REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2007
FOR
WWW HOLDING COMPANY LIMITED

FRIDAY

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COMPANY INFORMATION FOR THE YEAR ENDED 28 FEBRUARY 2007

DIRECTORS:

A Subaskaran

M Kangle

SECRETARY:

M Kangle

REGISTERED OFFICE:

Marchant Lewis Limited

Laser House

132-140 Goswell Road

London ECIV 7DY

REGISTERED NUMBER

05049626 (England and Wales)

AUDITORS

Marchant Lewis Limited

Laser House

132-140 Goswell Road

London ECIV 7DY

BANKERS

National Westminster Bank Plc

City of London Office P O Box 12258 1 Princes Street London EC2R 8PA

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2007

The directors present their report with the financial statements of the company and the group for the year ended 28 February 2007

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

The directors are pleased to report that the results for the year are in line with expectations

DIVIDENDS

The total distribution of dividends for group companies for the year ended 28 February 2007 is £2,686,313 - (2006-Nil)

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 2006 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 64 (2006 - 70) days' purchases

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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 the group and of the profit or loss of the group for that period. In preparing these 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 irregularities.

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

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2007

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

ON BEHALF OF THE BOARD

M Kangle - Secretary

27/03/2008

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 2007 on pages five to twenty two 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accounting Practice) are set out on page two

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 Report of the Directors 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 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 Accepted Accounting Practice, of the state of affairs of the company and the group as at 28 February 2007 and of the profit of the group 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 Report of the Directors is consistent with the financial statements

Marchant Lewis Limited Laser House 132-140 Goswell Road

London EC1V 7DY

Date 28/03/08

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 28 FEBRUARY 2007

		28 2	2 07	28 2 as rest	
	Notes	£	£	£	£
TURNOVER			317,638,884		209,060,726
Continuing operations Acquisitions		316,913,160 725,724		209,060,726	
		317,638,884		209,060,726	
Cost of sales	2		266,134,758		197,653,345
GROSS PROFIT	2		51,504,126		11,407,381
Net operating expenses	2		40,548,712		9,251,632
OPERATING PROFIT	4		10,955,414		2,155,749
Continuing operations Acquisitions		10,259,222 696,192		2,155,749	
		10,955,414		2,155,749	
Exceptional items	5		7,585,508		683,895
			3,369,906		1,471,854
Interest receivable and similar income			23,851		16,557
			3,393,757		1,488,411
Interest payable and similar charges	6		196,047		38,059
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION			3,197,710		1,450,352
Tax on profit on ordinary activities	7		964,219		389,221
PROFIT FOR THE FINANCIAL YEAR					
AFTER TAXATION			2,233,491		1,061,131
Minority interest - equity					19,239
RETAINED PROFIT FOR THE YEAR FO	OR THE GE	ROUP	2,233,491		1,041,892

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 28 FEBRUARY 2007

		28 2 07	28 2 06 as restated
		£	£
PROFIT FOR THE FINANCIAL	L YEAR	2,233,491	1,041,892
TOTAL RECOGNISED GAINS	AND LOSSES		1.041.000
RELATING TO THE YEAR		2,233,491	1,041,892
	Note		
Prior year adjustment	10	(19,069)	
TOTAL GAINS AND LOSSES I	RECOGNISED		
SINCE LAST ANNUAL REPOR	RT	2,214,422	

CONSOLIDATED BALANCE SHEET 28 FEBRUARY 2007

		28 2	2 07	28 2 as res	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	11		(565,701)		(773,366)
Tangible assets	12		4,339,127		3,287,917
Investments	13		5,000		11,426
			3,778,426		2,525,977
CUBDINE ACCETO					
CURRENT ASSETS Stocks	14	210.417		105 256	
Debtors	14	210,417		185,356	
Cash at bank and in hand	13	68,643,954		47,338,433	
Cash at bank and in hand		3,284,400		3,147,968	
		72,138,771		50,671,757	
CREDITORS		72,136,771		30,071,737	
Amounts falling due within one year	16	67,751,378		52,129,281	
, , , ,				32,123,201	
NET CURRENT ASSETS/(LIABILITIES)			4,387,393		(1,457,524)
TOTAL ASSETS LESS CURRENT LIABILITIES			8,165,819		1,068,453
Chebitone					
CREDITORS Amounts falling due after more than one year	17		(974 136)		
Amounts faming due after more than one year	17		(874,125)		-
PROVISIONS FOR LIABILITIES	20		(6,683,383)		_
			(, , ,		
MINORITY INTERESTS	21		(19,239)		(26,559)
NET ASSETS			589,072		1,041,894
CAPITAL AND RESERVES					
Called up share capital	22		2		2
Profit and loss account	23		589,070		1,041,892
CHAREIOI BERGI ENIMO			F00.0F7		
SHAREHOLDERS' FUNDS	25		589,072		1,041,894

The financial statements were approved by the Board of Directors on

27/03/2004 and were signed on its behalf by

M Kangle - Director

A Subaskaran - Director

COMPANY BALANCE SHEET 28 FEBRUARY 2007

		28 2 07		28 2 06 as restate	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	11		-		-
Tangible assets	12				-
Investments	13		48,702		37,334
			48,702		37,334
CURRENT ASSETS					
Debtors	15	635,280		2,889	
Cash at bank		13,752		2,780	
					
		649.032		5,669	
CREDITORS					
Amounts falling due within one year	16	90,943		_59,57 <u>5</u>	
NET CURRENT ASSETS/(LIABILITIES)		558,089		(53,906)
TOTAL ASSETS LESS CURRENT LIABILITIES			606,791		(16,572)
CAPITAL AND RESERVES					
Called up share capital	22		2		2
Profit and loss account	23		606,789		(16,574)
SHAREHOLDERS' FUNDS	25		606,791		(16,572)
		ا م م ا	6712		

The financial statements were approved by the Board of Directors on

27/03/2008

and were signed on its behalf by

A Subaskaran - Director

M Kangle - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

		28 2 0	07	28 2 0 as resta	
	Notes	£	£	£	£
Net cash inflow from operating activities	1		8,452,020		3,221,503
Returns on investments and servicing of finance	2		(172,196)		(21,502)
Taxation			(565,520)		171,946
Capital expenditure and financial investment	2		(2,601,003)		(3,193,707)
Acquisitions and disposals	2		(7,319)		(687,135)
Equity dividends paid			(2,686,313)		
			2,419,669		(508,895)
Financing	2		1,373,625		1
Increase/(Decrease) in cash in the period			3,793,294		(508,894)
Reconciliation of net cash flow to movement in net debt	3				
Increase/(Decrease) in cash in the period		3,793,294		(508,894)	
Cash inflow from increase in debt and lease financing		(1,373,625)		<u> </u>	
Change in net debt resulting from cash flows			2,419,669		(508,894)
Movement in net debt in the period Net debt at 1 March			2,419,669 (508,894)		(508,894)
Net funds/(debt) at 28 February			1,910,775		(508,894)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	Operating profit Depreciation charges Exceptional items Increase in stocks Increase in debtors Increase in creditors Net cash inflow from operating activities	28 2 07 £ 10,955,414 1,348,553 (7,585,508) (25,061) (21,305,521) 25,064,143 8,452,020	28 2 06 as restated £ 2,155,749 667,730 12,678 (185,356) (47,338,433) 47,909,135
2	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLO	OW STATEMENT	
		28 2 07	28 2 06
		£	as restated £
	Returns on investments and servicing of finance		2
	Interest received	23,851	16,557
	Interest paid	(196,047)	(38,059)
	Net cash outflow for returns on investments and servicing of finance	<u>(172,196</u>)	(21,502)
	Capital expenditure and financial investment		
	Purchase of intangible fixed assets	(12,769)	935,511
	Purchase of tangible fixed assets	(2,588,772)	(4,150,543)
	Purchase of fixed asset investments	-	(11,426)
	Sale of intangible fixed assets	- (5.000)	32,751
	Sale of tangible fixed assets Sale of fixed asset investments	(5,888)	-
	Sale of fixed asset investments	6,426	
	Net cash outflow for capital expenditure and financial investment	(2,601,003)	(3,193,707)
	Acquisitions and disposals		
	Acquisition of subsidiary undertakings	<u>(7,319</u>)	<u>(687,135</u>)
	Net cash outflow for acquisitions and disposals	<u>(7,319</u>)	<u>(687,135</u>)
	Financing		
	Capital repayments in year	1,373,625	-
	Share issue		1
	Net cash inflow from financing	1,373,625	1

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

3 ANALYSIS OF CHANGES IN NET DEBT

	At 1 3 06 £	Cash flow £	At 28 2 07 £
Net cash Cash at bank and in hand Bank overdraft	3,147,968 (3,656,862)	136,432 3,656,862	3,284,400
	(508,894)	3,793,294	3,284,400
Debt Finance leases		(1,373,625)	(1,373,625)
	_	(1,373,625)	(1,373,625)
Total	_(508,894)	2,419,669	1,910,775

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2007

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

Goodwill

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

2 ANALYSIS OF OPERATIONS

Cost of sales	Continuing £ 266,134,758	28 2 07 Acquisitions £	Total £ 266,134,758
Gross profit	50,778,402	725,724	51,504,126
Net operating expenses			
Administrative expenses Other operating income	40,550,387 31,207	29,532 	40,579,919 31,207
	40,519,180	29,532	40,548,712

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

2 ANALYSIS OF OPERATIONS - continued

		Continuing £	28 2 06 Acquisitions £	Total £
	Cost of sales		197,653,345	197,653,345
	Gross profit		11,407,381	11,407,381
	Net operating expenses			
	Administrative expenses Other operating income		9 290,190 (38,558)	9,290,190 (38,558)
			9,251,632	9,251,632
3	STAFF COSTS		28 2 07	28 2 06
	Wages and salaries Social security costs Other pension costs		£ 4,740,186 416,257 9,298	as restated £ 1,053,937 18,862 6,495
			5,165,741	1,079,294
	The average monthly number of employees during the year wa	s as follows	28 2 07	28 2 06 as restated
	Staffs including directors		168	162
4	OPERATING PROFIT			
	The operating profit is stated after charging/(crediting)			
			28 2 07 £	28 2 06 as restated £
	Hire of plant and machinery Depreciation - owned assets Auditors' remuneration		221,602 1,543,449	202,975 862,626
	Foreign exchange differences Goodwill written back		62,494 63,676 (194,896)	19,960 537,924 (194,896)
	Directors' emoluments		393,419	70,350
	Information regarding the highest paid director for the year end	ded 28 February 200	7 is as follows 28 2 07	
	Aggregated emoluments		197,669	

5 EXCEPTIONAL ITEMS

Exceptional items relate to provision made for costs that may be payable by Crest Telecom SARL and amounts written off by Lycatel (Ireland) Limited

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

6	INTEREST PAYABLE AND SIMILAR CHARGES Bank interest Loan interest	28 2 07 £ 151,955 _44,092	28 2 06 as restated £ 6,917 31,142
-	TO A WATER ON	196,047	38,059
7	TAXATION		
	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows		
	The last charge on the profit on ordinary activities for the year was as rollows	28 2 07	28 2 06 as restated
		£	£
	Current tax	062 225	200 221
	Overseas taxation	963,235	389,221
	Deferred tax	984	

8 PROFIT OF PARENT COMPANY

Tax on profit on ordinary activities

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 profit for the financial year was £3,309,676 (2006 - £(16,574) loss)

964,219

389,221

9 **DIVIDENDS**

DIVIDENDS	28 2 07	28 2 06 as restated
Ordinary share shares of 01 each	£	£
Final	2,686,313	

10 PRIOR YEAR ADJUSTMENT

Prior year adjustment relates to amendment made to opening figures on Lycatel BV

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

11 INTANGIBLE FIXED ASSETS

12

Group		Patents	
	Goodwill £	and licences £	Totals £
COST At 1 March 2006 Additions	(974,481) ————————————————————————————————————	6,219 12,769	(968,262) 12,769
At 28 February 2007	<u>(974,481</u>)	18,988	<u>(955,493</u>)
AMORTISATION At 1 March 2006	(194,896)	-	(194,896)
Charge written back	(194,896)		<u>(194,896</u>)
At 28 February 2007	(389,792)		(389,792)
NET BOOK VALUE At 28 February 2007	<u>(584,689</u>)	18,988	<u>(565,701</u>)
At 28 February 2006	<u>(779,585</u>)	6,219	<u>(773,366</u>)
TANGIBLE FIXED ASSETS			
TANGIBLE FIXED ASSETS Group	Improvements to property	Plant and machinery	Fixtures and fittings
	to		and
COST At 1 March 2006 Additions	to property £	machinery £ 3,860,983 2,517,877	and fittings £
COST At 1 March 2006 Additions Disposals	to property £ 1,124	machinery £ 3,860,983 2,517,877 (154,270)	and fittings £ 29,853 11,350
COST At 1 March 2006 Additions Disposals At 28 February 2007 DEPRECIATION At 1 March 2006 Charge for year	to property £ 1,124	machinery £ 3,860,983 2,517,877 (154,270) 6,224,590 836,031 1,463,776	and fittings £ 29,853 11,350 41,203
COST At 1 March 2006 Additions Disposals At 28 February 2007 DEPRECIATION At 1 March 2006 Charge for year Eliminated on disposal	to property £ 1,124 1,124	machinery £ 3,860,983 2,517,877 (154,270) 6,224,590 836,031 1,463,776 (160,158)	and fittings £ 29,853 11,350 41,203

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

TANGIBLE FIXED ASSETS - continued 12

G	ro	u	p
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13

At 28 February 2006

Group			
	Motor vehicles £	Computer equipment £	Totals £
COST	-	-	_
At 1 March 2006	3,165	256,542	4,150,543
Additions	6,252	52,1 69	2,588,772
Disposals			(154,270)
At 28 February 2007	9,417	308,711	6,585,045
DEPRECIATION			
At 1 March 2006	1,055	24,218	862,627
Charge for year	2,787	69,286	1,543,449
Eliminated on disposal	-,	-	(160,158)
			<u> </u>
At 28 February 2007	3,842	93,504	2,245,918
NET BOOK VALUE			
At 28 February 2007	5,575	215,207	4,339,127
			2 -0-0-4
At 28 February 2006	2 110	232,324	3,287,916
FIXED ASSET INVESTMENTS			
C			
Group			Unlisted investments £
COST			L
At 1 March 2006			11,426
Disposals			(6,426)
			
At 28 February 2007			5,000
NET BOOK VALUE			
At 28 February 2007			5,000
4. 20 F.J 2007			11.427
At 28 February 2006			11,426
Commany			
Company			Shares in
			group
			undertakings
			£
COST			
At 1 March 2006			37,334
Additions			11,368
A+ 28 February 2007			40 703
At 28 February 2007			48,702
NET BOOK VALUE			
At 28 February 2007			48,702
11, 20 ; Columy 2007			70,702

37,334

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

13 FIXED ASSET INVESTMENTS - continued

Country of incorporation Ireland

Lycatel (UK) Limited

Country of incorporation United Kingdom

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

% holding 99 00

Subsidiaries

Lycatel LLC Country of incorporation United States of America Nature of business Telecommunications
Class of shares
Capital \$3850
Lycatel (Ireland) Limited

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

Nature of business Dormant	
	%
Class of shares	holding
100 Ordinary shares of £1	100 00

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

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

13 FIXED ASSET INVESTMENTS - continued

Meadowlark Telecomunicacoes e Servicos Lda

Country of incorporation Portugal

Nature of business Holding Company and Telecommunications

holding Class of shares 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 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 Distribution SARL (France)

Vectone Telecom Centers GmbH (Germany)

Lycatel Property Services Limited

Country of incorporation United Kingdom Nature of business Property Investment

Class of shares holding 100 00 1,000 Ordinary shares @ £1 -

Lycatel Canada Inc

Country of incorporation Canada Nature of business Support Services

%

Class of shares holding 100 Ordinary shares @ CA\$1 -100 00

Lycatel Denmark APS

Country of incorporation Denmark Nature of business Support Services

%

holding Class of shares 125,000 Ordinary shares @ Kr1 100 00

14 **STOCKS**

Group 28 2 07

28 2 06

as restated

£ 210,417

£ 185,356

Stocks

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

15 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	G	Froup	Con	npany
	28 2 07	28 2 06 as restated	28 2 07	28 2 06 as restated
	£	£	£	£
Trade debtors	46,286,641	38,521,774	-	-
Other debtors	22,010,538	8,129,167	635,280	2,889
Prepayments	346,775	687,492		
	68,643,954	47,338,433	635,280	2,889

16 CREDITORS. AMOUNTS FALLING DUE WITHIN ONE YEAR

	G	roup	Con	npany
	28 2 07	28 2 06	28 2 07	28 2 06
		as restated		as restated
	£	£	£	£
Bank loans and overdrafts (see note 18)	-	3,656,862	-	-
Finance leases (see note 19)	499,500	-	-	-
Trade creditors	45,898,734	37,645,697	-	-
Tax	958,882	561,167	-	-
Social security and other taxes	531,262	299,925	-	-
Other creditors	12,139,211	2,899,018	51,555	40,187
Loan	-	282,618	-	-
Accrued expenses	7,723,789	6,783,994	39,388	19,388
	67,751,378	52,129,281	90,943	59,575

17 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Gr	Group	
	28 2 07	28 2 06	
		as restated	
	£	£	
Finance leases (see note 19)	874,125	-	
•			

18 LOANS

An analysis of the maturity of loans is given below

	Group	
	28 2 07	28 2 06
		as restated
	£	£
Amounts falling due within one year or on		
demand		
Bank overdrafts		3,656,862

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

19 OBLIGATIONS UNDER LEASING AGREEMENTS

	Group			Ein	ance
				lea	ses
				28 2 07	28 2 06 as restated
	Net obligations i	repayable		£	£
	Within one year Between one and			499,500 874,125	-
	Detvicen one and	a tive years			
				1,373,625	
20	PROVISIONS	FOR LIABILITIES			
				C-	oup
				28 2 07	28 2 06
				£	as restated £
	Deferred tax			<u>984</u>	
	Other provisions			6,682,399	
	Outer provisions	•		0,002,377	
	Aggregate amou	nts		6,683,383	
	Group				Deferred
					tax
	Deferred tax				£ 984
	Balance at 28 Fe	bruary 2007			_984
21	MINORITY IN	TERESTS			
				Gr	oup
				28 2 07 £	28 2 06 £
	Total recognised	I income and expenditure for the year		19,239	<u>26,559</u>
22	CALLED UP S	HARE CAPITAL			
	Authorised				
	Number	Class	Nominal value	28 2 07	28 2 06 as restated
	1,000,200	Ordinary share	01	£ 10,002	£ 10,002
		•			
	Allotted, issued		NT 1	20.2.05	20.00
	Number	Class	Nominal value	28 2 07	28 2 06 as restated
	200	Ordinary share	01	£ 2	£ 2
		•			

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

23 RESERVES

G	ro	11	n
_		_	r

Group	Profit and loss account £
At 1 March 2006 Prior year adjustment	1,060,961 (19,069)
Profit for the year Dividends	1,041,892 2,233,491 (2,686,313)
At 28 February 2007	589,070
Company	Profit and loss account £
At 1 March 2006 Profit for the year Dividends	(16,574) 3,309,676 (2,686,313)
At 28 February 2007	606,789

24 **CONTINGENT LIABILITIES**

The directors of Lycatel (Ireland) Limited are aware of a potential claim by UK Revenue & Customs against it for Vat on UK sales made by Lycatel (Ireland) Limited in previous years

However, the directors of Lycatel (Ireland) Limited are of the opinion that no liability for UK Vat will materialise. It is not possible to quantify with any certainty the potential costs to the Group of settling this claim

25 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Group

	28 2 07	28 2 06 as restated
	£	£
Profit for the financial year	2,233,491	1,041,892
Dividends	<u>(2 686,313</u>)	
	(452,822)	1,041,892
Share capital issued during the year	-	1
Net (reduction)/addition to shareholders' funds	(452,822)	1,041,893
Opening shareholders' funds		
(originally £1,060,963 before		
prior year adjustment of £(19,069))	1,041,894	1
Closing shareholders' funds	589,072	1,041,894

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

25 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS - continued

Company		
	28 2 07	28 2 06 as restated
	£	£
Profit/(Loss) for the financial year	3,309,676	(16,574)
Dividends	(2,686,313)	
	623,363	(16,574)
Share capital issued during the year		<u>_</u> _1
Net addition/(reduction) to shareholders' funds	623,363	(16,573)
Opening shareholders' funds	(16,572)	<u> </u>
Closing shareholders' funds	606,791	(16,572)

26 BENEFICIAL OWNERSHIP

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