

Easi-Link PLC

**Company Information
for the Period 1 June 1994 to 31 August 1995**

DIRECTORS: M James
J M D Moberly

SECRETARY: J M D Moberly

REGISTERED OFFICE: Tornado House
164 Thornton Road
Thornton Heath
Surrey
CR7 6BB

REGISTERED NUMBER: 2671000

AUDITORS: Bennett Brooks & Co Limited
Registered Auditors &
Chartered Accountants
22/24 Princess Street
Knutsford
Cheshire
WA16 6BU



Easi-Link PLC

Report of the Directors for the Period 1 June 1994 to 31 August 1995

The directors present their report with the financial statements of the company for the period 1 June 1994 to 31 August 1995.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of the supply of voice activated computer equipment.

REVIEW OF BUSINESS

The results for the period and financial position of the company are as shown in the annexed financial statements.

DIVIDENDS AND TRANSFERS TO RESERVES

No dividends will be distributed for the period ended 31 August 1995. The retained profit transferred to reserves will be £90,645.

DIRECTORS

The directors during the period under review were:

R A Eagle	- resigned 31.12.94
F H Jinnah	- resigned 31.12.94
M James	- appointed 31.12.94
J M D Moberly	- appointed 31.12.94

The directors holding office at 31 August 1995 did not hold any beneficial interest in the issued share capital of the company at date of appointment or 31 August 1995.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors 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 directors are required to

- select suitable accounting policies and then apply them consistently;
- make judgments 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 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

The auditors, Bennett Brooks & Co Limited, will be proposed for re-appointment in accordance with Section 385A of the Companies Act 1985.

ON BEHALF OF THE BOARD:

SECRETARY

J M D Moberly

Dated: 29.11.95

Easi-Link PLC

**Report of the Auditors to the Shareholders of
Easi-Link PLC**

We have audited the financial statements on pages four to nine which have been prepared under the historical cost convention and the accounting policies set out on page six.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards 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 of the state of the company's affairs as at 31 August 1995 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Bennett Brooks

Bennett Brooks & Co Limited
Registered Auditors &
Chartered Accountants
22/24 Princess Street
Knutsford
Cheshire
WA16 6BU

Dated: 30.11.95

Easi-Link PLC

Profit and Loss Account for the Period 1 June 1994 to 31 August 1995

		1995		1994	
	Notes	£	£	£	£
TURNOVER	2		227,142		31,069
Cost of sales			114,541		18,215
GROSS PROFIT			112,601		12,854
Distribution costs		1,487		-	
Administrative expenses		20,425		56,270	
			21,912		56,270
OPERATING PROFIT/(LOSS)	4		90,689		(43,416)
Interest payable and similar charges	5		44		-
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION			90,645		(43,416)
Tax on profit/(loss) on ordinary activities	6		-		-
PROFIT/(LOSS) FOR THE FINANCIAL PERIOD AFTER TAXATION			90,645		(43,416)
Deficit brought forward			(109,544)		(66,128)
DEFICIT CARRIED FORWARD			£(18,899)		£(109,544)

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current period or previous year.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit for the current period and the loss for the previous year.

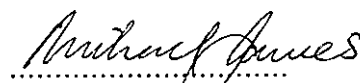
The notes form part of these financial statements

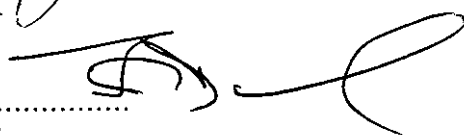
Easi-Link PLC

Balance Sheet 31 August 1995

		1995		1994	
	Notes	£	£	£	£
FIXED ASSETS:					
Tangible assets	7		4,200		12,700
CURRENT ASSETS:					
Stocks	8	-		1,891	
Debtors	9	131,321		7,095	
Cash at bank		4,900		2,659	
		<u>136,221</u>		<u>11,645</u>	
CREDITORS: Amounts falling due within one year	10	109,320		83,889	
NET CURRENT ASSETS/(LIABILITIES):			<u>26,901</u>		<u>(72,244)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES:			<u>£31,101</u>		<u>£(59,544)</u>
CAPITAL AND RESERVES:					
Called up share capital	11		50,000		50,000
Profit & loss account			(18,899)		(109,544)
Shareholders' funds	13		<u>£31,101</u>		<u>£(59,544)</u>

ON BEHALF OF THE BOARD:


.....
- DIRECTOR


.....
- DIRECTOR

Approved by the Board on 29.11.95

The notes form part of these financial statements

Easi-Link PLC

Notes to the Financial Statements for the Period 1 June 1994 to 31 August 1995

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Equipment and software	- 33% on cost
Motor vehicles	- 25% on cost

Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

2. TURNOVER

The turnover and profit (1994 - loss) before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

	1995	1994
	£	£
Sales United Kingdom	217,353	12,337
Sales Middle East	9,789	18,732
	<u>227,142</u>	<u>31,069</u>

3. STAFF COSTS

	1995	1994
	£	£
Wages and salaries	-	5,807
	<u>-</u>	<u>5,807</u>

The average weekly number of employees during the period was as follows:

	1995	1994
Sales and Administration	2	2
	<u>2</u>	<u>2</u>

Easi-Link PLC

Notes to the Financial Statements for the Period 1 June 1994 to 31 August 1995

4. OPERATING PROFIT/(LOSS)

The operating profit (1994 - operating loss) is stated after charging:

	1995	1994
	£	£
Depreciation - owned assets	1,395	10,039
Loss on disposal of fixed assets	1,962	-
Auditors' remuneration	<u>(500)</u>	<u>3,063</u>
Directors' emoluments	<u>-</u>	<u>-</u>

5. INTEREST PAYABLE AND SIMILAR CHARGES

	1995	1994
	£	£
Bank loans, overdrafts and other loans repayable within five years:		
otherwise than by instalments	<u>44</u>	<u>-</u>

6. TAXATION

No liability to UK Corporation tax arose on ordinary activities for the period ended 31 August 1995 nor for the year ended 31 May 1994.

7. TANGIBLE FIXED ASSETS

	Equipment and software	Motor vehicles	Totals
	£	£	£
COST:			
At 1 June 1994	22,668	9,927	32,595
Additions	43	-	43
Disposals	(170)	(9,927)	(10,097)
Group Transfer	<u>(16,946)</u>	<u>-</u>	<u>(16,946)</u>
At 31 August 1995	<u>5,595</u>	<u>-</u>	<u>5,595</u>
DEPRECIATION:			
At 1 June 1994	14,931	4,965	19,896
Charge for period	1,395	-	1,395
Eliminated on disposals	<u>(14,931)</u>	<u>(4,965)</u>	<u>(19,896)</u>
At 31 August 1995	<u>1,395</u>	<u>-</u>	<u>1,395</u>
NET BOOK VALUE:			
At 31 August 1995	<u>4,200</u>	<u>-</u>	<u>4,200</u>
At 31 May 1994	<u>7,737</u>	<u>4,963</u>	<u>12,700</u>

Easi-Link PLC

Notes to the Financial Statements for the Period 1 June 1994 to 31 August 1995

8. STOCKS

	1995	1994
	£	£
Stock	-	1,891
	<u> </u>	<u> </u>

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1995	1994
	£	£
Trade debtors	131,321	3,551
Other debtors	-	2,279
Prepayments	-	1,265
	<u> </u>	<u> </u>
	131,321	7,095
	<u> </u>	<u> </u>

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	1995	1994
	£	£
Trade creditors	-	2,362
Due to group companies	81,167	74,634
Social security & other taxes	28,153	-
Accruals & Deferred Income	-	6,893
	<u> </u>	<u> </u>
	109,320	83,889
	<u> </u>	<u> </u>

11. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid:
Number: Class:

		Nominal value:	1995	1994
		£1	£	£
50,000	Ordinary Shares	£1	50,000	50,000
			<u> </u>	<u> </u>

12. ULTIMATE PARENT COMPANY

On 31st December 1994 the whole of the allotted share capital was acquired by Brandt Holdings Limited, incorporated in England, which is considered by the directors as the company's ultimate parent company.

Easi-Link PLC

Notes to the Financial Statements for the Period 1 June 1994 to 31 August 1995

13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1995	1994
	£	£
Profit/(Loss) for the financial period	90,645	(43,416)
NET ADDITION/(REDUCTION) TO SHAREHOLDERS' FUNDS	90,645	(43,416)
Opening shareholders' funds	(59,544)	(16,128)
CLOSING SHAREHOLDERS' FUNDS	31,101	(59,544)
Equity interests	31,101	(59,544)