

Callbright Limited

Annual Report and Financial Statements
for the year ended 31 July 2008

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COMPANIES HOUSE

DIRECTOR	R. D. Burnett
SECRETARY	R. M. Nalley
AUDITORS	Ernst & Young LLP No. 1 Colmore Square Birmingham B4 6HQ
BANKERS	National Westminster Bank Plc 1 Town Hall Buildings Bridge Street Banbury OX16 8JS
REGISTERED OFFICE	1200 Bristol Road South Northfield Birmingham B31 2RW

DIRECTORS' 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 July 2008.

PRINCIPAL ACTIVITY

The principal activity of the company is to provide telephone call tracking and management solutions.

BUSINESS REVIEW AND FUTURE PROSPECTS

The director intends to continue to market the product in the forthcoming year. The aim is to build a secure customer base which will provide the Company with a profitable future.

RESULTS AND DIVIDENDS

The loss for the year after taxation was £5,000.

There were no dividend payments in the year.

DIRECTORS OF THE COMPANY

The director who served during the year was as follows:

R. D. Burnett

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.

AUDITORS

Ernst & Young LLP were appointed as auditors during the period.

A resolution to re-appoint Ernst & Young LLP as the company's auditor will be put to the forthcoming Annual General Meeting.

DIRECTORS' REPORT

By order of the Board

Robert Nalley
Secretary

A handwritten signature in black ink, appearing to read 'Rm Nalley', written in a cursive style.

Date 1 June 2009

STATEMENT OF DIRECTORS' 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 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CALLBRIGHT LIMITED

We have audited the financial statements of Callbright Limited for the year ended 31 July 2008, which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 11. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit 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

The directors' responsibilities for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

In addition we report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 July 2008 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

Ernst & Young LLP

Ernst & Young LLP
Registered Auditor
Birmingham

4 June 2009

PROFIT AND LOSS ACCOUNT

for the year ended 31 July 2008

	<i>Notes</i>	<i>Year ended 31 July 2008 £'000s</i>	<i>Period ended 31 July 2007 £'000s</i>
TURNOVER	2	-	5
Operating charges		(5)	(13)
OPERATING LOSS	3	<u>(5)</u>	<u>(8)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>(5)</u>	<u>(8)</u>
Tax on loss on ordinary activities	5	<u>-</u>	<u>-</u>
LOSS AFTER TAXATION	9	<u><u>(5)</u></u>	<u><u>(8)</u></u>

All amounts relate to continuing activities.

There are no gains or losses for the current or prior period 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 July 2008

	Notes	2008 £'000	2007 £'000
FIXED ASSETS			
Tangible assets	6	5	9
CURRENT ASSETS			
Cash at bank and in hand		<u>-</u>	<u>4</u>
		-	4
CREDITORS: amounts falling due within one year	7	<u>(18)</u>	<u>(21)</u>
NET CURRENT LIABILITIES		(18)	(17)
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(13)</u>	<u>(8)</u>
CAPITAL AND RESERVES			
Called up share capital	8	-	-
Profit and loss account	9	<u>(13)</u>	<u>(8)</u>
SHAREHOLDER'S DEFICIT	9	<u>(13)</u>	<u>(8)</u>

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



Robert Burnett
Director

Date 1 June 2009

NOTES TO THE FINANCIAL STATEMENTS

At 31 July 2008

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.

Financial support

An immediate parent company, UCS European Holdings Limited, has provided in writing that it is its intention to continue to provide sufficient finance for the company to meet its liabilities when they fall due for a period of at least 12 months from the date of approval of these financial statements. The financial statements have therefore been prepared on a going concern basis.

Cash flow

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 Universal Computer Systems Holdings, Inc. and the company is included in consolidated financial statements.

Revenue recognition

Revenue from installation, consultancy and other services is recognised when the service has been provided.

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 July 2008

2. TURNOVER

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

3. OPERATING LOSS

This is stated after charging:

	<i>Year ended 31 July 2008 £'000s</i>	<i>Period ended 31 July 2007 £'000s</i>
Auditors' remuneration – audit services	1	-
Depreciation of owned fixed assets	4	4

4. DIRECTORS' EMOLUMENTS AND STAFF COSTS

No director received any remuneration in respect of services provided to this Company during the year (2007: £nil). The company had no employees in the year (2007: none).

5. TAX ON LOSS ON ORDINARY ACTIVITIES**a) Analysis of tax charge on ordinary activities**

	<i>Year ended 31 July 2008 £'000s</i>	<i>Period ended 31 July 2007 £'000s</i>
Current tax:		
UK Corporation tax (note 5b)	-	-
Deferred tax:		
Current year	-	-
	-	-
	-	-

NOTES TO THE FINANCIAL STATEMENTS

At 31 July 2008

5. TAX ON LOSS ON ORDINARY ACTIVITIES (continued)**b) Factors affecting current tax charge**

	Year ended 31 July 2008 £'000s	Period ended 31 July 2007 £'000s
Loss on ordinary activities before tax	<u>(5)</u>	<u>(8)</u>
Tax at 29.33%/30% thereon	(2)	(2)
Effects of:		
Depreciation in excess of capital allowances	1	-
Surrender of group relief	<u>1</u>	<u>2</u>
Current tax charge for year (note 5a)	<u>-</u>	<u>-</u>

c) Factors that may affect future tax charges

The UK corporation tax rate decreased from 30% to 28% on 1 April 2008. This rate change will affect the future cash payments to be made by the company.

d) Deferred tax

There is no provided deferred tax at either 31 July 2008 or 31 July 2007. The company has not provided the deferred tax asset of £4,000 (2007: £nil) in respect of Accelerated Capital Allowances and tax losses carried forward as the company does not expect to utilise the asset in the foreseeable future.

NOTES TO THE FINANCIAL STATEMENTS

At 31 July 2008

6. TANGIBLE FIXED ASSETS

	<i>Plant and Equipment £'000s</i>
Cost:	
At 1 August 2007 and 31 July 2008	<u>13</u>
Depreciation:	
At 1 August 2007	4
Provided during the period	4
At 31 July 2008	<u>8</u>
Net book value:	
At 31 July 2008	<u>5</u>
At 31 July 2007	<u>9</u>

7. CREDITORS: amounts falling due within one year

	<i>2008 £'000</i>	<i>2007 £'000</i>
Bank overdraft	18	-
Amounts due to fellow group undertakings	<u>-</u>	<u>21</u>
	<u>18</u>	<u>21</u>

8. SHARE CAPITAL

	<i>2008 £</i>	<i>2007 £</i>
<i>Authorised</i>		
1,000 Ordinary shares of £1.00 each	<u>1,000</u>	<u>1,000</u>
<i>Issued, allotted, called-up and fully paid</i>		
2 Ordinary shares of £1.00 each	<u>2</u>	<u>2</u>

NOTES TO THE FINANCIAL STATEMENTS

At 31 July 2008

9. RECONCILIATION OF SHAREHOLDER'S FUNDS AND MOVEMENT ON RESERVES

	<i>Share capital £'000</i>	<i>Profit and loss account £'000</i>
At 14 July 2006	-	-
Retained loss for the period	-	(8)
At 1 August 2007	-	(8)
Retained loss for the year	-	(5)
At 31 July 2008	-	(13)

No dividend was paid to the ordinary shareholders during the year.

10. 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 group companies as 90% of the voting rights are held within the group.

11. 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. and whose address is 6700 Hollister, Houston, Texas 77040.

The financial statements of the company are consolidated into the accounts of Universal Computer Systems Holding, Inc.