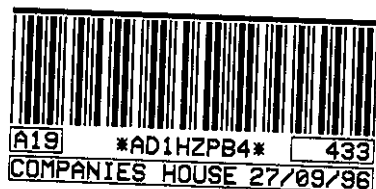


Director's Report and Financial Statements

COMPUTERISATION LIMITED

for the year ended November 30, 1995

Company Registration Number: 2341476



COMPUTERISATION LIMITED

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COMPUTERISATION LIMITED

DIRECTOR'S REPORT

Director: C M Morgan

Secretary: G Morgan

Registered Office: 5 Washington Chambers, Stanwell Road, Penarth, Cardiff, CF64 2AF

The director presents his report and the financial statements for the year ended November 30, 1995.

PRINCIPAL ACTIVITIES

The company's principal activity is the supply of computer consultancy and programming services.

DIRECTOR

The director who served during the year and the beneficial interests in the company's issued ordinary share capital was:

	<i>Number of Ordinary £1 shares</i>	
	<i>1996</i>	<i>1995</i>
C M Morgan	1	1

DIRECTORS' 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 the profit or loss of the company for that period. In preparing those financial statements, the director is required to

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 director is 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.

This report was approved by taking advantage of special exemptions available to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

Signed on behalf of the director


G Morgan - Secretary

24. 9. 96
Date

ACCOUNTANTS' REPORT TO THE SHAREHOLDERS OF COMPUTERISATION LIMITED

We have examined, without carrying out an audit, the financial statements for the year ended November 30, 1995 set out on pages 3 to 8.

Respective responsibilities of directors and reporting accountants

As described on page 4, the company director is responsible for the preparation of the financial statements, and we believe that the company is exempt from an audit. It is our responsibility to examine the financial statements and based on our examination to report our opinion, as set out below, to the shareholders.

Basis of opinion

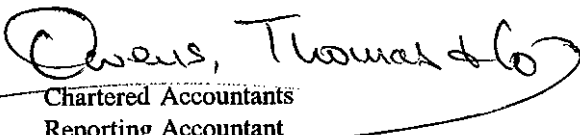
We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practices Board. This examination consisted of comparing the financial statements with the accounting records kept by the company and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report.

The examination was not an audit conducted in accordance with Auditing Standards. Accordingly we do not express an audit opinion on the financial statements. Therefore our examination does not provide any assurance that the accounting records and the financial statements are free from material misstatement.

Opinion

In our opinion:

- the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- having regard only to, and on the basis of, the information contained in those accounting records the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
- having regard only to, and on the basis of, the information contained in the accounting records kept by the company under Section 221 the company satisfied the conditions for exemption from an audit of the financial statements for the year specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).


Chartered Accountants
Reporting Accountant

Barry

25-9-96

Date

COMPUTERISATION LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR NOVEMBER 30, 1995**

	<i>Note</i>	<i>1995</i> £	<i>1994</i> £
TURNOVER	1	110,564	127,420
Cost of Sales		<u>(28,332)</u>	<u>(46,692)</u>
GROSS PROFIT		82,232	80,728
Administrative expenses		<u>(75,093)</u>	<u>(74,249)</u>
OPERATING PROFIT	2	7,139	6,479
Interest payable and similar charges	3	<u>(2,485)</u>	<u>(1,014)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,654	5,465
Taxation	4	<u>(1,866)</u>	<u>(2,020)</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		2,788	3,445
Dividends	5	—	<u>(8,500)</u>
RETAINED PROFIT/(LOSS) FOR THE YEAR	11	<u>£ 2,788</u>	<u>(5,055)</u>

There were no recognised gains or losses other than those included in the profit and loss account.

Movements on reserves are set out in note 11.

COMPUTERISATION LIMITED

BALANCE SHEET AS AT NOVEMBER 30, 1995

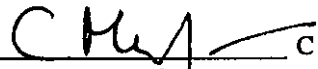
	Note	1995 £	1994 £
TANIGLE FIXED ASSETS	5	<u>8,624</u>	<u>6,883</u>
CURRENT ASSETS			
Debtors	7	9,463	14,555
Cash at bank and in hand		<u>45</u>	<u>-</u>
		9,508	14,555
CREDITORS: amounts falling due within one year	8	<u>(18,410)</u>	<u>(24,166)</u>
NET CURRENT LIABILITIES		<u>(8,902)</u>	<u>(9,611)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		(278)	(2,728)
CREDITORS: amounts falling due after more than one year	9	<u>-</u>	<u>(338)</u>
		£ <u>(278)</u>	£ <u>(3,066)</u>
CAPITAL AND RESERVES			
Called up share capital	10	2	2
Profit and loss account (deficit)	11	<u>(280)</u>	<u>(3,068)</u>
Shareholders' funds	12	£ <u>(278)</u>	£ <u>(3,066)</u>

In approving these financial statements as director of the company I hereby confirm:

- that for the year in question the company was entitled to the exemption conferred by section 249A(2) of the Companies Act 1985;
- that no notice has been deposited at the registered office of the company pursuant to section 249B(2) requesting that an audit be conducted for the year ended November 30, 1995; and
- that I acknowledge my responsibilities for:
 - ensuring that the company keeps accounting records which comply with section 221, and
 - preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit for the year then ended and which otherwise comply with the provisions of the Companies Act relating to financial statements, as far as applicable to the company.

In preparing these financial statements the director has taken advantage of the exemptions applicable to small companies conferred by Section A of Part I of Schedule 8 to the Companies Act 1985 and has done so on the basis that, in his opinion, the company satisfies the criteria for exemption as a small company.

Approved by the Director


 C M Morgan
 24/9/96
 Date

1. ACCOUNTING POLICIES

Basis of preparation of accounts

The financial statements are prepared under the historical convention and incorporate the results of the principal activity which is described in the directors report and which is continuing.

The company has taken advantage of the exemption in FRS 1 from the requirement to prepare a cash flow statement on the grounds that it is a small company.

Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, net of Value Added Tax and trade discounts.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation.

Depreciation is provided in equal monthly instalments calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	25 % straight line basis
Fixtures and fittings	10 % straight line basis
Office equipment	33.3 % straight line basis

Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets and depreciated over the shorter of the lease term and their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to profit and loss account as incurred.

Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

Deferred taxation

Provision is made for taxation deferred as a result of material timing differences between the incidence of income and expenditure for taxation and accounts purposes using the liability method, only to the extent that, in the opinion of directors, there is a reasonable probability that a liability or asset will crystallise in the near future.

COMPUTERISATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS - NOVEMBER 30, 1995

2. OPERATING PROFIT

The operating profit is stated after charging:

	1995 £	1994 £
Directors' remuneration	10,579	24,700
Depreciation of tangible fixed assets	<u>-</u>	<u>4,864</u>

3. INTEREST PAYABLE AND SIMILAR CHARGES

	1995 £	1994 £
On bank loans and overdraft and other loan repayments within five years	1,749	250
Hire purchase contracts	<u>690</u>	<u>777</u>
	<u>£2,439</u>	<u>£1,027</u>

4. TAXATION

	1995 £	1994 £
UK current year taxation		
UK corporation taxation at 25 %	1,424	-
Under provision from previous year	<u>442</u>	<u>-</u>
	<u>£1,866</u>	<u>£ -</u>

5. DIVIDENDS

	1995 £	1994 £
Interim dividends of £nil per share (1995: £4,250)	<u>£ -</u>	<u>£8,500</u>

COMPUTERISATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS - NOVEMBER 30, 1995

6. TANGIBLE FIXED ASSETS

	<i>Motor vehicles £</i>	<i>Fixtures & fittings £</i>	<i>Office equipment £</i>	<i>Total £</i>
Cost				
At November 30, 1994	12,787	2,131	10,505	25,423
Additions	3,695	-	3,173	6,868
Disposals	<u>(2,695)</u>	<u>-</u>	<u>-</u>	<u>(2,695)</u>
At November 30, 1995	<u>13,787</u>	<u>2,131</u>	<u>13,678</u>	<u>29,596</u>
Depreciation				
At November 30, 1994	10,263	684	7,593	18,540
Charge for the year	2,524	213	2,390	5,127
Relating to disposals	<u>(2,695)</u>	<u>-</u>	<u>-</u>	<u>(2,695)</u>
At November 30, 1995	<u>10,092</u>	<u>897</u>	<u>9,983</u>	<u>20,972</u>
Net book amounts				
At November 30, 1995	<u>£ 3,695</u>	<u>£ 1,234</u>	<u>£ 3,695</u>	<u>£ 8,624</u>
At November 30, 1994	<u>£ 2,524</u>	<u>£ 1,447</u>	<u>£ 2,912</u>	<u>£ 6,883</u>

Included in the cost of motor vehicles are assets held under hire purchase contracts amounting to £3,695 (1994 - £nil).

7. DEBTORS

	<i>1995 £</i>	<i>1994 £</i>
Trade debtors	9,094	14,081
Prepayments and other debtors	<u>369</u>	<u>474</u>
	<u>£ 9,463</u>	<u>£14,555</u>

8. CREDITORS: amounts falling due within one year

	<i>1995 £</i>	<i>1994 £</i>
Trade creditors	4,570	3,544
Accruals	1,250	1,227
Bank overdraft	1,127	4,313
Bank loans	4,251	478
Hire purchase	2,350	2,970
Other taxation and social security	3,060	3,783
Advanced corporation taxation	-	1,500
Amount due to director	378	6,351
Corporation taxation	<u>1,424</u>	<u>-</u>
	<u>£18,410</u>	<u>£24,166</u>

COMPUTERISATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS - NOVEMBER 30, 1995

**9. CREDITORS: amounts falling due after
more than one year**

	<i>1995</i>	<i>1994</i>
	<i>£</i>	<i>£</i>
Hire purchase	<u>£ -</u>	<u>£ 338</u>

10. CALLED UP SHARE CAPITAL

	<i>1995</i>	<i>1994</i>
	<i>£</i>	<i>£</i>
Authorised Ordinary shares of £1 each	<u>£ 1,000</u>	<u>£ 1,000</u>
Allotted Ordinary shares of £1 each, fully paid	<u>£ 2</u>	<u>£ 2</u>

11. PROFIT AND LOSS ACCOUNT (DEFICIT)

	<i>£</i>
Balance at November 30, 1994	(3,068)
Profit retained for the year	<u>2,788</u>
Balance at November 30, 1995	<u>£ (280)</u>

12. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	<i>£</i>
Profit for the year	2,788
Shareholders' funds at November 30, 1994	<u>(3,066)</u>
Shareholders' funds at November 30, 1995	<u>£ (278)</u>