FINANCIAL STATEMENTS

for the year ended

30 June 2001

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COMPANIES HOUSE 12/03/02

DIRECTORS AND OFFICERS

DIRECTORS

J P Coates

N D Kauffman

C J Engle

S M Floyer

SECRETARY

N D Kauffman

COMPANY NUMBER

01603770 (England and Wales)

REGISTERED OFFICE

2 Bloomsbury Street London WC1B 3ST

AUDITORS

Baker Tilly Chartered Accountants 12 Gleneagles Court Brighton Road Crawley West Sussex RH10 6AD Chairman

DIRECTORS' REPORT

The directors submit their report and the financial statements of Snowman Enterprises Limited for the year ended 30 June 2001.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of making, producing and directing animated films.

REVIEW OF THE BUSINESS

The directors are satisfied with the level of income and profit generated by the film in the year under review.

RESULTS AND DIVIDENDS

The trading profit for the year after taxation was £20,967. The directors do not recommend the payment of a dividend.

DIRECTORS

The following directors have held office during the year:

J P Coates

N D Kauffman

C J Engle

P J Milne-Smith

On 25 September 2001, Mrs P J Milne-Smith resigned as a director and Ms S M Floyer was appointed in her place.

DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

None of the directors held any interest in the shares of the company during the year.

AUDITORS

A resolution to reappoint Baker Tilly, Chartered Accountants, as auditors will be put to the members at the annual general meeting.

By order of the board on 10 January 2002

N D KAUFFMAN

Secretary

Baker Tilly

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DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

Company law requires 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, directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 to enable them to ensure that the financial statements comply with the requirements of 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.

Baker Tilly Page 3

AUDITORS' REPORT TO THE MEMBERS OF SNOWMAN ENTERPRISES LIMITED

We have audited the financial statements on pages 5 to 10.

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 at 30 June 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BAKER TILLY

Registered Auditor Chartered Accountants 12 Gleneagles Court Brighton Road Crawley West Sussex RH10 6AD

25 Jamay 2002

Baker Tilly

PROFIT AND LOSS ACCOUNT

for the year ended 30 June 2001

	Notes	2001 £	2000 £
TURNOVER	1	449,465	686,692
Cost of sales		89,075	133,645
Gross profit		360,390	553,047
Other operating expenses (net)	2	317,485	550,503
OPERATING PROFIT		42,905	2,544
Investment income	3	820	1,460
Interest payable	4	(34)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	5	43,691	4,004
Taxation	6	(22,724)	(24,670)
DDOETT//LOCCIONIODDINIADY ACTIVITIES ASTED TAVATION			
PROFIT/(LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION RETAINED FOR THE YEAR	11	20,967	(20,666)

The operating result for the year arises from the company's continuing operations.

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.

Snowman Enterprises Limited BALANCE SHEET

30 June 2001

	Notes	2001 £	2000 £
FIXED ASSETS Intangible assets	7	100,000	100,000
CURRENT ASSETS Debtors Cash at bank	8	13,958 42,604	14,419 43,390
CREDITORS: Amounts falling due within one year	9	56,562 80,930	57,809 103,144
NET CURRENT LIABILITIES	,	(24,368)	(45,335)
		75,632	54,665
CAPITAL AND RESERVES Called up share capital Profit and loss account	10 11	100 75,532	100 54,565
		75,632	54,665
		75,632 ———	54,665

Approved by the board on 10 January 2002

J P COATES

Director

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention.

DEFERRED TAXATION

Provision is made for taxation deferred or accelerated by the effect of timing differences, to the extent that it is probable that a liability will crystallise, at the rate expected to be ruling at that date.

TURNOVER

Turnover represents the invoice value, net of Value Added Tax, of goods sold and services provided to customers.

FILM PRODUCTION COSTS

Film production costs to 30 June 1985 have been capitalised when incurred.

Amounts have been written off against income to reduce the costs to a written down value of £100,000. Subsequent costs have been written off as they are incurred.

The Directors undertake an annual impairment review encompassing the level of income generated by the film and market conditions in relation to the sale of film rights. In their opinion, the asset is shown at a fair value.

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NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2001

1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The company's turnover and profit before taxation were all derived from its principal activity. Sales were made in the following geographical markets:

	2001 £	2000 £
United Kingdom Europe Far East and Australia USA and Canada	101,856 10,653 206,718 130,238	247,158 11,392 240,651 187,491
	449,465	686,692
2 OTHER OPERATING EXPENSES (NET)	2001 £	2000 £
Administration expenses	317,485	550,503
3 INVESTMENT INCOME	2001 £	2000 £
Bank interest receivable	820	1,460
4 INTEREST PAID	2001 £	2000 £
Interest paid	34	
5 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2001 £	2000 £
Profit on ordinary activities before taxation is stated after chargi Auditors remuneration	ng: 2,300	2,050
6 TAXATION	2001 £	2000 £
Based on the profit for the year Overseas tax	22,724	24,670

Snowman Enterprises Limited NOTES TO THE FINANCIAL STATEMENTS for the year ended 30 June 2001

7	INTANGIBLE FIXED ASSETS		£
	Cost 1 July 2000 and 30 June 2001		308,446
	Amortisation 1 July 2000 and 30 June 2001		208,446
	Net book value 30 June 2001 and 30 June 2000		100,000
8	DEBTORS	2001 £	2000 £
	Due within one year:		
	Trade debtors	3,057	6,946
	Other debtors	10,656	7,228
	Prepayments	245	245
		13,958	14,419
9	CREDITORS: Amounts falling due within one year	2001	2000
	Ç ,	£	£
	Trade creditors	4,071	20,674
	Amount due to parent company	11,408	7,000
	Amounts due to associated undertaking	62,451	71,840
	Accruals	2,500	3,630
		80,930	103,144
10	SHARE CAPITAL	2001	2000
		£	£
	Allotted, issued and fully paid: 100 ordinary shares of £1 each	100	100
		=	
11	PROFIT AND LOSS ACCOUNT	2001	2000
11	TROTT AND LOSS ACCOUNT	£	£
	1 July 2000	54,565	75,231
	Profit/(loss) for the year	20,967	(20,666)
	30 June 2001	75,532	54,565

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2001

12	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2001 £	2000 £
	Result for the year Opening shareholders' funds	20,967 54,665	(20,666) 75,331
	Closing shareholders' funds	75,632	54,665

13 ULTIMATE PARENT COMPANY

The ultimate parent company is TV Cartoons Limited, incorporated in England.

Baker Tilly