

3139145

DUELLIST LIMITED

ANNUAL REPORT

PERIOD ENDED 31 DECEMBER 1996



PANNELL KERR FORSTER
Chartered Accountants

DUELLIST LIMITED
(Registered Number 3139145)
ANNUAL REPORT
PERIOD ENDED 31 DECEMBER 1996

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DUELLIST LIMITED DIRECTOR'S REPORT

The director submits his report and the audited financial statements for the period ended 31 December 1996.

INCORPORATION

The company was incorporated as Duellist Limited on 19 December 1995. The company commenced trading on 1 January 1996.

PRINCIPAL ACTIVITY

The principal activity of the company is the retailing of equipment and clothing used in the sport of fencing.

STATE OF AFFAIRS AND RESULT

The company's state of affairs is as shown by the financial statements. During the period, the company made a loss on its ordinary activities of £68,980 after taxation. No dividend is proposed for the period.

REVIEW OF BUSINESS, FUTURE DEVELOPMENTS AND SUBSEQUENT EVENTS

The directors of the company carried out a review of trading operations subsequent to the financial year end. As a result of the review and the continuing losses being incurred it was decided to cease trading with effect from 30 June 1997. The trading stock of the company was sold at cost to a third party. The purchaser also took over the financial commitments of the company's rented premises from 1 July 1997.

All financial obligations of the company after the cessation of the business have been met by its parent undertaking.

SHARE CAPITAL

The company was incorporated on 19 December 1995 with 2 subscribed shares. A further 98 shares were issued at par value on 19 December 1995 for consideration in cash.

DIRECTORS

The directors who served during the period were:-

London Law Services Limited	(appointed 19 December 1995, resigned 19 December 1995)
A J Taylor	(appointed 19 December 1995, resigned 13 February 1998)
P B Dickinson	(appointed 19 December 1995)

The director had no interests which require to be recorded in the register maintained under Section 325 of the Companies Act 1985.

Mr P B Dickinson holds the following voting shares in the parent undertaking, Duellist Enterprises Limited:-

**Number of Shares at
19 December 1995 and 31 December 1996**

P B Dickinson

100

**DUELLIST LIMITED
DIRECTOR'S REPORT
(Continued)**

AUDITORS

Pannell Kerr Forster were appointed as auditors to the company during the period. A resolution proposing the appointment of Pannell Kerr Forster as auditors will be put to the members at the annual general meeting.

By order of the board



P S Oxley

Secretary

11th May 1998


DUELLIST LIMITED
STATEMENT OF DIRECTOR'S RESPONSIBILITIES

Company law requires the director 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 director is required to:-

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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.

**AUDITORS' REPORT TO THE SHAREHOLDERS OF
DUELLIST LIMITED**

We have audited the financial statements on pages 5 to 9 which have been prepared under the accounting policies set out on page 7.

Respective responsibilities of director and auditors

As described on page 3 the director of the company is 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. 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 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 of the state of affairs of the company as at 31 December 1996 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Pannell Kerr Forster

PANNELL KERR FORSTER
Chartered Accountants
Registered Auditors

London

19 May 1998

DUELLIST LIMITED
PROFIT AND LOSS ACCOUNT
PERIOD ENDED 31 DECEMBER 1996

	<u>Notes</u>	<u>1996</u> £
Turnover	2	108,883
Cost of sales		106,973
		<hr/>
Gross profit		1,910
Administrative expenses		(70,758)
		<hr/>
Operating loss		(68,848)
Interest payable and similar charges	3	(132)
		<hr/>
Loss on ordinary activities before taxation	4	(68,980)
Taxation	5	-
		<hr/>
Loss for the period	10	(68,980)
		<hr/> <hr/>

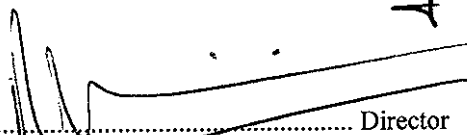
All amounts relate to acquired, continuing operations.

The company has no recognised gains or losses other than the loss for the period.

DUELLIST LIMITED
BALANCE SHEET
31 DECEMBER 1996

	<u>Notes</u>	<u>1996</u> £
CURRENT ASSETS		
Stock	6	37,593
Debtors	7	11,631
Cash at bank and in hand		6,495
		<hr/> 55,719
CREDITORS		
Amounts falling due within one year	8	(124,599)
		<hr/>
NET CURRENT LIABILITIES		(68,880)
		<hr/>
CAPITAL AND RESERVES		
Called up share capital	9	100
Profit and loss account	10	(68,980)
		<hr/>
EQUITY SHAREHOLDERS' FUNDS	11	(68,880)
		<hr/>

Approved by the board on 11th May 1998


..... Director
P B Dickinson

DUELLIST LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 1996

1 ACCOUNTING POLICIES

a) Basis of accounting

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

The parent undertaking has confirmed its intention to provide financial support to the company to enable it to continue normal trading operations, up to 30 June 1997 (the date that the business ceased trading). Additionally the parent undertaking has confirmed its intention to provide financial support to enable the company to meet its liabilities as they fall due after 30 June 1997. The financial statements are therefore drawn up on a going concern basis.

b) Turnover

Turnover comprises commission due from third parties at the net amounts invoiced.

c) Stock

Stock is valued at the lower of cost and net realisable value.

2 TURNOVER

The director considers that the company engages in only one class of business, the income from which is entirely received from United Kingdom sources.

3 INTEREST PAYABLE AND SIMILAR CHANGES

1996
£

On bank overdraft wholly repayable within five years

132

**4 LOSS ON ORDINARY ACTIVITIES
BEFORE TAXATION**

1996
£

The loss on ordinary activities before taxation is stated after charging:

Directors' emoluments

-

Auditors' remuneration - audit fee

4,000

5 TAXATION

There is no corporation tax charge for the period. The company has tax losses of approximately £64,000 to be carried forward.

6 STOCK

1996
£

Goods for resale

37,593

DUELLIST LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 1996

7	DEBTORS	<u>1996</u> £
	Amounts falling due within one year:	
	Trade debtors	7,950
	Prepayments	3,681
		<hr/>
		11,631
		<hr/> <hr/>
8	CREDITORS	<u>1996</u> £
	Amounts falling due within one year:	
	Trade creditors	12,956
	Other taxation and social security	2,905
	Amounts due to parent undertaking	104,672
	Accruals	4,066
		<hr/>
		124,599
		<hr/> <hr/>
9	CALLED UP SHARE CAPITAL	<u>1996</u> £
	Authorised, allotted and fully paid	
	Ordinary shares of £1 each	100
		<hr/> <hr/>
	During the year 100 ordinary shares of £1 each were issued at par for cash consideration.	
10	PROFIT AND LOSS ACCOUNT	<u>1996</u> £
	Loss for the period	(68,980)
		<hr/>
	At 31 December 1996	(68,980)
		<hr/> <hr/>
11	EQUITY SHAREHOLDERS' FUNDS	<u>1996</u> £
	The reconciliation of equity shareholders' funds is as follows:	
	Loss for the period	(68,980)
	Issue of share capital	100
		<hr/>
	At 31 December 1996	(68,880)
		<hr/> <hr/>

DUELLIST LIMITED
NOTES TO THE FINANCIAL STATEMENTS
PERIOD ENDED 31 DECEMBER 1996

12 ULTIMATE PARENT UNDERTAKING

The director considers the ultimate parent undertaking to be Duellist Enterprises Limited, a company incorporated in Great Britain. Consolidated accounts for Duellist Enterprises Limited can be obtained from Companies House, Cardiff, CF4 3YA.

13 CONTROLLING PARTY

The company's controlling party is P B Dickinson, the company's sole director, and sole shareholder of Duellist Enterprises Limited, the ultimate parent undertaking.

14 RELATED PARTY TRANSACTIONS

As permitted by FRS8 "Related Party Disclosures", the financial statements do not disclose transactions with the parent company and fellow subsidiaries where 90% of the voting rights are controlled within the group.