



Directors' Report And Financial Statements

For the year ended 31 March 2009

Company Registration No. 2229894 (England And Wales)

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COMPANY INFORMATION

Directors

C Thelen

A Perolls

(Appointed 5 September 2008)

(Appointed 21 July 2009)

J Thorpe

Secretary

J Hunt

Company number

2229894

Registered office

Broken Wharf House

2 Broken Wharf

London EC4V 3DT

Auditors

Kingston Smith LLP

Orbital House 20 Eastern Road

Romford

Essex, RM1 3PJ

CONTENTS

	Page
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Cash flow statement	7
Notes to the cash flow statement	8
Notes to the financial statements	9 - 19

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2009

The directors present their report and financial statements for the year ended 31 March 2009.

Principal activities and review of the business

The principal activity of the company continued to be that of business travel management.

The company's performance for the year ended 31 March 2009 reflects a creditable performance during a highly challenging period caused by the economic downturn. Gross sales reduced marginally by 2% to £63 million.

Income from transaction fees, management fees and commission, however, showed modest growth - up by 2% to £5.7 million. Profit for the financial year after taxation was £290,000.

The company continued to be successful in winning new clients with £7.7 million of new business sales closed during the second half of the year.

Staff numbers were decreased in the second half of the year in line with client downtrading. Total headcount reduced from a high point of 116 in 2008 to 92 by March 2009.

There has been a significant increase in the use of Chambers-managed online booking tools by clients. The percentage adoption by these clients has increased compared to the previous year by 9% to 63%.

The company won several industry awards during the year including "Best Travel Management Company" in the Buying Business Travel Diamond Awards, "Account Management Team of the Year" and "Young Professional of the Year" in the Agent Achievement Awards, "Best Account Management Team" in the TTG Business Awards, Finalist for "Best Travel Management Company" in Business Travel World Awards.

The senior management team was strengthened with the recruitment of three experienced senior managers to head the key areas of Sales and Business Management, Information Technology and Finance.

The position of the company at year end is one of cautious optimism. A particular focus on winning new clients is designed to help offset the effect of client downtrading. An improvement in the global economic situation would be likely to have a direct beneficial effect on sales volumes, as companies would increase their travel patterns.

The principal risks to the business are that the recession is longer and deeper than expected; that certain major customer contracts are not renewed and that cash flow is reduced by customers paying later or defaulting and suppliers further tightening their credit terms.

The effects of the global recession cannot be predicted with any accuracy. The directors see significant risks and uncertainty and have planned accordingly.

Results and dividends

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

Directors

The following directors have held office since 1 April 2008:

C Thelen

A Kodikara

A Perolls

J Thorpe

(Resigned 23 June 2008)

(Appointed 5 September 2008)

(Appointed 21 July 2009)

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

Charitable donations

During the year the company made charitable donations of £nil (2007 - £1,730) for the relief of financial hardship, old age, sickness and disability.

Auditors

Kingston Smith LLP were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Directors' responsibilities

The directors are responsible for preparing 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 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 that 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.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

C Thelen

Director 3 9 2009

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CHAMBERS TRAVEL MANAGEMENT LIMITED

We have audited the financial statements of Chambers Travel Management Limited for the year ended 31 March 2009 set out on pages 5 to 19. 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 directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) 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 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 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 CHAMBERS TRAVEL MANAGEMENT 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 31 March 2009 and of its profit 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.

Kingston Smith LLP

Chartered Accountants Registered Auditors

ngsta Snith LA

4th Jeptember 2009

Orbital House 20 Eastern Road Romford Essex, RM1 3PJ

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2009

	Notes	2009 £	2008 £
Turnover	2	5,706,540	5,579,142
Administrative expenses Other operating income		(5,356,081) 53,447	(5,207,636) 46,760
Operating profit	3	403,906	418,266
Other interest receivable and similar income Interest payable and similar charges	4 5	9,878 (3,806)	18,866 (5,365)
Profit on ordinary activities before taxation		409,978	431,767
Tax on profit on ordinary activities	6	(119,680)	(110,530)
Profit for the year	16	290,298	321,237

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 31 MARCH 2009

		20	2009		2008	
	Notes	£	£	£	£	
Fixed assets						
Tangible assets	8		158,962		244,224	
Investments	9		100		100	
			159,062		244,324	
Current assets						
Debtors	10	2,152,405		2,631,756		
Cash at bank and in hand	11	486,923		480,634		
		2,639,328		3,112,390		
Creditors: amounts falling due within one year	12	(1,793,274)		(2,510,333)		
Net current assets			846,054		602,057	
Total assets less current liabilities			1,005,116		846,381	
Provisions for liabilities	13		(4,998)		(16,800)	
			1,000,118		829,581	
Capital and reserves						
Called up share capital	15		100,000		67,733	
Share premium account	16		32,266		32,266	
Other reserves	16		29,000		29,000	
Profit and loss account	16		838,852		700,582	
Shareholders' funds	17		1,000,118		829,581	

Approved by the Board and authorised for issue on 3/9/2009.

C Thelen

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2009

	£	2009 £	£	2008 £
Net cash inflow from operating activities		258,292		1,098,517
Returns on investments and servicing of finance				
Interest received	9,878		18,866	
Interest paid	(3,806)		(5,365)	
Net cash inflow for returns on investments and servicing of finance		6,072		13,501
Taxation		(100,591)		(257,618)
Capital expenditure Payments to acquire tangible assets	(52,114)		(164,694)	
Net cash outflow for capital expenditure		(52,114)		(164,694)
Equity dividends paid		(100,000)		(400,000)
Increase in cash in the period		11,659		289,706

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2009

1	Reconciliation of operating profit to net activities	cash inflow from o	perating	2009	2008
	activities			£	£
	Operating profit			403,906	418,266
	Depreciation of tangible assets			137,376	60,787
	Decrease/(increase) in debtors			479,351	(166,526)
	(Decrease)/increase in creditors within one	year		(762,341)	785,990
	Net cash inflow from operating activities	5		258,292	1,098,517
2	Analysis of net funds	1 April 2008	Cash flow	Other non- cash changes	31 March 2009
		£	£	£	£
	Net cash:				
	Cash at bank and in hand	480,634	6,289	-	486,923
	Bank overdrafts	(63,641)	5,370		(58,271)
	Net funds	416,993	11,659	-	428,652
3	Reconciliation of net cash flow to move	ment in net funds		2009	2008
				£	£
	Increase in cash in the year			11,659	289,706
	Movement in net funds in the year			11,659	289,706
	Opening net funds			416,993	127,287
	Closing net funds			428,652	416,993

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2009

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

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 consists primarily of commissions and fees earned on sales of travel tickets, insurance and foreign currency, exclusive of value added tax. Commissions and fees are earned at time of sale. All foreign transactions were made at the ruling exchange rate at the time of the transaction. The financial statements show net commission earned as turnover. Refer to note 2 for further details.

Incentive income is released to the profit and loss account on an achieved transaction basis.

1.4 Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life.

1.5 Tangible fixed assets and depreciation

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

Land and buildings Leasehold

10% per annum straight line basis

Fixtures, fittings & equipment

20% or 33% per annum straight line basis

1.6 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.7 Pensions

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

Company contributions to the personal pension schemes of employees are charged to the profit and loss account as incurred.

1.8 Deferred taxation

In accordance with FRS 19, deferred tax is recognised as a liability or asset if transactions or events that give the company the obligation to pay more tax in future or a right to pay less tax in future have occurred by the balance sheet date.

1.9 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertakings comprise a medium-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

2 Turnover

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

Under Application Note G to FRS5, the financial statements show net commission earned as turnover. The gross amounts receivable in respect of ticket sales are:

	The gross amounts receivable in respect of ticket sales are:	2009 £	2008 £
	Gross value of Sales	62,905,847	64,090,435
	Gross value of Cost of Sales	(57,199,307)	(58,511,293)
		5,706,540	5,579,142
3	Operating profit	2009	2008
	Occupation and California Annual of Consultance	£	£
	Operating profit is stated after charging:	137,376	60,787
	Depreciation of tangible assets Operating lease rentals	172,739	172,739
	Auditors' remuneration	9,500	8,500
	and after crediting:		
	Profit on foreign exchange	(19) ————	
4	Investment income	2009	2008
		£	£
	Bank interest	9,878	18,866
		9,878	18,866
5	Interest payable	2009	2008
	· •	£	£
	On bank loans and overdrafts	3,806	5,365

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

6	Taxation	2009	2008
	Domestic current year tax	£	£
	U.K. corporation tax	132,521	101,630
	Adjustment for prior years	(1,039)	· -
	Current tax charge	131,482	101,630
	Deferred tax		
	Deferred tax (credit)/charge current year	(11,802)	8,900
		119,680	110,530
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	409,978	431,767
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28.00% (2008 - 30.00%)	114,794	129,530
	Effects of:	5,421	7,173
	Non deductible expenses Depreciation in excess of capital allowances	15,043	(8,275)
	Overprovision last year	(1,039)	-
	Unpaid pension contributions	1,821	-
	Marginal rate relief	(4,558)	(26,798)
		16,688	(27,900)
	Current tax charge	131,482	101,630
7	Dividends	2009	2008
		£	£
	Ordinary interim	119,761	400,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

Tangible fixed assets			
	Land and buildings Leasehold	Fixtures, fittings & equipment	Total £
Cost	Ł	£	z,
At 1 April 2008 Additions	11,684 -	419,439 52,114	431,123 52,114
At 31 March 2009	11,684	471,553	483,237
Depreciation			
At 1 April 2008	3,797	183,102	186,899
Charge for the year	1,168	136,208	137,376
At 31 March 2009	4,965	319,310	324,275
Net book value			
At 31 March 2009	6,719	152,243	158,962
At 31 March 2008	7,887	236,337	244,224
	Cost At 1 April 2008 Additions At 31 March 2009 Depreciation At 1 April 2008 Charge for the year At 31 March 2009 Net book value At 31 March 2009	Land and buildings Leasehold £ Cost At 1 April 2008	Land and buildings fittings & Leasehold equipment £ Fixtures, fittings & equipment £ Cost 11,684 419,439 Additions - 52,114 At 31 March 2009 11,684 471,553 Depreciation At 1 April 2008 Charge for the year 3,797 183,102 At 31 March 2009 1,168 136,208 At 31 March 2009 4,965 319,310 Net book value At 31 March 2009 6,719 152,243

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

9 Fixed asset investments

	Shares in subsidiary undertakings £
Cost	
At 1 April 2008 & at 31 March 2009	30,100
Provisions for diminution in value	
At 1 April 2008 & at 31 March 2009	30,000
Net book value	
At 31 March 2009	100
At 31 March 2008	100

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or		Shares held	
	incorporation	Class		%
Subsidiary undertakings				
Chambers Elite Limited	England & Wales		1	00.00
Interact Events Limited	England & Wales		1	00.00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and reserves	Profit/(loss) for the year
		2009	2009
	Principal activity	£	£
Chambers Elite Limited	Dormant company	100	-
Interact Events Limited	Dormant company	-	-

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

10	Debtors	2009 £	2008 £
	Trade debtors	1,229,564	1,127,832
	Amounts owed by participating interests	284,004	384,004
	Other debtors	426,605	616,336
	Prepayments and accrued income	212,232	503,584
		2,152,405	2,631,756
	Amounts falling due after more than one year and included in the debtors above are:		
		2009	2008
		£	£
	Amounts owed by participating interests	284,004	-

11 Cash at bank and in hand

Included within cash at bank and in hand is £110,000 which is pledged as security to support bonds issued in favour of the International Air Transport Association and the Air Travel Organisers' Licensing Scheme referred to in note 18.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

12	Creditors: amounts falling due within one year	2009	2008
	- · · · · · · · · · · · · · · · · · · ·	£	£
	Bank loans and overdrafts	58,271	63,641
	Trade creditors	882,963	1,669,040
	Amounts owed to participating interests	200,000	-
	Corporation tax	132,521	101,630
	Other taxes and social security costs	176,834	130,470
	Other creditors	161,924	155,159
	Accruals and deferred income	161,000	390,393
	Declared dividends	19,761	-
		1,793,274	2,510,333

The bank overdraft is secured by a fixed and floating debenture charge over the company's current and future assets. The bank overdraft is repayable on demand.

The amounts owed to participating interests carry interest at 8% per annum.

Included within other creditors are unpaid pension contributions of £6,504 (2008 - £7,042).

13 Provisions for liabilities

Provisions for liabilities		Deferred tax liability £
Balance at 1 April 2008 Profit and loss account		16,800 (11,802)
Balance at 31 March 2009		4,998
The deferred tax liability is made up as follows:		
	2009	2008
	£	£
Accelerated capital allowances	6,819	16,800
Other timing differences	(1,821)	-
	4,998	16,800

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

14	Pension and other post-retirement benefit commitments Defined contribution			
			2009 £	2008 £
	Contributions payable by the company for the year		35,207	33,671
15	Share capital		2009 £	2008 £
	Authorised		~	-
	100,000 Ordinary of £1 each		100,000	100,000
	Allotted, called up and fully paid			
	100,000 Ordinary of £1 each		100,000	67,733
	During the year the company made a bonus issue of 32,267 closs account reserves.	ordinary £1 sha	ares by capitalis	ing profit and
16	Statement of movements on reserves			
		Share premium account	Other reserves (see below)	Profit and loss account
		£	£	£
	Balance at 1 April 2008	32,266	29,000	700,582
	Profit for the year	-	-	290,298
	Bonus issue of shares	-	-	(32,267)
	Dividends payable			(119,761)
	Balance at 31 March 2009	32,266	29,000	838,852
	Other reserves			
	Capital redemption reserve			
	Balance at 1 April 2008 & at 31 March 2009		29,000	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

17	Reconciliation of movements in shareholders' funds	2009	2008
		£	£
	Profit for the financial year	290,298	321,237
	Dividends	(119,761)	(400,000)
	Net addition to/(depletion in) shareholders' funds	170,537	(78,763)
	Opening shareholders' funds	829,581	908,344
	Closing shareholders' funds	1,000,118	829,581

18 Contingent liabilities

The company has obtained the following bonds:

- £400,000 in favour of the International Air Transport Association
- £10,000 in favour of the Air Travel Organisers' Licensing Scheme

These bonds are supported by the security referred to in notes 11 and 23.

19 Financial commitments

At 31 March 2009 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 March 2010:

	Land and buildings	
	2009	2008
	£	£
Operating leases which expire:		
In over five years	137,009	172,739

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

20	Directors' emoluments	2009 £	2008 £
	Emoluments for qualifying services Compensation for loss of office	315,254 -	455,196 156,756
		315,254	611,952

The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (2008 - 1).

Emoluments disclosed above include the following amounts paid to the highest paid director:

Emoluments for qualifying services 202,996 239,239

21 Employees

Number of employees

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

,	2009 Number	2008 Number
Office and Administration	18	14
Sales and Marketing	94	86
	112	100
Employment costs	2009	2008
	£	£
Wages and salaries	3,329,703	3,345,168
Social security costs	363,266	316,138
Staff pension costs	35,207	33,671
	3,728,176	3,694,977
		

22 Control

The Directors consider that the ultimate parent undertaking of this company is Chambers Travel Group Limited, whose registered office is Broken Wharf House, 2 Broken Wharf, London EC4V 3DT. The controlling party of Chambers Travel Group Limited by virtue of his ownership of 100% of the issued preference shares and 67% of the issued ordinary share capital in the company is Mr C Thelen.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2009

23 Related party transactions

During the year, the company paid expenses of £256,389 (2008 - £611,952) on behalf of its parent company, Chambers Travel Group Limited, by way of a management charge.

Included within other creditors is a dividend of £19,761 (2008 - £nil) and a short term loan of £200,000 (2008 - £nil) payable to Chambers Travel Group Limited. Included within debtors is £284,004 (2008 - £384,004) due from Chambers Travel Group Limited.

Mr C Thelen, a director of the company, has given security over £300,000 of his personal property in order to support the bond in favour of the International Air Transport Association referred to in note 18.