Company Registration number 2809261

Haymarket Group Limited

Report and Financial Statements

31 December 2007

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Haymarket Group Limited

Report and financial statements 2007

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Haymarket Group Limited

Report and financial statements 2007

Officers and professional advisers

The Rt Hon the Lord Heseltine CH (Chairman)
J D Duckworth
D B Fraser
The Hon R W D Heseltine
Dr A S Kemp
Lord Levene of Portsoken KBE
J L Masters

S P Tindall

E A Verdon-Roe

Secretary

J D Duckworth

Registered office

174 Hammersmith Road London W6 7JP

Auditors

Deloitte & Touche LLP London United Kingdom

Bankers

The Royal Bank of Scotland plc

Solicitors

Lewis Silkin LLP London

The Directors present their annual report and financial statements for the year ended 31 December 2007

Business review and principle activites

The principal activities of the group are the provision of editorial content and related services through multiple platforms, including magazines and websites, serving specialist audiences in both the business to consumer and business to business markets. In addition, the group organises exhibitions, events and conferences

The group operates in a number of countries including the UK, USA, Germany, Hong Kong, India and Australia The group's overseas activities have expanded rapidly over the last few years and in particular over the last 12 months. Turnover, by source, from the overseas operations in 2007 accounted for 24% (2906–21%) of total turnover.

The group has significantly invested in its online activities in order to exploit the commercial opportunities as it looks to meet the demands of its specialist audiences of professionals and enthusiasts online

Review of developments

The results for the year are set out on page 9

Group turnover in 2007 was similar to that in 2006, increasing marginally from £244 4 million to £247 4m

Group operating profit before expenditure on the launch and development of new activities and asset amortisation was £31 7m, compared to £30 3m in 2006 Statutory group operating profit was £17 8m (2006 £17 4m)

Expenditure on new activities (including online activities) charged against profits was £5 6m, compared to £6 6m in 2006

The group made a number of acquisitions of publishing rights and companies during the year for a total consideration, including costs, of £12 4m (2006 £5 6m), as shown in note 9 The companies were acquired as part of the group's online publishing development strategy

The group's net debt increased during the year by £9 8m, following the above investments and the share buy backs referred to in note 17 to the accounts. However, operating cashflows continue to be strong, with net cash inflow from operating activities for the year of £20 5m (2006 £33 2m) (see note 21)

In addition to the financial performance indicators set out above, the Group's principal non-financial key performance indicator is headcount, details of which are set out in note 3

Dividends of £2 5m (2006 £2 5m) have been paid during the year

Key risks and uncertainties

a) General economic conditions

The group's largest operations are situated in the UK and the USA, where there has been relative economic stability until very recently. Whilst the group would be exposed if a significant economic downturn occurred in either of those territories, its long-established strategy of holding both business-to-business and consumer products and services in its portfolio, together with the specialist subject matter of those products and services, means that the directors have confidence that the group is well-prepared to deal with any such downturn.

b) Employees

The Group's performance is dependent on its employees and failure to recruit able staff would have an impact on its performance. This risk is being addressed by investment in the recruitment process, staff training and ensuring that the group's compensation and benefits are competitive.

c) Financial risks

The financial risks that the Directors consider most applicable to the group and company are interest rate risk and, to a lesser extent, currency risk

Action has been taken to mitigate any diverse effect of interest rates on the group's profitability, as detailed in note 15 to the accounts

A proportion of currency risk is hedged by way of foreign currency bank loans, together with hedging instruments to protect against adverse foreign exchange movements

The group also owns Freehold Property amounting to £52 9m

Post Balance Sheet events

Details of post balance sheet events are shown in notes 17 and 29

Share Capital

Details of changes in the Company's share capital are set out in note 17

Directors and their interests

The present membership of the board is set out on page 1. All Directors served throughout the year. The interests of the Directors in the shares of the Company were as follows

Ordinary shares of 1p each At 1 January 2007 At 31 December 2007

The Rt Hon the Lord Heseltine CH (Chairman) 16,611,650 16,611,650 1,158,220 1,158,220

The Hon R W D Heseltine has an indirect interest in 9,184,760 shares through a family trust

The Directors of the Company do not have any interests in the shares of subsidiary undertakings except by virtue of their interests in the shares of the Company

Employees

Details of the number of employees and related costs can be found in note 3 to the financial statements

The Company provides employees with information on matters relevant to them as employees throughout the year as part of its corporate communications strategy

The Company and its subsidiaries have continued the policy regarding the employment of disabled persons. Full and fair consideration is given to applicants for employment made by disabled persons, having regard to their particular aptitude and abilities. The Company continues to employ, train and support the career development and promotion of employees of the Company who have become disabled persons during the period when they were employed by the Company and other disabled employees of the Company.

Environmental matters

Haymarket was the first major publishing company to be certified to the ISO14001 environmental standard and the group continues to be assessed by the British Standards Institute to ensure it is maintaining this standard and continually improving its environmental performance

The group's preference for high environmental standards also extends to external parties. It is proactive about encouraging its suppliers to take their environmental responsibilities seriously and all of the group's production suppliers are currently ISO14001 certified. It works with those suppliers to increase the use of water-based varnishes, to reduce paper waste and to target energy reductions.

In addition all of Haymarket's polythene postal wrappers are oxybiodegradable and, by August 2008 the Group will complete its move to be the first major publisher to switch to 100% certified magazine paper

The Group also continues to improve its environmental credentials within its own office premises. In 2007 Haymarket's Hammersmith buildings saved 3,734,000 litres of water and, across its London offices the group recycled the equivalent of 880 cubic metres of landfill

The Group also encourages car-sharing, has installed more bike racks and through the Cycle To Work scheme enables staff to buy discounted bikes. Improved video and telephone conferencing have also reduced the need for travel to meetings

The Group's ongoing improvements in this area were acknowledged by the publishing industry in 2007 when it received a Highly Commended recognition from the Periodical Publishers Association for the Environmental Performance Award and the Environmental Client Award at the Quality in Print Awards

Haymarket will continue to focus on its environmental agenda in 2008. The Company is now a member of the Green500, an initiative set up by the London Mayor's Office to assist large companies in the capital in reducing their carbon emissions. In addition, Haymarket will this year conduct a carbon footprinting exercise with The CarbonNeutral company. The objective with both of these initiatives is to identify the Company's direct and indirect carbon emissions so that it can set specific targets for further reduction and take action.

Donations

During the year the group made charitable donations of £60,120 (2005 £64,000) It made no political donations (2006 £25,000 to Conservative Mainstream)

Disclosure of information to the auditors

Each of the persons who was a director at the date of approving this report confirms that

- (1) so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- (2) the Director has taken all the steps that he/she ought to have taken as a director on order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985

Re-appointment of auditors

A resolution to re-appoint Deloitte & Touche LLP as the Company's auditors will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors and signed on behalf of the Board

J D Duckworth

Secretary

25 June 2008

Haymarket Group Limited Statement of directors' responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the Company and of the group and of the profit or loss of the group for that period. In preparing these 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 UK Accounting Standards have been followed, and
- 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 that 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.

Haymarket Group Limited Independent Auditors' report to the shareholders of Haymarket Group Limited

We have audited the financial statements of Haymarket Group Limited for the year ended 31 December 2007 which comprise the consolidated profit and loss account, the consolidated statement of total recognised gains and losses, the consolidated and individual balance sheets, the consolidated cash flow statement and the related notes 1 to 29 These financial statements have been prepared under 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 auditors' 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 directors and auditors

The Directors' responsibilities for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

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 whether in our opinion information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions 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 International Standards on Auditing (UK and Ireland) 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 group's and the individual 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.

Haymarket Group Limited Independent Auditors' report to the shareholders of Haymarket Group Limited

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the individual company's affairs as at 31 December 2007 and of the group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

Deloitte & Touche LLP

26 June 2008

Chartered Accountants & Registered Auditors

Indie W

London

United Kingdom

Haymarket Group Limited Consolidated profit and loss account for the year ended 31 December 2007

		Notes	2007 £000	2006 £000
Turnover Group and share of joint ventures and associates	- existing operations		249,889	250,173
Group and share or joint ventures and associates	- acquisitions		2,696	250,175
	•		252,585	250,173
Less share of joint ventures and associates			(5,176)	(5,758)
Group turnover		2	247,409	244,415
Cost of sales			(211,147)	(212,825)
Gross profit			36,262	31,590
Administrative expenses		4	(18,449)	(14,265)
Operating profit before amortisation of				
publishing and exhibition rights			26,151	23,744
Amortisation of publishing and exhibition rights		9	(8,338)	(6,419)
Operating profit	- existing operations	4	17,621	17,325
	- acquisitions		192	-
			17,813	17,325
Share of operating (loss) / profit of joint ventures and associates			(45)	94
Group operating profit			17,768	17,419
Profit on disposal of fixed assets			56	7,903
Other interest receivable and similar income		5	1,132	610
Interest payable and similar charges		6	(11,000)	(11,415)
Profit on ordinary activities before taxation			7,956	14,517
Tax on profit on ordinary activities		7	(5,881)	(880)
Profit on ordinary activities after taxation			2,075	13,637
Equity minority interests			(52)	-
Profit for the financial year attributable to the members of Haymarket Group Limited				13,637

All activities derive from continuing operations

Haymarket Group Limited Consolidated statement of total recognised gains and losses for the year ended 31 December 2007

	Notes	2007 £000	2006 £000
Profit for the year attributable to the members of Haymarket Group Limited		2,023	13,637
Currency translation differences on foreign curre	ncy net		
investments	18	2,385	(2,400)
Revaluation of freehold properties	18	67	750
Total recognised gains and losses relating to the	year	4,475	11,987

Details of a prior year adjustment, which has no effect on the cumulative amount of total recognised gains and losses, can be found in note 17 to the accounts

Haymarket Group Limited Consolidated balance sheet as at 31 December 2007

as at 51 December 2007	BT-4			2005		2006
	Notes	5		2007	(Restated - se	2006
			000£	0003	£000	£000
Fixed assets						
Intangible assets	9			61,040		56,735
Tangible assets	10			61,150		61,866
Investments in joint ventures and				,		,
associates						
- Gross assets			4,634		3,995	
- Gross liabilities			(3,136)		(2,391)	
	11			1,498		1,604
				123,688	_	120,205
Current assets						
Stocks	12			1,645		969
Debtors falling due within one year	13	(a)		55,076		51,005
Debtors falling due after more than one						
year	13	(b)		3,525		5,287
Cash at bank and in hand				9,138	_	17,006
				69,384		74,267
Creditors amounts falling due within						
one year	14			(34,481)		(45,044)
Net current assets				34,903	-	29,223
Total assets less current liabilities				158,591	-	149,428
Creditors amounts falling due after						
more than one year	15			(137,399)		(138,769)
Accruals and deferred income	16			(57,943)		(49,437)
Equity minority interests				(52)		-
Net habilities				(36,803)	_	(38,778)
Capital and reserves					_	
Called up share capital	17			309		316
Capital redemption reserve	18			203		196
Merger reserve	18			6,236		6,236
Revaluation reserve	18			6,001		5,934
Profit and loss account	18			(16,898)		(12,484)
Share redemption reserve	18			(32,654)		(38,976)
Shareholders' deficit	19			(36,803)	-	(38,778)
					=	

These financial statements were approved and authorised for issue by the Board of Directors on 25 June 2008 Signed on behalf of the Board of Directors

The Rt Hon The Lord Heseltine CH

Chairman

Haymarket Group Limited Company balance sheet as at 31 December 2007

	Notes	;		2007	(D4-4-3	2006
				£000	(Restated	- see note 17) £000
Fixed assets						
Investments	11			72		72
Current assets						
Debtors falling due within one year Debtors falling due after more than	13	(a)	-		-	
one year	13	(b)	127,555		114,840	
		_	127,555		114,840	
Creditors amounts falling due						
within one year	14	_	(6,321)		(6,321)	
Net current assets				121,234		108,519
Total assets less current liabilities			-	121,306	-	108,591
Creditors: amounts falling due after						
more than one year	15			(25,281)		(38,185)
Accruals and deferred income	16			-		(560)
Net assets			-	96,025	-	69,846
Capital and reserves						
Called up share capital	17			309		316
Capital redemption reserve	18			203		196
Profit and loss account	18			128,167		108,310
Share redemption reserve	18			(32,654)		(38,976)
Shareholders' funds	19			96,025		69,846

These financial statements were approved and authorised for issue by the Board of Directors on 25 June 2008

The Rt Hon The Lord Heseltine CH

Chairman

Haymarket Group Limited Consolidated cash flow statement for the year ended 31 December 2007

	Notes	5	2007		2006	
			000£	£000	£000	£000
Net cash inflow from operating activities	21			20,452		33,247
Dividends received from associated undertakings				-		199
Returns on investments and servicing of finance						
Interest received			159	,	274	
Dividends received		(1/	-		104	
Interest paid		_(10	0,594)		(10,427)	
Net cash outflow from returns on investments and servicing of finance				(10,435)		(10,049)
Taxation UK and overseas corporation tax paid		(4	4,490)		(3,789)	
Total tax paid			. ,	(4,490)		(3,789)
Capital expenditure and finacial investment	t			· · ·		(, , ,
Purchase of tangible fixed assets	10	(:	3,436)		(6,176)	
Purchase of intangible fixed assets		(4	4,081)		(1,186)	
Proceeds from sale of fixed assets Proceeds from sale of investment	11	(b)	578		3,761 5,502	
Net cash (outflow) / inflow from capital	11	(0)				
expenditure and financial investment				(6,939)		1,901
Acquisitions and disposals						
Purchase of subsidiary undertakings Net cash acquired with subsidiaries	25 25	((6,140) 275		(2,337) 221	
rici cash acquired with subsidiaries	23					
Net cash outflow from acquisitions and				(5.065)		(a c)
disposals				(5,865)		(2,116)
Equity dividends paid				(2,500)	,	(2,500)
Net cash (outflow) / inflow before financing				(9,777)		16,893
Financing						
Bank loans drawdown			3,952		3,286	
Net cash flow from financing				3,952		3,286
(Decrease) /increase in cash	23			(5,825)		20,179

1 Accounting policies

Basis of preparation

The financial statements have been prepared in accordance with United Kingdom law and accounting standards. The particular accounting policies adopted by the Directors are consistent with the prior year and are described below.

Accounting convention

The financial statements are prepared under the historical cost convention as amended by the revaluation of certain fixed assets

Basis of consolidation

The consolidated financial statements include the financial statements of the company and its subsidiaries for the year ended 31 December 2007

The group's share in associates is accounted for using the equity method of accounting. The consolidated profit and loss account includes the group's share of the pre-tax profits or losses and attributable taxation.

The group's share of its joint ventures' assets and liabilities has been accounted for using the gross equity method

Intangible assets

Publishing and exhibition rights, whether acquired as assets or as a business combination, are held at cost less any provision for impairment in value and are amortised on a straight-line basis over the economic life of the asset, estimated to be between 5 and 20 years. Acquired non-compete agreements are amortised over the effective period of that agreement

Eligible website development costs are capitalised only to the extent that they lead to the creation of an enduring asset delivering benefits at least as great as the amount capitalised. If there is insufficient evidence on which to base reasonable estimates of the economic benefits website development costs are charged to the profit and loss account as incurred.

Tangible fixed assets are stated at cost or valuation net of depreciation and any provision for impairment. Short leasehold properties are amortised over the period of the lease. No depreciation is usually charged on freehold land. When it has proved impossible to obtain a split between land and buildings for a property then the full cost has been depreciated. Other assets are depreciated by equal annual instalments over the anticipated lives of the assets as follows.

Freehold properties

50 years

Vehicles, furniture and equipment

4 - 5 years

Office freehold properties are revalued every year by independent valuers with the surplus or deficit on original cost transferred to the revaluation reserve Agricultural and residential properties are shown at cost less accumulated depreciation

Investments

Investments are stated at cost less any provision for impairment

Stocks

Stocks are valued at the lower of cost and net realisable value. Stocks of magazine back issues are not valued Agricultural stock is included at independent professional valuation.

Accounting policies (continued)

Turnover

Turnover represents amounts receivable for goods and services net of sales tax and trade discounts

All revenue arising from magazine publishing is recognised on the date of publication. Revenue from exhibitions, conferences and other events is recognised on the date of the event. Revenue from website advertising is recognised over the period of the advertising contract.

Cost of Sales

Cost of Sales represents amounts payable for goods and services net of sales tax and trade discounts

Costs arising from magazine publishing, other than staff costs, are recognised on the date of publication. All costs relating to exhibitions, conferences and other events are recognised on the date of the event

Interest income

Interest income is accrued on a time basis, by reference to the principal amounts outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount

Investment income

Dividend income from investments is recognised when the shareholders rights to receive payment have been established

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred taxation is provided in full on timing differences between the recognition of gains and losses in the financial statements and their recognition in a taxation computation

Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiary and associated undertakings and joint ventures where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Financial instruments

The Group uses financial instruments to reduce exposure to foreign exchange risk and interest rate movements. The Group does not hold or issue derivative financial instruments for speculative purposes.

Gains and losses arising from forward foreign exchange hedging contracts are deferred and recognised in the profit and loss account upon settlement

The differential on amounts due to and from the Group on interest rate swaps is accrued until settlement date and recognised as an adjustment to the interest expense

1 Accounting policies (continued)

Foreign currencies

Foreign currency assets and liabilities are translated into sterling at the rates of exchange ruling at the balance sheet date. Exchange differences are dealt with in the profit and loss account. The financial statements of foreign subsidiary undertakings are translated into sterling at the rates of exchange prevailing at the balance sheet date and the differences arising from the translation of the opening net investment in subsidiary undertakings at the closing rates are taken directly to reserves.

Where foreign currency loans finance an overseas net investment the associated exchange movement is taken to reserves to match the movement on the net investment

Pension costs

The Group operates defined contribution pension schemes Pension costs are charged to the profit and loss account in the period in which they become payable

Operating leases

3

Rentals are charged to the profit and loss account in equal annual amounts over the lease term

2 Analysis of turnover, operating profit and net assets

Geographical analysis by location is as follows				
	Turnov	/er	Profit before t	axatıon
	2007 £000	2006 £000	2007 £000	2006 £000
United Kingdom	187,443	193,016	1,357	9,534
USA	35,416	31,346	5,457	4,560
Other countries	24,550	20,053	1,142	423
	247,409	244,415	7,956	14,517

	Net liabili	ties
	2007 £000	2006 £000
Umted Kingdom	(68,332)	(62,229)
USA	11,255	13,796
Other countries	20,274	9,655
	(36,803)	(38,778)
Information regarding directors and employees	2007 £000	2006 £000
Directors' emoluments		
Emoluments	2,915	4,048
Remuneration of highest paid director	1,375	2,508

There are defined contribution pension plans for the benefit of four directors (2006 four) The contributions in total for the year were £127,777 (2006 £1,375,467) Included in the remuneration of the highest paid director are pension contributions of £51,252 (2006 £1,304,317)

3 Information regarding directors and employees (continued)

Staff costs during the year (including directors)	2007 £000	2006 £000
Wages and salaries Social security costs Pension costs	73,169 6,744 2,769	69,751 6,553 4,237
	82,682	80,541
	No.	No.
Average number of persons employed by the group (including directors)	2,087	1,906

The company itself had no employees in 2007 or 2006

The principal pension scheme operated by the group is a defined contribution scheme in which eligible employees participate in personal pension plans to which the company contributes 8% - 12 5% and the employees contribute a minimum of 5% of relevant earnings. The assets of the individual plans are held separately from those of the company in independently administered funds. There were no unpaid contributions as at 31 December 2007.

4	Operating profit		2007 £000	2006 £000
	This is stated after charging		2000	
	Cost of sales	- existing operations - acquisitions	208,988 2,159	212,825
	Administrative expenses			
	Amortisation of publishing and exhibition rights Other administrative expenses		8,338 10,111	6,419 7,846
	Depreciation of owned fixed assets (see note 10)		3,999	3,165
	Operating lease rentals - land and buildings		1,949	1,802
	Fees payable to the company's auditors for the auditompany's annual accounts - group - company	lit of the	188 8	175 7
	Fees payable to the company's auditors for other s	ervices to the		
	group - Tax services		135	293
5	Other interest receivable and similar income		2007 £000	2006 £000
	Income from other fixed asset investments		-	137
	Interest receivable and similar income		158	274
	Income from associated undertaking		•	199
	Foreign exchange differences		974	<u> </u>
			1,132	610

6	Interest payable and similar charges	2007 £000	2006 £000
	Bank loan and overdraft interest	8,269	8,672
	Other interest payable	2,372	1,755
	Foreign exchange differences	359	988
		11,000	11,415
7	Tax		
	(a) Tax on profit on ordinary activities		
	The tax is made up as follows	2007	2006
	·	£000	£000
	Current tax UK corporation tax @ 30% (2006 30%)	3,877	3,972
	Adjustments in respect of previous periods	(193)	(1,081)
	Overseas taxation	730	927
	Withholding tax on royalties	, 30	(6)
	Double-tax relief	-	(378)
	Total current tax	4,414	3,434
	Deferred tax		
	Effect of reduction in statutory tax rate on opening asset	149	
	Deferred tax charge / (credit)	1,318	(2,554)
	Total deferred tax charge / (credit)	1,467	(2,554)
			(2,35+)
	Tax on profit on ordinary activities	5,881	880
	The standard rate of current tax for the year, based on the UK standard rate of corporurent tax charge for the year is greater than 30% for the reasons set out in the following the standard rate of current tax charge for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year is greater than 30% for the reasons set out in the following tax charges for the year in the year is greater than 30% for the reasons set out in the year in the yea		6 30%) The 2006
		000£	£000
	Profit on ordinary activities before tax	7,956	14,517
	Tax at 30% thereon	2,387	4,355
	Factors affecting charge for the current year		
	- Expenses not deductible for tax purposes	969	484
	- Fixed asset timing differences	158	(78)
	- Other short term timing differences	382	938
	- Non-deductible depreciation/amortisation on assets not qualifying		
	for capital allowances	1,338	1,254
	- Tax deductible depreciation / amortisation	(100)	-
	- Non-taxable income	(27)	(2,507)
	- Unutilised tax losses	14	242
	- Effect of overseas tax rates	316	399
	- Adjustment in respect of prior years	(193)	(1,081)
	Overseas losses brought forward Unutilised overseas losses	(1,068)	(696)
	Overseas withholding tax on royalties	238	130 (6)
	Current tax charge for the year	4,414	3,434

7 Tax (continued)

(b) Deferred tax

There is a group net deferred tax asset recognised of £2,918,000 (2006 £4,385,000) and a company asset of £532,000 (2006 £335,000) These assets relate to the following amounts

	Group		Company	
	2007 £000	2006 £000	2007 £000	2006 £000
Accelerated capital allowances	(1,002)	(947)	-	-
Other timing differences	3,920	5,332	532	335
	2,918	4,385	532	335

The movement on the net deferred tax asset recognised during the year was as follows

	Group £000	Company £000
Balance at 1 January 2007	4,385	335
Deferred tax (charge) / credit	(1,467)	197
Balance at 31 December 2007	2,918	532

There is also an unrecognised net deferred tax asset in the group of £2,203,000 (2006 £2,871,000) comprised of the following

	2007 £000	2006 £000
Unutilised overseas tax losses	1,035	1,242
Unutilised UK tax losses	336	760
Gain deferred by rollover relief	(570)	(570)
Capital losses	1,402	1,439
	2,203	2,871

Deferred tax has not been provided for potential gains on the disposal of revalued properties or gains rolled over into replacement assets as there are no binding sale agreements in place at the balance sheet date and gains or losses have not yet been realised in respect of these assets

No tax hability would be expected on the disposal of properties at their revalued amounts as no gain would arise for tax purposes

Deferred tax has not been provided for part of the group's unutilised losses, as there is insufficient evidence that these losses will be offset against future taxable profits

8 Profit attributable to members of the company

As permitted by Section 230 of the Companies Act 1985, the profit and loss account of the company is not presented as part of these financial statements

The company's profit for the year was £28,679,000 (2006 loss £2,750,000)

9 Intangible assets

	Publishing and exhibition rights
	0002
Cost	
At 1 January 2007	93,676
Additions during the year	
On acquisition of subsidiaries	8,267
Other additions	4,186
Disposals	(804)
Foreign exchange translation differences	792
At 31 December 2007	106,117
Accumulated amortisation	
At 1 January 2007	36,941
Provided during the year	8,338
On disposals	(559)
Foreign exchange translation differences	357
At 31 December 2007	45,077
Net book value	
At 31 December 2007	61,040
At 31 December 2006	56,735

The group made a number of acquisitions of publishing rights and companies during the year for total consideration including costs of £12,453,000. The net assets of the subsidiaries acquired totalled £323,000. For further details see note 25.

10 Tangible fixed assets

Cont	Freehold properties £000	Short leasehold properties £000	Vehicles, furniture and equipment £000	Total £000
Cost	54.606	500	27.206	82,400
At 1 January 2007	54,606	589	27,205	•
Foreign exchange translation differences	-	(2)	87	85
Additions	558	360	2,518	3,436
Acquisition of subsidiary (note 25)	-	-	62	62
Revaluations	67	-	-	67
Disposals	(94)	(147)	(1,192)	(1,433)
At 31 December 2007	55,137	800	28,680	84,617
Accumulated depreciation				
At 1 January 2007	1,133	392	19,009	20,534
Foreign exchange translation differences	-	(2)	92	90
Provided during the year	1,103	65	2,831	3,999
On disposals	(11)	(147)	(998)	(1,156)
At 31 December 2007	2,225	308	20,934	23,467
Net book value				
At 31 December 2007	52,912	492	7,746	61,150
At 31 December 2006	53,473	197	8,196	61,866

10 Tangible fixed assets (continued)

Freehold properties at 31 December 2007 comprise freehold office properties at open market value as determined by Colliers CRE, external professional valuers, of £44,425,000 (2006 £45,125,000) and residential and agricultural freehold properties at depreciated cost of £8,487,000 (2006 £8,348,000)

The net book value of freehold properties comprises land of £3,300,000 (2006 £3,300,000) and properties for which no split can be obtained of £49,612,000 (2006 £50,173,000)

	Freehold office properties £000
The comparable amounts for properties at valuation determined according to the historical cost convention	
Cost Accumulated depreciation	51,374 (5,859)
Net book value at 31 December 2007	45,515
Net book value at 31 December 2006	46,064

11 Investments held as fixed assets

	Grou	ıp	Compar	ıy
	2007 £000	2006 £000	2007 £000	2006 £000
Shares in subsidiary undertakings (a) Investments in joint ventures and associated	-	-	72	72
undertakings (b)	1,498	1,604	-	-
	1,498	1,604	72	72

a) Shares in subsidiary undertakings

The principal subsidiary undertakings, all of which (unless noted otherwise below) are registered in England and Wales and operate principally in the United Kingdom, are as follows

Subsidiary undertaking	Country where incorporated and operating	Percentage of equity held	Principal activity
Haymarket Media Group Limited (formerly			
Haymarket Publishing Group Limited)		100%	Holding company
Haymarket Exhibitions Limited ²		100%	Exhibitions
Haymarket Publishing Services Limited ²		100%	Administrative services
Thenhurst Agricultural Ltd		100%	Agriculture and horticulture
Haymarket Network Limited ²		100%	}
Haymarket Media Inc ³	USA	100%	}
Haymarket Media Ltd ⁴	Hong Kong	100%	} Magazine & online} publishing
Haymarket Media GmbH ⁵	Germany	100%	}
Haymarket Media Pty Ltd ⁵	Australia	100%	}

11 Investments held as fixed assets (continued)

- [1] Shares held by Haymarket Finance Limited
- [2] Shares held by Haymarket Media Group Limited
- [3] Shares held by Haymarket Medical Publications Limited
- [4] Shares held by Haymarket Media Asia Limited
- [5] Shares held by Haymarket Worldwide Limited

b) Joint venture and associated undertakings

Group

Share of net assets	£000
At 1 January 2007	1.604
Transfer to intangible assets on becoming a subsidiary	(105)
Share of retained profits	(1)
At 31 December 2007	1,498

Details of investments representing more than 10% of the company's issued share capital

Associates

Country where incorporated and operating	Percentage of equity held	Principal activity
England & Wales	Ordinary 'A' shares 5% Ordinary 'C' shares 100% Ordinary 'E' shares 25% Ordinary 'F shares 17%	Distribution of magazines

The group's interest in Frontline Limited is held by a subsidiary undertaking

Joint ventures

Frontline Limited

BBC Haymarket Exhibitions

Limited

England & Wales

50%

Organisation of exhibitions

The group's interest in BBC Haymarket Exhibitions Limited is held by a subsidiary undertaking. The group's shareholding in Haymarket SAC Publishing (India) Private Limited increased to 75% on 30 March 2007.

c) Transactions with associated undertakings and joint ventures

Frontline Limited is the group's agent in relation to the sale of publications to third parties. Distribution services totalling £3,871,599 (2006 £3,741,337) were provided to the group by Frontline Limited

During the year the group provided the following services to BBC Haymarket Exhibitions Limited

	2007	2006
	0003	£000
Administrative services	746	844

Amounts owed from and to associated undertakings are shown in notes 13 and 14 to the accounts

12	Stocks	2007 £000	2006 £000
	Group	2000	2000
	Raw materials and consumables	1,645	969

Raw materials and consumables include £207,000 (2006 £150,000) of agricultural stocks which are included at independent professional valuation

The balance represents stocks of paper for which, in the directors' opinion, the replacement cost does not differ significantly from the value included in the financial statements

13 Debtors

	Gr	oup	Com	pany
		2006 (restated		2006 (restated
	2007	see note 17)	2007	- see note 17)
	£000	£000	£000	£000
(a) Amounts due within one year				
Trade debtors	35,290	32,891	-	-
Amounts owed by joint ventures and				
associated undertakings	2,594	2,501	-	•
Other debtors	4,916	3,021	-	-
Prepayments and accrued income	12,276	12,592	-	-
	55,076	51,005		

Amounts owed by associated undertakings include £1,654,638 (2006 £1,674,244) owed by Frontline Limited

	Gr	roup	Company		
		2006 (restated		2006 (restated	
	2007	see note 17)	2007	- see note 17)	
	£000	£000	£000	£000	
(b) Amounts due after more than one year					
Amounts owed by subsidiary undertakings	-	-	127,023	114,505	
Other debtors	607	902	-	-	
Deferred tax (note 7(b))	2,918	4,385	532	335	
	3,525	5,287	127,555	114,840	

The amounts owed by subsidiary undertakings are interest-free and repayable after more than one year with no fixed repayment date

15

14 Creditors, amounts falling due within one year

	Group		Comp	Company	
	2007 £000	2006 (restated see note 17)	2007 £000	2006 (restated - see note 17) £000	
Bank overdraft Bank loans Bank loans and overdrafts	4,190 1,000 5,190	6,233 2,000 8,233	-		
Trade creditors	11,200	17,984	-	-	
Other creditors including taxation and social security	18,091	18,827 45,044	6,321	6,321	
Other creditors including taxation and social security					
Amounts owed to associated undertakings UK corporation tax	1,454 1,903	69 1,979			
Other taxation and social security	3,970	3,411	-	-	
Amounts owed on share redemptions (note 17) Other creditors	5,971 4,793	6,321 7,047	6,321	6,321	
	18,091	18,827	6,321	6,321	

At the end of the year £25,000 was owed to a director, Eric Verdon-Roe, in respect of the sale of a motor vehicle During the year the group entered into the following transactions with its directors

Personal costs paid for by the group and fully reimbursed	Lord Heseltine	S P Tindall
2007	£	£
	312,000	179,000
2006	164,900	194,100

Details of agreements for share purchases from directors by the company are disclosed in note 17

Creditors. amounts falling due after one year	Gro	oup	Comp	any
	2007 £000	2006 (restated see note 17) £000	2007 £000	2006 (restated - see note 17) £000
Bank loans				
due between one and two years	1,000	3,900	-	_
due between two and five years	11,670	11,100	-	_
due after more than five years	99,445	92,163	-	-
Total bank loans	112,115	107,163	-	-
Amounts owed on share redemptions	25,281	31,603	25,281	31,603
Amounts owed to subsidiary undertakings	-	=	-	6,582
Amounts owed to associates	3	3	-	•
	137,399	138,769	25,281	38,185

15 Creditors amounts falling due after one year (continued)

The bank loans and overdrafts bear interest at a variable rate, with margins of between 1 125% and 2%, and are secured by a floating charge over the assets of the group

The amounts owed in respect of share redemptions are fully described in note 17

The group has a policy of hedging the interest cost of at least 50% of its long-term debt. For this reason the group has entered into a number of interest rate hedging instruments for periods between 7 and 10 years. A valuation of these instruments was carried out as at 31 December 2007 to calculate their market value. Fair value is based on market price of comparable instruments at the balance sheet date.

Interest rate swaps 5				No of contracts	Notional principal outstanding at 31 December 2007 £000	Fair value hability £000
16 Accruals and deferred income Group 2006 2007 2006 £000						
Due within one year 50,707 40,683 - - 560		Totward currency contracts		<u>:</u>	3,030	102
Due within one year 50,707 40,683 - 560	16	Accruals and deferred income	Gro	oup	Compa	ny
Due within one year 50,707 40,683 -			2007	2006	2007	2006
Due after more than one year 7,236 8,754 - 560			000£	£000£	€000	£000
S7,943 49,437 - 560		Due within one year	50,707	40,683	-	-
Accruals and deferred income include deterred income of £23,378,000 (2006 £21,588,000) 17 Authorised and issued share capital 2007 2006 2007 2006 Authorised Ordinary shares of 1p each 52,000,000 52,000,000 520 520 No Allotted, called up and fully paid Ordinary shares of 1p each At 1 January 2007 31,647,955 316 Redeemed during the year (782,220) (7)		Due after more than one year	7,236	8,754	-	560
17 Authorised and issued share capital 2007 2006 2007 2006 Authorised Ordinary shares of 1p each 52,000,000 52,000,000 520 520 No Allotted, called up and fully paid Ordinary shares of 1p each At 1 January 2007 31,647,955 316 Redeemed during the year (782,220) (7)			57,943	49,437		560
No. No. £000 £000 Authorised Ordinary shares of 1p each Solution of the shares of 1p each No. No. £000 \$52,000,000 52,000,000 520 520 No. £000 No. \$6000 \$1,000,000 52,000,000 520 No. £000 \$1,000,000 520 520 \$1,000,000 520 \$1,00		Accruals and deferred income include deterre	d income of £23,378,0	00 (2006 £21,58	8,000)	
Ordinary shares of 1p each 52,000,000 52,000,000 520 520 No £000 Allotted, called up and fully paid To a shares of 1p each	17	-				
Allotted, called up and fully paid Ordinary shares of 1p each At 1 January 2007 31,647,955 316 Redeemed during the year (782,220) (7)			52,000,000	52,000,000	520	520
Redeemed during the year (782,220) (7)				No		0003
Redeemed during the year (782,220) (7)		At 1 January 2007		31.647.955		316
		•				
		-				

The company is party to an agreement dated 23 December 2005 whereby on 5 January 2008 it has purchased 1,158,220 ordinary shares of 1p each in the company, in which shares J L Masters has an interest, for a consideration of £9,997,373

17 Authorised and issued share capital (continued)

On 27 April 2006 the company entered into an agreement whereby on various dates between 28 April 2006 and 5 January 2013 it is required to purchase 4,693,325 ordinary shares of 1p each in the company, in which shares S P Tindall has an interest, for a total consideration of £39 0m. An advance payment of £1 1m in respect of this agreement was made on 28 April 2006. A payment of £6 4m, representing the purchase of 782,220 shares was made on 5 January 2007. A further payment of £6 4m, representing the purchase of 782,220 shares, has been made on 5 January 2008. £6 3m will be paid in January 2009 and £4 7m in each January, 2010 to 2013. The deferred consideration has not been discounted as it carries a commercial rate of interest.

These amounts will only be paid on the due dates provided funds and distributable reserves are available

The Rt Hon the Lord Heseltine CH and his family have a controlling interest in the company

The directors have reviewed the treatment of the agreement with S P Tindall and have concluded that the financial statements should reflect the substance of the agreement as of 27 April 2006. The comparative figures in the group's primary statements and notes have been restated to incorporate the liability in respect of the irrevocable agreement on 27 April 2006.

The effects of the change are summarised below

Group	Other debtors falling due within one year £000	Other debtors falling due after more than one year	Other creditors due within one year £000	Creditors due after more than one year £000	Share redemption reserve £000
As reported at 31 December					
2006 Prior Year Adjustment	3,372	1,604	12,506	107,166	•
Net Assets	(351)	(702)	6,321	31,603	•
Equity shareholders' funds	-	-	· •	-	(38,976)
As restated 1 January 2007	3,021	902	18,827	138,769	(38,976)
Company	Other debtors falling due within one year £000	Other debtors falling due after more than one year	Creditors due within one year £000	Creditors due after more than one year £000	Share redemption reserve £000
As reported at 31 December 2006 Prior Year Adjustment	351	115,542	-	6,582	-
Net Assets Equity shareholders' funds	(351)	(702)	6,321	31,603	(38,976)
As restated 1 January 2007		114,840	6,321	38,185	(38,976)

18 Statement of movement on reserves

Dividends paid

Redemption of share capital

At 31 December 2007

Group

	Capital redemption reserve £000	Merger reserve £000	Revaluation reserve	Profit and loss account £000	Share redemption reserve £000
At 1 January 2007 - as					
previously stated	196	6,236	5,934	(12,484)	-
Prior year adjustment	-		-		(38,976)
At 1 January 2007 - restated	196	6,236	5,934	(12,484)	(38,976)
Profit for the financial year	-	-	•	2,023	_
Dividends paid	-	-	-	(2,500)	-
Currency translation differences on foreign currency net investments	-	-	-	2,385	<u>-</u>
Revaluation of freehold				_,	
properties	-	-	67	-	-
Redemption of share capital	7	-	•	(6,322)	6,322
At 31 December 2007	203	6,236	6,001	(16,898)	(32,654)
Company			Capital redemption reserve £000	Profit and loss account £000	Share redemption reserve £000
At 1 January 2007 - as previously Prior year adjustment	y stated		196	108,310	(38,976)
At 1 January 2007 - restated			196	108,310	(38,976)
Profit for the financial year			-	28,679	-

The merger reserve has arisen on the acquisition of subsidiary companies in prior years

The directors consider that £53,578,000 of the company's profit and loss account is not distributable

(2,500)

(6,322)

128,167

6,322

(32,654)

7

203

19 Reconciliation of movements in equity shareholders' funds/(deficit)

		Group		Comp	Company	
		2007 £000	2006 £000	2007 £000	2006 £000	
	Profit/(loss) for the financial year	2,023	13,637	28,679	(2,750)	
	Other recognised gains and losses relating to					
	the year (net)	2,452	(1,651)	-	-	
	Dividends	(2,500)	(2,500)	(2,500)	(2,500)	
	Net addition to shareholders' funds	1,975	9,486	26,179	(5,250)	
	Opening shareholders' (deficit) / funds as					
	previously stated	(38,778)	(9,288)	69,846	114,072	
	Prior year adjustment		(38,976)		(38,976)	
Opening shareholders' (deficit) / fundarestated		(38,778)	(48,264)	69,846	75,096	
	Closing shareholders' (deficit)/funds	(36,803)	(38,778)	96,025	69,846	
20	Minority interests				£000	
	At 1 January 2007				_	
	Acquisition of subsidiary undertaking				52	
	At 31 December 2007				52	
21	Reconciliation of operating profit to net cash inf	low from operat	ing activities			
				2007 £000	2006 £000	
	Operating profit			17,813	17,325	
	Depreciation			3,999	3,165	
	Amortisation of publishing and exhibition rights			8,338	6,419	
	Decrease/(increase) in debtors			(2,258)	(4,293)	
	(Increase)/decrease in stocks (Decrease)/increase in creditors			(671) (6,769)	851 9,780	
	(Decrease)/mercase in creations					
	Net cashflow from operating activities			20,452	33,247	

22 Analysis of changes in financing during the year

					Bank loans 2007 £000	Bank loans 2006 £000
]	Balance at 1 January				109,163	105,877
	Cash inflow from financing				4,012	4,001
I	Foreign exchange movement				(60)	(715)
]	Balance at 31 December				113,115	109,163
23	Reconciliation of net cash flow t	o movement in n	et debt			
					2007 £000	2006 £000
	(Decrease) / increase in cash in the	e year			(5,825)	20,179
	Cash inflow from debt financing	-			(3,952)	(3,286)
•	Change in net debt resulting from	cash flows			(9,777)	16,893
	Movement in net debt in the year Net debt at 1 January				(9,777) (98,390)	16,893 (115,283)
	Net debt at 31 December				(108,167)	(98,390)
24	Analysis of net debt					
		At 1 January 2007	Cash flow	Cash acquired with subsidiary	Other non-cash changes	At 31 December 2007
		0003	0003	£000	£000£	€000
	Cash at bank and in hand	17,006	(8,129)	275	(14)	9,138
	Overdrafts	(6,233)	2,315	-	(272)	(4,190)
	Bank loans due within one year	(2,000)	1,000		<u>-</u>	(1,000)
	•	8,773	(4,814)	275	(286)	3,948
	Debt due after one year Bank loans	(107,163)	(5,012)	-	60	(112,115)
		(98,390)	(9,826)	275	(226)	(108,167)

25 Acquisitions of subsidiary undertakings

The group acquired shareholdings in the following companies in 2007

	Shareholding after acquisition	Date of acquisition	Country where incorporated and operating	Principal activity
Petrolheads Ltd	100%	2 January	UK	Provision of online information
Pressxchange com Ltd	100%	27 February	UK	Provision of online information
Caravan Sitefinder UK Ltd Haymarket SAC Publishing	100%	9 March	UK	Provision of online information
Pvt Ltd	75%	28 March	India	Publishing of magazines

The net assets acquired with these investments were as follows

		Accounting policy	Net assets acquired
	Book value £000	adjustment £000	£000£
Intangible assets - publishing rights	-	8,267	8,267
Tangible fixed assets	62	-	62
Debtors	5	-	5
Loan to shareholder	468	-	468
Cash	275	-	275
Creditors	(456)		(456)
Total assets acquired	354	8,267	8,621
Consideration paid in cash in current year			6,140
Consideration to be paid in cash in the following years			2,428
Consideration paid in cash in prior years		_	53
Total consideration		:	8,621

No fair value adjustments were required on acquisition. The excess purchase price has been recognised as publishing rights acquired.

26 Analysis of the net outflow of cash and cash equivalents in respect of the acquisition of subsidiary undertaking

	£000£
Cash consideration Net cash acquired	6,140 (275)
Net outflow of cash and cash equivalent in respect of the acquisition	5,865

27 Capital commitments

There were no capital commitments at 31 December 2007 (2006 £nil) relating to the group or the company

28 Operating lease commitments

As at 31 December 2007 the group was committed to making the following payments during the next year in respect of non-cancellable operating leases

2007	Land and		
	Other £000	buildings £000	Total £000
Leases which expire			
Within one year	36	120	156
Within two to five years	-	1,214	1,214
After five years	-	431	431
As at 31 December 2007	36	1,765	1,801
		Land and	
2006	Other £000	buildings £000	Total £000
Leases which expire			
Within one year	32	342	374
Within two to five years	1	757	758
After five years	-	670	670
As at 31 December 2007	33	1,769	1,802

29 Post balance sheet events

The group has acquired publishing and business assets for a total consideration of £717,000 since the year-end In addition, contracts have been exchanged to acquire publishing and business assets totalling £12,000,000

Dividends of £1,250,000 have been paid since the year-end

Details of share redemption payments made since the year-end are shown in note 17