Platinum Travel International Limited

Directors' report and financial statements

Registered number 932343

30 September 2007

Company information

Directors	BJ Muir RM Constant L Brogaard
Company Secretary	A Abioye
Auditors	KPMG Audit Plc 8 Salisbury Square London EC4Y 8BB
Company Number	932343
Registered Address	1 Sussex Place London W6 9EA

Directors' report

The directors submit their report and the financial statements of Platinum Travel International Limited for the year ended 30 September 2007

This directors' report has been prepared in accordance with the special provisions relating to small companies under section 246(4) of the Companies Act 1985

Principal activities

The principal activity of the company during the year was that of a travel agency However, in December 2007 the directors took the decision to cease trading As the directors do not intend to acquire a replacement trade, they have not prepared the financial statements on a going concern basis The effect of this is explained in Note 1 to the financial statements

Business review

The trading loss for the year before taxation was £37,351 (2006 £66,715 loss)

The directors are precluded from the payment of a dividend

Political and charitable donations

The company made no political or charitable donations nor incurred any political expenditure during the current or prior year

Directors

The following directors held office during the year

PF Wallace	(Appointed 26 September 2007, resigned 20 March 2008)
E Strom	(Resigned 28 November 2007)
L Brogaard	
J Cokell	(Resigned 26 September 2007)
BJ Muir	(Appointed 20 March 2008)
RM Constant	(Appointed 20 March 2008)

Directors' interests in shares and debentures

At the date of appointment and at 30 September 2007 the directors did not have any beneficial interests in the share capital of the company or its ultimate parent company

Auditors and disclosure of information to auditors

The directors who held office at the date of the approval of the directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

By order of the Board

RM Constant
Director

4 June 2008

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business (As explained in Note 1 to the financial statements, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis)

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985 They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

KPMG Audit Plc
8 Salisbury Square
London
EC4Y 8BB
United Kingdom

Independent auditors' report to the members of Platinum Travel International Limited

We have audited the financial statements of Platinum Travel International Limited for the year ended 30 September 2007 which comprise the Profit and Loss Account, the Balance Sheet and the related notes These financial statements have not been prepared on the going concern basis, for the reason set out in Note 1 to the financial statements, but 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 auditor's 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 directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 2

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 We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements

In addition we 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 directors' remuneration and other transactions 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

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 judgments 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 UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 September 2007 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor

16 June 2008

Profit and loss account
for the year ended 30 September 2007

	Note	2007 £	2006 £
Turnover	2	**356,892**	243,339
Operating expenses		**(394,243)**	(310,054)
Operating loss		**(37,351)**	(66,715)
Loss on ordinary activities before taxation	3	**(37,351)**	(66 715)
Tax on loss for the financial year	5	**(15,428)**	14,484
Retained loss for the year	11	**(52,779)**	(52,231)

The operating loss for the year arises from the company's discontinued operations, as a result of the directors taking the decision to cease trading in December 2007

No separate statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss account

There is no difference between the loss as disclosed in the Profit and Loss account and the loss on a historical cost basis

There has been no movement in shareholders' funds other than the retained loss for the year

The notes on pages 6 to 11 form an integral part of these financial statements

Balance Sheet
at 30 September 2007

	Note	2007 £	£	2006 £	£
Fixed assets					
Tangible assets	*6*		-		-
Current assets					
Debtors	*7*	440,852		314,325	
Cash at bank and in hand		88,216		456,898	
		529,068		771,223	
Creditors amounts falling due within one year	*8*	(517,441)		(706,817)	
Net current assets			11,627		64,406
Net assets			11,627		64 406
Capital and reserves					
Called up share capital	*10*		20,000		20,000
Profit and loss account	*11*		(8,373)		44 406
Equity shareholders' funds	*12*		11,627		64,406

These financial statements were approved by the Board on 4 June 2008 and signed on its behalf by

RM Constant
Director

The notes on pages 6 to 11 form an integral part of these financial statements

Notes
(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial information

Basis of preparation

In previous years the financial statements have been prepared on a going concern basis However, in December 2007 the directors took the decision to cease trading As they do not intend to acquire a replacement business, the directors have not prepared the financial statements on a going concern basis This resulted in a reduction in net assets of £178,493, of which £177,111 related to redundancy costs associated with the decision to cease trading

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

The company is exempt by virtue of s 228 of the Companies Act 1985 from the requirement to prepare group accounts These financial statements present information about the company as an individual undertaking and not about its group

As the company is a wholly owned subsidiary of Vivendi SA, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that the ultimate parent undertaking includes the company in its own published consolidated financial statements

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured

Tangible fixed assets

Fixed assets are stated at historical cost

Depreciation is provided on all tangible fixed assets at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows

Motor vehicles	25% per annum
Computers	25% per annum

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the underlying timing differences can be deducted

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date Deferred tax is measured on a non-discounted basis

Notes *(continued)*

Accounting policies *(continued)*

Pensions

The company operates a defined contribution pension scheme The assets of the scheme are held separately from those of the company in an independently administered fund The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period

Foreign currency

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction

2 **Turnover**

The company's turnover and loss before taxation arose from only one class of business and was derived wholly within the United Kingdom The turnover disclosed is on a 'net fee' basis The gross fees in the year were £2,147,591 (2006 £1 739,678)

3 **Loss on ordinary activities before taxation**

	2007 £	2006 £
Loss on ordinary activities before taxation is stated after charging		
Depreciation owned assets	344	-
Auditors' remuneration	10,000	6,000
Directors' remuneration		
Emoluments	35,875	35,875
Money purchase pension contributions	2,126	2 126

Only one director received remuneration during the year

4 **Employees**

	2007 £	2006 £
The average weekly number of persons (including directors) employed by the company during the year was		
Sales	4	3
Administration	1	1
	5	4

	2007 £	2006 £
Staff costs for the above persons		
Wages and salaries	151,527	114,836
Social security costs	12,010	10,945
Other pension costs	5,433	6,290
Redundancy costs	177,111	-
	346,081	132 071

Notes *(continued)*

5 Taxation

Analysis of charge / (credit) in the year

	2007 £	2006 £
Current tax		
UK corporation tax at 30% (2006 30%)	-	-
Deferred tax		
Reversal of timing differences	**15,428**	(14,484)
Tax on loss on ordinary activities	**15,428**	(14,484)

Factors affecting the tax charge / (credit) for the current year

The tax assessed for the year is lower than the standard rate of corporation tax in the UK (30%) The differences are explained below

	2007 £	2006 £
Current tax reconciliation		
Loss on ordinary activities before tax	**(37,351)**	(66,715)
Loss on ordinary activities multiplied by the standard rate of corporation tax of 30% (2006 30%)	**(11,205)**	(20,015)
Expenses not allowable for tax purposes	**94**	3,215
Capital allowances for period in excess of depreciation	**(1,908)**	(605)
Group relief	**26,633**	17,405
Release of general provision	**(13,614)**	-
Current tax charge / (credit) for the year	-	-

6 Tangible fixed assets

	Computers £	Motor vehicles £	Total £
Cost			
1 October 2006	-	32 491	32,491
Additions during the year	344	-	344
Disposals during the year	-	(32 491)	(32 491)
30 September 2007	344	-	344
Depreciation			
1 October 2006	-	32,491	32,491
Charged in the year	344	-	344
Disposals during the year	-	(32,491)	(32,491)
30 September 2007	344	-	344
Net book value			
30 September 2007	-	-	-
30 September 2006	-	-	-

Notes *(continued)*

7 Debtors: amounts due within one year

	2007	2006
	£	£
Trade debtors	**144,321**	192,410
Amounts owed by parent company and fellow subsidiaries	**295,225**	97 120
Deferred tax (see note 9)	**-**	15,428
Other debtors	**-**	8,179
Prepayments and accrued income	**1,306**	1,188
	440,852	314,325

8 Creditors: amounts falling due within one year

	2007	2006
	£	£
Trade creditors	**110,708**	126,305
Amounts due to parent company and fellow subsidiaries	**224,821**	425 422
Other taxation and social security	**602**	9,466
Other creditors	**-**	137 724
Accruals and deferred income	**181,310**	7,900
	517,441	706,817

Accruals at 30 September 2007 included £177,111 in respect of redundancy costs

9 Deferred tax

	2007	2006
	£	£
At 1 October	**15,428**	944
Deferred tax (charge) / credit to profit and loss account (note 5)	**(15,428)**	14,484
At 30 September	**-**	15,428

The deferred tax asset at 30 September 2006 comprised tax losses carried forward

Notes *(continued)*

10 Called up share capital

	2007 £	2006 £
Authorised, issued and called up		
6 000 6% redeemable preference shares of £1 each	6,000	6,000
5 000 deferred shares of £1 each	5,000	5 000
20 000 ordinary shares of 10p each	2,000	2 000
7,000 ordinary shares of £1 each	7,000	7 000
	20,000	20 000

The 6% preference shares are entitled to a fixed cumulative dividend of 6% per annum However the owners of the entire issued preference share capital have irrevocably waived any rights to their fixed cumulative preferential dividend The preference shares may be redeemed by the company at any future date after giving three months' notice and would be redeemable at par together with a sum equal to the fixed dividend thereon The preference shares carry full voting rights Preference shareholders are entitled to repayment of their capital on winding up in preference to the ordinary and deferred shareholders They are not entitled to participation in any surplus on winding up

The deferred shares carry no rights to dividends They carry full voting rights and deferred shareholders are entitled to repayment of their capital on winding up after repayment of preference share capital and ordinary share capital They are not entitled to participation in any surplus on winding up

Both classes of ordinary shares carry full rights to dividends and full voting rights

Ordinary shareholders are entitled to participation in a surplus on winding up

11 Profit and loss account

	2007 £	2006 £
1 October	44,406	96,637
Loss for the financial year	(52,779)	(52 231)
30 September	**(8,373)**	44,406

12 Reconciliation of movement in shareholders' funds

	2007 £	2006 £
Opening shareholders' funds	64,406	116,637
Loss for the financial year	(52,779)	(52,231)
Closing shareholders' funds	**11,627**	64 406

Notes *(continued)*

13 Contingent liabilities

The company has guaranteed the bank indebtedness of certain fellow subsidiaries and has executed a charge over its assets in favour of the bank At 30 September 2007 the total net borrowings of these companies amounted to £nil (2006 £73,456,000)

14 Pension commitments

The company is a member of the Sanctuary Group Limited group personal pension scheme the assets of which are held separately for each employee in an independently administered fund The pension cost charge represents contributions payable by the company and amounted to £5,433 (2006 £6,290) No contributions remained payable at the year end

15 Immediate and ultimate parent company

The immediate parent company is Sanctuary Artist Services Limited, a company incorporated and operating in England The ultimate parent undertaking and controlling party is Vivendi SA, a company incorporated in France

The smallest and largest group in which the results of the company will be consolidated will be that headed by Vivendi SA incorporated in France Copies of its annual report in English may be obtained from
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