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**Actix Limited Financial statements
for the year ended 31 January 2007**

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ACTIX LIMITED

Financial statements for the year ended 31 January 2007

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ACTIX LIMITED

Directors and Advisors

Directors

Mr RWA Dobson
Mr BJ Samuelsson
Mr SC Collins
Mr J Huebner
Mr TP Newbegin

Secretary

Mr RWA Dobson

Registered office

200 Hammersmith Road
Hammersmith
London
W6 7DL

Registered Auditors

PricewaterhouseCoopers LLP
1 Embankment Place
London
WC2N 6RH

Bankers

HSBC Bank plc
70 Pall Mall
London
SW1Y 5EZ

ACTIX LIMITED

Directors' report for the year ended 31 January 2007

The directors present their report and the audited financial statements of the Company for the year ended 31 January 2007

Business review and principal activities

Actix supplies wireless performance engineering software solutions to enhance the performance, capacity and profitability of mobile phone networks. The Company's expertise is in the wireless link between the transmitter and the mobile handset. Its knowledge of wireless data and IP protocols are embodied in a set of vendor independent software products. These enable operators, infrastructure vendors and consulting companies to both optimise and troubleshoot the mobile phone radio network, so accelerating the rollout of new generation networks as well as improving the efficiency and return on capital of existing networks.

After a difficult start Actix finished the year extremely strongly and is now in an excellent position to further develop the business.

The results for the Company show an Ordinary EBITDA loss (see note 7) of £1,362,000 (2006 profit £3,438,000) for the year, sales of £16,129,000 (2006 £21,975,000) and operating loss of £1,877,000 (2006 profit £552,000). The results for the year are set out in the profit and loss account on page 5.

During the year Actix carried out a full review and restructure of its cost base to better align its resources with the Company's future growth plan. The cost of this exercise was £229,000 and has been treated as an exceptional cost (see note 7).

Principal risks and uncertainties

From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Actix International Limited Group, which include those of the Company, are discussed in the Director's report of the Group's annual report which does not form part of this report.

Key performance indicators ('KPIs')

Given the straightforward nature of the business, the directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the Company.

Future outlook

The market in the EMEA for network analysis applications is expected to remain extremely competitive in 2007 as major customers strive to reduce their operational expenses. This is why senior management have increased the Company's investment in new software products which will help customers to increase efficiency and better utilise their available resources. These new products are expected to be launched early in second half of 2007.

Research and development

During the year the company continued to invest in research and development ('R&D'). An increasing amount of which has been directed towards the development and delivering of new products. In addition Actix continued to invest in its existing products to keep them competitive and at the leading edge of wireless mobile technology. This includes work on 4G Wimax.

2007 also saw the launch of a new network analysis application, Spotlight, this extension of our Analyzer product line is already delivering positive results for the business.

All expenditure, whether incurred through internal staff costs or through third party suppliers, related to R&D is written off to the profit and loss account in the period incurred (see note 5).

Dividends and transfer to reserves

No final dividend (2006 £nil) is proposed. A loss of £2,943,000 has been transferred from the profit and loss account reserve.

ACTIX LIMITED

Directors

The directors of the Company during the year, all of whom have been directors for the whole of the year ended except as noted below, were as follows

Mr RWA Dobson
Mr DRJ Wilkinson (resigned 23 August 2006)
Mr EH Menzies (resigned 27 November 2006)
Mr BJ Samuelsson
Mr D Elalouf (resigned 30 March 2007)
Mr PGB Jones (resigned 28 February 2007)
Mr SC Collins
Mr J Huebner

The following director was appointed following the year end 31 January 2007

Mr TP Newbegin (appointed 5 May 2007)

Directors' responsibilities statement

Company law requires the directors to prepare financial statements for each financial period, which give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss of the Company for that period. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 January 2007 and that applicable accounting standards have been followed.

The directors are responsible for the maintenance and integrity of the Actix website. Information published on the Internet is accessible in many countries with different legal requirements. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors and disclosure of information to auditors

A resolution to re-appoint PricewaterhouseCoopers LLP will be proposed at the next Annual General Meeting.

For each of the persons who were directors at the time this report was prepared, the following applies:

- so far as the directors are aware, there is no relevant information of which the Company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board



TP Newbegin
Director

ACTIX LIMITED

Independent auditors' report to the members of Actix Limited

We have audited the financial statements of Actix Limited for the year ended 31 January 2007 which comprise the Profit and loss account, the Balance sheet, the Statement of total recognised gains and losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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 Accepted Accounting Practice) are set out in the Statement of Directors' 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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 Directors' 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 directors' remuneration and other transactions is not disclosed.

We read the Directors' 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 judgments 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 the Company's affairs as at 31 January 2007 and of the Company's loss for the year then ended,
- have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
London
29 June 2007

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Profit and loss account for the year ended 31 January 2007

	Notes	2007 £'000	2006 Restated* £'000
Turnover	1, 2	16,129	21,975
Cost of sales		<u>(3,577)</u>	<u>(1,688)</u>
Gross profit		12,552	20,287
Net operating expenses	5	(14,429)	(19,735)
Operating (loss) / profit before goodwill and exceptional operating expenses		(1,648)	2,992
Exceptional operating expenses	7	(229)	(2,440)
Operating (loss) / profit		(1,877)	552
Interest receivable	6	<u>52</u>	<u>39</u>
(Loss) / profit on ordinary activities before taxation	7	(1,825)	591
Taxation	8	<u>(1,118)</u>	<u>1,705</u>
(Loss) / profit for the year	15	<u>(2,943)</u>	<u>2,296</u>

The results above relate entirely to continuing operations

Statement of total recognised gains and losses

	2007 £'000	2006 £'000
(Loss) / profit for the year	<u>(2,943)</u>	<u>2,296</u>
Total recognised (losses) / profit for the year	<u>(2,943)</u>	<u>2,296</u>
Prior year adjustment (as explained in note 1)	<u>(482)</u>	
Total recognised losses since last annual report	<u>(3,425)</u>	

*Restated (see note 1)

There is no difference between the loss on ordinary activities before taxation and the loss for the year stated above and their historical cost equivalents

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Balance sheet as at 31 January 2007

	Notes	2007 £'000	2006 Restated* £'000
Fixed assets			
Tangible assets	9	863	1,104
Investments	10	6	-
		<u>869</u>	<u>1,104</u>
Current assets			
Debtors	11	14,145	15,442
Cash at bank and in hand		922	627
		<u>15,067</u>	<u>16,069</u>
Creditors' amounts falling due within one year	12	<u>(7,348)</u>	<u>(5,446)</u>
Net current assets		<u>7,719</u>	<u>10,623</u>
Total assets less current liabilities		8,588	11,727
Creditors: amounts falling due after more than one year	13	(62)	(258)
Net assets		<u>8,526</u>	<u>11,469</u>
Capital and reserves			
Called up share capital	14	-	-
Share premium account	15	3,989	3,989
Profit and loss account	15	4,537	7,480
Total shareholders' funds	16	<u>8,526</u>	<u>11,469</u>

The financial statements on pages 5 to 18 were approved by the board of directors on 29 June 2007 and were signed on its behalf by



TP Newbegin
Director

ACTIX LIMITED

Notes to the financial statements for the year ended 31 January 2007

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently except as detailed below, is set out below.

Basis of accounting

The financial statements are prepared in accordance with the historical cost convention.

Cash flow statement

The Company is a wholly owned subsidiary of Actix International Limited and is included in the consolidated financial statements of Actix International Limited, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised 1996).

Changes in accounting policy

Comparative figures have been restated to reflect a change in accounting policy.

Following a detailed review of the Group's revenue recognition policies, management have decided to change its policy, in order to bring the policy closer in line with software industry practice. Management have decided to take a more prudent view in terms of collectability of revenue. Revenue is now recognised only when there is reasonable certainty that the revenue is collectible in the foreseeable future.

As a result comparatives have been restated as follows:

2006 Retained profit for the year	£'000
As previously reported	2,778
Effect of the change in revenue recognition	
- on revenue	(514)
- on cost of sales	<u>32</u>
As restated	<u><u>2,296</u></u>

2006 Shareholders' funds	£'000
As previously reported	11,951
Effect of the change in revenue recognition	
- on trade debtors	(557)
- on deferred revenue	43
- on accruals	<u>32</u>
As restated	<u><u>11,469</u></u>

The prior year adjustment does not affect the opening balances at 1 February 2005 due to the type of revenue recognised at that time.

Revenue recognition

Revenue comprises the sale of perpetual and term software licences, associated maintenance and support services, training and consulting.

Revenue from the sale of perpetual software licences is recognised upon the later of unfettered delivery or signing of a contract or purchase order. Where there are significant vendor obligations, software licence fee income is recognised when the obligations have been satisfied. Revenue from the sale of term software licences is recognised evenly over the term of the contract.

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Maintenance and support income is recognised evenly over the term of the contract

Consultancy and training revenue is recognised on performance of the service

For all types of revenue, management assesses the collectability of the sale as part of the revenue recognition process. Collectability includes assessing historical payment profiles and the country the customer is based in. Revenue is recognised when collectability is considered to be reasonably certain.

In addition, revenue includes royalties receivable on the sale of software licences and maintenance by the company's third party distributors. Such royalties are recognised as turnover upon recognition of the related sale by the distributor.

Tangible fixed assets

The cost of tangible fixed assets is their purchase cost, together with any incidental costs of acquisition.

Depreciation is calculated so as to write off the cost of tangible fixed assets, on a straight line basis over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are

Computer equipment	33%
Fixtures and fittings	20%
Leasehold improvements	Over the life of the lease

Investments

Investments in subsidiaries are stated at cost less any provision for impairment.

Related party transactions

The group has taken advantage of the exemption available in Financial Reporting Standard No. 8 not to disclose transactions with subsidiary undertakings where more than 90% of voting rights are controlled within the group.

Foreign currency

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at 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, except, where the transaction is settled at a contracted rate, the contracted rate is used.

Pension costs

The group contributes to certain employees' and directors' personal money purchase pension plans as well as a Company stakeholder scheme. Contributions are charged to the profit and loss account as incurred.

Deferred taxation

Deferred taxation is provided in respect of all timing differences that have originated but not reversed at that balance sheet date, where transactions or events have occurred which result in an obligation to pay more or less tax in the future.

Deferred tax is measured at the average tax rates that are expected to apply in the period in which the timing differences are expected to reverse. Deferred tax is measured on a non-discounted basis.

Deferred tax assets are regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it is more likely than not that there will be adequate future taxable profits against which to recover carried forward tax losses.

Leased assets

The group enters into operating leases as described in note 17. Rentals under operating leases are charged on a straight line basis over the lease term even if the payments are not made on such a basis.

Research and development

All research and development expenditure is written off as incurred.

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2 Turnover

Turnover attributable to each geographical market by destination is as follows

	2007	2006 Restated
	£'000	£'000
United Kingdom	2,022	2,828
Europe	6,178	9,352
North America	3,739	5,628
Rest of the World	4,190	4,167
	<u>16,129</u>	<u>21,975</u>

3 Directors' emoluments

	2007	2006
	£'000	£'000
Fees and other emoluments (including benefits in kind)	624	851
Compensation for loss of office	63	-
Contributions to money purchase pension plans	<u>-</u>	<u>7</u>
Number of directors to whom benefits are accruing under money purchase pension schemes	<u>-</u>	<u>1</u>
Highest paid director		
Aggregate emoluments	99	183
Compensation for loss of office	63	-
Gains made on the exercise of stock options	<u>-</u>	<u>2,372</u>
	<u>162</u>	<u>2,555</u>

In 2006, of the gains made on the exercise of share options £1,649,000 was in the form of cash and £723,000 was in the form of fully paid up shares in Actix International Limited (formerly Summit Newco Limited)

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4 Employees

The average number of employees during the year was as follows

	2007	2006
	Number	Number
Product management and development	70	84
Sales and support	31	29
Administration and finance	19	16
	<u>120</u>	<u>129</u>

	2007	2006
	£'000	£'000
Staff costs (for the above persons)		
Wages and salaries	7,335	8,417
Social security costs	1,015	1,007
Pension costs	347	358
	<u>8,697</u>	<u>9,782</u>

5 Net operating expenses

	2007	2006 Restated
	£'000	£'000
Distribution expenses	3,940	4,792
Administrative expenses	10,489	14,943
	<u>14,429</u>	<u>19,735</u>

6 Interest receivable

	2007	2006
	£'000	£'000
Bank interest receivable	<u>52</u>	<u>39</u>

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7 (Loss) / profit on ordinary activities before taxation

	2007	2006
	£'000	£'000
(Loss) / profit on ordinary activities before taxation is stated after charging / (crediting):		
Depreciation of tangible fixed assets	286	446
Gain on disposal of tangible fixed assets	(2)	-
Auditors' remuneration for audit services	38	35
Auditors' remuneration for non-audit services	34	88
Operating lease rentals		
- land and buildings	468	423
Research and development	4,929	6,015
Foreign exchange loss	81	57

The exceptional operating charges of £229,000 mainly relate to redundancy costs. In September 2006, the Group took the decision to undergo a restructuring program in order to re-align the company with its strategic vision and position it for future growth.

The costs in 2006 relate to professional fees and other expenses incurred with respect to the acquisition of the Company's entire share capital by Actix International Limited (formerly Summit Newco Limited) and the write down of the investment in Actix AB (£1,407,000 and £1,033,000 respectively).

Fees for non-audit services were in respect of taxation services (2006 taxation services (£12,000) and professional fees (£76,000) with respect to the aforementioned acquisition).

Ordinary Earnings Before Interest, Depreciation and Amortisation ("Ordinary EBITDA")

Management consider Ordinary Earnings Before Interest, Depreciation and Amortisation a key measure in its business. It is calculated as follows:

	2007	2006 Restated
	£'000	£'000
Ordinary Earnings Before Interest, Depreciation and Amortisation ("Ordinary EBITDA")		
(Loss) / profit before tax	(1,825)	591
Add back		
- Exceptional items	229	2,440
- Interest receivable	(52)	(39)
- Depreciation	286	446
Ordinary EBITDA	(1,362)	3,438

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8 Tax on profit on ordinary activities

	2007	2006 Restated
	£'000	£'000
Current tax		
United Kingdom corporation tax credit at 30% (2006 30%)	-	-
Over provision in respect of prior years	(203)	(627)
Overseas tax	267	-
	<u>64</u>	<u>(627)</u>
Deferred tax		
Charge / (credit) for the year	1,054	(1,078)
Tax charge / (credit) for the year	<u><u>1,118</u></u>	<u><u>(1,705)</u></u>

The over provision in the current year relates to R&D tax credits relating to 2005-06

(a) Reconciliation of tax charge

	2007	2006 Restated
	£'000	£'000
Profit on ordinary activities before taxation	(1,825)	591
Tax on profit on ordinary activities at standard rate of 30% (2006 30%)	(548)	177
Actual tax charge / (credit)	<u>64</u>	<u>(627)</u>
Difference to explain	<u><u>612</u></u>	<u><u>(804)</u></u>
Tax effects of		
Deduction on exercise of stock options	-	(4,508)
Deduction for irrecoverable withholding tax	80	-
Losses carried forward	610	2,913
Losses carried back	-	1,041
Over provision of current tax in respect of prior year - UK	(203)	(627)
Non deductible expenses and other timing differences	1	342
Depreciation in excess of capital allowances	124	35
	<u><u>612</u></u>	<u><u>(804)</u></u>

Tax losses have been created by the exercise of stock options and the current period losses. The tax charge in future years is anticipated to increase once the tax losses carried forward (see note 8b) have been utilised.

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(b) Deferred taxation asset

	Provided 2007	2006	Un-provided 2007	2006 Restated
	£'000	£'000	£'000	£'000
Tax effect of timing differences due to				
Losses	-	1,067	2,834	1,701
Short-term timing differences	-	-	12	-
Excess of depreciation over capital allowances	-	(13)	221	-
Total deferred tax asset	<u>-</u>	<u>1,054</u>	<u>3,067</u>	<u>1,701</u>

This asset will become recoverable when the Company achieves sufficient profits in the future

The movement in the deferred taxation asset during the year was as follows

	2007	2006
	£'000	£'000
Deferred tax asset at 1 February 2006	1,054	(24)
Charged to the profit and loss account	<u>(1,054)</u>	<u>1,078</u>
Deferred tax asset at 31 January 2007	<u>-</u>	<u>1,054</u>

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9 Tangible fixed assets

	Computer equipment	Fixture and fittings	Leasehold improvements	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 February 2006	1,468	255	492	2,215
Additions	38	8	16	62
Disposals	-	-	(19)	(19)
At 31 January 2007	1,506	263	489	2,258
Depreciation				
At 1 February 2006	943	106	62	1,111
Charge for the year	202	51	33	286
Disposals	-	-	(2)	(2)
At 31 January 2007	1,145	157	93	1,395
Net book value				
At 31 January 2007	361	106	396	863
At 1 February 2006	525	149	430	1,104

10 Investments

	2007
	£'000
Investments in subsidiaries	
Cost	
At 1 February 2006	2,198
Additions in the period	6
At 31 January 2007	2,204
Provision for impairment	
At 1 February 2006	2,198
Charged to the profit and loss account	-
At 31 January 2007	2,198
Net book value	
At 31 January 2007	6
At 1 February 2006	-

The additions in the year relate to the purchase of the entire share capital of Actix India Private and Actix K K , both of which were incorporated during the year

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Listed below are the subsidiary undertakings of Actix Limited

Name	Principal activity	Country of incorporation	% of nominal share capital and voting rights held (company and group)
Actix Inc	Software sales and consultancy	USA	100
Actix Pte Limited	Software sales and consultancy	Singapore	100
Actix Limited	Software sales and consultancy	Hong Kong	100
Actix AB	Software sales and consultancy	Sweden	100
ComOpt Inc ⁽²⁾	Dormant company	USA	100
Actix Ditong ⁽¹⁾	Software sales and consultancy	China	100
Actix India Private	Software sales and consultancy	India	100
Actix K K	Software sales and consultancy	Japan	100

⁽¹⁾ Actix Ditong is 100% owned by Actix Pte Limited

⁽²⁾ ComOpt Inc is 100% owned by Actix AB

The table below sets out the profit / (loss) for the subsidiary undertakings and the share capital and reserves of each subsidiary as at 31 January 2007

Name	Period	Profit / (loss) £'000	Share capital and reserves £'000
Actix Inc	1 February 2006 to 31 January 2007	451	3,191
Actix Pte Limited	1 February 2006 to 31 January 2007	(76)	78
Actix Limited	1 February 2006 to 31 January 2007	52	190
Actix AB	1 February 2006 to 31 January 2007	248	452
ComOpt Inc	1 February 2006 to 31 January 2007	-	87
Actix Ditong	1 February 2006 to 31 January 2007	(24)	(22)
Actix India Private	2 May 2006 to 31 January 2007	(124)	(123)
Actix K K	15 December 2006 to 31 January 2007	<u>(4)</u>	<u>(1)</u>

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11 Debtors

	2007	2006 Restated
	£'000	£'000
Amounts falling due within one year		
Trade debtors	3,262	4,814
Other debtors	16	362
Prepayments and accrued income	714	373
Deferred taxation assets	-	1,054
Corporation tax	18	627
Amounts owed by group undertakings	9,969	8,058
	<u>13,979</u>	<u>15,288</u>
Amount falling due in more than one year		
Rent deposits	166	154
	<u>14,145</u>	<u>15,442</u>

12 Creditors – amounts falling due within one year

	2007	2006 Restated
	£'000	£'000
Trade creditors	471	709
Other taxation and social security	184	245
Other creditors	15	96
Amounts owed to group companies	3,593	940
Accruals and deferred income	3,085	3,456
	<u>7,348</u>	<u>5,446</u>

Amounts due to Group companies are unsecured, interest free and repayable on demand

13 Creditors – amounts falling due after more than one year

	2007	2006
	£'000	£'000
Deferred income	<u>62</u>	<u>258</u>

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14 Called up share capital

	2007	2006
	£	£
Authorised		
7,104,445 'A' Ordinary shares of £0 0001 each	710	710
195,555 'B' Ordinary shares of £0 0001 each	20	20
2,000,000 'C' Ordinary shares of £0 0001 each	200	200
700,000 'D' Ordinary shares of £0 0001 each	70	70
<u>10,000,000</u>	<u>1,000</u>	<u>1,000</u>
Alloted and fully paid		
1,000,000 'A' Ordinary shares of £0 0001 each	100	100
195,555 'B' Ordinary shares of £0 0001 each	20	20
1,616,857 'C' Ordinary shares of £0 0001 each	161	161
623,680 'D' Ordinary shares of £0 0001 each	62	62
<u>3,436,092</u>	<u>343</u>	<u>343</u>

Ordinary 'A', 'B' and 'D' Shares

Ordinary 'A', 'B' and 'D' shares rank pari passu in all respects, including rights to dividends, voting and amounts receivable on winding up

Ordinary 'C' Shares

The Ordinary 'C' shares rank pari passu in all distributions of the company but carry no rights to vote at any General Meeting of the company, except on any resolution abrogating or varying the rights attached to the 'C' shares

15 Reserves

	Share premium account	Profit and loss account
	£'000	£'000
At 1 February 2006 (as previously stated)	3,989	7,962
Prior year adjustment (see note 1)	-	(482)
At 1 February 2006 (as restated)	3,989	7,480
Loss for the year	-	(2,943)
At 31 January 2007	3,989	4,537

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16 Reconciliation of movements in shareholders' funds

	2007	2006
	£'000	£'000
Opening shareholders' funds (as previously stated)	11,951	5,693
Prior year adjustment (see note 1)	(482)	-
Opening shareholders' funds (as restated)	11,469	5,693
(Loss) / profit for the financial year (as previously stated)	(2,943)	2,778
Prior year adjustment (see note 1)	-	(482)
(Loss) / profit for the year (as restated)	(2,943)	2,296
Issue of 'C' and 'D' shares on exercise of stock options	-	3,480
Closing shareholders' funds	8,526	11,469

17 Financial commitments

At 31 January 2007 the Company had annual commitments under non-cancellable operating leases as follows

	2007	2006
	£'000	£'000
Land and buildings		
Expiring within one year	31	13
Expiring within two to five years	-	-
Expiring in more than five years	446	448
	477	461

18 Security

By way of a debenture agreement with HSBC Bank plc, the overdraft facility of Actix Limited is secured by a fixed charge over the assets of the Group

Actix Limited is providing a guarantee to HSBC in respect of the Euro loan held in Actix International Limited

There was no overdraft balance outstanding as at 31 January 2007 (31 January 2006 nil)

19 Controlling party

The immediate parent undertaking is Actix International Limited (formerly Summit Newco Limited) who acquired the entire share capital of Actix Limited on 17 March 2005

At 31 January 2007, the ultimate controlling party was a group of Summit Partners funds comprising Summit Ventures VI-A, L P , Summit Ventures VI-B, L P , Summit VI Advisors Fund, L P , Summit VI Entrepreneurs Fund, L P , and Summit Investors VI, L P . The group of Summit Partners funds owns 71% of Actix International Limited