Company Registration No. 4529049 (England and Wales)

THE ODYSSEY GROUP LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2004

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COMPANY INFORMATION

Directors K W Lawrence

A J Lawrence S R Adams M Aspinal

Secretary T Waggott

Company number 4529049

Registered office 1 Hankham Place, Dittons Road

Stone Cross East Sussex BN24 5ER

Accountants Humphrey & Co

8 - 9 The Avenue Eastbourne East Sussex BN21 3YA

Business address 1 Hankham Place, Dittons Road

Stone Cross East Sussex BN24 5ER

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2004

The directors present their report and financial statements for the year ended 31 March 2004.

Principal activities

The principal activities of the company are the provision of business consultancy services and management training courses.

Directors

The following directors have held office since 1 April 2003:

K W Lawrence

A J Lawrence

S R Adams

M Aspinal

Directors' interests

The directors' interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	31 March 2004	1 April 2003
K W Lawrence	51	1
A J Lawrence	13	-
S R Adams	15	-
M Aspinal	20	-

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board

K W Lawrence

Director

ACCOUNTANTS' REPORT TO THE DIRECTORS ON THE UNAUDITED ACCOUNTS OF THE ODYSSEY GROUP LIMITED

As described on the balance sheet you are responsible for the preparation of the accounts for the year ended 31 March 2004, set out on pages 3 to 8 and you consider that the company is exempt from an audit. In accordance with your instructions, we have compiled these unaudited accounts in order to assist you to fulfill your statutory responsibilities from the accounting records and information and explanations supplied to us.

Humphrey & Co

Hungley &C

Chartered Accountants

8 - 9 The Avenue Eastbourne East Sussex BN21 3YA

24/8/04

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2004

	Notes	2004 £	2003 £
Turnover		355,861	38,179
Cost of sales		(40,571)	(16,333)
Gross profit		315,290	21,846
Administrative expenses		(306,869)	(31,726)
Operating profit/(loss)	2	8,421	(9,880)
Interest payable and similar charges		(40)	
Profit/(loss) on ordinary activities before taxation		8,381	(9,880)
Tax on profit/(loss) on ordinary activities	3	-	-
Profit/(loss) on ordinary activities			
after taxation	9	8,381 ———	(9,880) ===

BALANCE SHEET AS AT 31 MARCH 2004

		200	2004		2003	
	Notes	£	£	£	£	
Fixed assets						
Tangible assets	4		3,160		4,149	
Investments	5		20		2	
			3,180		4,151	
Current assets						
Stocks		11,341		-		
Debtors	6	69,962		18,066		
Cash at bank and in hand		17,107		9,924		
		98,410		27,990		
Creditors: amounts falling due within						
one year	7	(102,989)		(42,020)		
Net current liabilities			(4,579)		(14,030)	
Total assets less current liabilities			(1,399)		(9,879)	
Capital and reserves						
Called up share capital	8		100		1	
Profit and loss account	9		(1,499)		(9,880)	
Shareholders' funds			(1,399)		(9,879)	

BALANCE SHEET (CONTINUED) AS AT 31 MARCH 2004

In preparing these financial statements:

- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
 - (ii) preparing accounts 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 or loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 251314...

K W Lawrence

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts as adjusted for year end work in progress.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment Fixtures, fittings & equipment 33% reducing balance 20% reducing balance

1.4 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

2	Operating profit/(loss)	2004	2003
		£	£
	Operating profit/(loss) is stated after charging:		
	Depreciation of tangible assets	2,508	2,001
	Directors' emoluments	165,000	10,417
		•	

3 Taxation

The company has estimated losses of £ nil (2003: £ 9,256) available for carry forward against future trading profits.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2004

ed assets	
P	lant and
	£
93	6,150
_	1,519
2004	7,669
1	
03	2,001
e year	2,508
2004	4,509
due due	
2004	3,160
2003	4,149
investments	
inva	Jnlisted
HIV6.	stments
mve.	
	stments
03	stments £
	stments £
)3 	2 18
)3 	2 18
2004	2 18 20 2003
2004 2004 2004	2 18 20 20 2003 £

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2004

7	Creditors: amounts falling due within one year	2004	2003
		£	£
	Trade creditors	19,334	15,157
	Taxation and social security	17,229	6,396
	Other creditors	66,426	20,467
		102,989	42,020
8	Share capital	2004	2003
		£	£
	Authorised		
	100 Ordinary shares of £1 each	100	100
	Allotted, called up and fully paid		
	100 Ordinary shares of £1 each	100	4
	100 Ordinary shares of ET each	100	1
9	Statement of movements on profit and loss account		
			Profit and loss account
			account £

Balance at 1 April 2003 Retained profit for the year

(9,880) 8,381

Balance at 31 March 2004

(1,499)

10 Control

The ultimate controlling party is Mr K Lawrence by virtue of his shareholding as disclosed in the directors' report.