

APPENDIX 1

Pentagon Protection plc

Name at Incorporation: Pentagon Protection plc
Date of Incorporation: 17/07/2002
Company number: 4488281

Registered office & Trading Address 9 Millfield House
Woodshots Meadow
Croxley Green Business Park
Watford
WD18 8YX

Principal Activity: Supplier of protective films

<u>Directors</u>	<u>Appointed</u>	<u>Resigned</u>
Steven Chambers	15/11/2010	-
Stephen Harrhy	21/09/2004	17/04/2014
Haytham ElZayn	26/10/2005	07/04/2014
Cecil O'Brian	13/08/2013	-
Patric Fransko	02/03/2009	13/05/2013

<u>Secretaries</u>	<u>Appointed</u>	<u>Resigned</u>
Christopher Mather	10/11/2009	-

Issued and fully paid shares:-

Ordinary shares:	11,133,908 shares of 1p each
Deferred shares	8,819,181 shares of 9p each
Total share capital	£905,065

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<u>Substantial shareholdings as at 30/09/2013:</u>	<u>Ordinary 1p shares</u>	<u>% of issued ordinary shares</u>
H ElZayn	3,223,233	28.95%
Chunlin Liu Esq	620,000	5.57%
Boyce Investments Ltd	511,522	4.59%
D Thomas	407,977	3.66%
Dr J & Mrs J Wyatt	375,000	3.37%

Subsidiaries

The company owns 100% of the ordinary share capital of the following subsidiary companies:

Name	Principal activity	Country of incorporation
SDS Group Limited	Supply of security equipment and security training consultancy	England
International Glass Solutions LLC	Supply of window film solutions	USA

Extracts From Group Financial Information

	Year ended 30/09/2013 (£)	Year ended 30/09/2012 (restated) (£)	Year ended 30/09/2011 (£)
Turnover	5,357,513	1,960,331	2,851,631
Net Profit	389,527	(524,018)	(307,332)
Directors' Remuneration (parent co only)	186,418	140,663	147,991
Dividends paid	0	0	0
Retained earnings @ y/e	(7,896,177)	(8,285,704)	(7,761,686)
Shareholders' funds	262,449	(129,849)	263,691
Date of Auditor's report	20/02/2014	27/03/2013	6/03/2012

Charges and security:

Description	Person Entitled	Created	Registered	Amount Secured
Legal Charge	Technical & General Guarantee Company S.A.	05/07/2010	10/07/2010	€15,000
Charge on shares	Haytham Elzayn	25/10/2010	03/11/2010	£326,365

PENTAGON PROTECTION PLC

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2013

	Notes	2013 £	2012 £ (restated)
Revenue	2	5,357,513	1,960,331
Cost of sales		(3,440,962)	(1,351,791)
Gross profit		1,916,551	608,540
Distribution costs		(91,070)	(24,974)
Administrative expenses		(1,275,491)	(1,073,826)
OPERATING PROFIT/(LOSS) BEFORE FINANCING ACTIVITIES		549,990	(490,260)
Finance income	3	16	10
Finance costs	4	(158,591)	(33,224)
PROFIT/(LOSS) BEFORE TAX	5	391,415	(523,474)
Tax	6	(1,888)	(544)
PROFIT/(LOSS) FOR THE YEAR		389,527	(524,018)
Other comprehensive income/(expense)		1,502	(2,748)
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE YEAR		391,029	(526,766)
Profit/(loss) attributable to Equity holders of the parent		389,527	(524,018)
Total comprehensive income/(expense) for the year attributable to Equity holders of the parent		391,029	(526,766)
Earnings/(loss) per share (pence per share)			
Basic	7	3 5p	(5 6)p
Diluted	7	3 5p	(5 6)p

Revenue and operating profit/(loss) for the year all derive from continuing operations

These are extracts from the Company's full consolidated accounts. The reader should obtain copies of the full accounts for the other pages containing the notes which are referred to herein

PENTAGON PROTECTION PLC
STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2013

	Notes	Group		Company	
		2013 £	2012 £	2013 £	2012 £
ASSETS					
Non-current assets					
Intangible asset	8	-	8,779	-	-
Investments	9	-	-	641,921	641,921
Goodwill	10	434,536	434,536	-	-
Property, plant and equipment	11	30,742	15,585	23,324	5,932
		<u>465,278</u>	<u>458,900</u>	<u>665,245</u>	<u>647,853</u>
Current assets					
Inventories		144,023	168,546	8,135	8,135
Trade and other receivables	12	821,558	626,081	684,846	700,296
Cash and cash equivalents		9,529	114,954	52	84,692
		<u>975,110</u>	<u>909,581</u>	<u>693,033</u>	<u>793,123</u>
TOTAL ASSETS		<u>1,440,388</u>	<u>1,368,481</u>	<u>1,358,278</u>	<u>1,440,976</u>
EQUITY AND LIABILITIES					
Current liabilities					
Trade and other payables	13	822,141	1,006,774	425,242	619,257
Shareholder loan	13	337,888	491,556	337,888	491,556
Obligations under finance lease	14	5,625	-	5,625	-
		<u>1,165,654</u>	<u>1,498,330</u>	<u>768,755</u>	<u>1,110,813</u>
Non-current liabilities					
Obligations under finance lease	14	12,285	-	12,285	-
Total liabilities		<u>1,177,939</u>	<u>1,498,330</u>	<u>781,040</u>	<u>1,110,813</u>
Equity					
Issued capital	16	905,065	905,065	905,065	905,065
Share premium account		7,160,948	7,160,948	7,160,948	7,160,948
Share based payments	17	81,415	80,146	81,415	80,146
Other reserves		11,198	9,696	11,459	11,459
Retained earnings		(7,896,177)	(8,285,704)	(7,581,649)	(7,827,455)
Total equity attributable to equity shareholders of the parent		<u>262,449</u>	<u>(129,849)</u>	<u>577,238</u>	<u>330,163</u>
TOTAL EQUITY AND LIABILITIES		<u>1,440,388</u>	<u>1,368,481</u>	<u>1,358,278</u>	<u>1,440,976</u>

The financial statements on pages 10 to 39 were approved by the directors and authorised for issue on 20 February 2014 and are signed on their behalf by

S Chambers
 Director

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