- DO NOT STAPLE
- PRINT ON ONE SIDE ONLY

# **FORM AR21**

Trade Union and Labour Relations (Consolidation) Act 1992

# ANNUAL RETURN FOR A TRADE UNION

Name of Trade Union:	Skyshare			
Year ended:	31 December 2012			
List no:	806T			
Head or Main Office:	6 Finns Villas Luton Road Toddington LU5 6DU			
Website address (if available)	www.skyshare.eu			
Has the address changed during the year to which the return relates?	Yes			
General Secretary:	Stefan Schaarschmidt			
Telephone Number:	0049 173 3664949			
Contact name for queries regarding	Stefan Schaarschmidt			
Telephone Number:	0049 173 3664949			
E-mail:	generalsecretary@skyshare.eu			
PLEASE FOLLOW THE GUIDANCE NOTES IN THE COMPLETION OF THIS RETURN.  Any difficulties or problems in the completion of this return should be directed to the Certification Officer as below or by telephone to: 020 7210 3734				
The address to which returns and other documents should be sent are				
For Unions based in England and Wales Certification Office for Trade Unions an 22 <sup>nd</sup> Floor, Euston Tower, 286 Euston R	d Employers' Associations /			
For Unions based in Scotland:	The second second			

(Revised February 2011)

Certification Office for Trade Unions and Employers' Associations

Melrose House, 69a George Street, Edinburgh EH2 2JG

# RETURN OF MEMBERS

(see notes 10 and 11)

	NUMBER OF MEMBERS AT THE END OF THE YEAR				
-	Great Britain	Northern Ireland	Irish Republic	Elsewhere Abroad (including Channel Islands)	TOTALS
MALE	41	0	4	383	428
FEMALE	3	0	1	16	20
TOTAL	44	0	5	399	A 448

Number of members included in totals box 'A' above for whom no home or authorised address	0
is held:	
Number of members at end of year contributing to the General Fund	448

# **OFFICERS IN POST**

(see note 12)

Please attach as an annexe to this form a complete list of all officers in post at the end of the year to which this form relates, with the title of each persons office.

# **RETURN OF CHANGE OF OFFICERS**

Please complete the following to record any changes of officers during the twelve months covered by this return.

Title of Office	Name of Officer ceasing to hold office	Name of Officer Appointed	Date
Chairman	***		-
General Secretary	_	_	_
Executive Member	-	-	-
Executive Member	-	-	-
Executive Member	-	-	-
Executive Member	M M	-	-
Executive Member	-	-	-

State whether the union is:

a. A branch of another trade union?

If yes, state the name of that other union:

b. A federation of trade unions?

If yes, state the number of affiliated unions:

and names:

## Skyshare

31/12/2012

## List of Officers at 31 December 2012

### Chairman

Thomas Forteau

## **General Secretary**

Stefan Schaarschmidt

### **Other Executive Members**

Mike Jenvey Heather McCann Mehdi El Manai Ingo Wendt Steen Hansen

# **GENERAL FUND**

(see notes 13 to 18)

***************************************	£	£
From Members: Contributions and Subscriptions		26,371
From Members: Other income from members (specify)		
~~		
Total other income from members		
Total of all income from members		26,371
Investment income (as at page 12)		6
Other Income		
Income from Federations and other bodies (as at page 4)		
Income from any other sources (as at page 4)		
Total of other income (as at page 4)		
	TOTAL INCOME	26,377
EXPENDITURE	TOTAL INCOME	20,377
Benefits to members (as at page 5)		
Administrative expenses (as at page 10)		26 707
Federation and other bodies (specify)		26,707
Total expenditure Federation and other bodies		
Taxation		_
тот	AL EXPENDITURE	26,707
Surplus (deficit) for year		(330)
Amount of general fund at beginning of year	[	6145
Amount of general fund at end of year	[	5,815

# ANALYSIS OF INCOME FROM FEDERATION AND OTHER BODIES AND OTHER INCOME

(see notes 19 and 20)

DESCRIPTION	£	£
Federation and other bodies	_	
TOTAL FEDERATION ANI	O OTHER BODIES	
Other income		
ТОТА	L OTHER INCOME	
TOTAL OF AL	L OTHER INCOME	

# ANALYSIS OF BENEFIT EXPENDITURE SHOWN AT GENERAL FUND

(see notes 21 to 23)

	£		£
Representation –		brought forward	
Employment Related Issues		Education and Training services	
		J	
			1
Representation –			
Non Employment Related Issues			
		Negotiated Discount Services	
		Negotiated Discount Services	
Communications			
		Salary Costs	:
Advisory Sarvisos			
Advisory Services			
			:
		Other Benefits and Grants (specify)	
Dispute Benefits			
Other Cash Payments			
carried forward		Total (should agree with figure in	***************************************
Carrieu forward		General Fund)	

(See notes 24 and 25)

FUND 2		Fund Account
Name:	£	£
Income		
	From members	
	Investment income (as at page 12)	
	Other income (specify)	
	Total other income as specified	
	Total Income	
Expenditure		
	Benefits to members  Administrative expenses and other expenditure (as at page	
	10)	
	Total Expenditure	
	Surplus (Deficit) for the year	
	Amount of fund at beginning of year	
	Amount of fund at the end of year (as Balance Sheet)	
	Nivershall of manufactor and william of and of account	
	Number of members contributing at end of year	

FUND 3			Fund Account
Name:		£	£
Income			
	From members		
	Investment income (as at page 12)		
	Other income (specify)		
	Total other inco	me as specified	
		Total Income	
Expenditure	Benefits to members Administrative expenses and other expenditure (as at page 10)		
	·	tal Expenditure	
	Surplus (Def	icit) for the year	
	Amount of fund at be	· ·	
	Amount of fund at the end of year (as	Balance Sheet)	
	Number of members contributing	g at end of year	····

Name:  From members Investment income (as at page 12) Other income (specify)  Total other income as specified Total Income  Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)  Number of members contributing at end of year	FUND 4			Fund Account
From members Investment income (as at page 12) Other income (specify)  Total other income as specified Total Income  Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)	Name:		£	£
Investment income (as at page 12) Other income (specify)  Total other income as specified Total Income  Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)	Income			
Other income (specify)  Total other income as specified Total Income  Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)		From members		
Total other income as specified Total Income  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)		Investment income (as at page 12)		
Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)		Other income (specify)		
Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)				
Expenditure  Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)				
Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)		Total other inco	me as specified	
Benefits to members Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)			Total Income	
Administrative expenses and other expenditure (as at page 10)  Total Expenditure  Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)	Expenditure			
Total Expenditure  Surplus (Deficit) for the year  Amount of fund at beginning of year  Amount of fund at the end of year (as Balance Sheet)				
Surplus (Deficit) for the year  Amount of fund at beginning of year  Amount of fund at the end of year (as Balance Sheet)				
Amount of fund at beginning of year  Amount of fund at the end of year (as Balance Sheet)		То	tal Expenditure	
Amount of fund at beginning of year  Amount of fund at the end of year (as Balance Sheet)		Surplus (Dofi	icit) for the year	
Amount of fund at the end of year (as Balance Sheet)			· }	
Number of members contributing at end of year		· ·		
		Number of members contributing	g at end of year	

FUND 5			Fund Account
Name:		£	£
Income			
	From members		The state of the s
	Investment income (as at page 12)		Personal
	Other income (specify)		
	Total other incor	ne as specified	
		Total Income	
Expenditure			
	Benefits to members		
	Administrative expenses and other expenditure (as at page 10)		
	То	tal Expenditure	
	Surplus (Defi	cit) for the year	
	Amount of fund at be	ginning of year	
	Amount of fund at the end of year (as	Balance Sheet)	
	Number of members contributing	g at end of year	

FUND 6			Fund Account
Name:		£	£
Income			
	From members		
	Investment income (as at page 12)		
	Other income (specify)		
	Total other inco	me as specified	
		Total Income	
Expenditure			
	Benefits to members		
	Administrative expenses and other expenditure (as at page 10)		
		otal Expenditure	
		!	
	Surplus (Def	icit) for the year	
	Amount of fund at be		
	Amount of fund at the end of year (as	Balance Sheet)	
	Minister of manifest and the con-		
	Number of members contributin	g at end of year	

FUND 7			Fund Account
Name:		£	£
Income			
	From members		
	Investment income (as at page 12)		
	Other income (specify)		
	Total other income	l me as specified	
		Total Income	
Expenditure			
	Benefits to members		
	Administrative expenses and other expenditure (as at page 10)		***************************************
	•	otal Expenditure	
	Surplus (Def	icit) for the year	
	Amount of fund at be	eginning of year	
	Amount of fund at the end of year (as	Balance Sheet)	
	Number of members contributin	g at end of year	

	······································	(see notes 26 to 31)				
POLITICAL F	UND ACCOUNT 1	To be completed by trade unions wh	ich maintain their own fund			
			t	£		
Income	Members contributions					
	Investment income (as Other income (specify)	at page 12)				
	Other income (specify)					
		Total other is	ncome as specified			
Expenditure			Total income			
Expenditure	Expenditure under se	ction 82 of the Trade Union and Labour Relations				
	(Consolidation) Act 19					
	Administration expens	ses in connection with political objects (specify)				
	Non-political expendit	ure				
			Total expenditure			
		·	lus (deficit) for year			
		Amount of political fund a				
		Amount of political fund at the end of year	(as Balance Sheet)			
			\			
		Number of members at end of year contributing	to the political fund			
		Number of members at end of the year not contributing	to the political fund			
Number of me	mbers at end of year who l	nave completed an exemption notice and do not therefore	contribute to the			
political fund						
POLITICAL F	UND ACCOUNT 2	To be completed by trade unions which act as	components of a cen	tral trade union		
			t	t		
Income		ollected from members on behalf of central political fund				
	Funds received back from Other income (specify)	om central political fund				
	Other income (specify)					
		I otal other i	ncome as specified			
F			Total income			
Expenditure	Expenditure under se	ction 82 of the Trade Union and Labour Relations				
	(Consolidation) Act 19					
	Administration expens	ses in connection with political objects (specify)				
		, , , , , , , , , , , , , , , , , , , ,				
	Non-political expendit	ure				
			Total expenditure			
		Surp	olus (deficit) for year			
		Amount held on behalf of trade union political fund	at beginning of year			
		Amount remitted to	central political fund			
		Amount held on behalf of central political	*			
		Number of members at end of year contributing				

Number of members at end of year who have completed an exemption notice and do not therefore contribute to the political fund

Number of members at end of the year not contributing to the political fund

# ANALYSIS OF ADMINISTRATIVE EXPENSES AND OTHER OUTGOINGS EXCLUDING AMOUNTS CHARGED TO POLITICAL FUND ACCOUNTS

(see notes 32 and 33)

Administrative	£
Expenses	
Remuneration and expenses of staff	
Salaries and Wages included in above	
Auditors' fees	5,400
Legal and Professional fees	16,124
Occupancy costs	
Stationery, printing, postage, telephone, etc.	
Expenses of Executive Committee (Head Office)	1,043
Expenses of conferences	
Other administrative expenses (specify)	
Web development	844
Bank charges	1,695
Loss on exchange	848
Other Outgoings	
Interest payable:	
Bank loans (including overdrafts)	
Mortgages	
Other loans	
Depreciation	
Taxation	
Bad debts	753
Outgoings on land and buildings (specify)	
Other outgoings (specify)	
Total	26,707
Charged to: General Fund (Page 3)	26,707
Fund (Account )	
Fund (Account )	i i
Fund (Account )	
Fund (Account )	
Total	26,707
Total	20,101

# ANALYSIS OF OFFICIALS SALARIES AND BENEFITS (see notes 34 to 44 below)

Total		cH								
	ıfits	Value £								
Benefits	Other Benefits	Description								
	Pension Contribution	SE								
Employers N.I. contributions		t)								
Gross Salary		£								
Office held			NONE							

# **ANALYSIS OF INVESTMENT INCOME**

(see notes 45 and 46)

	Political Fund £		Other Fund(s) £
Rent from land and buildings			
Dividends (gross) from:			
Equities (e.g. shares)			
Interest (gross) from:			
Government securities (Gilts)		-	
Mortgages			
Local Authority Bonds			
Bank and Building Societies			6
		100	
Other investment income (specify)			
		1	
			6
	Total ir	nvestment income	6
Credited to			
		eral Fund (Page 3)	6
		Fund (Account )	
		Political Fund	
	Total I	nvestment Income	6

# BALANCE SHEET as at

31 December 2012

(see notes 47 to 50)

Previous Year		£	£
	Fixed Assets (at page 14)		
	Investments (as per analysis on page 15)	:	
	Quoted (Market value £ )		
:	Unquoted  Total Investments		
	Other Assets		
	Loans to other trade unions		
11,085	Sundry debtors		8,110
19,977	Cash at bank and in hand		21,327
	Income tax to be recovered		
	Stocks of goods		
	Others (specify)		
31,062	Total of other assets		29,437
31,062	то	TAL ASSETS	29,437
6,145	Fund (Account )		5,815
400000	Fund (Account )		
	Fund (Account )		
	Superannuation Fund (Account )		
	Political Fund (Account )		
	Revaluation Reserve		
****	LIABILITIES		
	Amount held on behalf of central trade union political fund		
	Loans: From other trade unions		
	Loans: Other		
	Bank overdraft		
	Tax payable		
19,517	Sundry creditors		18,222
5,400	Accrued expenses		5,400
,	Provisions		
	Other liabilities		
24,917	тота	L LIABILITIES	23,622
31,062	то	TAL ASSETS	29,437
			·

# **FIXED ASSETS ACCOUNT**

(see notes 51 to 55)

	Land and E Freehold Leasehold	Buildings £ £	Furniture and Equipment £	Motor Vehicles £	Not used for union business	Total £
Cost or Valuation						
At start of year						
Additions						
Disposals						
Revaluation/Transfer						
s						
At end of year						
				.1	<u> </u>	
Accumulated Depreciation At start of year						
Charges for year						
Disposals						
Revaluation/Transfer						
s						
At end of year						
Net book value at end of year						
Net book value at end of previous year						

# **ANALYSIS OF INVESTMENTS**

(see notes 56 and 57)

QUOTED		All Funds Except	Political Fund
		Political Funds	£
	Equities (e.g. Shares)		
	Government Securities (Gilts)		
	Other quoted securities (to be specified)		
	TOTAL QUOTED (as Balance Sheet)  Market Value of Quoted Investment		
UNQUOTED	Equities		
	Government Securities (Gilts)		
	Mortgages		
	Bank and Building Societies		
	Other unquoted investments (to be specified)		
	TOTAL UNQUOTED (as Balance Sheet)  Market Value of Unquoted Investments		

# **ANALYSIS OF INVESTMENT INCOME** (CONTROLLING INTERESTS) (see notes 58 and 59)

Does the union, or any constituent part of the union, have a controlling interest in any limited company?		YES	NO
If YES name the relevant companies:	·		
COMPANY NAME		STRATION NUMBI and & Wales, state	
Are the shares which are controlled by the union registered in the names of the union's trustees?		YES[_]	NO
If NO, state the names of the persons in whom the shares controlled by the union are registered.			
COMPANY NAME	NAMES OF SHAI	REHOLDERS	
	·		

# **SUMMARY SHEET**

(see notes 60 to 71)

	All funds except Political Funds £	Political Funds £	Total Funds £
INCOME			
From Members	26,371		26,371
From Investments	6		6
Other Income (including increases by revaluation of assets)			
Total Income	26,377		26,377
<b>EXPENDITURE</b> (including decreases by revaluation of	26,707		26,707
Total Expenditure	26,707		26,707
Funds at beginning of year (including reserves) Funds at end of year (including reserves)	6,145 5,815		5,815
ASSETS			
	Fixed Assets		-
	Investment Assets		-
	Other Assets		29,437
		Total Assets	29,437
LIABILITIES		Total Liabilities	23,622

# **NOTES TO THE ACCOUNTS**

(see notes 72 and 73)

All notes to the accounts must be entered on or attached to this part of the return.

None	

# **ACCOUNTING POLICIES**

(see notes 74 and 75)

### **ACCOUNTING POLICIES**

Basis of preparation of financial statements

These financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

b. Subscriptions and Other Income

Subscriptions and other income are accounted for under the accruals concept, except that arrears of subscriptions, which are not considered to be material in amount, are not included until received.

c. 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 average exchange rate for the period.

Exchange gains and losses are recognised in the Income and expenditure account.

# SIGNATURES TO THE ANNUAL RETURN

(see notes 76 and 77)

including the accounts and balance sheet contained in the return.

Secretary's Signature: Name: STEFAN SCHARSCHILLOT	Chairman's Signature: (or other official whose position should be stated)  Name: THOHAS FOURTEAU
Date: 16 MAY 2013	 Date: <u>I</u>

# **CHECK LIST**

(see notes 78 to 80)

(please tick as appropriate)

IS THE RETURN OF OFFICERS ATTACHED?	YES	$\square$	NO	П
(see Page 2 and Note 12)		_		
HAS THE RETURN OF CHANGE OF OFFICERS BEEN	YES	X	NO	
COMPLETED?				_
(see Page 2 and Note 12)				
HAS THE RETURN BEEN SIGNED?	YES	M	NO	П
(see Pages 19 and 21 and Notes 76 and 77)				
HAS THE AUDITOR'S REPORT BEEN COMPLETED?	YES	$\square$	NO	
(see Pages 20 and 21 and Notes 2 and 77)				
IS A RULE BOOK ENCLOSED?	YES		NO	
(see Notes 8 and 78)				
A MEMBER'S STATEMENT IS:	ENCLOSE		TO FOLLOW	X
(see Note 80)	D			_
HAS THE SUMMARY SHEET BEEN COMPLETED	YES	X	NO	
(see Page 17 and Notes 7 and 59)				

# **AUDITOR'S REPORT**

(see notes 81 to 86)

made in accordance with section 36 of the Trade Union and Labour Relations (Consolidation) Act 1992.

1. In the opinion of the auditors or auditor do the accounts they have audited and which are contained in this return give a true and fair view of the matters to which they relate? (See section 36(1) and (2) of the 1992 Act and notes 83 and 84)

### YES/NO

If "No" please explain below.

- 2. Have the auditors or auditor carried out such investigations in the preparation of their audit report as will enable them to form an opinion as to:
  - (a) whether the trade union has kept proper accounting records in accordance with section 28 of the 1992 Act;
  - (b) whether it has maintained a satisfactory system of control over its transactions in accordance with the requirements of that section; and
  - (c) whether the accounts to which the report relates agree with the accounting records? (See section 36(3) of the 1992 Act, set out in note 83)

### YES/NO

If "No" please explain below.

- 3. Are the auditors or auditor of the opinion that the union has complied with section 28 of the 1992 Act and has:
  - (a) kept proper accounting records with respect to its transactions and its assets and liabilities; and
  - (b) established and maintained a satisfactory system of control of its accounting records, its cash holding and all its receipts and remittances.

(See section 36(4) of the 1992 Act set out in rule 83)

### YES/NO

If "No" please explain below.

4. Please set out a copy of the report made by the auditors or auditor to the union on the accounts to which this AR21 relates. The report is to set out the basis upon which the audit has been conducted and/or such other statement as the auditor considers appropriate. Such a statement may be provided as a separate document. (See note 85)

# AUDITOR'S REPORT (continued)

See attached		
Signature(s) of auditor or auditors:	Come al Istate	ull
Name(s):	Crowe Clark Whitehill LLP	
Profession(s) or Calling(s):	Statutory Auditor	
Address(es):	Black Country House Rounds Green Road Oldbury B69 2DG	
Date:	28 May 2013	
Contact name and telephone number:	Dave Darlaston 0121 543 1900	

N.B. When notes to the accounts are referred to in the auditor's report a copy of those notes must accompany this return.

We have audited the accounts on pages 3 to 19 which have been prepared under the accounting policies set out on page 19.

This report is made solely to the Union's members, as a body, in accordance with the United Kingdom Trade Union and Labour Relations (Consolidation) Act 1992. Our audit work has been undertaken so that we might state to the Union'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 Union and the Union's members as a body, for our audit work, for this report, or for the opinions we have formed.

### Respective responsibilities of the Executive Committee and Auditors

Trade Union law and rules of the Union require the Executive Committee to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Union and of the surplus or deficit of the Union for that year. The financial information for the Annual Return is extracted from the audited accounts. In preparing the accounts, the Executive Committee is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Union will continue in operation.

The Executive Committee is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Union and to enable it to ensure that the accounts comply with Chapter III of the United Kingdom Trade Union and Labour Relations (Consolidation) Act 1992. It is also responsible for safeguarding the assets of the Union and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

We have been appointed as auditor under section 33 of the Trade Union and Labour Relations (Consolidation) Act 1992 and report in accordance with section 36 of that Act.

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 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 union's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the officers; and the overall presentation of the financial statements.

We read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report

### **Opinion on the Financial Statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Union's affairs as at 31 December 2012 and of its surplus/deficit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice: and
- have been prepared in accordance with the requirements of the Trade Union and Labour Relations (Consolidation) Act 1992.

### Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Trade Union and Labour Relations (Consolidation) Act 1992 requires us to report to you if, in our opinion:

- · proper accounting records have not been kept;
- a satisfactory system of control over its accounting records, cash holdings and receipts and remittances has not been maintained; or
- the financial statements are not in agreement with the accounting records and returns.