

Company Registration No 4915197 (England and Wales)

24TALK LIMITED

**DIRECTOR'S REPORT AND
FINANCIAL STATEMENTS**

FOR THE PERIOD ENDED 31 JULY 2006

Carpenter Box LLP
Chartered Accountants
Grafton Lodge
15 Grafton Road
Worthing
West Sussex
BN11 1QR

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COMPANIES HOUSE

24TALK LIMITED

COMPANY INFORMATION

Director	Mr G M Thornley
Secretary	Mr O Bloodworth
Company number	4915197
Registered office	Grafton Lodge, 15 Grafton Road Worthing West Sussex BN11 1QR
Auditors	Carpenter Box LLP Grafton Lodge 15 Grafton Road Worthing West Sussex BN11 1QR
Business address	Premium House, Brighton Road Worthing West Sussex BN11 2BJ

24TALK LIMITED

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24TALK LIMITED

DIRECTOR'S REPORT FOR THE PERIOD ENDED 31 JULY 2006

The director presents his report and financial statements for the period ended 31 July 2006. The company is dormant and has not traded during the period.

Director

The following director has held office since 1 January 2006:

Mr G M Thornley

Director's interests

The director's interest in the shares of the company was as stated below:

	Ordinary shares of £ 1 each	
	31 July 2006	1 January 2006
Mr G M Thornley	-	-

Mr G M Thornley is the sole shareholder of OneBill Group Limited, the ultimate parent company, and his interest in the shares of the company are disclosed in its own accounts.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Carpenter Box LLP be reappointed as auditors of the company will be put to the Annual General Meeting.

24TALK LIMITED

DIRECTOR'S REPORT (CONTINUED) FOR THE PERIOD ENDED 31 JULY 2006

Director's responsibilities

The director is responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the director to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

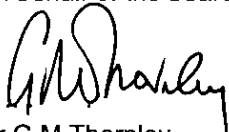
The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Statement of disclosure to auditor

(a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

On behalf of the board



Mr G M Thornley

Director

30/3/07

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 JULY 2006

The company has not traded during the period or the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss

24TALK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF 24TALK LIMITED

We have audited the financial statements of 24Talk Limited for the period ended 31 July 2006 set out on pages 3 to 5. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the director and auditors

As described in the Statement of Director's Responsibilities on page 2, the company's director is responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985, and whether in our opinion the information given in the director's report is consistent with the financial statements. We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding director's remuneration and other transactions is not disclosed.

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

Basis of audit opinion

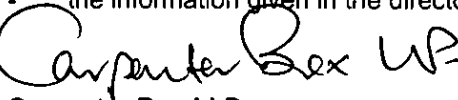
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the director in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 July 2006 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the director's report is consistent with the financial statements.


Carpenter Box LLP
Chartered Accountants
Registered Auditor

15 April 2007

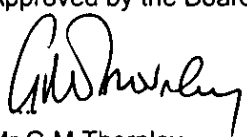
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24TALK LIMITED

BALANCE SHEET AS AT 31 JULY 2006

	Notes	2006 £	2005 £
Current assets			
Debtors	3	1,000	1,000
Total assets less current liabilities		<u>1,000</u>	<u>1,000</u>
Capital and reserves			
Called up share capital	4	1,000	1,000
Shareholders' funds		<u>1,000</u>	<u>1,000</u>

Approved by the Board and authorised for issue on 30/3/07


Mr G M Thornley
Director

24TALK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 JULY 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

2 Taxation

On the basis of these financial statements no provision has been made for corporation tax

3 Debtors

	2006	2005
	£	£

Other debtors	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

4 Share capital

	2006	2005
	£	£

Authorised

1,000 Ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid

1,000 Ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

5 Control

The company is a wholly owned subsidiary of OneBill Limited, which is itself a subsidiary of OneBill Group Limited

The ultimate parent company is OneBill Group Limited, a company registered in England and Wales, of which Mr G M Thornley is the sole shareholder

OneBill Limited prepares group financial statements and copies can be obtained from Carpenter Box LLP, Chartered Accountants, 15 Grafton Road, Worthing, West Sussex, BN11 1QR