

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

APPENDIX 1

<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 2013 £	2012 £	Company 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

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

	Liquidation		CVA
<u>Assets subject to specific security</u>			
Volvo car	16,000		16,000
Less HP	(13,754)		(13,754)
Equity in vehicle		2,246	2,246
<u>Assets not subject to security</u>			
Film business and goodwill (4)	0		0
Shares in IGS LLC (5)	0		1
IGS intercompany account	0		1
Contribution from Peterhouse Investors	0		32,800
Trade debtors	0		10,000
Claims against former director	TBC		TBC
Equity in Performance bond (4)	0		0
Other Debtors	3,081		3,081
Cash at bank	11,452		11,452
		14,533	57,335
Total Assets		16,779	59,581
<u>Less costs of insolvency procedure</u>			
Liquidator's fees and disbursements (est)	40,000		
Nominee Fee			13,000
Nominee disbursements			1,500
Supervisor fees			15,000
Supervisor disbursements			1,500
Advising directors pre-appt			3,000
Legals	1,500		3,000
		(41,500)	(37,000)
Contribution from Peterhouse Investors towards CVA costs (6)			20,000
Surplus available for preferential creditors		(24,721)	42,581
<u>Preferential creditors</u>			
Est.Employee claims (arrears of salary) (2) (3)		(8,883)	0
Surplus available for unsecured creditors		(33,604)	42,581
<u>Unsecured creditors</u>			
Trade creditors	230,833		230,833
HMRC	75,073		75,073
Employee claims (3)	36,915		0
Haytham ElZayn (1) (4)	149,999		0
Former Director's claim	TBC		TBC
		(492,820)	(305,906)
Shortfall to unsecured creditors		(492,820)	(263,325)
Dividend to unsecured creditors		0%	13.9%
Issued share capital	905,065		905,065
Shortfall to shareholders	(1,397,885)		(1,168,390)
Dividend to shareholders		0%	0%

NOTES

- 1) To stand aside from unsecured dividend in CVA in lieu of the shares of PPFilm
- 2) Based on estimated preferential claims of £800 per employee for arrears of wages
- 3) Enil claims for employees in CVA as employment contracts transferred
- 4) To be assigned to a new subsidiary "PPFilm" and sold to Mr H ElZayn - see note (1)
- 5) Considered to have Enil value but proposed to be sold to H ElZayn for £1 in CVA
- 6) Value in the CVA of £120,000 less the transaction costs of Peterhouse of £100,000

Pentagon Protection plc
Directors' estimated statement of affairs
Dated 19 June 2014

Appendix 4 (i)

Book value (1)
£

Assets subject to specific security

Volvo car	17,774
Less HP	(13,754)
Equity in vehicle	4,020

Assets not subject to security

Plant & Machinery	3,026
Office equipment	2,280
Stock	8,135
Cash	11,452
Trade debtors	22,216
Equity in Performance bond	12,630
Other debtors	3,081
IGS intercompany account	171,603
	234,423

Total assets available for preferential creditors **238,443**

Preferential creditors

Est. Employee claims (arrears of salary) (8,883)

Surplus available for unsecured creditors **247,326**

Unsecured creditors

Trade creditors	230,833
HMRC	75,073
Employee claims	0
Haytham ElZayn	149,999
Former Director's claim	TBC
Total unsecured claims	455,905

Surplus/(Deficit) as regards unsecured creditors **(208,579)**

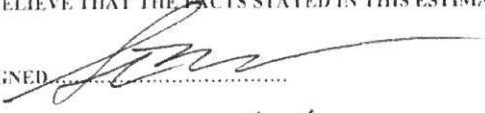
Issued share capital 905,065

Shortfall as regards share capital **(1,113,644)**

NOTES

1) This shows a comparison to the Company's accounts and not a likely outcome as regards stakeholders

I BELIEVE THAT THE FACTS STATED IN THIS ESTIMATED STATEMENT OF AFFAIRS ARE TRUE

SIGNED 

DATED 19 JUNE 2014

PRINTED *STEVEN D. CHAMBERS*
DIRECTOR OF THE COMPANY

Statement of Affairs: Creditors details

p123 Pentagon Protection PLC

Creditor	Address	Secured Claim	Pref Claim	Unsecured
Unsecured Claims				
0001 Abe Install Retention	38 Langstone Walk, Fareham, Hants, . PO14 3AB	£0.00	£0.00	£705.09
0002 Allenby Capital	3 St Helen's Place, London, . . EC3A 6AB	£0.00	£0.00	£0.00
0003 Allenby Capital	Allenby Capital, 3 St Helen's Place, London, . EC3A 6AB	£0.00	£0.00	£8,762.00
0004 Armashield Egypt	33 Mostafa El Nahas St, Nasr City, Cairo, Egypt.	£0.00	£0.00	£4,890.44
0005 Bonwyke Limited	Unit 3 Salterns Lane Industrial Estate, Salterns Lane, Fareham, Hampshire. PO16 0SU	£0.00	£0.00	£7,078.91
0006 British Telecommunications	81 Newgate Street, London, . . EC1A 7AJ	£0.00	£0.00	£40.47
0007 02 Select (B T Cellnet)	Correspondence Department, Po Box 202, Houghton Regis, . LU6 9AG	£0.00	£0.00	£285.11
0008 Baxter Hoare Travel Ltd	16 Winchester Walk, London Bridge, . . SE1 9AQ	£0.00	£0.00	£1,293.10
0009 Baker Tilly	The Clock House, 140 London Road, Guildford, Surrey. GU1 1UW	£0.00	£0.00	£25,918.98
0010 Berchman.com	Po Box 1015, Ojai, United States Of America, . CA 93024	£0.00	£0.00	£925.93
0012 Blue Direct Limited	Montpelier Chambers, 61-63 High Street South, Dunstable, Bedfordshire. LU6 3SF	£0.00	£0.00	£182.10
0013 Certified International Systems Limited	Belmont House, High Street, Studley, Warwickshire. B80 7HJ	£0.00	£0.00	£11.25
0014 Graham Clark Retention	37 Bonnar Road, Sesey, West Sussex, . PO20 9AU	£0.00	£0.00	£767.99
0015 Cacouris Xen £	1 Adelabu Close, Opp. Custom College, Ikeja, Lagos.	£0.00	£0.00	£1,400.00
0016 Cantor Fitzgerald	17 Crosswall, London, . . EC3N 2LB	£0.00	£0.00	£12,000.00
0017 Chiltern Air Freight Limited	Wraysbury House, Poyle Road, Cohnbrook, Berks. SL3 0AY	£0.00	£0.00	£4,133.86
0018 Clearly Graphics	29 Marton Burn Road, Middlesbrough, Cleveland, . TS4 3SJ	£0.00	£0.00	£165.91
0019 Clearly Graphics Retention	29 Marton Burn Road, Middlesbrough, . . TS4 3SJ	£0.00	£0.00	£170.65
0020 County Construction Chemicals	Unit 4 Chingford Industrial Centre, Hall Lane, London, . E4 8DJ	£0.00	£0.00	£39.60
0021 Croxley Alarm Systems Ltd	Concorde House, 4 Scots Hill, Croxley Green, Hertfordshire. SK1 4AP	£0.00	£0.00	£1,278.18
0022 Cubeism Law	116-118 Chancery Lane, London, . . WC2A 1PP	£0.00	£0.00	£4,749.81
0026 Dymond Products Ltd	Unit 16 Huntington Business Centre, Stukeley Road, Huntingdon, Cambs. PE29 6HQ	£0.00	£0.00	£1,211.94

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<i>Creditor</i>	<i>Address</i>	<i>Secured Claim</i>	<i>Pref Claim</i>	<i>Unsecured</i>
0027	Excel Office Supplies	Paje House, 164 West Wycombe Road, High Wycombe, Buckinghamshire. HP12 3AE	£0.00	£707.15
0028	Glass and Glazing Federation	The Accounts Department, 44-48 Borough High Street, London, . SE1 1XB	£0.00	£2,880.00
0029	General Equipment Finance	The Old Mill, Millhouse Lane, Millhouse Green, Sheffield.	£0.00	£3.00
0031	GJH Façade retention	313 Ampthill Road, Bedford, . MK42 9RA	£0.00	£536.56
0032	HSS Hire Service	The Accounts Department, 25 Willow Lane, Mitcham, Surrey. CR4 4TS	£0.00	£1,125.01
0033	Luker Rowe Hibernian Insurance Brokers	Century House, London Road, Old Amersham, Buckingham Shire. HP7 0TU	£0.00	£120.23
0035	James, Dr Lawrence	Alwayswithjames@yahoo.com, . . .	£0.00	£368.00
0036	Karl A Jones	150 Millar Way, Brampton, Huntingdon, Cambridgeshire. FE28 4UA	£0.00	£11.71
0037	Limesigns Limited	Unit 002 Solent Business Centre, Millbrook Road West, Southhampton, . SO15 0HW	£0.00	£187.00
0038	London Stock Exchange	Credit Control 3 Floor, 10 Paternoster Square, London, . EC4N 7LS	£0.00	£8,307.60
0039	LSB GROEP N.V.	Slakweidestraat 32, Oude Bunders 2126, 3630 Maasmechelen, Belgium.	£0.00	£19,149.38
0040	Moate, Andy - Retention	49 Castle View Road, Portchester, Fareham, Hants. PO16 9LG	£0.00	£25.54
0041	Metamark (UK) Ltd	Octimum Business Park, Forsyth Road, Woking, Surrey. GU21 5SF	£0.00	£254.99
0042	Michael Searle & Son	Unit 7 Tanners Yard, Treadway Street, London, . E2 6QB	£0.00	£1,933.80
0043	MSPP Global Ltd	11 Duncan Close, Moulton Park, Northampton, Northants. NN3 6WL	£0.00	£490.58
0044	Multi-Fix Window Films	130 Folkstone Road, Southport, Merseyside, . PR8 5PP	£0.00	£165.00
0045	Nabarro	Lacon House, 84 Theoblad's Road, London, . WC1X 8RW	£0.00	£14,997.60
0046	Capita (Northern) Registras Ltd	The Finance Dept, 34 Beckenham Rd, Kent, . BR3 4TU	£0.00	£3,509.44
0047	Northwest Window Film Retention	6 Alundale Road, The Grange, Liverpool, . L12 9JT	£0.00	£214.42
0048	OFEC Consulting Ltd	398b Woodstock Road, Oxford, . . OX2 8JW	£0.00	£2,310.97
0049	Pitney Bowes Limited	Po Box 4238, Elizabeth Way, Harlow, Essex. CM19 5LS	£0.00	£27.44
0050	Pritchard Englefield Solicitors	14 New Street, London, . . ECM2	£0.00	£1,382.40
0051	Prolux	Kilcoole Industrial Estate, Kilcoole, Co. Wicklow, .	£0.00	£683.00
0052	Rivington Street Corporate Finance	3rd Floor, 3 London Wall Buildings, London Wall, London, . EC2A 5SY	£0.00	£890.00
0053	Robinson & Co	7 North Street, Midhurst, West Sussex, . GU29 9DJ	£0.00	£1,502.54
0054	Royal Mail	The Remittance Centre, Papyrus Road, Werrington, Peterborough. PE4 5PG	£0.00	£1,003.43
0055	R S Barber Retention	R S Barber, Black Eagle Drive, Northfleet, Kent. A11 9AJ	£0.00	£51.31

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Creditor	Address	Secured Claim	Prof Claim	Unsecured
0056 Stephen Harry	9 Passey Crescent, Benson, Oxfordshire, . OX10 6LD	£0.00	£0.00	£0.00
0057 Sage (UK) Ltd	Po Box 4598, Worthing, . . BN11 9BU	£0.00	£0.00	£494.98
0058 Safe N Solar Retention	82 Laburnum Road, Fareham, Hants, . PO16 0SW	£0.00	£0.00	£63.29
0059 Saleh, Ahmed	Ladi Kwali Street, 143 Maitama, Abuja, Nigeria.	£0.00	£0.00	£300.00
0060 SAS Window Films	13 Coppice End, Bullen Village, Ryde, Isle Of Wight. PO33 1QN	£0.00	£0.00	£362.12
0061 Solar Gard UK	Unit 13, Ball Mill Top Bus., Park Grimley (main Road), Worsestershire. WR2 6LS	£0.00	£0.00	£1,775.05
0062 Spandex UK	1600 Park Avenue, Aztec West, Almonsbury, Bristol. BS32 4UA	£0.00	£0.00	£820.55
0063 Specialist Window Films Ltd	2 Byrons Drive, Timperey, Altrincham, Cheshire. WA15 6JF	£0.00	£0.00	£2,208.00
0064 Steve Mulligan	27 York Street, Stockport, . . SK3 9HL	£0.00	£0.00	£852.71
0065 SunTek	Unit 5 Harlow Mill Business Centre, River Way, Harlow, Essex. CM20 2FD	£0.00	£0.00	£1,506.77
0066 Swiftpage International Ltd	Ground Floor, Q15 Quorum Business Park, Benton Lane, Newcastle Upon Tyne, . NE12 8BU	£0.00	£0.00	£361.31
0067 Sysmax Industry Trading Company Limited	Rm 1407-08, Glorious Tower, 850 East Dongfeng Road, Guangzhou China. 510600	£0.00	£0.00	£462.60
0068 T1ps.com	3rd Floor, Henry Thomas House, 5-11 Worship Street, London, . EC2A 2BH	£0.00	£0.00	£3,133.36
0069 Thomas Eggar	Belmont House, Station Way, Crawley, West Sussex. RH10 1JA	£0.00	£0.00	£568.80
0070 Three Rivers District Council	Revenues Shared Service, Three Rivers House, Northway, Rickmansworth. WD3 1RL	£0.00	£0.00	£19,280.00
0071 UK Solarfilm and Graphix retention	22 Boardman Fold Road, Alkington, Manchester, . M24 1GD	£0.00	£0.00	£155.01
0072 Vision Office Interiors	Unit E, Fronds Park, Frouds Lane, Aldermaston, Berkshire. RG7 4LH	£0.00	£0.00	£753.60
0073 VOTI Inc	7800 Trans Canada Highway, Pointe-caire, Quebec, Canada. H9R 1C6	£0.00	£0.00	£750.02
0074 Wadsworth, Adam retention	The Firs, Burtons Lane, Chalfont St Giles, Buckinghamshire. HP8 4BL	£0.00	£0.00	£24.75
0075 Warrenner Stewart	Harwood House, 43 Harwood Road, London, . SW6 4QP	£0.00	£0.00	£13,889.23
0076 Woodbury Window Films Retention	79a Woodbury Road, Sheffield, . . S9 1NZ	£0.00	£0.00	£3.00
0077 Workman	4th Floor, Minton Place, Station Road, Swindon. SN1 1DA	£0.00	£0.00	£12,485.17
0078 WorldPay Ltd	Worldpay Centre, The Science Park, Milton Road, Cambrindge. CB4 0WE	£0.00	£0.00	£23.94
0079 Alcom Computing	84 The Broadway, Chesham, Bucks, . HP5 1EG	£0.00	£0.00	£0.00
0080 Allstar	Banking Services, Arval Post Dept 27, Arval Centre, Windmill Hill, Swindon. SN5 6PE	£0.00	£0.00	£165.13

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<i>Creditor</i>	<i>Address</i>	<i>Secured Claim</i>	<i>Pref Claim</i>	<i>Unsecured</i>
0081 Bizispace	84 The Broadway, Chesham, Buckinghamshire, . HP5 1EG	£0.00	£0.00	£0.00
0082 Boswell, Jason - expenses		£0.00	£0.00	£0.00
0083 Ecotricity	Unicorn House, Russel Road, Stroud, Gloucestershire. GL5 3AX	£0.00	£0.00	£1,065.77
0084 IBR Service Group	13089 Peyton Dr #290, Chino Hills, . CA 91709	£0.00	£0.00	£0.00
0087 HMRC	Vas, Durrington Bridge House, Barrington Road, Worthing. BN12 4SE	£0.00	£0.00	£75,073.00
0092 Deans Group Limited	10 Linden Drive, Duntocher, Clydebank, . G81 6BW	£0.00	£0.00	£208.14
0093 Dembak Ventures	63 Darwin Court, Barlow Street, London, . SE17 1AB	£0.00	£0.00	£29,500.00
0094 Stephanie E Kirkwood		£0.00	£0.00	£0.00
0096 Service Group Distribution	400 Metro Place North, Suite 300, Dublin, Ohio 43017. USA	£0.00	£0.00	£266.23
0097 Tony Siddiq	210 Lowerhouses Lane, Huddersfield, West Yorkshire, . HD5 8JZ	£0.00	£0.00	£150.00
0098 Tomasz Wojciechowski	23 Copthorne Mews, Harlington Hayes, Middlesex, . UB3 4BN	£0.00	£0.00	£354.02
Claim class totals		£0.00	£0.00	£305,905.97

Employee Claims

0099 Sophie Howard	62 Upper Belmont Road, Chesham, Buckinghamshire, . HP5 2DD	£0.00	£0.00	£0.00
0100 Chris Mather	Flat 6, 59 The Avenue, Surbiton, Surrey. KT5 8JW	£0.00	£0.00	£0.00
0101 Alan Bannister	17 Henry Tate Mews, London, . . SW16 3HA	£0.00	£0.00	£0.00
Claim class totals		£0.00	£0.00	£0.00

Secured Claims

0086 Haytham Elzayn	2740 W. Lane Avenue, Columbus, Ohio,, United States Of America. OH43221		£0.00	£149,999.00
0089 Technical & Guarantee Company SA	18 Avenue Louis Casai, 1209 Geneva, Switzerland, .	£0.00	£0.00	£0.00
0090 BMW Financial Services plc	Europa House, Bartley Way, Hook, Hampshire. RG27 9UF	£13,757.73	£0.00	£0.00
Claim class totals		£13,757.73	£0.00	£149,999.00

Grand Total

£13,757.73	£0.00	£455,904.97
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Pentagon Protection Plc

Management Accounts

28 February 2014

Pentagon Protection Plc

Summary Profit and loss account

28 February 2014

	<i>Film</i> £	<i>SDS</i> £	<i>IGS</i> £	Total £
Sales	5,123	65,307	15,819	86,249
Gross profit	(5,077)	17,971	4,215	17,108
<i>GP Margin</i>	(99%)	28%	27%	20%
Company overheads	32,417	19,348	8,424	60,190
Exceptional financing costs	0	0	0	0
Contribution to group	(37,494)	(1,378)	(4,210)	(43,082)
Plc overheads	(1,638)	(22,780)	(5,236)	(29,654)
Corporation tax	0	0	1	1
Profit/(Loss)	(39,133)	(24,158)	(9,445)	(72,735)

Year to date

	<i>Film</i> £	<i>SDS</i> £	<i>IGS</i> £	Total £
Sales	48,254	331,838	60,322	440,414
Gross profit	(13,622)	111,716	20,045	118,139
<i>GP Margin</i>	-28%	34%	33%	27%
Company overheads	194,053	96,826	51,793	342,672
Exceptional financing costs	0	0	0	0
Contribution to group	(207,675)	14,890	(31,749)	(224,533)
Plc overheads	(16,242)	(111,694)	(20,304)	(148,240)
Corporation tax	0	0	(151)	(151)
Profit/(Loss)	(223,917)	(96,804)	(52,203)	(372,924)

Pentagon Protection Plc

Monthly Profit and Loss Account

28 February 2014

[illegible]

Pentagon Protection Plc

Monthly Profit and Loss Account

28 February 2014

	Oct '13	Nov '13	Dec '13	Jan '14	Feb '14	Mar '14	Apr '14	May '14	Jun '14	Jul '14	Aug '14	Sep '14	Total
Telephone	1,498	1,017	721	928	957		0	0	0	0	0	0	5,121
Legal fees	0	2,525	0	0	125		0	0	0	0	0	0	2,650
Professional fees	0	0	150	0	0		0	0	0	0	0	0	150
Consultancy	0	0	0	0	0		0	0	0	0	0	0	0
Computer costs	826	769	896	1,598	522		0	0	0	0	0	0	4,610
Cleaning and sundries	356	20	40	17	2		0	0	0	0	0	0	435
Bank charges & interest	721	161	251	776	718		0	0	0	0	0	0	2,627
Exchange rate variance	(638)	463	(159)	12,013	1,918		0	0	0	0	0	0	13,597
Depreciation	542	474	515	503	493		0	0	0	0	0	0	2,527
Loss on disposal of motor vehicles	0	0	0	0	0		0	0	0	0	0	0	0
Donations and subscriptions	121	116	122	21	19		0	0	0	0	0	0	399
General expenses	35	88	73	60	50		0	0	0	0	0	0	306
Repairs & renewals	471	452	164	60	23		0	0	0	0	0	0	1,170
Insurances	4,669	2,936	4,211	3,652	2,790		0	0	0	0	0	0	18,257
Suspense	0	0	0	0	0		0	0	0	0	0	0	0
Bad debts	0	0	0	0	0		0	0	0	0	0	0	0
	34,984	39,572	36,085	50,996	32,417		0	0	0	0	0	0	194,053

NET PROFIT/(LOSS) BEFORE PLC OVERHEADS

NET PROFIT/(LOSS) BEFORE PLC OVERHEADS	(39,051)	(42,391)	(36,204)	(52,534)	(37,494)	0	0	0	0	(207,675)
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OVERHEADS - PLC

OVERHEADS - PLC											
Salaries	6,576	6,487	6,447	8,745	6,399	0	0	0	0	0	34,654
Marketing & promotion	510	600	0	0	0	0	0	0	0	0	1,210
Travelling & entertainment	258	126	1,675	1,805	604	0	0	0	0	0	4,468
Motor expenses	902	551	1,334	624	800	0	0	0	0	0	4,211
Legal & professional fees	2,896	4,100	2,600	24,900	10,627	0	0	0	0	0	45,124
Telephone	224	86	81	86	307	0	0	0	0	0	785
Printing, postage & stationery	0	0	0	0	26	0	0	0	0	0	26
Financial reporting & tax	2,750	4,850	4,650	2,750	3,550	0	0	0	0	0	18,550
Audit fees	1,542	1,542	1,542	2,502	1,574	0	0	0	0	0	8,702
Bank charges & interest	531	488	578	614	339	0	0	0	0	0	2,550
Subscriptions	88	526	544	738	492	0	0	0	0	0	2,388
Nomad & broker's fees	3,953	2,954	4,551	4,153	3,687	0	0	0	0	0	19,299
General expenses	13	13	0	0	0	0	0	0	0	0	26
Staff accommodation	1,250	1,250	1,250	1,250	1,250	0	0	0	0	0	6,250
	21,593	23,574	25,252	48,166	29,654	0	0	0	0	0	148,240

NET PROFIT/(LOSS) AFTER PLC OVERHEADS

NET PROFIT/(LOSS) AFTER PLC OVERHEADS

Recharge to SDS	10,021	6,052	37,688	35,153	22,780	0	0	0	111,694
Recharge to IGS	2,910	11,259	(7,992)	7,991	5,236	0	0	0	20,304

PROFIT/(LOSS) FOR THE PERIOD

PROFIT/(LOSS) FOR THE PERIOD	(47,713)	(48,654)	(30,861)	(57,557)	(39,133)	0	0	0	0	0	(223,917)
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SDS Group Limited

Monthly Profit and Loss Account

28 February 2014

SALES											
Equipment sales	9,740	506	198,139	13,232	61,852	0	0	0	0	0	283,469
Training sales	0	0	0	0	0	0	0	0	0	0	0
Ops	0	0	0	3,995	0	0	0	0	0	0	3,995
Repairs	18,697	2,592	580	18,445	3,314	0	0	0	0	0	43,628
Security audit	0	0	0	0	0	0	0	0	0	0	0
Other income	50	15	125	415	141	0	0	0	0	0	746
Interest	0	0	1	0	0	0	0	0	0	0	1
Total income	28,487	3,113	198,844	36,086	65,307	0	0	0	0	0	331,838

PURCHASES										
Purchases	1,335	1,483	134,957	19,862	42,731	0	0	0	0	200,368
Purchase charges	17	634	3,545	486	642	0	0	0	0	5,325
Consultancy	1,260	60	17	4,922	0	0	0	0	0	6,259
Sales commission	0	0	0	0	0	0	0	0	0	0
Miscellaneous Expenses	0	0	0	0	0	0	0	0	0	0
Opening Stock	127,068	123,542	123,542	123,177	122,861	0	0	0	0	127,068
Closing Stock	(123,542)	(123,542)	(123,177)	(122,861)	(118,898)	0	0	0	0	(118,898)
	6,138	2,177	138,884	25,586	47,336	0	0	0	0	220,122

22,349	936	59,960	10,501	17,971	0	0	0	0	111,716
GROSS PROFIT/(LOSS)									

GP MARGIN	78.5%	30.1%	30.2%	29.1%	27.5%	33.7%
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OVERHEADS											
Sales promotions	1,869	265	161	96	96	0	0	0	0	0	2,487
Exhibitions	1,910	0	0	1,415	1,415	0	0	0	0	0	4,740
Staff Salaries	10,667	10,667	10,667	10,667	10,667	0	0	0	0	0	53,333
Employer's National Insurance	1,129	1,129	1,129	1,129	1,129	0	0	0	0	0	5,646
Employer's Pension	550	550	550	300	300	0	0	0	0	0	2,250
Rent & Rates	1,793	1,098	1,052	1,914	2,169	0	0	0	0	0	8,026
Motor Expenses	256	407	354	103	670	0	0	0	0	0	1,790
Travelling	236	1,020	122	92	192	0	0	0	0	0	1,661
Entertainment	121	68	134	83	85	0	0	0	0	0	491
Telephone	576	209	155	211	273	0	0	0	0	0	1,424
Printing, postage and stationery	868	118	21	0	162	0	0	0	0	0	1,169
General expenses	1	0	0	355	0	0	0	0	0	0	356
Audit and accountancy fees	640	540	540	540	540	0	0	0	0	0	2,800

Pentagon Protection Plc

Balance Sheet

28 February 2014

£

Non-current assets

Property, plant and equipment	23,193
Investments	641,921
	<u>665,114</u>

Current Assets

Inventories	8,135
Trade receivables	85,973
Other receivables	27,721
Amounts owed by group undertakings	(20,353)
Pentagon International	0
Prepayments and accrued income	26,603
Cash and cash equivalents	12,960
	<u>141,039</u>

Current Liabilities

Trade payables	(192,646)
Accruals and deferred income	(112,892)
Other taxes and social security costs	(25,386)
Director's loan - H ElZayn	(326,365)
Service Group Distribution	0
Service Group Distribution	0
International Glass Solutions	238,640
Other payables	(34,184)
	<u>(452,832)</u>

Net Current Assets (311,793)

Total Assets Less Current Liabilities 353,321

Equity

Issued capital	905,065
Share premium account	7,160,947
ESOP	(4,541)
Share based payments	81,415
Merger Reserve	16,000
Retained earnings	(7,581,649)
Current year profit/(loss)	(223,917)
	<u><u>353,321</u></u>

SDS Group Limited

Balance Sheet

28 February 2014

£

Non-current assets

Research & Development	0
Property, plant and equipment	6,100
Investments	0

6,100

Current Assets

Inventories	118,898
Trade receivables	34,619
Other receivables	0
Prepayments and accrued income	5,119
Cash and cash equivalents	8,226

166,861

Current Liabilities

Trade payables	(85,217)
Amounts owed to group undertakings	(71,768)
Other taxes and social security costs	(17,506)
Other payables	(500)
H ElZayn loan account	0
Accruals and deferred income	(20,844)

(195,836)

Net Current Assets (28,975)

Total Assets Less Current Liabilities (22,875)

Equity

Capital redemption reserve	600
Issued capital	400
Retained earnings	72,929
Current year profit/(loss)	(96,804)

(22,875)

International Glass Solutions LLC

Balance Sheet

28 February 2014

£

Non-current assets

Intangible assets	3,832
Goodwill	0
Fixed assets	575
	<u>4,407</u>

Current Assets

Inventories	7,753
Trade receivables	24,791
Other receivables	4,588
SDS Group Ltd	92,121
Amounts owed by group undertakings	(218,336)
Prepayments and accrued income	0
Cash and cash equivalents	7,397
	<u>(81,685)</u>

Current Liabilities

Trade payables	(54,669)
Amounts owed to group undertakings	0
National Admin Solut	(12)
Allegiance Holdings	0
Zola	1,233
SGD	(5,976)
Plc rechaharges	(20,304)
Provisions	0
Other taxes and social security costs	(8,195)
H ElZayn	0
Other payables	(45,472)
Penragon USA	0
NGSG	(10,586)
Accruals and deferred income	(2,698)
	<u>(146,678)</u>

Net Current Assets (228,362)

Total Assets Less Current Liabilities (223,956)

Equity

Issued capital	0
Retained earnings	(360,190)
Contributed capital	188,437
Exchange rate variance	0
Current year profit/(loss)	(52,203)

(223,956)

Pentagon Protection Plc

Projected cash flow

Appendix 6

	Notes	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Totals
Receipts													
TNT		6,028											6,028
Polar Ford		1,004											1,004
Expected sales receipts		0	5,800	46,400	46,400	46,400	46,400	58,000	46,400	34,800	34,800	52,200	417,600
Payments													0
HP repayments on Volvo													0
Film overheads - net of VAT		(11,043)	(19,004)	(21,005)	(26,904)	(19,004)	(21,005)	(26,904)	(19,004)	(21,005)	(24,976)	(17,076)	(226,930)
Expected cost of sales		(2,040)	(16,320)	(18,020)	(29,920)	(29,920)	(34,000)	(29,920)	(29,240)	(25,840)	(28,560)	(10,200)	(253,980)
VAT													0
Input VAT film		(4)	(294)	(694)	(294)	(294)	(694)	(294)	(294)	(694)	(294)	(294)	(4,145)
Input VAT Plc		0	0	0	0	0	0	0	0	0	0	0	0
Output VAT included in sales receipts													0
VAT return - June quarter paid/received Jul				(5,642)			(11,358)			(9,758)			(26,758)
Cash movement for month		(6,055)	(29,818)	1,039	(10,718)	(2,818)	(20,657)	882	(2,138)	(22,497)	(19,030)	24,630	(87,180)
Cash balance b/f 28 May		13,502	7,447	(22,371)	(21,332)	(32,050)	(34,868)	(55,525)	(54,643)	(56,781)	(79,278)	(98,308)	1,658
Cash balance c/f		7,447	(22,371)	(21,332)	(32,050)	(34,868)	(55,525)	(54,643)	(56,781)	(79,278)	(98,308)	(73,678)	(85,522)

Gibson Hewitt Limited**Information to Creditors - Charge out rates and policy regarding the recharge of Disbursements****Charge out Rates (£ per hour)**

Insolvency Practitioner/Partner	£360
Manager	£235
Other Senior Professionals	£100 - £130
Support Staff	£75 - £99

The above grades include staff in the Business Recovery & Insolvency department. Time is charged to cases in 6 minute units.

Disbursements

In accordance with Statement of Insolvency Practice 9 (SIP9) disbursements are categorised as either Category 1 or Category 2. A Creditors guide to these expenses can be found at:

<http://www.icaew.com/en/technical/insolvency/creditors-guides>

Category 1 Disbursements

These are costs where there is specific expenditure directly referable both to the appointment in question and a payment to an independent third party. These may include, for example, advertising, room hire, storage, postage, telephone charges, travel expenses, and equivalent costs reimbursed to the office holder or his or her staff.

Category 1 disbursements can be drawn without prior approval, although an office holder should be prepared to disclose information about them in the same way as any other expenses.

Category 2

These are costs that are directly referable to the appointment in question but not to a payment to an independent third party. They may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis, for example, business mileage.

Category 2 disbursements may be drawn if they have been approved in the same manner as an office holder's remuneration. When seeking approval, an office holder should explain, for each category of expense, the basis on which the charge is being made.

Gibson Hewitt proposes to recover category 2 disbursements as follows:

- Insolvency Practitioner and staff mileage re-imbursement at HMRC 50p per mile
- Faxes at 70p per sheet and Photocopying at 18p per sheet, based on comparative commercial rates.
- Storage at £1 per box of records per month

SIP9 requires a significant number of activities to be classified as 'Administration & Planning'. Costs falling under this category include giving out Instructions, providing initial advice and further advice, initial research, accounting work, drafting and finalising predicted forecasts and Statement of Affairs, drafting of proposals, typing and incorporating modifications into proposals, liaison and correspondence with the Debtor or Directors, preparing and dispatching statutory reports, negotiations with Creditors; convening, preparing, adjourning (if applicable), attending and dealing with any post meeting issues of Creditors and/or Members meetings; correspondence with members, agreeing members claims; court appointment hearings or other statutory hearings; drafting, finalising and distributing annual reports and other reports; case planning & monitoring, conducting partner reviews, maintaining banking records, reconciliations, and other banking duties and reports, dealing with VAT returns/claims, applying for and insurance bonds; administration tasks of setting up case, maintaining records, data entry, filing records, travel time involved, case closure issues and receiving/inventorying/storing/destroying Company records.

All costs are subject to VAT, where applicable.