

Visit London Ltd

Financial Statements 2004/2005

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COMPANIES HOUSE 29/09/05

Registered in England under No. 761149 Registered office: 6th Floor, More London Riverside, London SE1 2RR General enquiries to 020-7234-5800 or visit our website at www.visitlondon.com.

Directors' Report For the year ended 31 March 2005

The directors present their report together with the audited financial statements for the year ended 31 March 2005.

Results

The results of the group for the period are shown in the consolidated income and expenditure account on page 6 and the related notes.

Principal activities

Visit London Limited ("Visit London") is the official visitor organisation for the capital. Our mission is to create economic benefit to London by promoting London to all visitors. Visit London's activities include high profile destination marketing campaigns targeting domestic and overseas leisure and business visitors as well as Londoners. We also operate Britain's first destination specific TV channel.

More information on the work of Visit London can be found at www.visitlondon.com.

Review of business and future developments

The past year has been a busy one for Visit London:

New offices

In April the Company moved to new state-of-the-art offices on the South Bank of the Thames, near Tower Bridge. These offices not only provide a more productive working environment for our staff, but also act as a showcase for what London has to offer.

A 3-year funding agreement

In July the Company entered into a 3-year grant funding agreement with the London Development Agency ("LDA"). The agreement is for a £40.4m grant over the period 2004/05 to 2006/07. This long-term, non-incremental approach to LDA investment in Visit London will enable the continuation of high profile destination marketing aimed at promoting London and changing negative perceptions about the city. The grant comprises core funding from the Department of Culture, Media and Sport and the LDA. Prior to this the LDA had been funding Visit London on an annual basis.

Britain's first destination specific TV channel

July 2004 also saw the launch on the Sky digital platform of Britain's first destination specific channel, London TV. The channel is dedicated to inspiring Londoners to explore their own city and help visitors to make the most of their stay. In September 2004 London TV acquired its own Electronic Programme Guide position (244) and increased its broadcasting hours to 24/7. The channel is operated by London TV Limited, which is a wholly owned subsidiary of Visit London.

Directors' Report (continued) For the year ended 31 March 2005

Directors

;

The following have been Directors of the Company for the whole of the year unless otherwise indicated:

T Ingram (Chairman)

D L Campbell (Chief Executive)

(Appointed on 21 April 2005)

(Resigned 22 March 2004)

G M W Beckwith J R P Bidwell J Buchan

V Cotton

D. A.L. Cupova

D A L Gunewardena

B M Islam (Resigned on 21 April 2005)

P W James

R A P Jones

D Jones

P S Kenny M F Lynch

G McKenna

E C St Giles

M D Taylor (Appointed on 21 April 2005)

C Townsend D M Turnbull

M E Tve

TCKKWright

Biographies for each serving director can be found on the Company's website at www.visitlondon.com/corporate/about_us/board.

Statement of Directors' Responsibilities in Respect of the Accounts

Company law requires the Directors to prepare accounts for each financial year that give a true and fair view of the state of affairs of the Company and of the surplus or deficit for that period. In preparing those accounts, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; 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 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 accounts comply with the Companies Act 1985. 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.

Financial statements are published on the group's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation on other jurisdictions. The maintenance and integrity of the group's website is the responsibility of the directors. The directors' responsibility also extends to the ongoing integrity of the financial statements contained therein.

Directors' Report (continued) For the year ended 31 March 2005

Auditors

A resolution proposing the appointment of auditors will be submitted at the Annual General Meeting.

By order of the Board

Secretary

2 More London

Riverside

London,

SEI 2RR

Date: 21 July 2005

Report of the independent auditors

To the members of Visit London Limited

We have audited the financial statements of Visit London Limited for the year ended 31 March 2005 on pages 6 to 15 which have been prepared under the accounting policies set out on pages 9 and 10.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 directors' remuneration and transactions with the company is not disclosed.

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

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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.

Report of the independent auditors (Continued)

Opinion

In our opinion the financial statements give a true and fair view of the state of the group's affairs as at 31 March 2005 and of its deficit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BDO STOY HAYWARD LLP

Chartered Accountants and Registered Auditors

Epsom, Surrey

Date 21 July 2005

Consolidated Income & Expenditure Statement for the year ended 31 March 2005

	Note	2005 £	2004 £
Income	3	25,920,838	21,038,143
Expenditure	4	(26,065,324)	(20,881,253)
OPERATING (DEFICIT)/SURPLUS		(144,486)	156,890
Profit on disposal of fixed assets		7.500	-
(DEFICIT)/SURPLUS ON ORDINARY ACTIVITIES BEFORE INTEREST		(136,986)	156,890
Interest receivable Interest payable and similar charges		188,255 (34,548)	64,410 -
SURPLUS ON ORDINARY ACTIVITIES BEFORE TAXATION		16,721	221,300
Taxation	7	(20,376)	(13,556)
RETAINED (DEFICIT)/SURPLUS FOR THE YEAR		(3,655)	207,744
Statement of retained surplus			
At 1 April		1,662,581	1,454,837
Retained (deficit)/surplus for the financial year		(3,655)	207,744
At 31 March		1,658,926	1,662,581

All amounts relate to continuing activities.

There are no recognised gains or losses for the year, other than the retained surplus for the year.

Balance Sheet 31 March 2005

				Group and
		Group	Company	Company
	Note	2005	2005	2004
		£	£	£
FIXED ASSETS				
Tangible fixed assets	9	1,735,114	1,735,114	382,672
Investments	10	-	1,000	
		1,735,114	1,736,114	382,672
CURRENT ASSETS				
Debtors-amounts due within one year	11	1,125,286	1,125,286	4,701,301
Debtors-amounts due after one year	11	288,940	288,940	288,940
Cash at bank and money market deposits		3,894,579	3,894,579	642,158
		5,308,805	5,308,805	5,632,399
CREDITORS: amounts falling due within one year	12	5,185,506	5,185,506	4,352,490
NET CURRENT ASSETS		123,299	123,299	1,279,909
TOTAL ASSETS LESS CURRENT LIABILITIES		1,858,413	1,859,413	1,662,581
CREDITORS: amounts falling due after more than one year	13	199,487	200,487	-
TOTAL NET ASSETS		1,658,926	1,658,926	1,662,581
CAPITAL AND RESERVES				
Income and expenditure account		1,658,926	1,658,926	1,662,581

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

Directors

Tamara Ingram

Chairman

James Bidwell
Chief Executive

21st July 2005

The notes on pages 9 to 15 form part of these financial statements.

Consolidated Cash Flow Statement for the year ended 31 March 2005

Note	2005	2004
	£	£
19	4,502,256	(450,003)
20 a	153,707	64,410
	(17,938)	(10,700)
20 b	(1,178,232)	(411,136)
	3,459,793	(807,429)
20 c	(3,320,000)	500,000
20 d	(207,372)	-
	(67,579)	(307,429)
funds	2005	
		2004
	£	2004 £
	£ (67,579)	
rces	_	£
	(67,579) 3,320,000 207,372	(307,429) (500,000)
	(67,579) 3,320,000 207,372 3,459,793	£ (307,429)
	(67,579) 3,320,000 207,372 3,459,793 (564,801)	(307,429) (500,000) - (807,429)
	(67,579) 3,320,000 207,372 3,459,793	(307,429) (500,000)
	(67,579) 3,320,000 207,372 3,459,793 (564,801)	(307,429) (500,000) - (807,429)
	19 20 a 20 b 20 c	£ 19 4,502,256 20 a 153,707 (17,938) 20 b (1.178,232) 3,459,793 20 c (3,320,000) 20 d (207,372) (67,579)

Analysis of changes in net funds	As at 1 April 2004 £	Cash flows	Non cash items £	At 31 March 2005 £
Cash at bank	(357,842)	(67,579)	-	(425,421)
Money market deposits	1,000,000	3,320,000	-	4,320,000
Finance leases	-	207,372	(564,801)	(357,429)
Total	642,158	3,459,793	(564,801)	3,537,150

Non cash transactions

During the year the group entered into finance lease arrangements for assets with a total capital value at the inception of the leases of £564,801 (2004: £Nil).

Notes to the accounts 31 March 2005

1 Visit London Limited

Visit London Limited is a company limited by guarantee. The sum guaranteed by each member is an amount not exceeding one pound.

2 Accounting Policies

(a) Accounting Convention

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

(b) Group Consolidation

The consolidated financial statements incorporate the results of Visit London Limited and subsidiary undertaking, London TV Limited as at 31 March 2005 using the acquisition or merger method of accounting as required. Where the acquisition method is used, the results of subsidiary undertakings are included from the date of acquisition.

(c) Grant Income

Grant income represents amounts receivable as agreed with the London Development Agency ("LDA"), VisitBritain and the Association of London Government ("ALG")

(d) Membership Income

Membership income is recognised when receivable and matched to the period to which it relates.

(e) Other Income

Income received on contracts is recognised over the period to which it relates.

(f) Tangible Fixed Assets

Fixed assets are written off evenly over their estimated useful lives at the following rates:

Leasehold improvements over the lease term

Fixtures, fittings and equipment over 2 years

Computer equipment over 2 years

Plant and equipment over 3 years

Fixed assets are depreciated when they are brought into use.

(g) Foreign Currency

Foreign currency transactions of individual companies are translated at the rates ruling when they occurred. Foreign currency montary assets and liabilities are translated at the rate ruling at the balance sheet dates. Any differences are taken to the income and expenditure account.

(h) Leased Assets

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the income and expenditure account over the period of the lease.

All other leases are treated as operating leasers. Their annual rentals are charged to the income and expenditure account on a straight line basis over the term of the lease.

(i) Pension benefits

The expected cost of providing pensions under the defined benefit scheme, as calculated periodically by professionally qualified actuaries, is charged to the income and expenditure account so as to spread the cost over the service lives of employees in the scheme, in such a way that the pension cost is a substantially level percentage of current and expected future pensionable payroll. Contributions to defined contribution schemes are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

Notes to the accounts 31 March 2005

(j) Deferred Taxation

Deferred taxation is provided for on a full provision basis on all timing differences which have arisen but not reversed at the balance sheet date. A deferred tax asset is not recongised to the extent that the transfer of economic benefit in future is uncertain. Any assets and liabilities recognised have not been discounted.

(k) Website Development Costs

Website development costs are charged to the Income and Expenditure account as they are incurred.

(I) Liquid Resources

For the purposes of the cash flow statement, liquid resources are defined as current asset investments and other short term deposits

	Group	Group
3 Income	2005	2004
	£	£
Tourism Investment Recovery Programme	•	13,970,000
LDA Core Funding	18,935,625	3,409,100
Match Funding for Marketing and Joint Promotions	2,618,169	1,100,273
LDA Olympic Torch Event Funding	1,600,000	-
Trading (including HSBC sponsorship)	1,143,316	1,038,524
Membership Subscriptions	1,032,738	958,539
Ecommerce	378,173	264,272
ALG Grant	118,750	127,194
Other Grants (kidslovelondon, EnglandNet)	69,044	137,491
London IV	17,023	-
Visit Britain	8,000	32,750
	25,920,838	21,038,143
4 Expenditure	Group	Group
	2005	2004
Claff and b	£	£
Staff costs Wages and salaries	2,083,617	1,555,431
Social security costs	183,959	112,017
Pension costs	27,006	34,097
Temporary staff costs	403,188	11,396
Tomporary stati costs		
	2,697,770	1,712,941
Marketing and Joint Promotions	17,095,913	17,300,233
Website Development and Marketing	235,273	362,389
Change Management	120,101	336,765
London TV	2,235,137	239,478
Communications / event expenditure	294,049	63,807
Operating costs and overheads		
Depreciation on owned assets	288,269	128,321
Depreciation on assets held under finance leases	109,822	-
Operating leasehold payments - land and buildings	478,846	287,000
Auditors' remuneration:		
-Audit fee	10,352	18,000
-Other services	25,034	40,414
Other operating charges	2,365,336	370,571
Other Staff Costs	109,422	21,334
	3,387,081	865,640
	26,065,324	20,881,253
		

The grant received from the ALG Grants Committee was used for the purposes specified when the grant was awarded.

Notes to the accounts 31 March 2005

5 Directors' remuneration	Group	Group
	2005	2004
	£	£
Emoluments Canada and additional additional and additional additional additional additional and additional addi	318,443	226,091
Company contributions to money purchase pension schemes	12,875	10,417
Emoluments of highest paid director	298,043	205,690
Company contributions to money purchase pension schemes	12,875	10,417
6 Staff numbers		
The average number of persons employed by the group and company during twas as follows:	ihe year 2005	2004
Management, services and information	52	40
7 Taxation	Group	Group
	2005	2004
	£	£
Corporation tax charge for the year	17,870	13,364
Prior years' adjustments	2,506	192
	20,376	13,556
Corporation tax is payable on interest received and on the		
trading surplus, as adjusted for tax purposes.	Group	Group
	2005	2004
	£	£
Corporation Tax @ 19%	17,870	13,364
Under provision in prior year	2,506	192
	20,376	13,556
Surplus/(Deficit) on ordinary activities per accounts	16,721	221,300
No. 10		
Tax Reconciliation Surplus/(Deficit) @ 19%	3,177	42,047
Capital allowances less than depreciation	(54,412)	(16,486)
Other timing differences	3,286	-
Income not assessable for tax purposes	-	(25,823)
Expenses not deductable for tax purposes	65,819	13,626
Adjustment in respect of prior years	2,506	192
	20,376	13,556
The amount of unprovided deferred tax asset is as follows:	Group	Group
	2005	2004
	£	£
(Shortfall)/excess of capital allowances over depreciation	(41,110)	15,758
Other timing differences	<u> </u>	6,875
	(41,110)	22,633

8 Profit for the financial year

The Company has taken advantage of the exception allowed under section 230 of the Companies Act 1985 and has not presented its own income and expenditure account in these financial statements. The group surplus for the year includes a deficit after tax of £3.655 (2004: £207,744 - surplus) which is dealt with in the financial statements of the parent company.

Notes to the accounts 31 March 2005

9 Tangible Fixed Assets

	Fixtures				
Group and company	Fittings &		Leasehold	Plant &	
	Equipment	Computers	improvements	Equipment	Total
	£	£	£	£	£
Cost					
As at 1 April 2004	101,878	253,579	434,808	÷	790,265
Additions	189,177	200,420	715,555	645,381	1,750,533
Disposals	(35,049)	-	-	-	(35,049)
At 31 March 2005	256,006	453,999	1,150,363	645,381	2,505,749
Depreciation					
As at 1 April 2004	44,076	225,117	138,400	-	407,593
Charge for year	109,921	105,604	57,106	125,460	398,091
Disposals	(35,049)	-	-	-	(35,049)
At 31 March 2005	118,948	330,721	195,506	125,460	770,635
Net book value					
At 31 March 2005	137,058	123,278	954,857	519,921	1,735,114
At 31 March 2004	57,802	28,462	296,408	-	382,672
				· · · · · · · · · · · · · · · · · · ·	

The net book value of equipment included in respect of assets held under finance leases is £454,979 (2004: £Nii)

10 Investments

a) Fixed asset investments	Company
Cost	£
Additions	1,000
At 31 March 2005	1,000

b) Subsidiary undertaking

The following were subsidiary undertakings at the year end and have all been included in the consolidated financial statements.

Name	Country of incorporation	voting rights and ordinary share capital held	Nature of business
			Production and broadcast of TV
London TV Limited	UK	100%	programmes.

11 Debtors			Group and
	Group	Company	company
	2005	2005	2004
	£	£	£
Amounts due within one year			
Trade debtors	785,580	785,580	713,477
Other debtors	101,926	101,926	-
Interest receivable	1,154	1,154	11,663
Prepayments and accrued income	236,626	236,626	3,976,161
	1,125,286	1,125,286	4,701,301
Amounts due after one year			
Rent deposit	288,940	288,940	288,940

Notes to the accounts 31 March 2005

12 Creditors - amounts falling due within one year			Group and
	Group	Company	company
	2005	2005	2004
	£	£	£
Trade creditors	3,247,789	3,247,789	3,807,146
Social security and other taxation	64,090	64,090	43,330
Obligations under finance lease contracts	157,942	157,942	-
Accruals and deferred income	1,492,577	1,492,577	447,401
Deferred membership subscription income	205,238	205,238	41,249
Corporation tax	17,870	17,870	13,364
	5,185,506	5,185,506	4,352,490
13 Creditors - amounts falling due after more than one year			Group and
	Group	Company	company
	2005	2005	2004
	£	£	£
Obligations under finance lease contracts	199,487	199,487	-
Amounts owed to subsidiary undertakings	-	1,000	-
	199,487	200,487	-
Analysis of finance lease repayments:	2005	2005	2004
	£	£	£
Within one year	177,913	177,913	-
Between one and two years	207,565	207,565	-
Between two and five years	•	•	-
Less: finance charges allocated to future periods	(28,049)	(28,049)	
	357,429	357,429	-
Due within one year	157,942	157,942	-
Due after more than one year	199,487	199,487	-
	357,429	357,429	-
14 Financial Commitments			
Group and company			
follows:		n	p
		Property	Property
		2005 £	2004 £
Leases expiring:		_	_
Within one year		96,350	-
Over 5 years		383,440	319,355
15 Capital Commitments			
		2005	2004
Group and company		£	£
Contracted for but not provided		-	1,213,300

16 Contingent liabilities

The Company has guaranteed a contract entered into by it's subsidiary, London TV Limited. At the year end the liabilities covered by this guarantee totalled £nil.

Notes to the accounts 31 March 2005

17 Pensions

The Board participates in the British Tourist Boards' Staff Pension and Life Assurance Scheme, a defined benefit pension scheme in the United Kingdom. An actuarial valuation was carried out using membership data as at 1 April 2003 and updated to 31 March 2005.

The disclosures required by FRS17 are as follows	
Visit London's share of the assets and liabilities of the fund	£,000
Assets	10,868
Liabilities	10,905
Deficit	(37)
Assumptions used in valuing the liabilities	
Discount Rate	5.4%
Inflation	2.9%
Salary Increases	4.4%
Pension increases	2.9%
Access (NIII and Francis) and Add Administration (American Control of Contro	
Assets (Whole Fund) as at 31 March 2004 Bonds	31%
Equities	48%
Property	17%
Cash	4%

The pension cost of the scheme is determined with the advice of a qualified actuary on the basis of triennial valuations. The most recent valuation was carried out as at 1 April 2003 using the projected unit method. The main assumptions are as follows:

Rate of return on Scheme asset:	6.5% per annum
Salary increases:	4.5% per annum
Increases to pensions in payment	2.75% per annum

The valuation showed that the market value of the British Tourist Boards' Scheme's assets at 1 April 2003 amounted to £98.3m and the actuarial value of the assets was sufficient to cover 122% of the benefits that had accrued to members, after allowing for the effect of future increases in their earnings. Since then, contributions have been paid in accordance with the recommendations of the Actuary. The Actuary had confirmed that it is not necessary to review the contribution levels prior to the results of that valuation being available. The next valuation will be as at 1 April 2006.

During the year ended 31 March 2005, a contribution rate of 6% of pensionable salaries was paid. The charge to the Company for the year was £14,131 (2004: £1,500), covering 51 (2004: 39) employees.

It is not possible to identify the share of the underlying assets and liabilities belonging to individual participating employers. Due to the nature of the Scheme the income and expenditure charge for the year under both SSAP24 and FRS17 represent the employer contribution payable.

Notes to the accounts 31 March 2005

18 Related Party Transactions

In compliance with FRS 8, material related parties' transactions in the year are disclosed below.

Details of material trading with companies where board members have an interest:

Board member, Company name and role	Nature of supply (Grants from £	Sales to £	Purchases from £
Raymond Jones, Superbreak, Brand Development Director	Commssion on hote! bookings		274,791	
Tom Wright, Visit Britain, Chief	500km.gg	-	2/4,/71	-
Executive	Promotions	8,000	5,866	1,004,436
19 Reconciliation of operating surplus to net c	ash inflow from ope	ating activitie		
			2005	2004
			£	£
Operating (deficit)/surplus			(144,486)	156,890
Depreciation charges			398,091	128,321
Decrease (increase) in debtors			3,578,083	(4,305,737)
Increase in creditors			670,568	3,570,523
Net cash inflow/(outflow) from operating acti	vities		4,502,256	(450,003)
20 Analysis of cash flows for headings netted	in the cash flow state	ement		
			2005	2004
			£	£
a) Returns on investment and servicing of fine	ince		100.055	/4.410
Interest received			188,255	64,410
Interest paid on finance leases			<u>(34,548)</u> 153,707	64.410
b) Capital expenditure			133,707	64,410
Purchase of tangible fixed assets			(1,185,732)	(411,136)
Sale of tangible fixed assets			7,500	1411,1007
sale of farigible fixed assets			(1,178,232)	(411,136)
c) Management of liquid resources			(1)	
Money market deposits less than three moni	ths		3,320,000	(500,000)
d) Financing				
Capital value of finance lease payments			(207,372)	