



**TEE & WHITEN (DISTRIBUTORS)  
LIMITED**

**Report and Financial Statements**

**16 month period ended 31 December 1997**

**Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR**





**REPORT AND FINANCIAL STATEMENTS 1997**

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**REPORT AND FINANCIAL STATEMENTS 1997**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

D B Fraser  
M F Franklin  
E A Verdon-Roe

**SECRETARY**

D B Fraser

**REGISTERED OFFICE**

12-14 Ansdell Street  
London  
W8 5TR

**BANKERS**

National Westminster Bank PLC

**AUDITORS**

Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR

## **DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the 16 month period ended 31 December 1997.

## **PRINCIPAL ACTIVITY**

The principal activity of the Company during the period under review was that of distributors of books and publications. The company ceased to trade in September 1996.

## **DIRECTORS**

The present membership of the Board, all of whom were appointed on 10 October 1996, is set out on page 1. D W Tee and I R Tee resigned as directors on 10 October 1996, and T Nightingale resigned on 14 March 1997.

The directors interests in the shares of the parent company are disclosed in the directors report of that company.

The directors do not have any interest in the shares of the Company or any other Group company.

## **AUDITORS**

Deloitte & Touche have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board



D B Fraser  
Secretary

22 April 1998

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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

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

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act. 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.



## Chartered Accountants

Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR

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## AUDITORS' REPORT TO THE MEMBERS OF TEE & WHITEN (DISTRIBUTORS) LIMITED

We have audited the financial statements on pages 5 to 9 which have been prepared under the accounting policies set out on page 7.

### Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

### Basis of opinion

We conducted our audit in accordance with Auditing Standards 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 directors 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 of the state of the company's affairs as at 31 December 1997 and of the loss for the period from 1 September 1996 to 31 December 1997 and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants and  
Registered Auditors

22 April 1998

**PROFIT AND LOSS ACCOUNT**  
**16 month period ended 31 December 1997**

	Note	16 month period ended 31 December 1997 £	Year ended 31 August 1996 £
<b>TURNOVER</b>		-	74,700
Cost of sales		-	(38,669)
<b>GROSS PROFIT</b>		-	36,031
Administrative expenses		(5,390)	(36,881)
<b>OPERATING LOSS AND LOSS ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION</b>	2	(5,390)	(850)
Retained profit brought forward		86,911	87,761
Retained profit carried forward		81,521	86,911

The company ceased to trade in September 1996. There are no movements in shareholders' funds or recognised gains or losses for the current financial period and preceding financial year other than as stated in the profit and loss account.



**BALANCE SHEET**  
**31 December 1997**

	Note	31 December 1997 £	31 August 1996 £
<b>CURRENT ASSETS</b>			
Debtors	3	82,021	87,411
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	500	500
Profit and loss account		81,521	86,911
<b>TOTAL EQUITY SHAREHOLDERS'</b>			
<b>FUNDS</b>	5	82,021	87,411

These financial statements were approved by the Board of Directors on 22 April 1998.

Signed on behalf of the Board of Directors

*D. B. Fraser*

D B Fraser  
Director



## NOTES TO THE ACCOUNTS

**16 month period ended 31 December 1997**

### 1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

#### Accounting convention

The financial statements are prepared under the historical cost convention as modified by the revaluation of freehold properties.

#### Cash flow

The accounts do not include a cash flow statement because the Company, as a small reporting entity, is exempt from the requirements to prepare such a statement under Financial Reporting Standard 1 "Cash Flow Statements".

#### Turnover

Turnover comprises sales of copies, advertising revenue and subscriptions, net of value added tax, less returns and allowances.

#### Leased assets

Expenditure on operating leases is charged to the profit and loss account in the year it is incurred.

Assets that are the subject of finance leases or hire purchase contracts are capitalised and included in tangible fixed assets. The corresponding liability is included in creditors.

The finance cost element of the lease on hire purchase contracts are charged to the profit and loss account over the period of the contract.

#### Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

#### Pension costs

A defined contribution pension scheme operates within the Group for certain employees. The pension cost charge in the profit and loss account represents the contributions payable by the Group under the rules of the Scheme.

### 2. OPERATING LOSS AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	16 month period ended 31 December 1997	Year ended 31 August 1996
	£	£
Operating loss is arrived at after charging the following:		
Operating lease charges	-	4,765
Directors emoluments	-	38,424
Directors pension scheme	-	3,432
	<hr/>	<hr/>

Auditors remuneration has been borne by the parent company.


**NOTES TO THE ACCOUNTS**
**16 month period ended 31 December 1997**
**3. DEBTORS**

	31 December 1997	31 August 1996
	£	£
Trade debtors	-	5,214
Amounts owed by a fellow subsidiary undertaking	82,021	79,028
Prepayments	-	3,169
	<u>82,021</u>	<u>87,411</u>

**4. CALLED UP SHARE CAPITAL**

	31 December 1997 and 31 August 1996
	£
Authorised 500 ordinary shares of £1 each	<u>500</u>
Allotted, called up and fully paid 500 ordinary shares of £1 each	<u>500</u>

**5. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

	16 month period ended 31 December 1997	Year ended 31 August 1996
	£	£
Net loss for the period after taxation	(5,390)	(850)
Opening shareholders' funds	<u>87,411</u>	<u>88,261</u>
Closing shareholders' funds	<u>82,021</u>	<u>87,411</u>

**6. COMMITMENTS**
**Lease commitments - other operating leases**

At 31 August 1996, the Company had annual commitments for motor vehicles operating leases as follows:

	31 August 1996
	£
Leases which expire within one year	-
Leases which expire between two and five years	<u>6,482</u>
	<u>6,482</u>

There were no commitments as at 31 December 1997.



**NOTES TO THE ACCOUNTS**

**16 month period ended 31 December 1997**

**7. ULTIMATE PARENT COMPANY**

As at 31 August 1996, the company's ultimate parent company was Teesdale Publishing Company Limited. On 1 September 1996 the ultimate parent company became Teesdale Publications Limited. In the opinion of the directors, the company's ultimate parent company has with effect from 10 October 1996 been Haymarket Group Limited, a company registered in England and Wales. The parent company of the smallest group which includes the company and for which group accounts are prepared is Haymarket Magazines Limited. Copies of the group accounts of both Haymarket Group Limited and Haymarket Magazines Limited are available from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

**8. INTRA GROUP TRANSACTIONS**

The company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 not to disclose related party transactions with Haymarket group companies.