

ALAN BAILEY (STUDIOS) LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2006



GERALD EDELMAN

CHARTERED ACCOUNTANTS

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COMPANY INFORMATION

Directors A Reynolds

P Foulger

Secretary P Foulger

Company number 01006870

Registered office 14 Kinnerton Place South

London SW1X 8EH

Auditors Gerald Edelman

25 Harley Street

London W1G 9BR

Business address 14 Kinnerton Place South

London SW1X 8EH

DIRECTORS' REPORT FOR THE YEAR ENDED 28 FEBRUARY 2006

The directors present their report and financial statements for the year ended 28 February 2006

Principal activities and review of the business

The principal activity of the company continued to be that of marketing, public relations and communications consultants.

Results and dividends

The results for the year are set out on page 5.

The directors do not recommend payment of an ordinary dividend.

Directors

The following directors have held office since 1 March 2005:

A Reynolds

P Foulger

Directors' interests

The directors' interests in the shares of the company were as stated below:

Ordinary shares of £ 1 each 28 February 2006 1 March 2005

A Reynolds

P Foulger

A Reynolds and P Foulger are directors of the ultimate parent company, Boldwood Limited. Their interests in the shares in that company are as follows:

A Reynolds - 36.50% of issued share capital

P Foulger - 12.50% of issued share capital

Auditors

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

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

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 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 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 enable them to ensure that the financial statements 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.

On behalf of the board

P Foulger

Director

16 June 2006

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ALAN BAILEY (STUDIOS) LIMITED

We have audited the financial statements of Alan Bailey (Studios) Limited for the year ended 28 February 2006 set out on pages 5 to 12. 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 directors and auditors

As described in the Statement of Directors' Responsibilities on page 2 the company's directors are 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. 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 or 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 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.

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE SHAREHOLDERS OF ALAN BAILEY (STUDIOS) LIMITED

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 28 February 2006 and of its profit for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

Gerald Edelman

16 June 2006

Chartered Accountants

Registered Auditor

25 Harley Street London W1G 9BR

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 28 FEBRUARY 2006

		2006	2005
	Notes	£	£
Turnover	2	110,458	65,487
Administrative expenses		(48,076)	(39,548)
Other operating income		13,817	-
Director's and connected parties loans	5		
written back		-	12,000
Profit on ordinary activities before taxation	2	70.400	27.000
taxation	3	76,199	37,939
Tax on profit on ordinary activities	4	(21,896)	(3,245)
Profit on ordinary activities after			
taxation	10	54,303	34,694
-	10	54,303	34,694

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 28 FEBRUARY 2006

	200)6	200)5
Notes	£	£	£	£
5		18,563		29,427
6	137,660		96,120	
	39,575		7,969	
	177,235		104,089	
7	(25,933)		(17,954)	
		151,302		86,135
		169,865		115,562
			·	
9		4,000		4,000
10		53,570		53,570
10		112,295	•	57,992
11		169,865		115,562
	5 6 7 9 10 10	Notes £ 5 6	5 18,563 6 137,660 39,575 177,235 7 (25,933) 151,302 169,865 9 4,000 10 53,570 112,295	Notes £ £ £ 5 18,563 6 137,660

The financial statements were approved by the Board on 16 June 2006

A Reynolds

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold

over the term of the lease

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6 Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. Recognition of deferred tax asset is to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences. The deferred tax balance has not been discounted.

No provision has been made for deferred tax on gains recognised on revaluing property to its market value as the company does not intend to sell the revalued assets. If the property were to be sold for the value shown in the financial statement then a tax liability of approximately £16,000 would arise.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

3	Operating profit	2006 £	2005 £
	Operating profit is stated after charging:		
	Depreciation of tangible assets	10,864	9,657
	Operating lease rentals	28,424	25,043
	and after crediting:		
	Rents receivable	13,817	12,000
4	Taxation	2006 £	2005 £
	Domestic current year tax		
	U.K. corporation tax	6,774	-
	Current tax charge	6,774	-
	Deferred tax		
	Deferred tax charge current year	15,122	3,245
		21,896	3,245
			
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	76,199 ———	37,939
	Profit on ordinary activities before taxation multiplied by standard rate of		
	UK corporation tax of 19.00% (2005 - 30.00%)	14,478	11,382
	Effects of:		
	Depreciation add back	2,064	2,897
	Capital allowances	(190)	(401)
	Tax losses utilised	(9,503)	(13,878)
	Other tax adjustments	(75)	
		(7,704)	(11,382)
	Current tax charge	6,774	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

5	Tangible fixed assets		
			Land and buildings
			Leasehold
			£
	Cost or valuation		
	At 1 March 2005 & at 28 February 2006		54,321
	Depreciation		
	At 1 March 2005		24,894
	Charge for the year		10,864
	At 28 February 2006		35,758
	Net book value		
	At 28 February 2006		18,563
	At 29 February 2005		29,427
	At 28 February 2005	·	29,421
6	Debtors	2006	2005
Ŭ		£	£
	Trade debtors	23,683	-
	Amounts owed by group undertakings	104,510	71,491
	Other debtors	-	18
	Prepayments and accrued income	9,467	9,489
	Deferred tax asset (see note 8)	-	15,122 ————
		137,660	96,120
			
7	Creditors: amounts falling due within one year	2006	2005
		£	£
	Trade creditors	9,758	14,621
	Corporation tax	6,774	-
	Other taxes and social security costs	1,734	-
	Accruals and deferred income	7,667	3,333
		25,933	17,954

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

8	Provisions for liabilities and charges		
			Deferred tax liability
			£
	Balance at 1 March 2005		(15,122)
	Profit and loss account		15,122)
	Balance at 28 February 2006		
	Deferred taxation movements in the financial statements are as		
	follows:		
		2006	2005
		£	£
	Tax losses available	-	(15,122)
9	Share capital	2006	2005
		£	£
	Authorised 4,000 Ordinary shares of £1 each	4,000	4,000
	•	**************************************	Code to a code
	Allotted, called up and fully paid		
	4,000 Ordinary shares of £1 each	4,000	4,000
10	Statement of movements on reserves	5 :	D 64 1
		Revaluation reserve	Profit and loss
			account
		£	£
	Balance at 1 March 2005	53,570	57,992
	Profit for the year		54,303
	Balance at 28 February 2006	53,570	112,295

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

11	Reconciliation of movements in shareholders' funds	2006 £	2005 £
	Profit for the financial year Opening shareholders' funds	54,303 115,562	34,694 80,868
	Closing shareholders' funds	169,865	115,562

12 Financial commitments

At 28 February 2006 the company was committed to making the following payments under non-cancellable operating leases in the year to 28 February 2007:

	Land ar	Land and buildings		
	2006	2005		
	£	£		
Operating leases which expire:				
Between two and five years	27,536	27,536		
		=		

13 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

	2006	2005
	Number	Number
Administrative	2	2

14 Control

The parent company is Hansard Corporate Limited and the ultimate parent company is Boldwood Limited. Both of these companies are registered in England and Wales. Boldwood Limited prepares consolidated financial statements and copies can be obtained from its registered office at 14 Kinnerton Place South, London, SE1X 8EH.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2006

Related party trans	sactions					
			2006	2005	2006 Balance Due (to)/ from at	2005 Balance Due (to)/ from at
Party	Relationship	Transaction	Value	Value	year end	year end
			£	£	£	£
International Brand Licensing Plc	A Reynolds and P Foulger are directors of International Brand Licensing Plc		6,213	-	-	-
Wilton International Management Group Limited	A Reynolds and P Foulger are directors of Wilton International Management Group Limited	Rent and other receivables	7,604	-	-	-

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company.