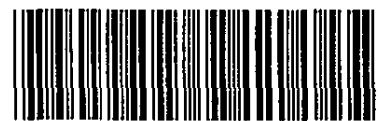


FINSPHERE LIMITED
UNAUDITED FINANCIAL STATEMENTS
31 OCTOBER 2010

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FINSPHERE LIMITED

COMPANY INFORMATION

Directors	S J Anderson (appointed 13 May 2009) M F Buhrmann (appointed 13 May 2009)
Company secretary	Scrip Secretaries Limited
Company number	06903772
Registered office	Fourth Floor 17 Hanover Square W1S 1HU

FINSPHERE LIMITED

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FINSHERE LIMITED
DIRECTORS' REPORT
FOR THE PERIOD ENDED 31 OCTOBER 2010

The directors present their report and the financial statements for the period ended 31 October 2010

Incorporation

The company was incorporated on 13 May 2009

Principal activity

The principal activity of the company during the year was to provide sales and marketing services to its parent company

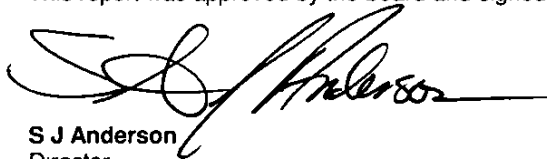
Directors

The directors who served during the period were

S J Anderson (appointed 13 May 2009)
M F Buhrmann (appointed 13 May 2009)

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board and signed on its behalf



S J Anderson
Director

Date 16 Dec 2010

FINSPHERE LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR THE PERIOD ENDED 31 OCTOBER 2010

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping 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.

FINSPIRE LIMITED

ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF FINSPIRE LIMITED

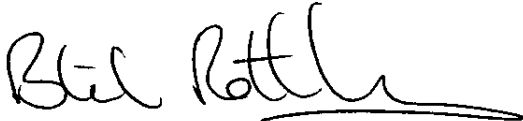
In accordance with our engagement letter, and in order to assist you to fulfil your duties under the Companies Act 2006, we have compiled the financial statements of the company which comprise the Profit and loss account, the Balance sheet and the related notes from the accounting records and information and explanations you have given to us

This report is made to the company's Board of Directors, as a body, in accordance with the terms of our engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the company's Board of Directors that we have done so, and state those matters that we have agreed to state to them in this report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's Board of Directors, as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of financial statements.

You have acknowledged on the Balance sheet as at 31 October 2010 your duty to ensure that the company has kept adequate accounting records and to prepare financial statements that give a true and fair view under the Companies Act 2006. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.



Blick Rothenberg

Chartered Accountants

12 York Gate
Regent's Park
London
NW1 4QS

6 January 2011

FINSPHERE LIMITED

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 OCTOBER 2010

	Note	Period ended 31 October 2010 £
Turnover	1,2	352,270
Administrative expenses		(335,495)
		<hr/>
Profit on ordinary activities before taxation		16,775
Tax on profit on ordinary activities	5	(3,652)
		<hr/>
Profit for the financial period	10	13,123
		<hr/> <hr/>

The notes on pages 6 to 9 form part of these financial statements

FINSHERE LIMITED

REGISTERED NUMBER 06903772

**BALANCE SHEET
AS AT 31 OCTOBER 2010**

	Note	£	2010 £
Current assets			
Debtors	6	8,516	
Cash at bank		10,391	
		<u>18,907</u>	
Creditors: amounts falling due within one year	7	<u>(5,783)</u>	
Net current assets			<u>13,124</u>
Total assets less current liabilities			<u>13,124</u>
Capital and reserves			
Called up share capital	9		1
Profit and loss account	10		13,123
			<u>13,124</u>
Shareholders' funds			<u>13,124</u>

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 October 2010 and of its profit for the period then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

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



S J Anderson
Director

Date 16 Dec 2010

The notes on pages 6 to 9 form part of these financial statements

FINSPIRE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 OCTOBER 2010

1. Accounting policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of services supplied, exclusive of Value Added Tax

1.3 Operating leases

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term

1.4 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the Profit and loss account

1.5 Equity settled share based payments

The company issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date of grant. Under the ruling of the Financial Reporting Standard for Smaller Entities (effective April 2008) equity-settled share based payments are not recorded in the financial statements and are recognised on a disclosure only basis

1.6 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

2. Turnover

100% of the company's turnover is attributable to geographical markets outside the United Kingdom

3. Directors' emoluments

During the period, no director received any emoluments

FINSHERE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 OCTOBER 2010

4. Share based payments

Employees of the company participate in a stock incentive plan established by the ultimate parent company, Finsphere Corporation. The plan under which these rights have been awarded is the Second Amended and Restated 2007 Stock Plan. Under the plan the vesting period is four years and the options must be exercised within ten years from the date of grant. All options vested under the plan can be exercised providing the option holder is employed by the company at the date of exercise or within 90 days of separation from the company.

The plan provides that options may be granted to any employee of the group pursuant to approval by the Board of directors of the parent company. The exercise prices for such options are established at fair value at the grant date. The exercise prices are in US dollars and therefore the exercise price in the note below is stated in US dollars.

During the period ended 31 October 2010 two employees of the company were granted 305,000 share options on various dates between 3 December 2009 and 22 July 2010. During the period 125,000 share options were cancelled and no share options were exercised.

Details of the stock options outstanding at the period end are as follows:

Expiry date	Exercise price \$	2010 No
2 December 2019	0.21	140,000
28 January 2020	0.21	10,000
21 July 2020	0.21	30,000
		<u>180,000</u>

5. Taxation

	Period ended 31 October 2010 £
UK corporation tax charge on profit for the period	<u>3,652</u>

6. Debtors

	2010 £
Amounts owed by group undertaking	<u>8,516</u>

FINSPIRE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 OCTOBER 2010

7. Creditors: Amounts falling due within one year

	2010 £
Corporation tax	3,652
Other creditors	2,131
	<u>5,783</u>

8. Related party transactions

The company has taken advantage of the exemption from disclosing transactions with entities which are a wholly owned part of the group

9. Share capital

	2010 £
Allotted, called up and fully paid	
100 Ordinary shares of 1p each	<u>1</u>

On incorporation the company issued 100 ordinary shares of 1 pence each at par, in order to establish the capital structure of the company

10. Reserves

	Profit and loss account £
Profit for the period	13,123
At 31 October 2010	<u>13,123</u>

11. Operating lease commitments

At 31 October 2010 the company had annual commitments under non-cancellable operating leases as follows

	2010 £
Expiry date:	
Within 1 year	<u>60</u>

FINSHERE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 OCTOBER 2010

12. Ultimate parent undertaking and controlling party

The immediate and ultimate parent undertaking is Finsphere Corporation, a company incorporated in Delaware, United States of America. Group financial statements are prepared but are not available to the public.

In the opinion of the directors the immediate controlling party is Finsphere Corporation and there is no ultimate controlling party.