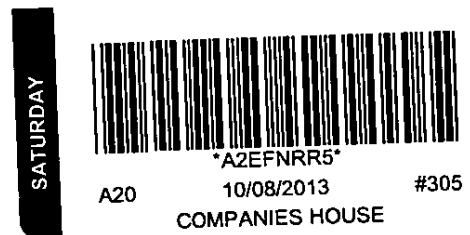


COMPANY REGISTRATION NUMBER 06558821

ELLEC LIMITED
FINANCIAL STATEMENTS
31 DECEMBER 2012



Harrisons
Chartered Accountants

ELLEC LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2012

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ELLEC LIMITED
THE DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2012

The directors present their report and the financial statements of the company for the year ended 31 December 2012

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of a parent company holding shares in Italian subsidiary companies

DIRECTORS

The directors who served the company during the year were as follows

D J Bull
N Fanelli

AUDITOR

Harrisons are deemed to be re-appointed under section 487(2) of the Companies Act 2006

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Registered office
Fore Royal
Gorley Road
Ringwood
Hampshire
BH24 3LD

Signed by order of the directors



C J IRESON
Company Secretary

Approved by the directors on 1 August 2013

ELLEC LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES
YEAR ENDED 31 DECEMBER 2012

The directors are responsible for preparing the Directors' Report and 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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year.

In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

ELLEC LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF
ELLEC LIMITED
YEAR ENDED 31 DECEMBER 2012

We have audited the financial statements of Ellec Limited for the year ended 31 December 2012 on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's shareholder, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's shareholder those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholder as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

ELLEC LIMITED

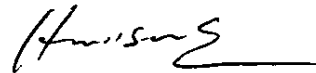
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF ELLEC LIMITED *(continued)*

YEAR ENDED 31 DECEMBER 2012

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report



N DEPPER FCA (Senior Statutory Auditor)

For and on behalf of
HARRISONS
Chartered Accountants
& Statutory Auditor

4 Brackley Close
Bournemouth International Airport
Christchurch
Dorset
BH23 6SE
7 - AUG 2013

ELLEC LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 2012

	Note	2012 €	2011 €
TURNOVER		–	–
Administrative expenses		7,145	7,163
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(7,145)</u>	<u>(7,163)</u>
Tax on loss on ordinary activities	4	–	–
LOSS FOR THE FINANCIAL YEAR		<u>(7,145)</u>	<u>(7,163)</u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the
year as set out above

The notes on pages 7 to 10 form part of these financial statements

ELLEC LIMITED**BALANCE SHEET****31 DECEMBER 2012**

	Note	2012 €	2011 €
FIXED ASSETS			
Investments	5	<u>10,050</u>	<u>10,050</u>
CURRENT ASSETS			
Cash at bank		4,269	13,130
CREDITORS: Amounts falling due within one year	6	<u>1,328</u>	<u>3,044</u>
NET CURRENT ASSETS		<u>2,941</u>	<u>10,086</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>12,991</u>	<u>20,136</u>
CAPITAL AND RESERVES			
Called-up equity share capital	8	65,000	65,000
Profit and loss account	9	(52,009)	(44,864)
SHAREHOLDER'S FUNDS	10	<u>12,991</u>	<u>20,136</u>

These financial statements were approved by the directors and authorised for issue on 1 August 2013, and are signed on their behalf by



D J BULL
Director

Company Registration Number 06558821

The notes on pages 7 to 10 form part of these financial statements

ELLEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2012

1. ACCOUNTING POLICIES

Basis of accounting

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

Consolidation

In the opinion of the directors, the company and its subsidiary undertakings comprise a small group. The company has therefore taken advantage of the exemption provided by Section 398 of the Companies Act 2006 not to prepare group accounts

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company has satisfied the conditions exempting it as a small company

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions

a Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold, and

b Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Foreign currencies

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

ELLEC LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2012

1. ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Fixed assets

All fixed assets are initially recorded at cost.

Investments

Investments held as fixed assets are stated at cost unless, in the opinion of the directors, this is considered to be in excess of recoverable amount, as defined by FRS 11 'Impairment of Fixed Assets and Goodwill', in which case an appropriate adjustment is made through the profit and loss account.

2. OPERATING LOSS

Operating loss is stated after charging

	2012 €	2011 €
Directors' remuneration	-	-
Auditor's remuneration		
- as auditor	983	1,533
Net loss on foreign currency translation	<u>226</u>	<u>118</u>

3. PARTICULARS OF EMPLOYEES

The directors received no remuneration in the current or previous year.

ELLEC LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2012

4. TAXATION ON ORDINARY ACTIVITIES

Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 24.50% (2011 - 26.49%)

	2012 €	2011 €
Loss on ordinary activities before taxation	<u>(7,145)</u>	<u>(7,163)</u>
Profit on ordinary activities by rate of tax	1,751	1,897
Unrelieved tax losses	<u>(1,751)</u>	<u>(1,897)</u>
Total current tax	<u>-</u>	<u>-</u>

5. INVESTMENTS

**Fixed Asset Investment
€**

COST

At 1 January 2012 and 31 December 2012 **10,050**

NET BOOK VALUE

At 31 December 2012 and 31 December 2011 **10,050**

As at 1 January 2012 the company owned 100% of the issued share capital of Raising Star S r l, a company registered in Italy with a principal activity of developing multimedia presentations. This company was liquidated during the year. The company also owned Fedan S r l throughout the year. Fedan S r l is a company registered in Italy with a principal activity of consultancy work.

	2012 €	2011 €
Aggregate capital and reserves		
Fedan S r l	93,954	68,804
Profit and (loss) for the year		
Fedan S r l	25,148	44,455

6. CREDITORS: Amounts falling due within one year

	2012 €	2011 €
Accruals and deferred income	<u>1,328</u>	<u>3,044</u>

ELLEC LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2012

7. RELATED PARTY TRANSACTIONS

Consultancy And Advisory Bureau Limited, a company registered in England & Wales, is considered to be under common control within the definition of Financial Reporting Standard No 8 by reason of common directorships. Consultancy And Advisory Bureau Limited provided secretarial, management and consultancy services to the company and the total amount charged to Ellec Limited for these services during the year was €5,351 (2011 €4,932). The amount owed to Consultancy And Advisory Bureau Limited by Ellec Limited at 31 December 2012 was €nil (2011 €1,432).

8. SHARE CAPITAL

Allotted, called up and fully paid:

	2012		2011	
	No	€	No	€
65,000 Ordinary shares of €1 each	<u>65,000</u>	<u>65,000</u>	<u>65,000</u>	<u>65,000</u>

9. PROFIT AND LOSS ACCOUNT

	2012	2011
	€	€
Balance brought forward	(44,864)	(37,701)
Loss for the financial year	<u>(7,145)</u>	<u>(7,163)</u>
Balance carried forward	<u>(52,009)</u>	<u>(44,864)</u>

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2012	2011
	€	€
Loss for the financial year	(7,145)	(7,163)
New ordinary share capital subscribed	<u>—</u>	<u>20,000</u>
Net (reduction)/addition to shareholder's funds	(7,145)	12,837
Opening shareholder's funds	<u>20,136</u>	<u>7,299</u>
Closing shareholder's funds	<u>12,991</u>	<u>20,136</u>

11. ULTIMATE PARENT COMPANY

The whole of the issued share capital of the company is owned by Corral Limited, a company registered in New Zealand, which the directors consider to be the ultimate parent company of Ellec Limited.

Corral Limited is owned by The Gema Trust, which is based in New Zealand.