

WINSAFE LIMITED

Company No: 2027470

FINANCIAL STATEMENTS

for the year ended

31ST JULY 1997

**COHEN ARNOLD & CO
CHARTERED ACCOUNTANTS
REGISTERED AUDITOR
LONDON W1X 2JP**



WINSAFE LIMITED

DIRECTOR

P A Virgo

SECRETARY

Mrs M J M Virgo

REGISTERED OFFICE

15 Chestnut Road
LONDON SE27 9EZ

AUDITORS

Cohen Arnold & Co
13-17 New Burlington Place
Regent Street
LONDON W1X 2JP

WINSAFE LIMITED
INDEX TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST JULY 1997

Page

1 - 2	Director's Report
3	Profit and Loss Account
4 - 5	Balance Sheet
6 - 9	Notes to the Financial Statements

WINSAFE LIMITED

DIRECTOR'S REPORT

The Director has pleasure in presenting his Annual Report and the Financial Statements for the year ended 31st July 1997.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The Company's principal activity during the year continued to be that of Advisors on Information Technology, which has remained unchanged during the year and no change is envisaged in the immediate future.

RESULTS AND DIVIDEND

The financial results of the Company's activities for the year ended 31st July 1997, are fully reflected in the attached Financial Statements together with the Notes thereon.

The Director does not recommend the payment of a dividend for the year (1996: £16,000)

DIRECTOR AND HIS INTERESTS IN SHARE CAPITAL

The Director who served during the year and his interest in the share capital of the Company was as follows:

	<u>Ordinary Shares</u>	
	<u>At 31st July 1997</u>	<u>At 1st August 1996</u>
P A Virgo	76	76
	==	==

The Articles of Association do not require Directors to retire by rotation.

The Director has no Service Contract with the Company.

DIRECTOR'S RESPONSIBILITIES

Company law requires the Director to prepare Financial Statements for each financial year which give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. In preparing the Financial Statements, the Director is required to:

- i) select suitable accounting policies and apply them consistently
- ii) make judgements and estimates that are reasonable and prudent
- iii) follow applicable accounting standards, subject to any material departures disclosed and explained in the Financial Statements
- iv) prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

WINSAFE LIMITED

DIRECTOR'S REPORT

DIRECTOR'S RESPONSIBILITIES (continued)

The Director is responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to 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.

DONATIONS

During the year the Company made no charitable donation.

CLOSE COMPANY

The company is a close company as defined by the Income and Corporation Taxes Act 1988.

AUDITORS

The auditors, Cohen, Arnold & Co, are willing to continue in office and a resolution re-appointing them in accordance with Section 385 of the Companies Act 1985 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

By Order of the Board

Marjorie JM Virgo
.....

Mrs M J M Virgo - Secretary

..... 2/3 199⁹8

WINSAFE LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST JULY 1997

		<u>1997</u> £	<u>1996</u> £
	Notes		
TURNOVER	2	81,244	77,343
Administrative Expenses		(72,388)	(67,268)
Interest Receivable		691	1,472
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	9,547	11,547
Taxation	5	(1,876)	(2,614)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		7,671	8,933
Dividends Paid		-	(16,000)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		7,671	(7,067)
Retained Profit Brought Forward		318	7,385
RETAINED PROFIT CARRIED FORWARD		£7,989	£318

None of the Company's activities was acquired or discontinued during the financial year nor in the previous year.

The Company has no recognised gains or losses other than those reflected in the above Profit and Loss Account for the financial year nor for the previous year.

The notes on pages 6 to 9 form part of these Financial Statements.

WINSAFE LIMITED

BALANCE SHEET AS AT 31ST JULY 1997

		<u>1997</u>	<u>1996</u>
		£	£
Notes			
FIXED ASSETS			
Tangible Assets	6	6,961	4,419
CURRENT ASSETS			
Debtors	7	-	1,835
Cash at Bank		8,954	15,714
		8,954	17,549
CREDITORS: Amounts falling due within one year	8	(7,826)	(21,550)
NET CURRENT (LIABILITIES)/ ASSETS		1,128	(4,001)
NET ASSETS		£8,089	£418
CAPITAL AND RESERVES			
Called up Share Capital	9	100	100
Profit and Loss Account		7,989	318
		£8,089	£418

The immediately following page forms an integral part of this Balance Sheet.

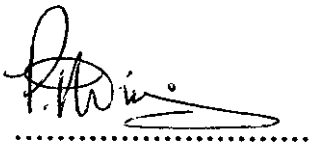
WINSAFE LIMITED

BALANCE SHEET AS AT 31ST JULY 1997

The Director confirms that for the year ended 31st July 1997 the Company is entitled to exemption from audit under the provisions of Section 249A (1) Companies Act 1985 (the Act) and that no member or members have requested an audit pursuant to the provisions of Section 249B (2) of the Act.

The Director acknowledges his responsibilities for ensuring that the Company maintains accounting records which comply with Section 221 of the Act and for preparing Accounts which give a true and fair view of the state of affairs of the Company at the end of its Financial Year and of its results for the Financial Year in accordance with the provisions of Section 226 of the Act and which otherwise comply with the requirements of the Act relating to Financial Statements.

The financial statements were approved by the Board on 2/3/98
and signed on its behalf by



.....
P A VIRGO

DIRECTOR

The notes on pages 6 to 9 form part of these Financial Statements.

WINSAFE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JULY 1997

1. ACCOUNTING POLICIES

The following Accounting Policies have been used consistently in the preparation of the Company's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

1.2 DEPRECIATION

Depreciation is provided on all Tangible Fixed Assets at rates calculated to write off the cost, less estimated residual value, of each asset over its expected useful life. The annual depreciation rate used on a straight line basis is 33%.

1.3 CASH FLOW STATEMENT

The Company is exempted from the requirement to prepare a Cash Flow Statement (in accordance with Financial Reporting Standard No 1) on the basis of its being a "small company" as defined by Section 247 Companies Act 1985.

2. TURNOVER

Turnover represents amounts invoiced by the Company in respect of services provided during the year within the United Kingdom, net of value added tax.

3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

This is stated after charging the following:

	<u>1997</u>	<u>1996</u>
	£	£
Director's Remuneration	22,057	22,450
Auditors' Remuneration	1,600	1,600
Depreciation	1,458	288
	<u> </u>	<u> </u>

WINSAFE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JULY 1997

4. DIRECTORS AND EMPLOYEES

The average number of employees (including the Director) employed by the Company during the year was as follows:

	<u>1997</u> No.	<u>1996</u> No.
Management and Administration	2	2
	<u> </u>	<u> </u>

The aggregate payroll costs of these employees were as follows:

	<u>1997</u> £	<u>1996</u> £
Wages and Salaries	32,057	31,450
Social Security Costs	3,103	3,452
Other Pension Costs	25,392	12,592
	<u> </u>	<u> </u>
	£60,552	£47,494
	<u> </u>	<u> </u>

Details of Director's Emoluments are set out below:

	<u>1997</u> £	<u>1996</u> £
Executive Remuneration (including benefits in kind)	22,057	22,450
Pension Contributions	12,592	12,592
	<u> </u>	<u> </u>
	£34,649	£35,042
	<u> </u>	<u> </u>

WINSAFE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JULY 1997

5. TAXATION

	<u>1997</u>	<u>1996</u>
	£	£
Taxation based on the Profit for the year:		
Corporation Tax at 24%	1,876	2,670
Adjustment in Respect of Prior Years	-	(56)
	£1,876	£2,614

6. TANGIBLE FIXED ASSETS

	Fixtures and Equipment £
Cost	
At 1st August 1996	17,783
Additions	4,000
At 31st July 1997	£21,783
Depreciation	
At 1st August 1996	13,364
Charge for Year	1,458
At 31st July 1997	£14,822
Net Book Value	
At 31st July 1997	£6,961
At 31st July 1996	£4,419

WINSAFE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JULY 1997

7. DEBTORS

	<u>1997</u>	<u>1996</u>
	£	£
Taxation Recoverable	£ -	£1,835
	<u> </u>	<u> </u>

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>1997</u>	<u>1996</u>
	£	£
Trade Creditors	-	6,950
Amount owed to Director	1,454	986
Taxation (see below)	4,772	7,505
Accruals	1,600	2,109
Dividends Payable	-	4,000
	<u>£7,826</u>	<u>£21,550</u>
Taxation comprises:		
Corporation Tax	1,876	4,505
VAT	2,896	3,000
	<u>£4,772</u>	<u>£7,505</u>

9. SHARE CAPITAL

	<u>1997</u>	<u>1996</u>
	£	£
Authorised:		
Ordinary Shares of £1 each	£100	£100
	<u> </u>	<u> </u>
Allotted, Called up and Fully Paid:		
Ordinary Shares of £1 each	£100	£100
	<u> </u>	<u> </u>