

REGISTERED NUMBER: 848757 (England and Wales)

**ABBREVIATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 AUGUST 2002**

**FOR**

**TFL INTERNATIONAL LIMITED**



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COMPANIES HOUSE

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**TFL INTERNATIONAL LIMITED**

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FOR THE YEAR ENDED 31 AUGUST 2002**

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**TFL INTERNATIONAL LIMITED**  
**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 31 AUGUST 2002**

**DIRECTORS:** K G Ziemer  
B R Cox  
R J Moyle  
J W S Chalker

**SECRETARY:** K G Ziemer

**REGISTERED OFFICE:** 17-20 Shillibeer Place  
York Street  
London  
W1H 1DQ

**REGISTERED NUMBER:** 848757 (England and Wales)

**AUDITOR:** Harris Kafton  
Accountants  
Registered Auditors  
4th Floor, Elizabeth House  
54-58 High Street  
Edgware  
Middlesex HA8 7EJ

# **TFL INTERNATIONAL LIMITED**

## **REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 AUGUST 2002**

The directors present their report with the financial statements of the company for the year ended 31 August 2002.

### **PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of contract furnishers and furnishing services.

### **REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements.

### **DIVIDENDS**

No dividends will be distributed for the year ended 31 August 2002.

### **DIRECTORS**

The directors during the year under review were:

K G Ziemer  
B R Cox  
R J Moyle  
J W S Chalker

The beneficial interests of the directors holding office on 31 August 2002 in the issued share capital of the company were as follows:

	<b>31.8.02</b>	<b>1.9.01</b>
<b>Ordinary £1 shares</b>		
K G Ziemer	-	-
B R Cox	-	-
R J Moyle	-	-
J W S Chalker	2,250	2,250
<b>B Ordinary 1 shares</b>		
K G Ziemer	-	-
B R Cox	-	-
R J Moyle	-	-
J W S Chalker	1,750	-

### **STATEMENT OF 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.

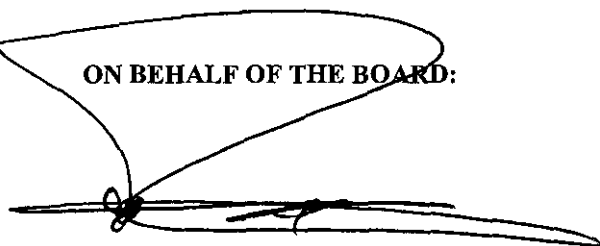
The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**TFL INTERNATIONAL LIMITED**  
**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31 AUGUST 2002**

**AUDITOR**

The auditor, Harris Kafton, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

**ON BEHALF OF THE BOARD:**

A large, stylized handwritten signature in black ink, starting with a large loop and ending with a long horizontal stroke.

K G Ziemer - SECRETARY

Dated: 29 October 2002

**TFL INTERNATIONAL LIMITED**

**REPORT OF THE INDEPENDENT AUDITOR TO  
TFL INTERNATIONAL LIMITED  
UNDER SECTION 247B OF THE COMPANIES ACT 1985**

I have examined the abbreviated financial statements on pages five to fourteen, together with the full financial statements of the company for the year ended 31 August 2002 prepared under Section 226 of the Companies Act 1985.

**Respective responsibilities of directors and auditor**

The directors are responsible for preparing the abbreviated financial statements in accordance with Section 246A of the Companies Act 1985. It is my responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with that provision and to report my opinion to you.

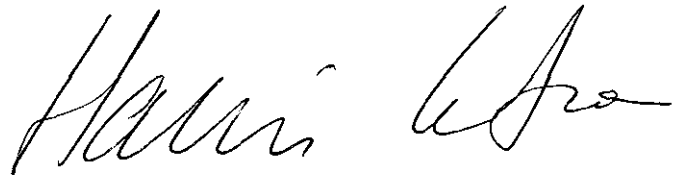
**Basis of audit opinion**

I have carried out the procedures I consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of my work for the purpose of this report did not include examining or dealing with events after the date of my report on the full financial statements.

**Opinion**

In my opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated financial statements on pages five to fourteen are properly prepared in accordance with that provision.

Harris Kafton  
Accountants  
Registered Auditors  
4th Floor, Elizabeth House  
54-58 High Street  
Edgware  
Middlesex HA8 7EJ



Dated: 29 October 2002

**TFL INTERNATIONAL LIMITED**

**ABBREVIATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 AUGUST 2002**

		<u>2002</u>	<u>2001</u>
	Notes	£	£
<b>GROSS PROFIT</b>		3,103,919	3,769,023
Administrative expenses		<u>3,021,118</u>	<u>3,630,665</u>
<b>OPERATING PROFIT</b>	3	82,801	138,358
Interest receivable and similar income		<u>45,659</u>	<u>107,006</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		128,460	245,364
Tax on profit on ordinary activities	4	<u>29,310</u>	<u>61,620</u>
<b>PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION</b>		99,150	183,744
Retained profit brought forward		<u>782,681</u>	<u>598,937</u>
<b>RETAINED PROFIT CARRIED FORWARD</b>		<u><u>£881,831</u></u>	<u><u>£782,681</u></u>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current and previous years.

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current and previous years.

**TFL INTERNATIONAL LIMITED**

**ABBREVIATED BALANCE SHEET**

**31 AUGUST 2002**

		<u>2002</u>		<u>2001</u>	
	Notes	£	£	£	£
<b>FIXED ASSETS:</b>					
Tangible assets	5		779,634		686,634
<b>CURRENT ASSETS:</b>					
Stocks	6	29,609		690,551	
Debtors	7	808,670		526,180	
Cash at bank		796,651		892,048	
		1,634,930		2,108,779	
<b>CREDITORS:</b> Amounts falling due within one year	8	1,515,983		1,997,732	
<b>NET CURRENT ASSETS:</b>			118,947		111,047
<b>TOTAL ASSETS LESS CURRENT LIABILITIES:</b>			<u>£898,581</u>		<u>£797,681</u>
<b>CAPITAL AND RESERVES:</b>					
Called up share capital	9		16,750		15,000
Profit and loss account			881,831		782,681
<b>SHAREHOLDERS' FUNDS (including non-equity interests):</b>	11		<u>£898,581</u>		<u>£797,681</u>

These abbreviated financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

**ON BEHALF OF THE BOARD:**

  
K G Ziemer - DIRECTOR

  
B R Cox - DIRECTOR

Approved by the Board on 29 October 2002

The notes form part of these financial statements



**TFL INTERNATIONAL LIMITED**

**CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 AUGUST 2002**

		<u>2002</u>	<u>2001</u>
	Notes	£	£
<b>Net cash inflow from operating activities</b>	1	79,873	489,461
<b>Returns on investments and servicing of finance</b>	2	45,659	107,006
<b>Taxation</b>		(61,675)	(79,129)
<b>Capital expenditure</b>	2	(161,004)	(510,144)
		(97,147)	7,194
<b>Financing</b>	2	1,750	-
<b>(Decrease)/Increase in cash in the period</b>		<u>£(95,397)</u>	<u>£7,194</u>
<b>Reconciliation of net cash flow to movement in net funds</b>	3		
<b>(Decrease)/Increase in cash in the period</b>		<u>(95,397)</u>	<u>7,194</u>
<b>Change in net funds resulting from cash flows</b>		<u>(95,397)</u>	<u>7,194</u>
<b>Movement in net funds in the period</b>		<u>(95,397)</u>	<u>7,194</u>
<b>Net funds at 1 September</b>		<u>892,048</u>	<u>884,854</u>
<b>Net funds at 31 August</b>		<u>£796,651</u>	<u>£892,048</u>

The notes form part of these financial statements

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 AUGUST 2002**

**1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES**

	2002 £	2001 £
Operating profit	82,801	138,358
Depreciation charges	58,124	63,448
Loss on sale of fixed assets	9,881	2,456
Decrease/(Increase) in stocks	660,942	(522,778)
(Increase)/Decrease in debtors	(282,491)	321,440
(Decrease)/Increase in creditors	(449,384)	486,537
<b>Net cash inflow from operating activities</b>	<u><u>79,873</u></u>	<u><u>489,461</u></u>

**2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT**

	2002 £	2001 £
<b>Returns on investments and servicing of finance</b>		
Interest received	45,659	107,006
<b>Net cash inflow for returns on investments and servicing of finance</b>	<u><u>45,659</u></u>	<u><u>107,006</u></u>
<b>Capital expenditure</b>		
Purchase of tangible fixed assets	(175,004)	(531,503)
Sale of tangible fixed assets	14,000	21,359
<b>Net cash outflow for capital expenditure</b>	<u><u>(161,004)</u></u>	<u><u>(510,144)</u></u>
<b>Financing</b>		
Cash receipt re share issue	1,750	-
<b>Net cash inflow from financing</b>	<u><u>1,750</u></u>	<u><u>-</u></u>

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 AUGUST 2002**

**3. ANALYSIS OF CHANGES IN NET FUNDS**

	At 1.9.01 £	Cash flow £	At 31.8.02 £
Net cash:			
Cash at bank	892,048	(95,397)	796,651
	<u>892,048</u>	<u>(95,397)</u>	<u>796,651</u>
 Total	 <u>892,048</u>	 <u>(95,397)</u>	 <u>796,651</u>
 <b>Analysed in Balance Sheet</b>			
 Cash at bank	 892,048		 796,651
	<u>892,048</u>		<u>796,651</u>

The notes form part of these financial statements

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2002**

**1. ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention.

**Turnover**

Turnover represents net invoiced sales of goods, excluding value added tax.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Office equipment	- 25% on reducing balance
Fixtures and fittings	- 25% on reducing balance
Motor vehicles	- 25% on reducing balance
Computer equipment	- 25% on cost

**Stocks**

Stock and work in progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

**Deferred taxation**

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

**Pensions**

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

Payments to the scheme during amounted to £25,850.

**2. STAFF COSTS**

	<b>2002</b>	<b>2001</b>
	<b>£</b>	<b>£</b>
Wages and salaries	911,167	1,080,223
Social security costs	96,540	119,530
Other pension costs	25,850	24,950
	<u>1,033,557</u>	<u>1,224,703</u>

The average monthly number of employees during the year was as follows:

	<b>2002</b>	<b>2001</b>
Administrative	16	17
Sales	17	16
	<u>33</u>	<u>33</u>

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2002**

**3. OPERATING PROFIT**

The operating profit is stated after charging:

	2002 £	2001 £
Depreciation - owned assets	58,124	63,448
Loss on disposal of fixed assets	9,881	2,456
Auditors' remuneration	13,000	16,000
	<u>114,150</u>	<u>144,650</u>
Directors' emoluments	<u>114,150</u>	<u>144,650</u>

**4. TAXATION**

**Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the year was as follows:

	2002 £	2001 £
Current tax:		
UK corporation tax	29,310	61,675
Prior year adjustment	-	(55)
	<u>29,310</u>	<u>61,620</u>
Total current tax	<u>29,310</u>	<u>61,620</u>
Tax on profit on ordinary activities	<u>29,310</u>	<u>61,620</u>

UK corporation tax has been charged at 19.58% (2001 - 25.14%).

**5. TANGIBLE FIXED ASSETS**

	Leasehold property	Office equipment	Fixtures and fittings
	£	£	£
<b>COST:</b>			
At 1 September 2001	514,666	85,057	28,187
Additions	93,399	200	16,324
	<u>608,065</u>	<u>85,257</u>	<u>44,511</u>
At 31 August 2002	608,065	85,257	44,511
<b>DEPRECIATION:</b>			
At 1 September 2001	-	61,136	12,885
Charge for year	-	6,030	7,907
	<u>-</u>	<u>67,166</u>	<u>20,792</u>
At 31 August 2002	-	67,166	20,792
<b>NET BOOK VALUE:</b>			
At 31 August 2002	<u>608,065</u>	<u>18,091</u>	<u>23,719</u>
At 31 August 2001	<u>514,666</u>	<u>23,921</u>	<u>15,302</u>

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2002**

**5. TANGIBLE FIXED ASSETS - continued**

	Motor vehicles	Computer equipment	Totals
	£	£	£
<b>COST:</b>			
At 1 September 2001	206,636	35,705	870,251
Additions	65,081	-	175,004
Disposals	(50,775)	-	(50,775)
At 31 August 2002	220,942	35,705	994,480
<b>DEPRECIATION:</b>			
At 1 September 2001	82,302	27,293	183,616
Charge for year	41,384	2,803	58,124
Eliminated on disposals	(26,894)	-	(26,894)
At 31 August 2002	96,792	30,096	214,846
<b>NET BOOK VALUE:</b>			
At 31 August 2002	124,150	5,609	779,634
At 31 August 2001	124,333	8,412	686,634

**6. STOCKS**

	2002 £	2001 £
Work in progress	12,609	673,551
Finished goods	17,000	17,000
	29,609	690,551

**7. DEBTORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	2002 £	2001 £
Trade debtors	558,580	217,997
Other debtors	3,506	163,244
Amounts due from Group companies	246,584	144,939
	808,670	526,180

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2002**

**8. CREDITORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	2002	2001
	£	£
Trade creditors	490,388	1,184,065
Other creditors	879,898	679,568
Amounts due to group undertakings	9,000	9,000
Social security & other taxes	107,387	63,424
Taxation	29,310	61,675
	<u>1,515,983</u>	<u>1,997,732</u>

**9. CALLED UP SHARE CAPITAL**

Authorised:			2002	2001
Number:	Class:	Nominal value:	£	£
500,000	Ordinary	£1	500,000	500,000
20,000	B Ordinary	1	20,000	-
465,000	Unclassified	1	465,000	-
			<u>985,000</u>	<u>500,000</u>

Allotted, issued and fully paid:			2002	2001
Number:	Class:	Nominal value:	£	£
15,000	Ordinary	£1	15,000	15,000
1,750	B Ordinary	1	1,750	-
			<u>16,750</u>	<u>15,000</u>

The following shares were allotted and fully paid for cash at par during the year:

1,750 B Ordinary shares of 1 each

**10. ULTIMATE PARENT COMPANY**

The ultimate parent company is Circumference Limited, a company registered in England and Wales.

**TFL INTERNATIONAL LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2002**

**11. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	<b>2002</b>	2001
	<b>£</b>	£
Profit for the financial year	<b>99,150</b>	183,744
Non Equity share issue	<b>1,750</b>	-
	<hr/>	<hr/>
<b>Net addition to shareholders' funds</b>	<b>100,900</b>	183,744
Opening shareholders' funds	<b>797,681</b>	613,937
	<hr/>	<hr/>
<b>Closing shareholders' funds</b>	<b>898,581</b>	797,681
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Equity interests	<b>896,831</b>	797,681
Non-equity interests	<b>1,750</b>	-
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	<b>898,581</b>	797,681
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