

Callbright Limited

Annual Report and Financial Statements

for the year ended 31 December 2010

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COMPANIES HOUSE

DIRECTOR	R D Burnett
SECRETARY	R M Nalley
AUDITORS	RSM Tenon Audit Limited Legge Street Birmingham B4 7EU
BANKERS	National Westminster Bank Plc 1 Town Hall Buildings Bridge Street Banbury OX16 8JS
REGISTERED OFFICE	1200 Bristol Road South Northfield Birmingham B31 2RW

DIRECTOR'S REPORT

The director presents his annual report on the affairs of the Company, together with the financial statements and auditors' report for the year ended 31 December 2010

PRINCIPAL ACTIVITY

The Company did not trade during the year

RESULTS AND DIVIDENDS

The profit for the year after taxation was £12,000 (2009 – £2,000)

There were no dividend payments in the year (2009 - £nil)

BUSINESS REVIEW AND FUTURE PROSPECTS

The director intend to strike off the company in 2011

DIRECTORS OF THE COMPANY

The director who served during the year was as follows

R D Burnett

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The directors are responsible for preparing the Annual 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). 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 those financial statements, the directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and estimates that are reasonable and prudent, and
- 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 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.

DIRECTOR'S REPORT

DISCLOSURE OF INFORMATION TO THE AUDITORS

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of the group's auditor, the director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

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.

By order of the Board


Robert Nailey
Secretary

Date 16th March 2011

**Independent Auditors' Report to the Members of
Callbright Limited (Registration Number 5876839)**

We have audited the financial statements of Callbright Limited for the year ended 31 December 2010, set out on pages 5 to 11. 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 members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

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 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.

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 2010 and of the profit 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 matter 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.

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.

RSM Tenon Audit Limited /

Richard Eccles

Senior Statutory Auditor

for and on behalf of

RSM Tenon Audit Limited, Statutory Auditor

Charterhouse
Legge Street
Birmingham
B4 7EU

Date *22 March 2011*

PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2010

	<i>Notes</i>	<i>2010 £'000s</i>	<i>2009 £'000s</i>
TURNOVER	2	-	5
Operating income		14	-
Operating charges		-	(5)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	14	-
Tax on profit on ordinary activities	5	(2)	2
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION AND RETAINED FOR THE YEAR	10	12	2

There are no gains or losses for either the current year or prior year other than those included in the profit and loss account above, and no separate statement of total recognised gains and losses has therefore been prepared

BALANCE SHEET
at 31 December 2010

	Notes	2010 £'000	2009 £'000
FIXED ASSETS			
Tangible fixed assets	6	-	-
CURRENT ASSETS			
Debtors	7	-	2
CREDITORS amounts falling due within one year	8	<u>-</u>	<u>(14)</u>
NET CURRENT LIABILITIES		-	(12)
TOTAL ASSETS LESS CURRENT LIABILITIES		<u><u>-</u></u>	<u><u>(12)</u></u>
CAPITAL AND RESERVES			
Called up share capital	9	-	-
Profit and loss account	10	<u>-</u>	<u>(12)</u>
SHAREHOLDER'S DEFICIT	10	<u><u>-</u></u>	<u><u>(12)</u></u>

The financial statements were approved and authorised for issue by the Board and signed on its behalf by



Robert Burnett
Director

Date 16th March 2011

NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2010

1 ACCOUNTING POLICIES*Accounting convention*

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards in the United Kingdom

Going Concern

The directors intend to strike off the company in 2011, consequently the accounts have been prepared on a break-up basis

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by UCS Systems Limited and the company's results will be included in consolidated financial statements

Revenue recognition

Revenue from installation, consultancy and other services is recognised when the service has been provided. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty.

Tangible fixed assets

All fixed assets are initially recorded at cost. The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Depreciation

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost of each asset evenly over its expected useful life, as follows:

Plant and Equipment	-	over 4 years
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Deferred taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

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 that result in an obligation to pay more, or a right to pay less, tax in the future have occurred at the balance sheet date, with the exception that 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 a non-discounted 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.

NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2010

2 TURNOVER

Turnover is attributable to the sale of a computerised, internet based system for monitoring the usage of telephone systems. All turnover arose in the United Kingdom.

3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

This is stated after charging/(crediting)

	2010 £'000s	2009 £'000s
Release of inter-group debt	(14)	-
Depreciation of owned fixed assets	<u>-</u>	<u>3</u>

The company's audit fees of £2,500 in the current and prior year have been borne by a fellow group undertaking.

4 DIRECTORS' EMOLUMENTS AND STAFF COSTS

The director did not receive any remuneration for his services as director of the company in either the current or prior year as they are incidental to his role elsewhere in the group.

The company had no employees in the current or prior year.

5 TAX ON PROFIT ON ORDINARY ACTIVITIES**a) Analysis of tax credit on ordinary activities**

	2010 £'000	2009 £'000
Current tax		
UK Corporation tax (note 5b)	-	-
	<u>-</u>	<u>-</u>
Deferred tax		
Current year	2	(2)
	<u>2</u>	<u>(2)</u>
	<u>2</u>	<u>(2)</u>

NOTES TO THE FINANCIAL STATEMENTS
At 31 December 2010

5 TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

b) Factors affecting current tax charge

	<i>2010</i> <i>£'000s</i>	<i>2009</i> <i>£'000s</i>
Profit on ordinary activities before tax	<u>14</u>	<u>-</u>
Tax at 28% thereon	4	-
Effects of Release of inter-group balance	<u>(4)</u>	<u>-</u>
Current tax charge for year (note 5a)	<u>-</u>	<u>-</u>

c) Deferred tax

There is no unprovided deferred tax at 31 December 2010 (2009 - £nil)

6 TANGIBLE FIXED ASSETS

	<i>Plant and Equipment £'000s</i>
Cost	
At 1 January 2010	13
Disposals	<u>(13)</u>
At 31 December 2010	<u>-</u>
Depreciation	
At 1 January 2010	13
Eliminated on disposals	<u>(13)</u>
At 31 December 2010	<u>-</u>
Net book value	
At 31 December 2009 and 31 December 2010	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2010

7 DEBTORS

	2010 £'000	2009 £'000
Deferred taxation	<u>-</u>	<u>2</u>
	<u>-</u>	<u>2</u>

8 CREDITORS amounts falling due within one year

	2010 £'000	2009 £'000
Bank overdraft	<u>-</u>	<u>14</u>
	<u>-</u>	<u>14</u>

The bank overdraft is subject to an intra-group cross guarantee

9 SHARE CAPITAL

	2010 £	2009 £
<i>Authorised</i>		
1,000 Ordinary shares of £1 00	<u>1,000</u>	<u>1,000</u>
<i>Issued, allotted, called-up and fully paid</i>		
2 Ordinary shares of £1 00	<u>2</u>	<u>2</u>

NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2010

10 RECONCILIATION OF SHAREHOLDER'S FUNDS AND MOVEMENT ON RESERVES

	<i>Share capital £'000</i>	<i>Profit and loss account £'000</i>	<i>Total £'000</i>
			-
At 1 January 2009	-	(14)	(14)
Retained profit for the period	-	2	2
At 1 January 2010	-	(12)	(12)
Retained profit for the year	-	12	12
At 31 December 2010	-	-	-

No dividend was paid to the ordinary shareholders during the period

11 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related Party Transactions' not to disclose transactions with companies within the UCS Systems Limited group as consolidated accounts will be publicly available

The largest group of undertakings for which consolidated accounts are prepared and will be publicly available is that headed by UCS Systems Limited

12 PARENT UNDERTAKING

The immediate parent company is UCS European Holdings Limited, a company incorporated in England and Wales

The ultimate parent undertaking and the controlling party of Callbright Limited is Universal Computer Systems Holding, Inc incorporated in the U S A