

Company Registration No. 4165955 (England and Wales)

Registered

SOHO TRAVEL LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED

30 JUNE 2004



Berley
Chartered Accountants
76 New Cavendish Street
LONDON W1G 9TB

SOHO TRAVEL LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Independent auditors' report	3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6 - 8

SOHO TRAVEL LIMITED

DIRECTORS' REPORT FOR THE PERIOD ENDED 30 JUNE 2004

The directors present their report and financial statements for the period ended 30 June 2004.

Principal activities

The principal activity of the company was that of travel consultants.

The company commenced trading with the acquisition of the "Soho Travel" business on 23 July 2003.

Directors

The following directors have held office since 1 July 2003:

Y Sayed	
J Rosenfeld	(Appointed 21 July 2003)
F Broadbridge	(Appointed 21 July 2003)

Directors' interests

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

	Ordinary shares of £ 1 each	
	30 June 2004	1 July 2003
Y Sayed	39,981	1
J Rosenfeld	10,000	-
F Broadbridge	10,000	-

Auditors

Berley were appointed auditors to the company and in accordance with section 385 of the Companies Act 1985, a resolution proposing that they be re-appointed will be put to the Annual General Meeting.

SOHO TRAVEL LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2004

Directors' responsibilities

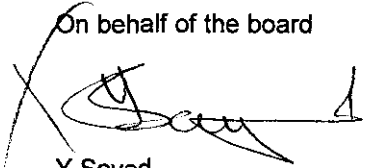
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- 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 to 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.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board



Y Sayed

Director

17 December 2004

SOHO TRAVEL LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF SOHO TRAVEL LIMITED

We have audited the financial statements of Soho Travel Limited on pages 4 to 8 for the period ended 30 June 2004. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and 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 auditor's 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.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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, 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 transactions with the company 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.

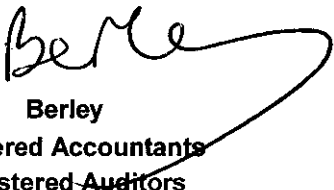
Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 as at 30 June 2004 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.


Berley
Chartered Accountants
Registered Auditors
London

SOHO TRAVEL LIMITED

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 30 JUNE 2004

	Notes	2004 £
Turnover		956,886
Cost of sales		(847,522)
Gross profit		<u>109,364</u>
Administrative expenses		(98,023)
Profit on ordinary activities before taxation	2	<u>11,341</u>
Tax on profit on ordinary activities	3	(535)
Profit on ordinary activities after taxation	9	<u><u>10,806</u></u>

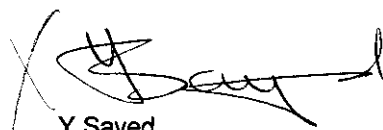
SOHO TRAVEL LIMITED

BALANCE SHEET AS AT 30 JUNE 2004

	Notes	2004 £	£
Fixed assets			
Intangible assets	4		12,716
Tangible assets	5		4,250
			<u>16,966</u>
Current assets			
Debtors	6	43,385	
Cash at bank and in hand		76,571	
		<u>119,956</u>	
Creditors: amounts falling due within one year	7	(66,116)	
		<u></u>	
Net current assets			53,840
Total assets less current liabilities			<u>70,806</u>
Capital and reserves			
Called up share capital	8		60,000
Profit and loss account	9		10,806
			<u>70,806</u>
Shareholders' funds			<u>70,806</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 17 December 2004



Y Sayed
Director



J Rosenfeld
Director

SOHO TRAVEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2004

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

1.2 Turnover

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

As the activity is predominantly ticket based, recognition of income is based on actual receipts of fees and commissions.

1.3 Goodwill

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

1.4 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:

Fixtures, fittings & equipment	15% reducing balance
--------------------------------	----------------------

2 Operating profit	2004
	£
Operating profit is stated after charging:	
Amortisation of intangible assets	1,413
Depreciation of tangible assets	750
Auditors' remuneration	4,000
Directors' emoluments	33,000
	<hr/>
3 Taxation	2004
	£
Domestic current year tax	
U.K. corporation tax	535
	<hr/>
Current tax charge	535
	<hr/>

SOHO TRAVEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2004

4 Intangible fixed assets

	Goodwill £
Cost	
At 1 July 2003	-
Additions	14,129
	<hr/>
At 30 June 2004	14,129
	<hr/>
Amortisation	
At 1 July 2003	-
Charge for the period	1,413
	<hr/>
At 30 June 2004	1,413
	<hr/>
Net book value	
At 30 June 2004	12,716
	<hr/>
At 30 June 2003	-
	<hr/>

5 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 July 2003	-
Additions	5,000
	<hr/>
At 30 June 2004	5,000
	<hr/>
Depreciation	
At 1 July 2003	-
Charge for the period	750
	<hr/>
At 30 June 2004	750
	<hr/>
Net book value	
At 30 June 2004	4,250
	<hr/>

SOHO TRAVEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2004

6	Debtors	2004
		£
	Trade debtors	41,574
	Other debtors	1,811
		<u>43,385</u>
7	Creditors: amounts falling due within one year	2004
		£
	Trade creditors	40,846
	Taxation and social security	5,562
	Other creditors	19,708
		<u>66,116</u>
8	Share capital	2004
		£
	Authorised	
	1,000,000 Ordinary shares of £1 each	<u>1,000,000</u>
	Allotted, called up and fully paid	
	60,000 Ordinary shares of £1 each	<u>60,000</u>
9	Statement of movements on profit and loss account	Profit and loss account
		£
	Retained profit for the period	<u>10,806</u>