REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2006
FOR

WWW HOLDING COMPANY LIMITED

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COMPANY INFORMATION FOR THE YEAR ENDED 28 FEBRUARY 2006

DIRECTORS:

A Subaskaran

M Kangle

SECRETARY

M Kangle

REGISTERED OFFICE:

Marchant Lewis Limited

Laser House

132-140 Goswell Road

London EC1V 7DY

REGISTERED NUMBER

05049626 (England and Wales)

AUDITORS:

Marchant Lewis Limited

Laser House

132-140 Goswell Road

London EC1V 7DY

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2006

The directors present their report with the financial statements of the company and the group for the year ended 28 February 2006

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of provision of telecommunications services

REVIEW OF BUSINESS

The results for the year and financial position of the company and the group are as shown in the annexed financial statements

WWW Holding Company Limited was incorporated on 19 February 2004 Subsidiary undertakings commenced trading during the year ended 28 February 2006 The subsidiary undertakings included in the consolidated financial statements for the year ended 28 February 2006 are as shown on pages 15 to 16

The company made two significant acquisitions during the year On 23 June 2005 WWW Holding Company Limited acquired the whole of the issued share capital of Lycatel (Ireland) Limited and on 26 June 2005, Meadowlark Telecomunicacoes E Servicos Limitada which is a wholly owned subsidiary of WWW Holding Company Limited, acquired the entire share capital of Vectone Distribution Holding Limited

DIVIDENDS

No dividends will be distributed for the year ended 28 February 2006

FUTURE DEVELOPMENTS

There are no future developments envisaged which would materially affect the nature and the level of group's activities

DIRECTORS

The directors shown below have held office during the whole of the period from 1 March 2005 to the date of this report

A Subaskaran

M Kangle

GROUP'S POLICY ON PAYMENT OF CREDITORS

The company's current policy concerning the payment of trade creditors is to

- settle the terms of payment with suppliers when agreeing the terms of each transaction,
- ensure that suppliers are made aware of the terms of payment by inclusion of the relevant terms in contracts, and
- pay in accordance with the company's contractual and other legal obligations

On average, trade creditors at the year end represented 70 (2005 - Nil) days' purchases

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group 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,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 which disclose with reasonable accuracy at any time the financial position of the company and the group and to 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregulanties.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2006

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information

AUDITORS

The auditors, Marchant Lewis Limited, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985

ON BEHALF OF THE BOARD:

M Kangle - Secretary

Date 02-08/07

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF WWW HOLDING COMPANY LIMITED

We have audited the financial statements of WWW Holding Company Limited for the year ended 28 February 2006 on pages five to nineteen. These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, 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 members those matters we are required to state to them in an auditors' 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 described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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 if, in our opinion, the Report of the Directors is not consistent with the financial statements, if 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 Report of the Directors 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.

Opinion

In our opinion the financial statements

- give a true and fair view, in accordance with United Kingdom Generally Accounting Practice, of the state of affairs of the company and the group as at 28 February 2006 and of the profit of the group for the year then ended, and
- have been properly prepared in accordance with the Companies Act 1985

Marchant Lewis Limited
Laser House
132-140 Goswell Road
London
ECIV 7DY

Date 248(0)

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 28 FEBRUARY 2006

		Year E 28 2		Pend 19 2 04 to	
	Notes	£	£	£	£
TURNOVER Acquisitions		209,060,726	209,060,726		-
Cost of sales	2		197,653,345		
GROSS PROFIT	2		11,407,381		-
Net operating expenses	2		9,232,563		
OPERATING PROFIT Acquisitions	4	2,174,818	2,174,818		-
Exceptional items	5		683,895		
			1,490,923		-
Interest receivable and similar income			16,557		_
			1,507,480		-
Interest payable and similar charges	6		38,059		
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	5		1,469,421		-
Tax on profit on ordinary activities	7		389,221		
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION	2		1,080,200		-
Minority interest - equity			19,239		
RETAINED PROFIT FOR THE YEAR	FOR TH	E GROUP	1,060,961		

TOTAL RECOGNISED GAINS AND LOSSES

The group has no recognised gains or losses other than the profit for the current year

CONSOLIDATED BALANCE SHEET **28 FEBRUARY 2006**

		28 2	06	28 2 0	5
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9		(773,366)		-
Tangible assets	10		3,287,917		-
Investments	11		11,426	_	-
			2,525,977		-
CURRENT ASSETS					
Stocks	12	185,356		-	
Debtors	13	47,338,433		-	
Cash at bank and in hand		3,147,968	_		
		50,671,757		-	
CREDITORS					
Amounts falling due within one year	14	52,110,212	_	2,117	
NET CURRENT LIABILITIES			(1,438,455)	_	(2,117)
TOTAL ASSETS LESS CURRENT LIABILITIES			1,087,522		(2,117)
MINORITY INTERESTS	16		26,559	_	-
NET ASSETS/(LIABILITIES)			1,060,963	=	(2,117)
CAPITAL AND RESERVES					
Called up share capital	17		2		1
Profit and loss account	18		1,060,961	_	(2,118)
SHAREHOLDERS' FUNDS	19		1,060,963	_	(2,117)
				=	

The financial statements were approved by the Board of Directors on its behalf by

OZ OF 2007 and were signed on

M Kangle - Director

COMPANY BALANCE SHEET **28 FEBRUARY 2006**

		28 2 00	6	28 2 05	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9		-		-
Tangible assets	10		-		-
Investments	11		37,334		2,118
			37,334		2,118
CURRENT ASSETS					
Debtors	13	2,889		-	
Cash at bank		2,780		-	
		5,669		-	
CREDITORS					
Amounts falling due within one year	14	59,575		2,117	
NET CURRENT LIABILITIES			(53,906)		(2,117)
					
TOTAL ASSETS LESS CURRENT					
LIABILITIES			(16,572)		1
CAPITAL AND RESERVES					
Called up share capital	17		2		1
Profit and loss account	18		(16,574)		-
			·		
SHAREHOLDERS' FUNDS	19		(16,572)		1

The financial statements were approved by the Board of Directors on its behalf by

02/08/2007 and were signed on

M Kangle - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2006

			Period 19 2 04
		Year Ended	to
		28 2 06	28 2 05
N	Notes	£	£
Net cash inflow from operating activities	1	3,221,503	2,117
Returns on investments and			
servicing of finance	2	(21,502)	-
Taxation		171,946	-
Capital expenditure	_		(2.4.2)
and financial investment	2	(3,193,707)	(2,118)
Acquisitions and disposals	2	(687,135)	<u>-</u>
		(508,895)	(1)
Financing	2	1	1
Decrease in cash in the period		(508,894)	
Reconciliation of net cash flow			
to movement in net debt	3		
Decrease in cash in the period		(508,894)	
Change in net debt resulting			
from cash flows		(508,894)	-
Movement in net debt in the period		(508,894)	-
Net debt at 1 March			-
Net debt at 28 February		(508,894)	-

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2006

RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

		Period
		19 2 04
	Year Ended	to
	28 2 06	28 2 05
	£	£
Operating profit	2,174,818	-
Depreciation charges	667,730	-
Profit on sale of operation	12,678	-
Increase in stocks	(185,356)	-
Increase in debtors	(47,338,433)	-
Increase in creditors	47,890,066	2,117
Net cash inflow from operating activities	3,221,503	2,117

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

		Period
	Year Ended 28 2 06	19 2 04 to 28 2 05
	£	£
Returns on investments and servicing of finance		
Interest received	16,557	-
Interest paid	(38,059)	
Net cash outflow for returns on investments and servicing of finance	(21,502)	
Capital expenditure and financial investment		
Purchase of intangible fixed assets	935,511	-
Purchase of tangible fixed assets	(4,150,543)	-
Purchase of fixed asset investments	(11,426)	(2,118)
Sale of intangible fixed assets	32,751	
Net cash outflow for capital expenditure and financial investment	(3,193,707)	(2,118)
Acquisitions and disposals		
Acquisitions and disposars Acquisition of subsidiary undertakings	(687,135)	-
		
Net cash outflow for acquisitions and disposals	(687,135)	
Financing Share issue	1	1
Dim a 1994a	<u>—</u>	<u> </u>
Net cash inflow from financing	1	1
		

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2006

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1 3 05	Cash flow £	At 28 2 06 £
Net cash Cash at bank and in hand Bank overdraft		3,147,968 (3,656,862)	3,147,968 (3,656,862)
		(508,894)	(508,894)
Total		(508,894)	(508,894)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2006

1 ACCOUNTING POLICIES

Accounting convention

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

Basis of consolidation

The consolidated accounts include the accounts of the Company and and all its subsidiaries. The results of the subsidiaries acquired are included in the profit and loss account from the date control passes.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax

Coodwill

Negative goodwill represents the excess of fair value of consideration paid for assets acquired over the fair value of those assets

Negative goodwill has been credited to the profit and loss account on straight-line basis over its expected economic life

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Plant and machinery

- 25% on reducing balance

Fixtures and fittings

- 20% on reducing balance

Computer equipment

- 25% on reducing balance

Stocks

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

Deferred tax

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

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 transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Pensions

The group operates a defined contribution pension scheme Contributions payable for the year are charged in the profit and loss account

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

		L DD. CO. III.	•	
2	ANALYSIS OF OPERATIONS	Continuing £	28 2 06 Acquisitions £	Total £
	Cost of sales	<u>-</u>	197,653,345	197,653,345
	Gross profit		11,407,381	11,407,381
	Net operating expenses			
	Administrative expenses Other operating income	-	9,271,121 38,558 9,232,563	9,271,121 38,558 9,232,563
3	STAFF COSTS			Penod
	Wages and salaries Social security costs Other pension costs		Year Ended 28 2 06 £ 1,053,937 18,862 6,495	19 2 04 to 28 2 05 £
	The average monthly number of employees during the year	r was as follows		Period
			Year Ended 28 2 06	19 2 04 to 28 2 05
	Staffs including directors		=====	
4	OPERATING PROFIT			
	The operating profit is stated after charging/(crediting) Hire of plant and machinery Depreciation - owned assets Auditors' remuneration Foreign exchange differences Goodwill written back		Year Ended 28 2 06 £ 202,975 862,626 19,960 537,924 (194,896)	Period 19 2 04 to 28 2 05 £
	Directors' emoluments		70,350	

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

5 EXCEPTIONAL ITEMS

Exceptional items relate to non-recoverable amounts written off by subsidiary companies

6 INTEREST PAYABLE AND SIMILAR CHARGES

		Period
		19 2 04
	Year Ended	to
	28 2 06	28 2 05
	£	£
Bank interest	6,917	•
Loan interest	31,142	-
	38,059	-

7 TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

	Year Ended 28 2 06 £	19 2 04 to 28 2 05 £
Current tax	r	L.
Overseas taxation	389,221	
Tax on profit on ordinary activities	389,221	-

8 LOSS OF PARENT COMPANY

As permitted by Section 230 of the Companies Act 1985, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's loss for the financial year was $\pounds(16,574)$ (2005 - $\pounds0$ profit)

Period

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

INTANGIBLE FIXED ASSETS

	Group					
					Patents	
					and	
				Goodwill	licences	Totals
	COST			£	£	£
	COST Additions			(074.491)	38,970	(935,511)
				(974,481)		
	Disposals				(32,751)	(32,751)
	At 28 February 2006			(974,481)	6,219	(968,262)
	AMORTISATION					
	Charge written back			(194,896)		(194,896)
	-			(134,830)		
	At 28 February 2006			(194,896)		(194,896)
	NET BOOK VALUE					
	At 28 February 2006			(779,585) ======	<u>6,219</u>	(773,366) =====
10	TANGIBLE FIXED ASSET	ΓS				
	Group					
			Fixtures			
		Plant and	and	Motor	Computer	
		machinery	fittings	vehicles	equipment	Totals
	COST	£	£	£	£	£
	COST Additions	2 0/0 002	20.052	2.165	257 542	4 150 542
	Additions	3,860,983	29,853	3,165	256,542	4,150,543
	At 28 February 2006	3,860,983	29,853	3,165	256,542	4,150,543
	DEPRECIATION					
	Charge for year	836,031	1,323	1,055	24,217	862,626
	charge to your					
	At 28 February 2006	836,031	1,323	1,055	24,217	862,626
	NET BOOK VALUE					
	At 28 February 2006	3,024,952	28,530	2,110	232,325	3,287,917
						=====
11	FIXED ASSET INVESTMI	ENTS				
	Group					
						Unlisted investments
						£
	COST					
	Additions					11,426
	At 28 February 2006					11,426
	NET BOOK VALUE					
	At 28 February 2006					11,426

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

11 FIXED ASSET INVESTMENTS - continued

Con	npa	any

ompany .	Shares in group undertakings £
COST	
At 1 March 2005	2,118
Additions	35,216
At 28 February 2006	37,334
NET DOOK VALUE	
NET BOOK VALUE	37,334
At 28 February 2006	37,334
At 28 February 2005	2,118
in mo i worming moop	=====

The group or the company's investments at the balance sheet date in the share capital of companies include the following

Subsidiaries

Lycatel LLC

Country of incorporation United States of America

Nature of business Telecommunications

	70
Class of shares	holding
Capital \$3850	99 00

Lycatel (Ireland) Limited

Country of incorporation Ireland

Nature of business Telecommunications

	%
Class of shares	holding
100 Ordinary shares of €1	100 00

Switchware Limited

Country of incorporation United Kingdom

Nature of business Telecommunications and IT Support Services

	%
Class of shares	holding
100 Ordinary shares of £1	100 00

Crest Telecom SARL

Country of incorporation France Nature of business Support Services

%
Class of shares holding
100 Ordinary shares of €1 90 00

Lycatel (UK) Limited

Country of incorporation United Kingdom

Nature of business Dormant

	%
Class of shares	holding
100 Ordinary shares of £1	100 00

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

11 FIXED ASSET INVESTMENTS - continued

Lycatel (Services) Limited

Country of incorporation United Kingdom

Nature of business Support Services

% Class of shares holding 100 Ordinary shares of £1 100 00

Lycatel GmbH

Country of incorporation Switzerland Nature of business Telecommunications

Class of shares holding 20,000 Ordinary shares @ Chf 1 95 00

Lycatel BV

Country of incorporation Holland Nature of business Support Services

 %

 Class of shares
 holding

 18,000 Ordinary shares @ €1
 100 00

Meadowlark Telecomunicacoes e Servicos Lda

Country of incorporation Portugal

Nature of business Holding Company and Telecommunications

%
Class of shares holding
5,000 Ordinary shares @ €1 100 00

Vectone Distribution Holding Limited

Nature of business Holding Company

%
Class of shares holding
10,000 Ordinary shares @ €1 42 100 00

Companies included in consolidation

Vectone Distribution Holding Limited owns 100% of the ordinary shares in the companies listed below. The principal activities of these companies is distribution and sale of telephone cards. These companies have been included in the consolidation.

Vectone Distribution (Ireland) Limited (Ireland)

Vectone Europe Limited (UK)

Vectone Gnanam BV (Netherlands)

Gnanam Telecom Centers SPRL (Belgium)

Gnanam Telecom Centers AB (Sweden)

Vectone Gnanam SL (Spain)

Vectone Portugal Unipessoal Limitada (Portugal)

Vectone Italia SRL (Italy)

Vectore Distribution SARL (France)

Vectone Telecom Centers GmbH (Germany)

Vectone GmbH (Switzerland)

Gnanam Marketing AS (Norway)

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

12 STOCKS

		Group	
	28 2 06	28 2 05	
	£	£	
Stocks	185,356	-	
			

13 DEBTORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	G	Group		npany
	28 2 06	28 2 05 28 2 06	28 2 06	28 2 05
	£	£	£	£
Trade debtors	38,521,774	•	-	-
Other debtors	8,129,167	-	2,889	-
Prepayments	687,492			
	47,338,433		2,889	

14 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	Gre	oup	Com	pany
	28 2 06	28 2 05	28 2 06	28 2 05
	£	£	£	£
Bank loans and overdrafts (see note 15)	3,656,862	-	-	-
Trade creditors	37,626,628	-	-	-
Tax	561,167	-	-	-
Social security and other taxes	299,925	-	-	-
Other creditors	2,899,018	2,117	40,187	2,117
Loan	282,618	-	-	-
Accrued expenses	6,783,994	-	19,388	
	52,110,212	2,117	59,575	2,117

15 LOANS

An analysis of the maturity of loans is given below

	Group	
	28 2 06	28 2 05
	£	£
Amounts falling due within one year or on		
demand		
Bank overdrafts	3,656,862	-

16 MINORITY INTERESTS

	Group	
	28 2 06	28 2 05
	£	£
Total recognised income and expenditure for the year	26,559	-

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

17	CALLED UP	SHARE CAPITAL			
	Authorised Number 1,000,200		kominal value 01	28 2 06 £ 10,002	28 2 05 £ 10,002
	Allotted, issued Number 200 (28 2 05 - 100)	Class N Ordinary share	Jominal value 01	28 2 06 £ 2	28 2 05 £ 1
18	RESERVES Group				
	Отопр				Profit and loss account
	Profit for the y	ear			1,060,961
	At 28 February	2006			1,060,961
	Company				Profit and loss account
	Deficit for the	year			(16,574)
	At 28 February	y 2006			(16,574)
19	RECONCILI	ATION OF MOVEMENTS IN SHAREHOLDER	s' funds		
	Group				

Group		
5.04p	28 2 06	28 2 05
	£	£
Profit for the financial year	1,060,961	-
Shareholders' funds	2,119	1
Net addition to shareholders' funds	1,063,080	1
Opening shareholders' funds	(2,117)	(2,118)
Closing shareholders' funds	1,060,963	(2,117)
Equity interests	1,060,963	(2,117)
		

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2006

19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS - continued

Company		
	28 2 06	28 2 05
Loss for the financial year	£ (16,574)	į.
Share capital issued during the year	1	1
Net (reduction)/addition to shareholders' funds Opening shareholders' funds	(16,573)	1
Closing shareholders' funds	(16,572)	1
Equity interests	(16,572)	1

20 BENEFICIAL OWNERSHIP

The majority beneficial owner of $\,WWW\,$ Holding Company Limited is Allirajah Subaskaran