

**Annual report
for the year ended 31 October 1994**

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Directors' report for the year ended 31 October 1994

The directors present their report and the audited financial statements for the year ended 31 October 1994.

Principal activities

The principal activities of the company are the organisation and staging of conferences.

Review of business and future developments

The profit and loss account is set out on page 4.

The directors consider the results for the year and year end financial position to be satisfactory and expect these levels of activity to be sustained for the foreseeable future.

Dividends

The directors have declared a dividend of £8,000 (1993: £12,000) in respect of the year ended 31 October 1994.

Fixed assets

The movements in fixed assets are set out in note 8 to the financial statements.

Directors

The directors of the company at 31 October 1994, all of whom have been directors for the whole of the year ended on that date, unless otherwise stated, were:

A D Shephard
J M Shephard
M Stagg

Directors' interests in shares of the company

No director held any beneficial interest in the shares of the company at 31 October 1994 or at any time during the year then ended.

Directors' responsibility

The directors are required by UK company law to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss for that period. In preparing the financial statements, appropriate accounting policies have been used and applied consistently, and reasonable and prudent judgements and estimates have been made. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The directors are responsible for maintaining adequate accounting records, for safeguarding the assets of the company, and for taking reasonable steps to prevent and detect fraud and other irregularities.

Close company provisions

The company is a close company as defined by the provisions of the Income and Corporation Taxes Act 1988. There has been no change in respect since the end of the financial year.

Auditors

A resolution to reappoint the auditors, Coopers & Lybrand, will be proposed at the annual general meeting.

By order of the board



M Stagg

Company secretary

8 August 1995

Report of the auditors to the members of Shephard Conferences Limited

We have audited the financial statements on pages 4 to 10.

Respective responsibilities of directors and auditors

As described on page 2 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 31 October 1994 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Coopers & Lybrand

Coopers & Lybrand
Chartered Accountants and Registered Auditors
London

14 August 1995

**Profit and loss account
for the year ended 31 October 1994**

	Notes	1994	1993 £
Turnover - continuing operations	2	619,064	482,475
Cost of sales - continuing operations		(369,280)	266,615
Gross profit		249,784	215,860
Net operating expenses - continuing operations		(223,709)	161,949
Operating profit - continuing operations		26,075	53,911
Interest receivable and similar income	5	6,254	604
Profit on ordinary activities before taxation		32,329	54,515
Tax on profit on ordinary activities	6	(8,909)	(14,044)
Profit on ordinary activities after taxation		23,420	40,471
Dividends proposed	7	(8,000)	(12,000)
Retained profit for the year		15,420	28,471
Accumulated profit at 1 November 1993		28,471	-
Accumulated profit at 31 October 1994		43,891	28,471

The company has no recognised gains or losses other than those included in the profits above, and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and profit for the financial year above and their historical cost equivalents.

**Balance sheet
at 31 October 1994**

	Notes	1994 £	1993 £
Fixed assets			
Tangible assets	8	5,622	4,020
Current assets			
Debtors	9	64,690	57,652
Cash at bank and in hand		282,231	135,715
		346,921	193,367
Creditors: amounts falling due within one year	10	(308,650)	(168,914)
Net current assets		38,271	24,453
Net assets		43,893	28,473
Capital and reserves			
Called up share capital	11	2	2
Profit and loss account		43,891	28,471
Shareholders' funds	12	43,893	28,473

The financial statements on pages 4 to 10 were approved by the board of directors on 8 August 1995 and were signed on its behalf by:



**A D Shephard
Director**

**Notes to the financial statements
for the year ended 31 October 1994****1 Principal accounting policies**

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

Basis of accounting

The financial statements are prepared in accordance with the historical cost convention.

Fixed assets

The cost of fixed assets is their purchase cost, together with any incidental costs of acquisition.

Depreciation is calculated so as to write off the cost of fixed assets over their expected useful economic lives. The principal annual rates used for this purpose are:

%

Office furniture and equipment	25 (reducing balance)
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Foreign currencies

Trading transactions denominated in foreign currencies are translated into sterling at the average exchange rate for the year. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the exchange rate ruling at the balance sheet date. Exchange gains or losses are included in operating profit.

Turnover

Turnover, which excludes value added tax and trade discount, represents the invoiced value of services supplied (translated at the average exchange rate for foreign currency transactions).

Pension costs

The company funds a defined contribution pension scheme on behalf of one of its directors. The pension cost is charged against the operating result as contributions are paid.

2 Turnover

	1994 £	1993 £
Geographical segment		
United Kingdom	485,740	390,869
Rest of Europe	133,324	91,606
	<u>619,064</u>	<u>482,475</u>

3 Directors' emoluments

	1994 £	1993 £
Fees (including pension contributions)	<u>35,088</u>	<u>-</u>

Fees include amounts paid to:

	1994 £	1993 £
The chairman (and highest paid director)	<u>17,638</u>	<u>-</u>

The number of directors (including the Chairman and highest paid director) who received fees within the following ranges was:

	1994 Number	1993 Number
£0 - £5,000	1	3
£5,001 - £10,000	1	-
£15,001 - £20,000	1	-
	<u>==</u>	<u>==</u>

4 Employee information

The average weekly number of persons employed by the company including executive directors during the year is analysed below:

	1994 Number	1993 Number
Administration	<u>5</u>	<u>4</u>

Employment costs - all employees including executive directors:

	1994 £	1993 £
Wages and salaries	113,197	78,257
Social security costs	10,924	10,588
Other pension costs	<u>6,650</u>	<u>-</u>
	<u>130,771</u>	<u>88,845</u>

5 Interest receivable and similar income

	1994 £	1993 £
Bank interest	<u>6,254</u>	<u>604</u>

6 Taxation

	1994 £	1993 £
United Kingdom corporation tax at 25% (1993: 25%):		
Current	9,726	14,044
Overprovision in respect of prior year		
Current	<u>(817)</u>	<u>-</u>
	<u>8,909</u>	<u>14,044</u>

7 Dividends

	1994 £	1993 £
Proposed dividend of £4,000 (1993: £6,000) per share	<u>8,000</u>	<u>12,000</u>

8 Tangible fixed assets

	Office furniture and equipment £
Cost	
At 1 November 1993	4,020
Additions	3,000
At 31 October 1994	<u>7,020</u>
Depreciation	
At 1 November 1993	-
Charge for the year	1,398
At 31 October 1994	<u>1,398</u>
Net book value	
At 31 October 1994	<u>5,622</u>
At 31 October 1993	<u>4,020</u>

9 Debtors

	1994 £	1993 £
Amounts falling due within one year		
Trade debtors	49,451	47,865
Other debtors	7,434	5,158
Prepayments and accrued income	7,805	4,629
	<u>64,690</u>	<u>57,652</u>

10 Creditors: amounts falling due within one year

	1994 £	1993 £
Trade creditors	11,672	28,555
Amounts owed to fellow subsidiaries	108,476	62,157
Corporation tax payable	8,501	14,044
Other creditors	29,706	6,852
Accruals and deferred income	142,295	45,306
Proposed dividends	8,000	12,000
	<u>308,650</u>	<u>168,914</u>

11 Called up share capital

	1994	1993
	£	£
Authorised		
2 ordinary shares of £1 each	2	2
	<u> </u>	<u> </u>
Allotted, called up and fully paid		
2 ordinary shares of £1 each	2	2
	<u> </u>	<u> </u>

12 Reconciliation of movements in shareholders' funds

	1994	1993
	£	£
Profit for the year	23,420	40,471
Dividends	(8,000)	(12,000)
	<u> </u>	<u> </u>
Net addition to shareholders' funds	15,420	28,471
Opening shareholders' funds	28,473	2
	<u> </u>	<u> </u>
Closing shareholders' funds	43,893	28,473
	<u> </u>	<u> </u>

13 Ultimate and immediate parent company

The ultimate and immediate parent company is Shephard Publications Limited, a company registered in England & Wales.