REPORT OF THE DIRECTORS AND

UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2007

FOR

WAYBRIDGE FINANCIAL GROUP PLC

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CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2007

| | Pag |
|-----------------------------------|-----|
| Company Information | 1 |
| Report of the Directors | 2 |
| Profit and Loss Account | 3 |
| Balance Sheet | 4 |
| Notes to the Financial Statements | 5 |
| Profit and Loss Account | 8 |

COMPANY INFORMATION FOR THE YEAR ENDED 31ST DECEMBER 2007

DIRECTORS:

Z M Ahsan

A Shabanzadeh

SECRETARY:

K Jackson

REGISTERED OFFICE:

61 Connaught Street

London W2 2AE

REGISTERED NUMBER:

2619705

ACCOUNTANTS:

Butler & Co

Chartered Accountants 3rd Floor Walmar House 288-292 Regent Street

London W1B 3AL

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2007

The directors present their report with the financial statements of the company for the year ended 31st December 2007

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of providing general insurance and financial services

FIXED ASSETS

The movement in the fixed assets of the company during the year are summarised in note 6 to the accounts **DIRECTORS**

The directors shown below have held office during the whole of the period from 1st January 2007 to the date of this report

Z M Ahsan

A Shabanzadeh

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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). The financial statements are required by law to 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 these financial statements, the directors are 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 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.

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:

Z M Ahsan - Director

Date 25-07-08

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2007

| | Notes | 2007 £ | 2006 £ |
|---|-------|-----------|-----------|
| TURNOVER | | 172,093 | 143,004 |
| Administrative expenses | | 159,204 | 138,923 |
| OPERATING PROFIT | 3 | 12,889 | 4,081 |
| Interest receivable and similar income | | 379 | 574 |
| | | 13,268 | 4,655 |
| Interest payable and similar charges | | 4,415 | 3,410 |
| PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | S | 8,853 | 1,245 |
| Tax on profit on ordinary activities | 4 | 2,085 | 245 |
| PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION | R | 6,768 | 1,000 |

CONTINUING OPERATIONS

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

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year

The notes form part of these financial statements

BALANCE SHEET 31ST DECEMBER 2007

| | | 2007 | | 2006 | |
|-------------------------------------|-------|---------|--------|--------------|--------|
| | Notes | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Tangible assets | 5 | | 673 | | 897 |
| CURRENT ASSETS | | | | | |
| Debtors | 6 | 366,571 | | 340,017 | |
| Cash at bank | | 24,339 | | 3,990 | |
| | | | | | |
| | | 390,910 | | 344,007 | |
| CREDITORS | | | | | |
| Amounts falling due within one year | 7 | 355,331 | | 315,420 | |
| | | | | | |
| NET CURRENT ASSETS | | | 35,579 | | 28,587 |
| TOTAL ASSETS LESS CURRENT | | | | | |
| LIABILITIES | | | 36,252 | | 29,484 |
| | | | | | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 9 | | 25,000 | | 25,000 |
| Profit and loss account | 10 | | 11,252 | | 4,484 |
| SHAREHOLDERS' FUNDS | 11 | | 36,252 | | 29,484 |
| | • • | | | | ==== |

The company is entitled to exemption from audit under Section 249A(1) of the Companies Act 1985 for the year ended 31st December 2007

The members have not required the company to obtain an audit of its financial statements for the year ended 31st December 2007 in accordance with Section 249B(2) of the Companies Act 1985

The directors acknowledge their responsibilities for

- ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, 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

The financial statements were approved by the Board of Directors on its behalf by

25/7/08 and

and were signed on

Director

The notes form part of these financial statements

. NOTES TO THE FINANCIAL STATEMENTS **FOR THE YEAR ENDED 31ST DECEMBER 2007**

ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company

Turnover

Turnover represents net invoiced sales of services, 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 lıfe

Fixtures & Fittings and Equipment - 25% reducing balance

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the 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 transaction Exchange differences are taken into account in arriving at the operating result

2 STAFF COSTS

| Wages and salaries Social security costs | 2007 £ 118,007 13,072 | 2006 £ 113,925 12,107 |
|--|--------------------------------|--------------------------------|
| | 131,079 | 126,032 |
| The average monthly number of employees during the year was as follows | 2007 | 2006 |
| Management Administration | 2 2 | 2 2 |
| | 4 | 4 |
| OPERATING PROFIT | | |

3

The operating profit is stated after charging/(crediting)

| | 2007 £ | 2006 £ |
|--|----------------|--------------|
| Depreciation - owned assets Foreign exchange differences | 224 (1,497) | 300 2,065 |
| Directors' emoluments and other benefits etc | 64,816 | 63,502 |

- NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2007

4 TAXATION

| | Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows | | |
|---|---|-----------|-------------------------|
| | The tax charge on the profit on ordinary activities for the year was as follows | 2007 £ | 2006 £ |
| | Current tax | L | L |
| | UK corporation tax | 2,085 | 245 |
| | O's corporation and | | |
| | Tax on profit on ordinary activities | 2,085 | <u>245</u> |
| 5 | TANGIBLE FIXED ASSETS | | |
| | | | Plant and machinery etc |
| | COST | | - |
| | At 1st January 2007 | | |
| | and 31st December 2007 | | 16,342 |
| | DEPRECIATION | | |
| | At 1st January 2007 | | 15,445 |
| | Charge for year | | 224 |
| | At 31st December 2007 | | 15,669 |
| | NET BOOK VALUE | | |
| | At 31st December 2007 | | 673 |
| | | | ==== |
| | At 31st December 2006 | | 897 |
| | | | |
| 6 | DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| | | 2007 | 2006 |
| | Other debtors | £ | £ |
| | Other debtors | 366,571 | 340,017 |
| 7 | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | | |
| | | 2007 | 2006 |
| | | £ | £ |
| | Bank loans and overdrafts (see note 8) | 42,717 | 44,509 |
| | Trade creditors | 28,983 | - |
| | Taxation and social security | 5,915 | 3,911 |
| | Other creditors | 277,716 | 267,000 |
| | | 355,331 | 315,420 |
| | | | =- |

• NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31ST DECEMBER 2007

| 8 | LOANS | | - | | |
|-----|---------------------------------------|--|--------------------------|----------------------|------------------------------------|
| | An analysis of t | the maturity of loans is given below | | | |
| | Amounts falling Bank overdrafts | g due within one year or on demand | | 2007 £ 42,717 | 2006 £ 44,509 |
| 9 | CALLED UP S | SHARE CAPITAL | | | |
| | Authorised Number | Class Ordinary Shares | Nominal value £0 5 | 2007 £ 500,000 | 2006 £ 500,000 |
| | Allotted, issued | and fully paid | | | |
| | Number 50,000 | Class Ordinary Shares | Nominal value £0 5 | 2007 £ 25,000 | 2006 £ 25,000 |
| 10 | RESERVES | | | | Profit and loss account £ |
| | At 1st January 2 Profit for the ye | | | | 4,484 6,768 |
| | At 31st Decemb | per 2007 | | | 11,252 |
| 11. | RECONCILIA | ATION OF MOVEMENTS IN SHARE | CHOLDERS' FUNDS | 2007 | 2006 |
| | Profit for the fir Share Capital | nancial year | | £ 6,768 | £ 1,000 |
| | Net addition to Opening shareh | o shareholders' funds olders' funds | | 6,768 29,484 | 1,000 28,484 |
| | Closing shareh | olders' funds | | 36,252 | 29,484 |