

REGISTERED NUMBER: 03507286 (England and Wales)

REPORT OF THE DIRECTORS AND  
AUDITED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010  
FOR  
FORBIDDEN TECHNOLOGIES PLC

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FOR THE YEAR ENDED 31 DECEMBER 2010**

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**FORBIDDEN TECHNOLOGIES PLC (REGISTERED NUMBER: 03507286)**

**COMPANY INFORMATION  
FOR THE YEAR ENDED 31 DECEMBER 2010**

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**DIRECTORS:**

V J Steel  
S B Streater  
P J Madden  
G B Hirst  
D P Main

**SECRETARY:**

M C Kay

**REGISTERED OFFICE:**

Tuition House  
27/37 St George's Road  
Wimbledon  
London  
SW19 4EU

**REGISTERED NUMBER:**

03507286 (England and Wales)

**AUDITORS:**

Kingston Smith LLP  
Statutory Auditors  
Chartered Accountants  
Devonshire House  
60 Goswell Road  
London  
EC1M 7AD

**SOLICITORS:**

Blake Laphorn  
Watchmaker Court  
33 St John's Lane  
London  
EC1M 4DB

**CHAIRMAN'S STATEMENT**

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I am pleased to present this, the twelfth annual report to shareholders of Forbidden Technologies since its flotation on the AIM market of the London Stock Exchange in February 2000.

**Income Statement and Statement of Financial Position**

In the year to 31 December 2010 the company recorded sales of £372,139, compared to £279,826 in the previous year, an increase of 33%. In the year to 31 December 2010, administrative expenses at £516,529 were £175,337 higher than the £341,192 in the previous year, an increase of 51%. Consequently, the net loss for the year to 31 December 2010 was £129,749 compared to £56,679 in the previous year.

The main increases in administrative expenses were a result of increased expenditure in R&D and an increase in marketing expenditure where extra effort was put behind presence at conventions and the cost of Financial P.R., as the company seeks to extend awareness of its technology amongst relevant target audiences.

When evaluating long term relationships, potential partners tend to view the Balance Sheet as an important indicator of the stability of the Company. I am pleased to report that the Balance Sheet has been strengthened significantly during 2010. Throughout the middle of the year, one institution progressively exercised 2,060,000 share options at a price of 12p per share, providing cash to the Company of £247,000. In October 2010, Forbidden completed a placing with a number of institutions, of 4,847,000 new shares at a price of 33p per share providing £1,600,000 to the Company.

As a result of these activities, Forbidden repaid the directors' loans of £785,000 and was able to record more than £1,000,000 of cash and cash equivalents at 31 December 2010, net assets of £1,706,726 and a debt free situation.

**Strategy**

The 2010 financial year has been characterised by four significant developments along Forbidden's strategic path:

1. Encouraging growth in the usage of FORscene's video platform in the UK broadcast post-production and professional market. Sales to this segment in 2010 have more than doubled, indicating a growing recognition of the value of FORscene in providing a state-of-the-art, cost efficient platform for high quality video-editing.
2. The widespread interest focussed on the concept of "Cloud Computing" across a wide spectrum of internet software solutions. Forbidden has designed and implemented Cloud based solutions since 2004, before the description "Cloud" was created. This early development has enabled the Company to stay ahead of others with key differentiators such as:
  - Users having no need to back up material because it is automatically backed-up on one of three interconnected but geographically separated locations available to FORscene.
  - Scalability – each user's machine actually adds to the total processing power as most of the processing is conducted on the user machine, not on a Forbidden server. This reduces cost dramatically compared to systems that process on a server and therefore require more and more servers as user numbers grow.
  - Forbidden systems can communicate with one another through the Cloud. This enables FORscene to be machine neutral and allows the editing of videos on many devices and publishing to others' Cloud servers, such as Facebook. Thus a user can log on anywhere, anytime as long as there is access to a broadband connection.
3. The design excellence of FORscene has prompted global scale systems integrators to enter partnership agreements with Forbidden. They see potential for integrating FORscene into state of the art end to end solutions with major clients around the world. Although the arrangements take time to come to fruition, the potential scale is very attractive to the Company. Two such agreements were concluded in the second half of 2010, a third added in early 2011 and others are currently under discussion.
4. The introduction of tablet devices also represents a major opportunity for the Clesh consumer editing system to fulfil the emerging needs of tablet users to clip, edit and publish video to friends, family and wider audiences. With an intuitive, sophisticated "app" at a modest cost of £2.49, it is expected to provide a significant number of consumer users.

**Awareness and Recognition**

Throughout the 2010 year Forbidden has been increasingly active at Conventions, seminars and relevant Associations, with the purpose of widening awareness and recognition of our name, products and technical excellence and reliability. We achieved high visibility and interest at the two main broadcast conventions in the world, NAB in the USA and IBC in Europe.

**CHAIRMAN'S STATEMENT - continued**

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Stephen Streater and other executives have had speaking roles at BVE in the UK, at Streaming Media Europe conference, The Royal Television Society, Talkback THAMES and Cloud Camp. In addition, the Company is an active member of the Quoted Company Alliance and has taken part in the QCA meetings with senior members of the Treasury.

**Outlook**

With an excellent technology, increased awareness and a growing number of strong partnerships, the building blocks are being solidly formed in three of our key strategic markets:

- Broadcast post-production,
- Professional web video,
- User generated video.

The Company has recently increased its resources both in R&D and in market development and is now pursuing growth with vigour and confidence.

**Vic Steel**  
**Chairman**

## **CHIEF EXECUTIVE'S REVIEW**

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### **Background**

Forbidden brings together two areas in the world economy which I find most exciting: video, and the Internet. Modern consumer electronics has put video creation, through low cost cameras and phones, within reach of the mass market. The Internet is the flip side of this content creation explosion, enabling global video distribution.

While attending Google's video Summit in November as an invited speaker, it became clear that the focus of new developments was on the distribution of video rather than its creation. Few seemed aware of the cost and complexity of video creation or addressed how the demand for new Internet content was to be met.

Forbidden's FORscene video platform, launched in 2004, is designed to fill this void. Many years after its release, its approach remains fresh and modern. The widespread recognition of the advantages of Cloud services has taken many years; the buzzword 'Cloud' is one indication that the market is now ready for services like this.

Video post-production (the stages between shooting and distributing video) is particularly suited to Cloud services. Professionals often work as part of a production team or complex workflow; Cloud access enables efficient collaboration between workers and also between equipment. Consumers benefit from cross platform access to their material, as well as automatic back ups.

FORscene's technology has anticipated both the demand for Cloud services and the extension of the Cloud from desktops at work to encompass tablets and smartphones everywhere.

### **Resources**

Forbidden's Board has ensured the Company is well financed, using its AIM quote to raise significant finance through the market. Organic year on year sales growth of over 30% has given us confidence to continue to invest in expansion.

Forbidden is a dynamic and robust company. Staff changes in 2010 included only one departure, three additions, and four others who varied their hours during the year. The net result is that by the year end we had employed three additional customer facing staff.

Forbidden's infrastructure revolves around its Cloud software, where development has been concentrated. Forbidden's four Cloud networks run on standard low cost hardware; the biggest, distributed over three sites, has now handled over 1,500,000 hours of professionally shot content.

Forbidden's ability to embrace third party resources, from the small scale of individual users smartphones to the large scale of our Systems Integrator partners, is a hallmark of the FORscene platform.

Forbidden concentrates the CPU requirements in the client – a “fat client” approach that enables scalability at low cost. Forbidden's range of real time video editing codecs are even efficient enough to work on the new range of ARM CPUs dominating smartphones and tablets.

### **Products and Services**

So what does the FORscene platform actually do? Its functions include:

- \* Ingest - getting video, audio and stills into FORscene
- \* Review - checking over content and adding comments where necessary
- \* Log - adding metadata text to the video to simplify and speed up the editing process
- \* Shot selection - choosing the good shots before craft editing
- \* Assembly edit - Directors / Producers can order good shots prior to full editing
- \* Rough cut - frame accurate editing allows the basic story to be told before finishing
- \* Fine cut - finishing the edit; mostly used in FORscene for web distribution
- \* Publish – up to 1080p HD; output usually sent via the Cloud for hosting on third party systems
- \* Multi-user – helps teams making television series
- \* Multi-platform - clients can run on Microsoft, Apple, Linux and Google Android

Forbidden considers that being able to allocate relevant advertising to video is key to its monetisation – and FORscene's metadata is a powerful tool here. At the time of writing, the search below gives me 1,040,000 results - including my four relevant holiday videos as the top search results: <http://www.google.co.uk/search?client=safari&rls=en&q=juliette+sophie+trampoline>.

This year, FORscene's capacity has again been increased markedly, both in video storage capacity and number of concurrent users supported. The more flexible ingest system, supporting more professional input formats, has opened up more opportunities. FORscene also supports more output formats. Other improvements include an evolutionarily better experience with the GUI and new APIs to support third party website integration.

**CHIEF EXECUTIVE'S REVIEW - continued**

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Clesh, the consumer interface to the FORscene platform, has also benefited from the improvements to the platform. In November, Forbidden officially announced it would be releasing Clesh for Android tablets. This was released in February 2011, and has since been extended to work on Android smartphones.

**Infrastructure landscape**

Forbidden's technology sits on top of customers' existing infrastructure.

Java is still an excellent platform for the desktop editing front end. It allows the FORscene review, logging and editing interfaces to run without installation or configuration, through corporate firewalls on typical locked down machines. Java's popularity amongst users seems undiminished.

Android is a good starting point for Forbidden's mobile ambitions, with its vibrant Market and millions of users. Its Java-like syntax and ARM powered installed base have allowed a rapid port of the Clesh GUI to a wide range of Android devices.

The FORscene Cloud platform is well placed for the growth in the tablet market. Tablets are portable and responsive, allowing efficient review and assembly editing.

In the professional world, editors back at base can immediately continue editing on desktops. For consumers, Clesh's cross-platform Cloud nature allows work to be switched from desktop to mobile in an instant.

**Customer mix**

Forbidden still has a notable lead in Broadcast. Six years after FORscene's launch, other companies are starting to incorporate Cloud elements into their post-production; but there is no system to rival FORscene for power and price.

In professional web, potential rivals are more dispersed, and Forbidden's full end-to-end post-production Cloud service has many advantages in an increasingly connected world.

Forbidden's more experimental consumer side is epitomised by our recent Android launch. While we tend to deal with consumers indirectly, a working showcase helps B-C companies understand the power of the system.

And of course, we welcome shareholders trying out the system for themselves, and contributing feedback to help Forbidden grow and prosper.

**SB Streater**  
**Chief Executive**

**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31 DECEMBER 2010**

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The directors present their report with the financial statements of the company for the year ended 31 December 2010.

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was the development and commercial exploitation of web-based video tools.

**REVIEW OF BUSINESS**

The Company has continued the development of video compression technology and tools. A detailed review of the Company's financial performance during the year and an outlook for the future is provided within the Chairman's statement on page 2.

**Key Performance Indicators**

Turnover for the year was £372,139 (2009: £279,826); the loss for the year was £129,749 (2009: £56,679). The results of the Company are shown in more detail on page 11.

In addition to the monthly management accounts, the Board uses the following key performance indicators in the management of the key risks of the business and as a measure of business efficiency.

Sales performance is measured against plan, and against latest expectations which are updated monthly.

Costs are monitored against plan and current needs.

Cash is monitored closely to ensure that the company avoids an overdraft at all times. The cash balance at the year end was £1,023,611 (2009: £211,225).

Corrective actions were taken during the year where these indicators were not satisfactory.

**DIVIDENDS**

No dividends will be distributed for the year ended 31 December 2010 (2009:£Nil).

**EVENTS SINCE THE END OF THE YEAR**

Information relating to events since the end of the year is given in the notes to the financial statements.

**DIRECTORS AND DIRECTORS' INTERESTS**

The directors shown below have held office during the whole of the period from 1 January 2010 to the date of this report.

V J Steel  
S B Streater  
P J Madden  
G B Hirst  
D P Main

The directors who held office at the beginning and the end of the financial year had the following interests in the shares of the Company according to the register of directors' interests:

	Class of share	Interest at end of year	Interest at start of year
SB Streater	Ordinary shares of 0.8 pence	62,660,000	62,660,000
VJ Steel	Ordinary shares of 0.8 pence	962,500	362,500
DP Main	Ordinary shares of 0.8 pence	-	-
GB Hirst	Ordinary shares of 0.8 pence	60,000	60,000
PJ Madden	Ordinary shares of 0.8 pence	177,492	75,685

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**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31 DECEMBER 2010 – continued**
**DIRECTORS AND DIRECTORS' INTERESTS – continued**

According to the register of directors' interest, no rights to subscribe for shares in or debentures of the Company were granted to any of the directors or their immediate families, or exercised by them, during the financial year except as indicated below:

	At start of year	Granted	Exercised	Lapsed	At end of year	Exercise price £	Market price on date of exercise £	Date from which exercisable	Expiry date
VJ Steel	200,000			200,000	-	2.175	-	02/10/2003	02/10/2010
VJ Steel	50,000				50,000	0.625	-	30/03/2004	30/03/2011
VJ Steel	150,000		150,000		-	0.255	0.335	21/09/2004	21/09/2011
VJ Steel	100,000				100,000	0.475	-	04/04/2005	04/04/2012
VJ Steel	100,000				100,000	0.215	-	04/10/2005	04/10/2012
VJ Steel	100,000				100,000	0.31	-	08/05/2006	08/05/2013
VJ Steel	100,000				100,000	0.65	-	06/10/2006	06/10/2013
VJ Steel	100,000				100,000	0.35	-	04/05/2007	04/05/2014
VJ Steel	100,000				100,000	0.39	-	30/09/2007	30/09/2014
VJ Steel	100,000				100,000	0.22	-	29/04/2008	29/04/2015
VJ Steel	100,000				100,000	0.26	-	06/09/2008	06/09/2015
VJ Steel	100,000				100,000	0.085	-	18/06/2011	18/06/2018
VJ Steel	20,000				20,000	0.24	-	25/08/2012	25/08/2019
VJ Steel		100,000			100,000	0.16	-	05/07/2013	05/07/2020
VJ Steel		150,000			150,000	0.36	-	05/11/2013	05/11/2020
DP Main	50,000				50,000	0.625	-	19/04/2004	19/04/2011
DP Main	25,000				25,000	0.255	-	21/09/2004	21/09/2011
DP Main	25,000				25,000	0.215	-	04/10/2005	04/10/2012
DP Main	30,000				30,000	0.65	-	06/10/2006	06/10/2013
DP Main	50,000				50,000	0.35	-	04/05/2007	04/05/2014
DP Main	50,000				50,000	0.39	-	30/09/2007	30/09/2014
DP Main	20,000				20,000	0.22	-	29/04/2008	29/04/2015
DP Main	50,000				50,000	0.26	-	06/09/2008	06/09/2015
DP Main	50,000				50,000	0.085	-	18/06/2011	18/06/2018
DP Main	20,000				20,000	0.24	-	25/08/2012	25/08/2019
DP Main		50,000			50,000	0.16	-	05/07/2013	05/07/2020
DP Main		50,000			50,000	0.36	-	05/11/2013	05/11/2020
GB Hirst	50,000				50,000	0.255	-	21/09/2004	21/09/2011
GB Hirst	20,000				20,000	0.475	-	04/04/2005	04/04/2012
GB Hirst	50,000				50,000	0.215	-	04/10/2005	04/10/2012
GB Hirst	40,000				40,000	0.31	-	08/05/2006	08/05/2013
GB Hirst	40,000				40,000	0.65	-	06/10/2006	06/10/2013
GB Hirst	50,000				50,000	0.35	-	04/05/2007	04/05/2014
GB Hirst	50,000				50,000	0.39	-	30/09/2007	30/09/2014
GB Hirst	75,000				75,000	0.22	-	29/04/2008	29/04/2015
GB Hirst	50,000				50,000	0.26	-	06/09/2008	06/09/2015
GB Hirst	15,000				15,000	0.23	-	09/05/2009	09/05/2016
GB Hirst	35,000				35,000	0.085	-	18/06/2011	18/06/2018
GB Hirst	30,000				30,000	0.24	-	25/08/2012	25/08/2019
GB Hirst		150,000			150,000	0.36	-	05/07/2013	05/07/2020
GB Hirst		150,000			150,000	0.36	-	05/11/2013	05/11/2020
PJ Madden	50,000				50,000	0.26	-	06/09/2008	06/09/2015
PJ Madden	25,000				25,000	0.23	-	09/05/2009	09/05/2016
PJ Madden	25,000				25,000	0.135	-	27/07/2010	27/07/2017
PJ Madden	65,000				65,000	0.085	-	18/06/2011	18/06/2018
PJ Madden	30,000				30,000	0.24	-	25/08/2012	25/08/2019
PJ Madden		50,000			50,000	0.16	-	05/07/2013	05/07/2020
PJ Madden		75,000			75,000	0.36	-	05/11/2013	05/11/2020

The market value of the shares at the year end was 32.0p. The highest market value during the year was 37.5p and the lowest market value 13.5p.

**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31 DECEMBER 2010 – continued**

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**COMPANY'S POLICY ON PAYMENT OF CREDITORS**

The Company does not follow any code. Creditors are normally paid in accordance with the terms of the invoice, subject to any particular agreement between the two parties. At the year end, there were 48 days (2009: 26 days) purchases in trade creditors.

**FINANCIAL INSTRUMENTS**

The Company's financial instruments comprise trade debtors, trade creditors, cash and liquid assets. The Company has not entered into any derivative or other hedging instruments.

The Company's practice has been to finance its operations and expansion through the issue of equity share capital.

Financial assets comprise cash at bank and in hand and current asset investments. Financial assets and financial liabilities exclude short-term debtors and creditors. The fair value of the financial assets and financial liabilities are not materially different from their carrying values.

**Principal risks and uncertainties**

**Interest rate risk**

Cash balances attract a floating rate of interest.

The directors review interest payable and receivable on an ongoing basis to assess the Company's risk relating to changes in interest rates.

**Liquidity risk**

The Company reviews future working capital requirements on a monthly basis.

**Foreign currency risk**

The Company enters into transactions in the UK, Asia and North America and is exposed to currency fluctuations in the exchange rates for these regions although most of its overseas transactions are denominated in sterling. The Company does not currently hedge against foreign currency risk since the directors feel that at current levels of income and expenditure, the risk is low and its effect does not materially influence the Company's working capital position.

The directors review foreign exchange movements on an ongoing basis to assess the Company's risk relating to changes in foreign currency exchange rates.

**SUBSTANTIAL SHAREHOLDERS**

At the year end no-one, other than directors, held an interest of 3% or more in the Company's ordinary share capital.

**POLITICAL AND CHARITABLE CONTRIBUTIONS**

The Company made no political or charitable donations in the year (2009: £nil).

**SHARE OPTION SCHEMES**

Under the Company's approved share option scheme, options over 47,569 ordinary shares of 0.8p in the Company were granted to 2 employees on 5 November 2010, exercisable at 36p per share within the period 5 November 2013 to 5 November 2020, on condition of employment with the Company.

The Company also has an unapproved share option scheme under which options over 800,000 ordinary shares of 0.8p in the Company were granted in total to 12 directors and employees on 5 July 2010, exercisable at 16p per share within the period 5 July 2013 to 5 July 2020, on condition of employment with the Company. In addition, under the same scheme options over 762,431 ordinary shares of 0.8p in the Company were granted in total to 11 directors and employees on 5 November 2010, exercisable at 36p per share within the period 5 November 2013 to 5 November 2020, on condition of employment with the Company.

On termination of employment, employees lose their share options unless the Board exercises its discretion to let an employee retain their share options for a limited period.

The exercise price for the share options issued was the market value at the date the options were granted.

**CORPORATE GOVERNANCE**

The listing rules require that listed companies (but not companies traded on the Alternative Investment Market "AIM") incorporated in the UK should state in the report and accounts whether they comply with the Combined Code and identify and give reasons for any area of non-compliance. The Combined Code is published by the Financial Reporting Council and is periodically reviewed and updated. The Company is listed on AIM and therefore no disclosure is required.

The Company supports the principles and aims of the code and follows the code wherever it is reasonable to do so. It operates an effective board which meets on a timely basis.

The Board is aware of the requirements of the code and the need for appropriate controls and systems to safeguard the Company's assets. Wherever possible appropriate controls are in place and monitored by the Board. However, full compliance with the code is not possible because of the size and resource constraints of the Company and because of the relative cost benefit assessment in putting in place the additional procedures.

**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31 DECEMBER 2010 – continued**

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**CORPORATE GOVERNANCE - continued**

As the Company grows in size and resources the Board intends to increase its compliance.

This is not a statement of compliance as required by the Combined Code and should therefore not be relied upon to give the disclosures that would normally be made.

**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. The directors are required by the AIM Rules of the London Stock Exchange to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU").

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the financial performance and cashflows of the company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether in preparation of the financial statements the company has complied with IFRS as adopted by the EU, subject to any material departures disclosed and explained in the financial statements; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware and they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, Kingston Smith LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**ON BEHALF OF THE BOARD:**

.....  
Director

Date: 30 March 2011

## **FORBIDDEN TECHNOLOGIES PLC (REGISTERED NUMBER: 03507286)**

### **REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF FORBIDDEN TECHNOLOGIES PLC**

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We have audited the financial statements of Forbidden Technologies Plc for the year ended 31 December 2010 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statements of Changes in Equity, the Statement of Cash Flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006.

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 audit work has been undertaken for no purpose other than to draw to the attention of the company's members those matters which we are required to include in an auditors' report addressed to them. To the fullest extent permitted by law, we do not accept or assume responsibility to any party other than the company and company's members as a body, for our work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement set out on page 9 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 and express an opinion on 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 company's loss for the year then ended;
- the company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matters 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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- the company 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.

Jon Sutcliffe (Senior Statutory Auditor)  
for and on behalf of Kingston Smith LLP, Statutory Auditor  
Chartered Accountants

Devonshire House  
60 Goswell Road  
London  
EC1M 7AD

Date: 30 March 2011

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2010

	Notes	2010 £	2009 £
<b>CONTINUING OPERATIONS</b>			
Revenue	2	372,139	279,826
Cost of Sales		(49,627)	(30,170)
<b>GROSS PROFIT</b>		322,512	249,656
Other operating income	3	1,965	1,000
Administrative expenses		(516,529)	(341,192)
<b>OPERATING LOSS</b>		(192,052)	(90,536)
Finance costs	5	(4,443)	(2,519)
Finance income	5	665	115
<b>LOSS BEFORE INCOME TAX</b>		(195,830)	(92,940)
Income Tax	7	66,081	36,261
<b>LOSS FOR THE YEAR</b>		(129,749)	(56,679)
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		(129,749)	(56,679)
Earnings per share expressed in pence per share:			
Basic – continuing and total operations	8	(0.16p)	(0.07p)

**FORBIDDEN TECHNOLOGIES PLC (REGISTERED NUMBER: 03507286)**

**STATEMENT OF FINANCIAL POSITION  
31 DECEMBER 2010**

	Notes	2010 £	2009 £.
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Intangible assets	9	557,294	381,748
Property, plant and equipment	10	17,491	17,882
		574,785	399,630
<b>CURRENT ASSETS</b>			
Trade and other receivables	11	210,856	133,885
Tax receivable		50,461	36,261
Cash and cash equivalents	12	1,023,611	211,225
		1,284,928	381,371
<b>TOTAL ASSETS</b>		<b>1,859,713</b>	<b>781,001</b>
<b>EQUITY</b>			
<b>SHAREHOLDERS' EQUITY</b>			
Called up share capital	13	689,356	632,820
Share premium	14	5,106,479	3,275,655
Capital contribution reserve	14	125,000	125,000
Retained earnings	14	(4,214,109)	(4,112,205)
<b>TOTAL EQUITY</b>		<b>1,706,726</b>	<b>(78,730)</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Trade and other payables	15	-	785,000
<b>CURRENT LIABILITIES</b>			
Trade and other payables	15	152,987	74,731
<b>TOTAL LIABILITIES</b>		<b>152,987</b>	<b>859,731</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,859,713</b>	<b>781,001</b>

The financial statements were approved by the Board of Directors on 30 March 2011 and were signed on its behalf by:

.....  
SB Streater - Director

.....  
VJ Steel - Director

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2010

	Called up share capital £	Profit and loss account £	Share premium £	Capital contribution reserve £	Total equity £
<b>Balance at 1 January 2009</b>	609,300	(4,066,816)	2,996,375	125,000	(336,141)
<b>Changes in equity</b>					
Issue of share capital	23,520	-	279,280	-	302,800
Share based payment	-	11,290	-	-	11,290
Total comprehensive income	-	(56,679)	-	-	(56,679)
<b>Balance at 31 December 2009</b>	632,820	(4,112,205)	3,275,655	125,000	(78,730)
<b>Changes in equity</b>					
Issue of share capital	56,536	-	1,830,824	-	1,887,360
Purchase of options	-	5,000	-	-	5,000
Share based payment	-	22,845	-	-	22,845
Total comprehensive income	-	(129,749)	-	-	(129,749)
<b>Balance at 31 December 2010</b>	689,356	(4,214,109)	5,106,479	125,000	1,706,726

**STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2010**

		2010 £	2009 £
<b>Cash flows from operating activities</b>			
Cash generated from operations	1	(109,499)	(87,651)
Finance costs paid		(4,443)	(7,810)
Tax received		51,881	34,320
<b>Net cash from operating activities</b>		<b>(62,061)</b>	<b>(61,141)</b>
<b>Cash flows from investing activities</b>			
Purchase of intangible fixed assets		(215,500)	(221,563)
Purchase of tangible fixed assets		(18,078)	(10,410)
Interest received		665	115
<b>Net cash from investing activities</b>		<b>(232,913)</b>	<b>(231,858)</b>
<b>Cash flows from financing activities</b>			
Amount (repaid to) / introduced by directors		(785,000)	150,000
Share issue		1,887,360	302,800
Sale of share options		5,000	-
<b>Net cash from financing activities</b>		<b>1,107,360</b>	<b>452,800</b>
<b>Increase/(Decrease) in cash and cash equivalents</b>			
		<b>812,386</b>	<b>159,801</b>
Cash and cash equivalents at beginning of year	2	211,225	51,424
<b>Cash and cash equivalents at end of year</b>	<b>2</b>	<b>1,023,611</b>	<b>211,225</b>



NOTES TO THE STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2010

## 1. RECONCILIATION OF LOSS BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

	2010 £	2009 £
Loss before income tax	(195,830)	(92,940)
Depreciation charges	18,469	12,274
Amortisation charges	39,954	17,798
Employee share option costs	22,845	11,290
Finance costs	4,443	2,519
Finance income	(665)	(115)
	(110,784)	(49,175)
Increase in trade and other receivables	(76,971)	(19,102)
(Decrease)/Increase in trade and other payables	78,256	(19,374)
<b>Cash generated from operations</b>	<b>(109,499)</b>	<b>(87,651)</b>

## 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the cash flow in respect of cash and cash equivalents are in respect of these balance sheet amounts:

<b>Year ended 31 December 2010</b>	31/12/10 £	1/1/10 £
Cash and cash equivalents	1,023,611	211,225
<b>Year ended 31 December 2009</b>	31/12/09 £	1/1/09 £
Cash and cash equivalents	211,225	51,424

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010

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1. ACCOUNTING POLICIES

**Basis of preparation**

The financial statements of the company have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, IFRIC interpretations and the Companies Act 2006 as applicable to companies reporting under IFRS. These accounts have been prepared under the historical cost convention.

**New and Revised Standards**

**Standards in effect in 2010 adopted by the Company**

The following standards, interpretations, and amendments to standards have been adopted in the financial statements.

**Standards in effect in 2010**

The following standards, interpretations, and amendments to standards have been adopted in the financial statements for the first time. None had any impact on the Company results or financial position:

- IFRS 3 (2008) 'Business Combinations' (Revised), IAS 27 (2008) 'Consolidated and Separate Financial Statements' and IAS 28 (2008) 'Investments in Associates'. These standards, effective for acquisitions taking place in accounting periods beginning on or after 1 July 2009, have introduced a number of changes in the accounting for business combinations when acquiring a subsidiary or an associate

The following new and amended standards, and interpretations are mandatory for the first time for the financial year beginning 1 January 2010 but not currently relevant to the Company (although they may affect the accounting for future transactions and events):

- IFRIC 17 Distribution of non-cash assets to owners (effective for periods beginning on or after 1 July 2009).
- IFRIC 18, 'Transfers of assets from customers', effective for transfer of assets received on or after 1 July 2009.
- IFRIC 9, 'Reassessment of embedded derivatives and IAS 39, Financial instruments: Recognition and measurement', effective 1 July 2009.
- IFRIC 16, 'Hedges of a net investment in a foreign operation' effective 1 July 2009.
- IAS 1 (amendment), 'Presentation of financial statements'. The amendment clarifies that the potential settlement of a liability by the issue of equity is not relevant to its classification as current or non current.
- IAS 36 (amendment), 'Impairment of assets', effective 1 January 2010. The amendment brings the standard in line with IFRS 8 'Operating Segments'
- IFRS 2 (amendments), 'Group cash-settled share-based payment transactions', effective from 1 January 2010. The amendment clarifies accounting for share-based transactions between group entities.
- IFRS 5 (amendment), 'Non-current assets held for sale and discontinued operations'. The amendment clarifies disclosures to be made in respect of disposal groups.

**IFRS in issue but not applied in the current financial statements**

The following IFRS and IFRIC Interpretations have been issued but have not been applied by the Company in preparing these financial statements as they are not as yet effective. The Company intends to adopt these Standards and Interpretations when they become effective, rather than adopt them early.

- Revised IAS 24 (revised), 'Related party disclosures', effective 1 January 2011
- IFRS 9, 'Financial instruments', effective 1 January 2013
- 'Classification of rights issues' (amendment to IAS 32), effective 1 February 2010
- IFRIC 19, 'Extinguishing financial liabilities with equity instruments', effective 1 July 2010
- 'Prepayments of a minimum funding requirement' (amendments to IFRIC 14), effective 1 January 2011
- Improvements to IFRSs (May 2010)

A number of IFRS and IFRIC interpretations are also currently in issue which are not relevant for the Company's activities and which have not therefore been adopted in preparing these financial statements.

**Revenue recognition**

Revenue represents the amounts (excluding value added tax) derived from the provision of goods and services to customers. For the supply of equipment and maintenance charges, turnover is recognised at the time of invoicing and invoices are raised upon the completion of the services provided or the delivery of equipment. Revenue derived from the sale of FORscene licences is recognised on an accruals basis over the life of the licence. Revenue relating to that proportion of the licence falling after the year end is treated as deferred revenue.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**

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**Segmental reporting**

The Company's products are delivered through an integrated web-based platform and the Board manages the business as a single business segment. In accordance with IFRS 8, information is presented based on the way in which financial information is reported internally to the chief operating decision maker and therefore the directors do not consider it to be meaningful to analyse the loss before tax or the Company's net assets further.

Information regarding geographical revenues is disclosed in note 2 to the financial statements.

**Property, plant and equipment**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Leasehold improvements	- over the lease term
Fixtures and fittings	- 50% on cost
Computer equipment	- 50% on cost

Property, plant and equipment are stated at purchase cost less accumulated depreciation.

**Financial instruments**

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

**Cash and cash equivalents**

Cash, for the purposes of the cash flow statement, comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand. Liquid resources are current asset investments which are disposable without curtailing or disrupting the business and are either readily convertible into known amounts of cash at, or close to, their carrying values or traded in an active market. Liquid resources comprise term deposits of less than one year.

**Trade and other receivables**

Trade and other receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrevocable amounts.

**Trade and other payables**

Trade and other payables are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the Company. The amounts are unsecured, non interest bearing and are stated at cost.

**Financial liabilities and equity**

Financial instruments issued by the Company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and

b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

At the balance sheet date the Company had no such financial instruments.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued

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1. ACCOUNTING POLICIES - continued

**Taxation**

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date.

Deferred tax assets are only recognised to the extent that it is possible that future taxable profits will be available against which temporary differences can be utilised.

**Intangible assets**

Expenditure on research is written off in the year in which it is incurred.

Development costs are also charged to the income statement in the year of expenditure except when individual projects satisfy the following criteria:

- the project is clearly defined,
- related expenditure is separately identifiable,
- the project is technically feasible and commercially viable,
- current and future costs will be exceeded by future sales,
- adequate resources exist for the project to be completed.

In such circumstances the costs are carried forward and each year's costs will be amortised on a straight line basis over a period of 10 years.

**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.

**Hire purchase and leasing commitments**

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

**Share based payments**

The share option programme allows employees to acquire shares of the Company. The fair value of equity settled through the options is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. The fair value of the options granted is measured using an option pricing model, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of share options that vest except where forfeiture is only due to share prices not achieving the threshold for vesting.

**Government grants**

Grants from the government are recognised at their face value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the income statement over the period necessary to match them with the costs that they are intended to compensate.

**Critical accounting judgements and key sources of estimation and uncertainty**

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the Statement of Financial Position date and the reported amounts of revenues and expenses during the reporting period

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Estimates have been used principally when determining the probable economic benefits to be derived from development expenditure and therefore whether those costs should be capitalised or whether there is subsequent evidence of impairment.

The notes form part of these financial statements

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**2. SEGMENTAL REPORTING**

Turnover represents externally generated amounts (excluding value added tax) derived from the principal activity and has been earned from the following geographic areas:

	2010 £	2009 £
UK	138,339	61,659
North America	233,800	216,637
Asia	-	2,530
<b>Total</b>	<b>372,139</b>	<b>280,826</b>

An analysis of the Company's significant categories of revenue is as follows:

	2010 £	2009 £
Software	313,184	255,611
Support	6,350	3,098
Hardware	41,230	19,320
Consultancy	11,375	2,797
	<b>372,139</b>	<b>280,826</b>

During the year, sales to one customer accounted for more than 10% of the total turnover.

**3. OTHER OPERATING INCOME**

During the year the company received a government grant of £1,915 (2009: £1,000) which subsidised the cost of attendance at an international trade fair.

**4. EMPLOYEES AND DIRECTORS**

	2010 £	2009 £
Wages and salaries	334,065	293,803
Social security costs	31,900	29,710
	<b>365,965</b>	<b>323,513</b>

After capitalisation in respect of development costs the following amounts were charged directly to the Statement of Comprehensive income

	2010 £	2009 £
Wages and salaries	170,145	135,995
Social security costs	14,676	12,242
	<b>184,820</b>	<b>148,237</b>

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**4. EMPLOYEES AND DIRECTORS - continued**

The average monthly number of employees during the year was as follows:

	2010 £	2009 £
Management	4	4
Technical	6	6
Marketing	3	2
	13	12

Directors' and key management personnel remuneration

	2010 £	2009 £
VJ Steel	10,000	10,000
SB Streater	-	-
PJ Madden	16,667	16,667
GB Hirst	52,749	42,508
DP Main	1,200	1,200
	80,616	70,375

**5. NET FINANCE COSTS**

	2010 £	2009 £
Finance income:		
Deposit account interest	665	115
Finance costs:		
Other interest payable	4,443	2,519
Net finance costs	3,778	2,404

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**6. LOSS BEFORE INCOME TAX**

The loss before income tax is stated after charging/(crediting):

	2010 £	2009 £
Other operating leases	(21,200)	(21,200)
Foreign exchange differences	5,050	(6,959)
Research and development	(20,166)	(20,589)
Auditors' remuneration	(14,500)	(15,550)
Auditor's remuneration – non audit – taxation	(2,225)	(2,000)
Auditors' remuneration – non audit – all other services	(5,750)	(3,142)
<b>Earnings before interest, taxation, depreciation and amortisation</b>	<b>(133,629)</b>	<b>(60,464)</b>
Depreciation – owned assets	(18,469)	(12,274)
Development costs amortisation	(39,954)	(17,798)
<b>Operating loss (before interest and taxation)</b>	<b>(192,052)</b>	<b>(90,536)</b>

**7. INCOME TAX****Analysis of the tax credit**

	2010 £	2009 £
Current tax:		
Tax credit	50,461	36,261
Additional tax receipt related to prior year	15,620	-
<b>Total tax credit in income statement</b>	<b>66,081</b>	<b>36,261</b>

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**7. INCOME TAX - continued**
**Factors affecting the tax charge**

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2010 £	2009 £
Loss on ordinary activities before tax	(196,530)	(92,940)
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 21% (2009 – 21%)	(41,271)	(19,517)
Effects of:		
Expenses not deductible for tax	925	1,550
Adjustment for provisions	(96)	(974)
Capital allowances in excess of depreciation	5,192	29
Tax losses	32,455	18,601
Additional relief for R&D expenditure	(32,439)	(33,352)
Effect of tax rate on credit	25,231	41,559
Capitalised development costs	(45,255)	(46,528)
Employee share option cost	4,797	2,371
<b>Total income tax</b>	<b>(50,461)</b>	<b>(36,261)</b>

**Tax effects relating to effects of other comprehensive income**

	Gross	2010 Tax	Net
Employee share option cost	(22,845)	-	(22,845)
Ordinary share issue	1,830,824	-	1,830,824
	<b>1,807,979</b>		<b>1,807,979</b>
	Gross	2009 Tax	Net
Employee share option cost	(11,290)	-	(11,290)
Ordinary share issue	279,280	-	279,280
	<b>267,990</b>	<b>-</b>	<b>267,990</b>

Tax losses of approximately £4,200,000 (2009: £3,800,000) are available to relieve against future profits of the Company.



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**7. INCOME TAX - continued**

Unrecognised deferred tax assets

	2010 £	2009 £
Depreciation in excess of capital allowances	11,221	15,306
Tax losses carried forward	889,910	799,215
	<u>901,131</u>	<u>814,521</u>

In accordance with IAS 12 the deferred tax assets have not been recognised due to the uncertainty of the timing of future taxable profits to enable recovery of these assets.

**8. EARNINGS PER SHARE**

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the company by the weighted average number of ordinary shares in issue during the year, excluding equity shares held by the company's Employee Share Ownership Plan.

	2010	2009
Loss attributable to equity holders of the company (£)	(129,749)	(56,679)
Weighted average number of ordinary shares in issue	81,205,612	77,396,541
Basic earnings per share (pence per share)	<u>(0.16p)</u>	<u>(0.07p)</u>

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares in issue to assume the conversion of all dilutive potential ordinary shares. The company's dilutive potential ordinary shares arise from share options. The share options calculation is performed to determine the number of shares that could have been acquired at fair value, based upon the monetary value of the subscription rights attached to the outstanding share options.

	2010	2009
Loss used to determine diluted earnings per share (£)	(129,749)	(56,679)
Weighted average number of ordinary shares in issue	81,205,612	77,396,541
Share options	8,176,250	8,636,250
Weighted average number of ordinary shares used to determine diluted earnings per share	89,381,862	86,032,791
Diluted earnings per share (pence per share)	<u>(0.15p)</u>	<u>(0.07p)</u>

As can be seen from the above table during the year ended 31 December 2010 the potentially dilutive ordinary shares were anti-dilutive because the company was loss-making. As a result, earnings per share as presented on the face of the income statement is shown as a single figure.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**9. INTANGIBLE ASSETS**

Development costs

<b>COST</b>	2010	2009 £
At beginning of year	399,546	177,983
Additions	215,500	221,563
At end of year	615,046	399,546
<b>AMORTISATION</b>		
At beginning of year	17,798	-
Amortisation for year	39,954	17,798
At end of year	57,752	17,798
<b>NET BOOK VALUE</b>		
At end of year	557,294	381,748

**10. PROPERTY, PLANT AND EQUIPMENT**

<b>COST</b>	Leasehold improvements £	Fixtures and fittings £	Computer equipment £	Client-facing IT equipment £	Totals £
At 1 January 2010	21,127	24,075	195,025	-	240,227
Additions	-	-	5,092	12,986	18,078
At 31 December 2010	21,127	24,075	200,118	12,986	258,305
<b>DEPRECIATION</b>					
At 1 January 2010	8,450	24,075	189,820	-	222,345
Charge for year	4,225	-	7,751	6,493	18,469
At 31 December 2010	12,675	24,075	197,571	6,493	240,814
<b>NET BOOK VALUE</b>					
At 31 December 2010	8,452	-	2,547	6,493	17,491
At 31 December 2009	12,677	-	5,205	-	17,882

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**10. PROPERTY, PLANT AND EQUIPMENT - continued**

<b>COST</b>	Leasehold improvements £	Fixtures and fittings £	Computer equipment £	Totals £
At 1 January 2009	21,127	24,075	184,615	229,817
Additions	-	-	10,410	10,410
At 31 December 2009	21,127	24,075	195,025	240,227
<b>DEPRECIATION</b>				
At 1 January 2009	4,225	24,075	181,771	210,071
Charge for year	4,225	-	8,049	12,274
At 31 December 2009	8,450	24,075	189,820	222,345
<b>NET BOOK VALUE</b>				
At 31 December 2009	12,667	-	5,205	17,882
At 31 December 2008	16,902	-	2,844	19,746

**11. TRADE AND OTHER RECEIVABLES**

Current:	2010 £	2009 £
Trade debtors	126,599	93,610
Less: provision for doubtful receivables	(1,500)	-
Other debtors	58,223	16,233
Taxation and social security	2,840	7,574
Prepayments and accrued income	24,694	16,468
	<b>210,856</b>	<b>133,885</b>

Included in other debtors is a rental deposit of £15,900 (2009: £15,900) which is subject to a charge.

**12. CASH AND CASH EQUIVALENTS**

	2010 £	2009 £
Bank accounts	1,023,611	211,225

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**13. CALLED UP SHARE CAPITAL**

	2010 £	2009 £
<b>Authorised:</b>		
125,000,000 ordinary shares of 0.8p each (2009: 125,000,000 ordinary shares of 0.8p each)	1,000,000	1,000,000
<b>Allotted, called up and fully paid:</b>		
86,169,500 ordinary shares of 0.8p each (2009: 79,102,500 ordinary shares of 0.8p each)	689,356	632,820

During the year 7,067,000 ordinary shares of £0.008 were allotted as fully paid at an average premium of £0.259067 per share.

During the year the Company issued 1,610,000 share options under the terms of the share option schemes.

The directors held the following options to subscribe for shares in the Company:

	Class of share	At start of year	At end of year
VJ Steel	Ordinary shares of 0.8 pence	1,320,000	1,220,000
DP Main	Ordinary shares of 0.8 pence	370,000	470,000
GB Hirst	Ordinary shares of 0.8 pence	505,000	805,000
PJ Madden	Ordinary shares of 0.8 pence	195,000	320,000

**14. RESERVES**

	Retained earnings £	Share premium £	Capital contribution reserve £	Totals £
At January 2010	(4,112,205)	3,275,655	125,000	(711,550)
Deficit for the year	(129,749)			(129,749)
Sale of share options	5,000			5,000
Cash share issue		1,830,824		1,830,824
Employee share option costs	22,845			22,845
<b>At 31 December 2010</b>	<b>(4,214,109)</b>	<b>5,106,479</b>	<b>125,000</b>	<b>1,017,370</b>

The capital contribution is a distributable reserve which was created prior to the Company's flotation.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**15. TRADE AND OTHER PAYABLES**

	2010 £	2009 £
Current:		
Trade creditors	28,529	24,830
Social security and other taxes	75,263	7,973
Other creditors	7,573	974
Accruals and deferred income	41,622	40,954
	<u>152,987</u>	<u>74,731</u>
Non-current:		
Director's loans	-	785,000

**16. LEASING AGREEMENTS**

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2010 £	2009 £
Between one and five years	42,400	63,600

**17. FINANCIAL INSTRUMENTS**

The Company's financial instruments comprise trade debtors, trade creditors, cash and liquid assets.

The Company has not entered into any derivative or other hedging instruments.

The Company's policy is to finance its operation and expansion through the issue of equity share capital.

Financial assets comprise cash at bank and in hand and current asset investments. Financial assets and financial liabilities exclude short-term debtors and creditors. The fair value of the financial assets and financial liabilities are not materially different from their carrying values.

**Interest rate risk**

Cash balances attract a floating rate of interest. The directors review interest payable and receivable on an ongoing basis to assess the Company's risk relating to changes in interest rates.

**Liquidity risk**

All financial liabilities at the year end fall due in one year or less. At the year end the Company had no material undrawn committed borrowing facilities.

The Company reviews its future working capital requirements on a monthly basis.

**Foreign currency risk**

The Company enters into transactions in the UK, Europe and North America and is exposed to currency fluctuations in the exchange rates for these regions although most of its overseas transactions are denominated in sterling. The Company does not currently hedge against foreign currency risk since the directors feel that at current levels of income and expenditure, the risk is low and its effect does not materially influence the Company's working capital position.

The directors review foreign exchange movements on an ongoing basis to assess the Company's risk relating to changes in foreign currency exchange rates

**Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation and arises principally from trade debtors.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. There are 2

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**

customers that individually represent more than 10% of the trade debtor balance. In order to manage credit risk the ageing of the balances is reviewed regularly by the credit controller and limits are set for customers with a poor payment history.

**18. RELATED PARTY DISCLOSURES**

Directors' loans included the following balances:

	31 December 2010 £	31 December 2009 £
SB Streater	-	706,500
VJ Steel	-	78,500
	-	785,000

On 5 June 2007, the Company entered into an agreement with two of its directors (SB Streater and VJ Steel) to provide additional funding in order to meet its short-term working capital requirements. These loans were repaid during the course of the year. Interest of £5,097 (2009: £2,529) was paid on the loans during the year.

**19. POST BALANCE SHEET EVENTS**

Since the balance sheet date the following movement of the non-employee share options has taken place.

	Granted	Exercised	Lapsed	Date	Exercise price £	Market price on date of exercise £	Balance	Expiry date
RSV Ltd	-	250,000	-	26/01/11	0.24	0.335	240,000	26/07/11
RSV Ltd	-	40,000	-	28/01/11	0.24	0.335	200,000	26/07/11

**20. ULTIMATE CONTROLLING PARTY**

The ultimate controlling party of the Company is SB Streater by virtue of his shareholding.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010 - continued**
**21. SHARE-BASED PAYMENT TRANSACTIONS**

The Company believes that share ownership by executive directors and key staff strengthens the link between their personal interests and those of the shareholders. It therefore operates both an approved and an unapproved share option scheme under which options have been granted.

For all options, the exercise price is the market value of the share at the date of the grant. On each occasion, options are granted ad hominem to selected employees and directors. Options vest three years after the date of grant on condition that the recipient is still an employee or director of the Company. Options are exercisable within seven years of vesting. All options are equity settled.

Exercise price (£)	Date granted	Range of dates exercisable	Number of shares for which rights are exercisable at 31/12/2010	Number of shares for which rights are exercisable at 31/12/2009
<b>Unapproved</b>				
2.175	02/10/2000	02/10/2003-02/10/2010	-	200,000
0.625	30/03/2001	30/03/2004-30/03/2011	50,000	50,000
0.625	19/04/2001	19/04/2004-19/04/2011	50,000	50,000
0.255	21/09/2001	21/09/2004-21/09/2011	493,750	643,750
0.475	04/04/2002	04/04/2005-04/04/2012	412,500	412,500
0.215	04/10/2002	04/10/2005-04/10/2012	487,500	487,500
0.31	08/05/2003	08/05/2006-08/05/2013	306,534	306,534
0.65	06/10/2003	06/10/2006-06/10/2013	447,884	447,884
0.35	04/05/2004	04/05/2007-04/05/2014	512,500	512,500
0.39	30/09/2004	30/09/2007-30/09/2014	534,359	534,359
0.22	29/04/2005	29/04/2008-29/04/2015	577,728	577,728
0.26	06/09/2005	06/09/2008-06/09/2015	612,500	612,500
0.23	09/05/2006	09/05/2009-09/05/2016	362,500	362,500
0.135	27/07/2007	27/07/2010-27/07/2017	65,000	65,000
0.085	18/06/2008	18/06/2011-18/06/2018	355,000	355,000
0.24	25/08/2009	25/08/2012-25/08/2019	165,000	165,000
0.16	05/07/2010	05/07/2013-05/07/2020	700,000	-
0.36	05/11/2010	05/11/2013-05/11/2020	762,431	-
<b>Approved</b>				
0.255	21/09/2001	21/09/2004-21/09/2011	50,000	50,000
0.475	04/04/2002	04/04/2005-04/04/2012	20,000	20,000
0.215	04/10/2002	04/10/2005-04/10/2012	5,000	5,000
0.31	08/05/2003	08/05/2006-08/05/2013	155,966	155,966
0.65	06/10/2003	06/10/2006-06/10/2013	44,616	44,616
0.35	04/05/2004	04/05/2007-04/05/2014	70,000	70,000
0.39	30/09/2004	30/09/2007-30/09/2014	58,141	58,141
0.22	29/04/2005	29/04/2008-29/04/2015	29,772	29,772
0.26	06/09/2005	06/09/2008-06/09/2015	15,000	15,000
0.23	09/05/2006	09/05/2009-09/05/2016	5,000	5,000
0.135	27/07/2007	27/07/2010-27/07/2017	40,000	40,000
0.085	18/06/2008	18/06/2011-18/06/2018	145,000	145,000
0.24	25/08/2009	25/08/2012-25/08/2019	105,000	155,000
0.36	05/11/2010	05/11/2013-05/11/2020	47,569	-

NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31 DECEMBER 2010

## 21. SHARE-BASED PAYMENT TRANSACTIONS - continued

The number and weighted average exercise prices of share options are as follows:

	2010 Weighted average exercise price (£)	2010 Number of options	2009 Weighted average exercise price (£)	2009 Number of options
Outstanding at the beginning of the period	0.365	6,576,250	0.37	6,256,250
Granted during the period	0.261	1,610,000	0.240	320,000
Forfeited during the period	0.19	150,000	-	-
Exercised during the period	0.26	150,000	-	-
Lapsed during the period	2.175	200,000	-	-
Outstanding at the end of the period	0.301	7,686,250	0.365	6,576,250
Exercisable at the end of the period	0.334	5,406,250	0.401	5,651,250

The options outstanding at the year end have an exercise price in the range of £2.175 to £0.085 and a contractual life of ten years.

The fair value of services received in return for share options granted are measured by reference to the fair value of share options granted. The estimate of the fair value of the services received is measured based on a Black-Scholes approximation model.

The management estimate for time from grant to exercise is four years, based on the volatility of shares. The contractual life of options in issue is ten years. Management also estimate that 50% of the options will lapse. Volatility is based on daily share prices since floatation, excluding the first month of trading, and compared to the volatility of companies conducting broadly comparable activities.

Details of the valuation of the share options granted in the current and prior year are as follows:

	2010 Approved	2009 Approved	2010 Unapproved	2009 Unapproved
Expected volatility (expressed as % used in the modelling under Black-Scholes model)	92%	92%	92%	92%
Option life (expressed as weighted average life used in the modelling under Black-Scholes model)	4	4	4	4
Expected dividends	0%	0%	0%	0%
Risk free interest rate (based on national government bonds)	3.69%	3.69%	3.69%	3.69%
Weighted average fair value of options granted	0.1506	0.1506	0.1506	0.1506
Weighted average share price	0.24	0.24	0.24	0.24
Exercise price	0.24	0.24	0.24	0.24

The notes form part of these financial statements



**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2010**
**21. SHARE-BASED PAYMENT TRANSACTIONS - continued**

The expected volatility is based on the historic volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility due to publicly available information.

Share options are granted under a service condition. Such conditions are not taken into account in the grant date fair value measurement of the services received. There are no market conditions associated with the share option grants. The total expenses recognised for the period arising from share based payments are as follows:

	2010 £	2009 £
Equity settled share based payments	22,845	11,290

**Disclosure of movement in non-employee share options**

	At start of year	Granted	Exercised	Lapsed	At end of year	Exercise price £	Average market price on date of exercise £	Expiry date
t1ps	2,060,000	-	2,060,000	-	-	0.12	0.17	27/07/10
RSV Ltd	-	500,000	10,000	-	490,000	0.24	0.295	26/07/11