EDINBURGH INTERNATIONAL FESTIVAL LIMITED Registered Number 138633

Directors' Report and Financial Statements

For the year ended 30 November 1999

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Directors' Report and Financial Statements

For the year ended 30 November 1999

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Directors

Councillor Donald Anderson

Mr Tom Buncle

Mr Douglas Connell

Mr James Cursiter

Mr Nicholas Dodds

Councillor Brian Fallon

Sir Alistair Grant

Mr Donald MacDonald

Mr James MacMillan

Councillor Elizabeth Maginnis

Mr Brian McMaster

Rt Hon Eric Milligan, Lord Provost

Councillor Alastair Paisley

Sir John Shaw

Mr James Stretton

Dr Joan Stringer

Councillor Elizabeth Wardlaw

Councillor Paul Williamson

Secretary

Nicholas Dodds

Auditors

PricewaterhouseCoopers

Bankers

Royal Bank of Scotland plc

Solicitors

Maclay Murray & Spens

Registered office

The Hub, Castlehill, Edinburgh, EH1 2NE

Directors' Report

For the year ended 30 November 1999

The directors submit their annual report and the audited financial statements for the year ended 30 November 1999.

Results and dividends

The profit for the year of £28,990 (1998 - £9,453) has been paid over as a deed of covenant to the Edinburgh Festival Society.

Principal activities and review of the business

The company operated retail outlets and undertook wholesale activities in connection with goods related to the Edinburgh Festival and acted as a ticket agent for various events including Edinburgh's Hogmanay. These activities have now been taken over by Edinburgh Festival Centre Limited.

Directors

The directors of the company during the year to 30 November 1999 were:

Councillor Donald Anderson (appointed 27 May 1999)

Mr Tom Buncle

Councillor Stephen Cardownie (resigned 24 March 1999)

Mr Douglas Connell Mr James Cursiter Mr Nicholas Dodds Councillor Brian Fallon

Councillor Keith Geddes CBE (resigned 24 March 1999)

Sir Alistair Grant

Mr Jens Høgel R (resigned 26 October 1999)

Councillor Moira Knox MBE (resigned 24 March 1999)

Professor D Leach (resigned 31 December 1998)

Mr Donald MacDonald CBE

Mr James MacMillan (elected 24 March 1999)

Councillor Elizabeth Maginnis Mr Brian McMaster CBE

Rt Hon Eric Milligan, Lord Provost

Councillor Alastair Paisley (appointed 27 May 1999) Sir Alick Rankin CBE (deceased 3 August 1999)

Sir John Shaw CBE

Baroness Smith of Gilmorehill (resigned 24 March 1999)

Mr James Stretton

Dr Joan Stringer (elected 24 March 1999)

Councillor Elizabeth Wardlaw

Councillor Paul Williamson (appointed 27 May 1999)

No director had an interest in the company's share capital at the year end.

All the directors retire by rotation and, being eligible, offer themselves for re-election.

No director had any interest in any contract of significance in relation to the company's business during or at the end of the period.

Year 2000 Issues

January 1, 2000 has now passed and the company has experienced no major problems either with its own systems and equipment or in connection with relationships with third parties, but will continue to monitor potential areas of risk for the foreseeable future. Costs of compliance have not been material in relation to the size of the company's business.

Directors' Report - continued

For the year ended 30 November 1999

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;

state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;

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.

Auditors

Pursuant to a shareholders' resolution, the company is not obliged to re-appoint its auditors annually and PricewaterhouseCoopers will therefore continue in office.

By order of the board

 $\it Nicholas\, J\, Dodds$

Secretary

14 February 2000

Auditors' Report to the Members

For the year ended 30 November 1999

We have audited the financial statements on pages 4 to 7.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report including, as described on page 2, the financial statements. Our responsibilities, as independent auditors, are established by statute, the Auditing Practices Board and our profession's ethical guidance.

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. 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 is not disclosed.

Basis of audit 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 affairs of the company at 30 November 1999 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers

Chartered Accountants and Registered Auditors

EDINBURGH 15 February 2000

Profit and Loss Account

For the year ended 30 November 1999

	Notes	1999 £	1998 £
Turnover		æ	x
Sales Project fees Concessions and Royalties	2	9,398 86,341 504	50,589 73,433 4,342
Cost of sales and projects		96,243 (65,523)	128,364 (95,478)
Gross profit		30,720	32,886
Other expenditure			
Administrative expenses	3	(3,404)	(24,490)
Operating profit		27,316	8,396
Interest receivable		1,674	1,057
Profit on ordinary activities		28,990	9,453
Charitable donation to Edinburgh Festival Society		(28,990)	(9,453)
Retained profit for the year		-	•

All the results of the company relate to continuing operations.

The company has no recognised gains and losses other than those included in the profit 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 and the retained profit for the year stated above and their historical cost equivalents.

The notes on pages 6 and 7 form part of these financial statements

Balance Sheet

As at 30 November 1999

	Notes	1999 £	1998 £
Current assets			
Stock	5	8,868	15,780
Debtors	6	2,398	49,186
Bank and cash in hand		7,657	171,334
		18,923	236,300
Creditors: Amounts falling due within one year	7	(18,921)	(236,298)
Net assets			
rict assets		2	2
Capital and reserves			
Called up share capital	8	2	2
- •			
Equity shareholder's funds		2	2
Equity shareholder 5 tailus		<u> </u>	

Approved by the Board of Directors on 14 February 2000 and signed on its behalf by:

Director

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The notes on pages 6 and 7 form part of these financial statements

Notes to the Financial Statements

For the year ended 30 November 1999

1. Accounting policies

Basis of accounting

The financial statements have been prepared on an historical cost basis 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.

Cash Flow Statement

The company qualifies as a small company under the terms of FRS 1 (revised) and section 247 of the Companies Act 1985 and is therefore exempt from the requirement to publish a cash flow statement.

Stock

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

2. Sales

Sales represent the amount of goods sold during the year and are stated net of value added tax.

3. Administrative expenses

Administrative expenses include audit fees of £885 (1998 - £914) excluding VAT.

4.	Staff numbers and costs	1999	1998
	The average weekly number of full-time equivalent employees during the period was:	Number	Number
	Selling	6	6
	The aggregate remuneration and associated		
	costs of the employees were:	1999	1998
		£	£
	Wages and salaries	30,801	36,007
	Social security costs	2,196	1,931
		32,997	37,938
	No remuneration was paid to any Director.		
5.	Stock	1999	1998
	Goods for retail sale	£ 8,868	£ 15,780

Notes to the Financial Statements - continued

For the year ended 30 November 1999

6.	Debtors	1999	1998
		£	£
	Trade debtors	2,398	5,690
	Prepayments	-	287
	Trade debtors - Hogmanay 98/99 event	-	43,209
		2,398	49,186
7.	Creditors	1999	1998
		£	£
	Trade creditors	2,157	1,156
	Covenant due to Edinburgh Festival Society	· -	7,279
	Income tax on covenant	6,668	2,174
	Amounts owed to parent company	9,211	10,083
	Accruals	885	860
	Deferred income	· -	214,746
		18,921	236,298
		18,921	230,296
8.	Share capital		
		1999	1998
		£	£
	Authorised		
	100 ordinary shares at £1 each	100	100
	Allotted, called up and fully paid		
	2 ordinary shares at £1 each	2	2

9. Related parties

The company is a wholly owned subsidiary of the Edinburgh Festival Society, incorporated in Scotland and considers Edinburgh Festival Society to be its ultimate controlling party.

The company's results are consolidated within the financial statements of Edinburgh Festival Society, copies of which can be obtained from the Company Secretary, The Hub, Edinburgh. Hence, under FRS8 it is exempt from disclosure of transactions with that company.