-up equity share capital	18		170,000		170,000
Revaluation reserve	19		801,500		-
Profit and loss account	20		2,874,830		2,200,656
SHAREHOLDER'S FUNDS	21		3,846,330		2,370,656
			- ,0 .0,000		

These financial statements were approved and signed by the director and authorised for issue on 8 December 2008.

DR R S RANGER, MBE, FRSA

Director

CASH FLOW STATEMENT

YEAR ENDED 31 AUGUST 2008

		2008	3	2007	7
	Note	£	£	£	£
NET CASH INFLOW FROM OPERATING ACTIVITIES	22		663,350		1,005,223
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	22		(175 597)		(1/0.752)
AND SERVICING OF FINANCE	22		(175,597)		(169,753)
TAXATION	22		(316,146)		(52,628)
CAPITAL EXPENDITURE AND					
FINANCIAL INVESTMENT	22		(87,335)		(279,724)
EQUITY DIVIDENDS PAID			-		(51,000)
CASH INFLOW BEFORE USE OF	7				
LIQUID RESOURCES AND FINANCING			84,272		452,118
MANAGEMENT OF LIQUID RES Cash placed in short term deposits	OURCES	5 503,479		(372,234)	
NET CASH INFLOW/(OUTFLOW FROM MANAGEMENT OF LIQU		<u>-</u> -			
RESOURCES	υLU		503,479		(372,234)
FINANCING	22		(46,860)		(62,940)
INCREASE IN CASH	22		540,891		16,944

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets.

Consolidation

In the opinion of the director, the company and its subsidiary undertakings comprise a mediumsized group. The company has therefore taken advantage of the exemption provided by Section 248 of the Companies Act 1985 not to prepare group accounts.

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:

Freehold Buildings 2% Straight Line
Plant & Machinery 25% WDV
Fixtures & Fittings 25% WDV
Motor Vehicles 25% WDV
Equipments 25% WDV

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the profit and loss account on a straight line basis.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. 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 AUGUST 2008

1. ACCOUNTING POLICIES (continued)

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

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:

2008	2007
£	£
7,298,458	5,369,681
33,723,066	26,589,720
41,021,524	31,959,401
	7,298,458 33,723,066

3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

	2008	2007
	£	£
Depreciation of owned fixed assets	108,617	112,925
Depreciation of assets held under hire purchase	•	·
agreements	~	4,662
Profit on disposal of fixed assets	<u>-</u>	(992)
Auditor's remuneration		
- as auditor	8,000	11,000
Net loss on foreign currency translation	75,543	57,549
The ross on rotoign currency translation		57,547

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

4. PARTICULARS OF EMPLOYEES

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

		2008 No	2007 No
	Number of administrative staff	32	29
	The aggregate payroll costs of the above were:		
		2008 £	2007 £
	Wages and salaries Social security costs	588,176 55,828	528,622 53,971
	200111 000 11119, 00010	644,004	582,593
5.	DIRECTOR'S EMOLUMENTS		
	The director's aggregate emoluments in respect of qualit	fying services were:	
		2008 £	2007 £
	Emoluments receivable	25,000	25,000
6.	INTEREST PAYABLE AND SIMILAR CHARGES		
		2008 £	2007 £
	Finance charges	- -	1,081
7.	TAXATION ON ORDINARY ACTIVITIES		
	Analysis of charge in the year		
		2008 £	2007 £
	Current tax:	*	ı.
	In respect of the year:		
	UK Corporation tax based on the results for the year	332,008	316,146
	Total current tax	332,008	316,146
	Deferred tax:		
	Origination and reversal of timing differences (note 16) Capital allowances	-	547
	Tax on profit on ordinary activities	332,008	316,693

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

8. DIVIDENDS

	2008 £	2007 £
Paid Equity dividends on ordinary shares	_	51,000
Proposed Equity dividends on ordinary shares	51,000	

9. TANGIBLE FIXED ASSETS

	Freehold	Plant &	Fixtures &	Motor		
	Property	Machinery	Fittings	Vehicles	Equipment	Total
	£	£	£	£	£	£
COST OR VALU	ATION					
At 1 Sep 2007	4,434,346	96,690	92,213	45,019	80,543	4,748,811
Additions	895	46,432	_	_	15,008	62,335
Revaluation	600,000	-	_	_	· -	600,000
At 31 Aug 2008	5,035,241	143,122	92,213	45,019	95,551	5,411,146
DEPRECIATION	N					
At 1 Sep 2007	254,946	59,294	51,286	35,305	56,411	457,242
Charge for the					·	
year	65,214	20,957	10,232	2,429	9,785	108,617
Revaluation						
adjustment	(201,501)	_	_	_	_	(201,501)
At 31 Aug 2008	118,659	80,251	61,518	37,734	66,196	364,358
Ü		<u> </u>				
NET BOOK VAL	.UE					
At 31 Aug 2008	4,916,582	62,871	30,695	7,285	29,355	5,046,788
At 31 Aug 2007	4,179,400	37,396	40,927	9,714	24,132	4,291,569
9						-,-,-,-,-

The freehold land and buildings were revalued for the first time during the year at open market value basis by the director. The aggregate depreciation on freehold buildings under historical cost basis would have been £235,501 (2007 - £201,501).

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

10. INVESTMENTS

LOANS	Unlisted £
Advanced in year	15,000
At 31 August 2008	15,000
NET BOOK VALUE At 31 August 2008	15,000

The loans were made to the 100% subsidiary Friendship Films Ltd, a company set up to produce and distribute films.

11. STOCKS

		2008 £	2007
	Stock	3,220,264	£ 1,976,028
12.	DEBTORS		
		2008	2007
		£	£
	Trade debtors	3,632,280	2,444,309
	VAT recoverable	615,075	124,079
	Other debtors	6,300	41,140
	Prepayments and accrued income	10,951	18,372
	Advance payments for Trademark Registration	· -	34,784
		4,264,606	2,662,684
13.	INVESTMENTS - Unlisted		
		2008	2007
		£	£
	Shares in group undertakings	10,000	_

The company has acquired 100% of the issued share capital of Friendship Films Ltd, an unlisted company set up to produce and distribute films. Under the provision of section 248 of the Companies Act 1985 the company is exempt from preparing consolidated accounts and has not done so, therefore the accounts show information about the company as an individual entity.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

14. CREDITORS: Amounts falling due within one year

2008		2007	
£	£	£	£
	238,967		238,967
	4,825,359		2,937,976
	354,601		590,000
ial security:	•		ŕ
332,008		316,146	
16,034		15,229	
51,000		_	
10,500		10,500	
	409,542		341,875
	1,325,548		810,225
	7,154,017		4,919,043
	£ sial security: 332,008 16,034 51,000	£ £ 238,967 4,825,359 354,601 sial security: 332,008 16,034 51,000 10,500 409,542 1,325,548	£ £ £ £ £ 238,967 4,825,359 354,601 sial security: 332,008 16,034 15,229 51,000 10,500 409,542 1,325,548

The following liabilities disclosed under creditors falling due within one year are secured by the company:

	2008	2007
	£	£
Bank loans	238,967	238,967

15. CREDITORS: Amounts falling due after more than one year

	2008	2007
	£	£
Bank loans and overdrafts	2,482,434	2,529,294

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

	2008	2007
	£	£
Bank loans and overdrafts	2,482,434	2,529,294

16. DEFERRED TAXATION

The movement in the deferred taxation provision during the year was:

	2008	2007
	£	£
Provision brought forward	4,785	4,238
Profit and loss account movement arising during the		
year	-	547
Provision carried forward	4,785	4,785

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

16. DEFERRED TAXATION (continued)

The provision for deferred taxation consists of the tax effect of timing differences in respect of:

	2008	2007
	£	£
Excess of taxation allowances over d	epreciation on	
fixed assets	4,785	4,785
		
	4,785	4,785

17. RELATED PARTY TRANSACTIONS

The company was under the control of Dr R Ranger throughout the current and previous years. Dr Ranger is the Managing Director and majority shareholder.

The Company traded with its related company Sea Air & Land Forwarding Limited in providing goods and services worth £3,358,835 (2007: £2,960,271) during the year. The company paid storage charges worth £360,000 (2007: £360,000) to Sea Air & Land Forwarding Ltd during the year and charged £120,000 (2007: £120,000) towards usage of unit 5 and 6 to Sea Air and Land Forwarding Limited.

18. SHARE CAPITAL

Authorised share capital:

	1,000,000 Ordinary shares of £1 each Allotted, called up and fully paid:		2008 £ 1,000,000		2007 £ 1,000,000
19.	Ordinary shares of £1 each REVALUATION RESERVE	2008 No 170,000	£ 170,000	2007 No 170,000	£ 170,000
	Revaluation of fixed assets Balance carried forward		2008 £ 801,500 801,500		2007 £ —

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

20. PROFIT AND LOSS ACCOUNT

	2008	2007
	£	£
Balance brought forward	2,200,656	1,595,135
Profit for the financial year	725,174	656,521
Equity dividends proposed (FRS 25)	(51,000)	_
Equity dividends paid (FRS 25)		(51,000)
Balance carried forward	2,874,830	2,200,656

21. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2008	2007
	£	£
Profit for the financial year	725,174	656,521
Other net recognised gains and losses	801,500	_
Equity dividends proposed (FRS 25)	(51,000)	_
Equity dividends paid (FRS 25)	-	(51,000)
Net addition to shareholder's funds	1,475,674	605,521
Opening shareholder's funds	2,370,656	1,765,135
Closing shareholder's funds	3,846,330	2,370,656

22. NOTES TO THE STATEMENT OF CASH FLOWS

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

2008	2007
£	£
1,044,157	954,260
188,622	188,707
108,617	117,587
-	(992)
(1,244,236)	(344,051)
(1,601,922)	(711,244)
2,168,112	800,956
663,350	1,005,223
	£ 1,044,157 188,622 108,617 - (1,244,236) (1,601,922) 2,168,112

RETURNS ON INVESTMENTS AND SERVICING OF FINANCE

	2008	2007
	£	£
Interest received	13,025	20,035
Interest paid	(188,622)	(188,707)
Interest element of hire purchase	_	(1,081)
Net cash outflow from returns on investments and		
servicing of finance	(175,597)	(169,753)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

22. NOTES TO THE STATEMENT OF CASH FLOWS (continued)

TAXATION

	2008	2007
Taxation	£ (316,146)	£ (52,628)
CAPITAL EXPENDITURE AND FINANCIAL IN	NVESTMENT	
	2008 £	2007 £
Payments to acquire tangible fixed assets	(62,335)	(285,224)
Receipts from sale of fixed assets	-	5,500
Loans to group undertakings	(15,000)	-
Acquisition of current asset investments in group undertakings	(10,000)	
Net cash outflow for capital expenditure and		
financial investment	(87,335)	(279,724)
FINANCING	·	
	2008 £	2007 £
Repayment of bank loans	(46,860)	(55,883)
Capital element of hire purchase	-	(7,057)
•	(46.060)	
Net cash outflow from financing	(46,860)	(62,940)
		

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT

	200) 8	200	07
Increase in cash in the period	£ 540,891	£	£ 16,944	£
Net cash outflow from bank loans Cash outflow in respect of hire	46,860		55,883	
purchase Cash used to decrease/increase liquid	-		7,057	
resources	(503,479)		372,234	
		84,272		452,118
Change in net debt		84,272		452,118
Net debt at 1 September 2007		(1,874,764)		(2,326,882)
Net debt at 31 August 2008		(1,790,493)		(1,874,764)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 AUGUST 2008

22. NOTES TO THE STATEMENT OF CASH FLOWS (continued)

ANALYSIS OF CHANGES IN NET DEBT

	At		At
	1 Sep 2007	Cash flows	31 Aug 2008
	£	£	£
Net cash:			
Cash in hand and at bank	893,497	37,411	930,908
Less: deposits treated as liquid resources	(503,479)	503,479	_
	390,018	540,890	930,908
Liquid resources:		•	
Deposits included in cash	503,479	(503,479)	_
Debt:			
Debt due within 1 year	(238,967)	_	(238,967)
Debt due after 1 year	(2,529,294)	46,860	(2,482,434)
	(2,768,261)	46,860	(2,721,401)
Net debt	(1,874,764)	84,271	(1,790,493)