

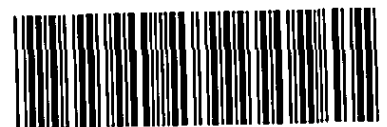
## World Events Group Limited

Directors' Report and Consolidated Financial Statements

for the Year Ended 31 December 2008

Registration number: 6015247

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# World Events Group Limited

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**World Events Group Limited**  
**Officers and Advisers**

<b>Directors</b>	GL Keene
	AJ Winterburn
	JM Parry
	MKB Saxby
	G Dickinson (appointed 30 April 2008)
	JS Wilson BSc ACA (appointed 11 February 2009)
<b>Secretary</b>	JS Wilson BSc ACA
<b>Registered office</b>	Summit House Woodland Park Cleckheaton Bradford West Yorkshire BD19 6BW
<b>Solicitors</b>	Eversheds LLP Bridgewater Place Water Lane Leeds LS11 5DR
<b>Bankers</b>	Barclays Bank plc
<b>Auditors</b>	RSM Bentley Jennison Chartered Accountants & Registered Auditors 2 Wellington Place Leeds LS1 4AP

## **World Events Group Limited**

### **Directors' Report for the Year Ended 31 December 2008**

The directors present their report and the audited consolidated financial statements for the year ended 31 December 2008.

#### **Directors' responsibilities**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Directors are required by company law to prepare financial statements which give a true and fair view of the state of affairs of the company and group at the end of the financial year and of the profit or loss of the company and group for the period ending on that date. In preparing those financial statements, directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the group 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 group and enable them to ensure the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and group and to prevent and detect fraud and other irregularities.

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of.

#### **Business review**

##### **Company overview**

We aim to present a balanced and comprehensive review of the development and performance of our business during the year and its position at the year end.

WorldEvents is recognised as a leading international events agency with a reputation for delivering successful, imaginative, world class events. Our services include strategic event consultancy, devising themes and concepts, creating effective methods of message delivery, creative event production, online communication and registration, and sourcing speakers, entertainers and venues.

We have developed our own expression of what best practice should be in the planning and delivery of events. We call this TripleImpact®. We believe every event should provide a return on investment to its stakeholders – the commercial impact; we believe every event should be planned from a sustainable perspective to minimise the environmental impact; we believe that it is important to put something back into the communities in which we run events and in which we operate thereby creating a social impact.

##### **Business performance**

This is the second year of presenting the World Events Group accounts and includes a full year contribution from our US business, World Events Incorporated. We are also pleased to report that in January 2008 we set up our first permanent mainland Europe hub office in Amsterdam under the name of World Events BV.

We consider that our key performance indicators are those that not only communicate our financial performance but also show the strength of the Group as a whole, demonstrated by our range of blue chip clients and recognition of the high quality events we deliver on their behalf.

# **World Events Group Limited**

## **Directors' Report for the Year Ended 31 December 2008**

.....continued

### **Business review (continued)**

#### **Business performance (continued)**

2008 has been another year of significant internal investment in our future. We set up a European mainland hub office in Amsterdam during the year which is supported by full time employees working on a satellite basis located in Antwerp, Munich and Bulgaria. We also continued the development of our AgoraLive delegate management and marketing communications software system by investing significantly in additional functionality. This has now been rolled out successfully and is used by all our clients.

The Group has continued to serve its existing clients as well as adding new clients in its core healthcare sector and other key sectors.

In 2008 the Group delivered 340 events in 46 countries involving in excess of 31,000 delegates.

Group turnover increased by 43% from £21.1 million in 2007 to £30.3 million in 2008 as a result of increasing business from existing clients and several new client wins during the year. Gross profit also increased significantly from £4.7 million in 2007 to £6.1 million in 2008. Underlying Operating Profit, excluding first year investment costs in setting up the new Amsterdam office, increased by 30% from £1.0 million in 2007 to £1.3 million in 2008.

Net assets reduced from £3.77 million in 2007 to £3.23 million in 2008 due to the company buy back of shares during the year of £1.5 million.

Net cash flow for the year increased from £0.2 million in 2007 to £0.5 million in 2008. Total employee numbers have increased, in line with our strategic development plans, from 90 at the end of 2007 to 107 at the end of 2008 with an average of 104 for the year.

#### **Awards**

WorldEvents has an award-winning history spanning more than 20 years. Our service values, hard work, creativity and innovation, combined with our technical excellence and attention to detail have ensured we remain in the top tier of event management agencies worldwide.

We have been honoured to be presented with 11 major awards in 2008 including "Agency of the Year" at the Eventia international awards ceremony in February 2009. Other awards include; IVCA LiveCom Awards: Best Internal Experience Category, EIBTM Awards: Highly Commended for Best Conference over 250 Attendees and IMEX Commitment to the Community Award.

#### **The Environment and our commitment to the community**

We monitor our office and employee carbon emissions and aim to reduce these in the most effective way we can. We monitor our energy usage and waste products and look to reduce, recycle or re-use whenever possible to minimise their impact on the environment. We receive independent audit reports from The Carbon Consultancy confirming our carbon footprint which indicates that we continue to be one of the best low carbon emitting agencies in our sector. In addition, we purchase carbon units to provide funds for tree planting and children's education on environmental issues.

We also believe in supporting our local communities and to this end, we support local charities based near our offices. Our UK head office actively support and engage with Overgate Hospice, who provide high quality specialist palliative care for patients with progressive, life threatening illnesses. Our US office also supports a local charity, Trenton Area Soup Kitchen, a charitable, non-religious, non-profit organisation whose mission is to respond to the needs of hungry people in the Trenton, New Jersey area.

**World Events Group Limited**  
**Directors' Report for the Year Ended 31 December 2008**

..... continued

**Summary**

We are extremely pleased with the results for the year and would like to thank all of our staff for their efforts, their professionalism and their dedication to WorldEvents, in producing these results. We are proud of the high quality services we offer and the strength of the WorldEvents brand, which continues to be increasingly well known around the world.

We remain optimistic that the Group can continue to achieve growth in line with our strategic plans for global development as we look to 2012 and beyond. We are however, cautious about the potential impact of the current economic climate on our business, in the short term.

**Results and dividend**

The results for the group are set out in the financial statements.

The directors recommend a final ordinary dividend of £250,000.

**Purchase of own shares**

On 4 March 2008, the company bought back 375,000 ordinary 'B' shares of 10 pence each for a total consideration paid of £1,500,000 plus stamp duty of £7,500. This represented 10.2% of the issued share capital at the time of the purchase. The shares were purchased to allow a director/shareholder to retire from the business.

**Charitable donations**

During the year the group made charitable donations of £1,450.

**Directors**

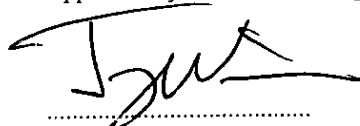
The directors who held office during the year were as follows:

- GL Keene
- FI Charlton (resigned 25 March 2008)
- AJ Winterburn
- JM Parry
- MKB Saxby
- G Dickinson (appointed 30 April 2008)

The following director was appointed after the year end:

- JS Wilson BSc ACA (appointed 11 February 2009)

Approved by the Board and signed on its behalf by:



JS Wilson BSc ACA  
Company Secretary

Date: 19/6/09

## **Independent Auditors' Report to the Members of World Events Group Limited**

We have audited the group and parent company financial statements (the "financial statements") of World Events Group Limited for the year ended 31 December 2008 set out on pages 6 to 22. These financial statements have been prepared in accordance with 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 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**

As described in the statement of Directors' responsibilities on page 2, the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 the information given in the Directors' Report is consistent with the financial statements. In addition we report to you if, in our opinion, the group 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 and other members of the group 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**

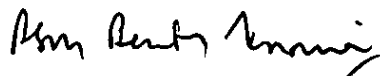
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of 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 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the parent company's affairs as at 31 December 2008 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.



RSM Bentley Jennison  
Chartered Accountants & Registered Auditors

Date: 24/01/09

2 Wellington Place  
Leeds  
LS1 4AP

**World Events Group Limited**  
**Consolidated Profit and Loss Account for the Year Ended 31 December 2008**

	Note	2008 £ 000	2007 £ 000
Turnover	2	30,304	21,167
Cost of sales		<u>(24,237)</u>	<u>(16,493)</u>
<b>Gross profit</b>		6,067	4,674
Administrative expenses		<u>(4,950)</u>	<u>(3,646)</u>
<b>Operating profit</b>	3	1,117	1,028
Other interest receivable and similar income		178	274
Interest payable and similar charges	6	<u>(4)</u>	<u>(3)</u>
<b>Profit on ordinary activities before taxation</b>		1,291	1,299
Tax on profit on ordinary activities	7	<u>(379)</u>	<u>(256)</u>
<b>Profit for the financial year</b>	16	<u>912</u>	<u>1,043</u>

Turnover and operating profit derive from continuing operations. World Events Inc was acquired on 31 July 2007 and the comparative figures include the results of this company for 5 months only. World Events BV began trading during the year and the results are included above. There are no comparative figures for this company.

The notes on pages 11 to 22 form an integral part of these financial statements.



**World Events Group Limited**

**Consolidated Statement of Total Recognised Gains and Losses for the Year Ended 31  
December 2008**

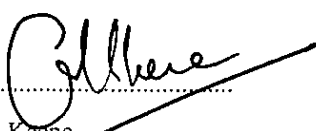
	2008 £ 000	2007 £ 000
Net profit for the year	912	1,043
Foreign currency translation differences	267	4
Total gains for the year	<u>1,179</u>	<u>1,047</u>

The notes on pages 11 to 22 form an integral part of these financial statements.

**World Events Group Limited**  
**Consolidated Balance Sheet as at 31 December 2008**

		2008		2007	
	Note	£ 000	£ 000	£ 000	£ 000
<b>Fixed assets</b>					
Intangible assets	9		374		394
Tangible assets	10		<u>1,634</u>		<u>1,428</u>
			2,008		1,822
<b>Current assets</b>					
Stocks	12	3,749		1,975	
Debtors	13	4,042		4,921	
Cash at bank and in hand		<u>5,988</u>		<u>5,189</u>	
		13,779		12,085	
<b>Creditors: Amounts falling due within one year</b>	14	<u>(12,562)</u>		<u>(10,140)</u>	
<b>Net current assets</b>			<u>1,217</u>		<u>1,945</u>
<b>Total assets less current liabilities</b>			<u>3,225</u>		<u>3,767</u>
<b>Net assets</b>			<u>3,225</u>		<u>3,767</u>
<b>Capital and reserves</b>					
Called up share capital	15		336		369
Share premium reserve	16		115		79
Other reserves	16		340		340
Capital redemption reserve	16		306		269
Profit and loss account	16		<u>2,128</u>		<u>2,710</u>
<b>Equity shareholders' funds</b>	17		<u>3,225</u>		<u>3,767</u>

Approved by the Board on 19/06/09 and signed on its behalf by:

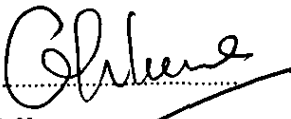
  
 GL Keene  
 Director

The notes on pages 11 to 22 form an integral part of these financial statements.

**World Events Group Limited**  
**Company Balance Sheet as at 31 December 2008**

		2008		2007	
	Note	£ 000	£ 000	£ 000	£ 000
<b>Fixed assets</b>					
Investments	11		881		882
<b>Current assets</b>					
Debtors	13	27		-	
Cash at bank and in hand		<u>40</u>		<u>-</u>	
		67		-	
<b>Creditors: Amounts falling due within one year</b>	14	<u>-</u>		<u>(13)</u>	
<b>Net current assets/(liabilities)</b>			<u>67</u>		<u>(13)</u>
<b>Total assets less current liabilities</b>			<u>948</u>		<u>869</u>
<b>Net assets</b>			<u>948</u>		<u>869</u>
<b>Capital and reserves</b>					
Called up share capital	15		336		369
Share premium reserve	16		36		-
Capital redemption reserve	16		37		-
Profit and loss account	16		<u>539</u>		<u>500</u>
<b>Equity shareholders' funds</b>	17		<u>948</u>		<u>869</u>

Approved by the Board on 19/6/09 and signed on its behalf by:

  
 GL Keene  
 Director

The notes on pages 11 to 22 form an integral part of these financial statements.

**World Events Group Limited**  
**Consolidated Cash Flow Statement for the Year Ended 31 December 2008**

		2008		2007	
	Note	£ 000	£ 000	£ 000	£ 000
Net cash flow from operating activities	20		2,609		1,212
Returns on investment and servicing of finance	21		174		271
Taxation	21		(293)		(813)
<b>Capital expenditure and financial investment</b>					
Purchase of tangible fixed assets		(280)	(280)	(62)	(62)
<b>Acquisitions and disposals</b>					
Acquisition of subsidiary undertaking		-		(500)	
Net cash acquired with subsidiary		-	-	418	(82)
Equity dividends paid			(254)		(339)
<b>Cash inflow before management of liquid resources and financing</b>			1,956		187
<b>Financing</b>					
Issue of equity shares		40		-	
Redemption of shares		(1,507)	(1,467)	-	-
<b>Net cash flow</b>			<u>489</u>		<u>187</u>

**Reconciliation of net cash flow to movement in net debt**

		2008	2007
	Note	£ 000	£ 000
Increase in cash in the year	22	489	187
Translation difference		310	-
Movement in net debt in the period		<u>799</u>	<u>187</u>
Net funds at the start of the year	22	<u>5,189</u>	<u>5,002</u>
Net funds at the end of the year	22	<u>5,988</u>	<u>5,189</u>

The notes on pages 11 to 22 form an integral part of these financial statements.

## **World Events Group Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2008**

#### **1 Accounting policies**

##### **Basis of preparation**

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

The consolidated financial statements include the financial statements of the company and its subsidiary undertakings made up to 31 December 2007.

The acquisition of World Events Limited in April 2007 has been accounted for using merger accounting as the company met the criteria for such accounting under the relevant Financial Reporting Standard and the Companies Act. The adoption of merger accounting presents World Events Group Limited as if it had always been the parent undertaking of the group.

All other acquisitions or disposals have used the acquisition method of accounting. Under this method, the results of the subsidiary undertakings acquired or disposed of in the year are included in the consolidated profit and loss account from the date of acquisition or up to the date of disposal.

Under section 230(4) of the Companies Act 1985 the company is exempt from the requirement to present its own profit and loss account. Its profit for the financial year was £1,800,000 (2007 - £589,000).

##### **Turnover**

Turnover represents net invoiced sales of services for jobs and events completed in the period together with accrued income, excluding value added tax. Deposits received for future events are carried forward in creditors and are recorded as turnover in the period that the event takes place.

##### **Amortisation**

Amortisation is provided on intangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows:

Goodwill	20 years
----------	----------

##### **Depreciation**

Depreciation is provided on tangible fixed assets so as to write off the cost, less any estimated residual value, over their expected useful economic life as follows:

Freehold property	2% on cost
Office equipment	10%, 20% and 25% on cost
Motor vehicles	20% on cost

##### **Goodwill**

Goodwill is the difference between the fair value of consideration paid for an acquired entity and the aggregate of the fair value of that entity's identifiable assets and liabilities.

Positive goodwill is capitalised, classified as an asset on the balance sheet and amortised on a straight line basis over its useful economic life. It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

##### **Advance payments to suppliers**

Advance payments to suppliers represent supplier costs incurred for future events and is stated at the lower of cost and net realisable value. These amounts are carried forward and recorded as costs in the period that the event takes place.

## World Events Group Limited

### Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

#### Deferred taxation

Deferred tax is provided in full on timing differences which represent a liability at the balance sheet date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income or expenditure in tax computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### Foreign currencies

Profit and loss account transactions in foreign currencies are translated into sterling at the exchange rate ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the balance sheet date and the exchange differences are included in the profit and loss account.

#### Operating leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

#### Pensions

The group operates a defined contribution pension scheme. Contributions are charged in the profit and loss account as they become payable in accordance with the rules of the scheme.

## 2 Turnover

An analysis of turnover by geographical market is given below:

	2008 £ 000	2007 £ 000
Sales - UK	4,763	5,417
Sales - Mainland Europe	13,764	10,935
Sales - Rest of world	11,777	4,815
	<u>30,304</u>	<u>21,167</u>

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

.....continued

### 3 Operating profit

Operating profit is stated after charging/(crediting):

	2008		2007	
	£ 000	£ 000	£ 000	£ 000
<b>Auditors' remuneration</b>				
The audit of the company's annual accounts	1		1	
The audit of the company's subsidiaries' annual accounts	14		12	
Tax services	17		16	
Other services	2		-	
		34		29
Foreign currency gains		(277)		(175)
Depreciation of owned tangible fixed assets		90		57
Amortisation of goodwill		20		8

### 4 Particulars of employees

The average number of persons employed by the group (including directors) during the year was as follows:

	2008 No.	2007 No.
Sales, administration and operations	104	89

The aggregate payroll costs of these persons were as follows:

	2008 £ 000	2007 £ 000
Wages and salaries	3,553	2,602
Social security	304	310
Other pension costs	66	65
	3,923	2,977

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 5 Directors' emoluments

The directors' emoluments for the year are as follows:

	2008 £ 000	2007 £ 000
Directors' emoluments (including benefits in kind)	633	522
Directors' pension contributions	17	14
	<u>650</u>	<u>536</u>

During the year the number of directors who were accruing benefits under company pension schemes was as follows:

	2008 No.	2007 No.
Money purchase	<u>5</u>	<u>4</u>

The emoluments of the highest paid director amounted to £175,000 (2007 - £160,000). No pension contributions were made for this director.

### 6 Interest payable and similar charges

	2008 £ 000	2007 £ 000
Bank interest payable	<u>4</u>	<u>3</u>

### 7 Taxation

#### Analysis of current period tax charge

	2008 £ 000	2007 £ 000
<b>Current tax</b>		
Corporation tax charge	367	329
(Over)/under provision in previous year	(13)	-
UK Corporation tax	<u>354</u>	<u>329</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	46	50
Deferred tax adjustment relating to previous years	(21)	(123)
Total deferred tax	<u>25</u>	<u>(73)</u>
<b>Total tax on profit on ordinary activities</b>	<u>379</u>	<u>256</u>



## World Events Group Limited

### Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

#### Factors affecting current period tax charge

The tax assessed on the profit on ordinary activities for the year is lower than (2007 - lower than) the standard rate of corporation tax in the UK of 28.50% (2007 - 30.00%).

The differences are reconciled below:

	2008 £ 000	2007 £ 000
Profit on ordinary activities before taxation	<u>1,291</u>	<u>1,299</u>
Standard rate corporation tax charge	368	390
Expenses not deductible for tax purposes	19	25
Deferred tax as provided	(47)	(50)
Movement in unrecognised deferred tax asset	-	(10)
Rate difference on deferred tax	-	5
Small companies relief	(6)	(10)
Rate difference on US profits	(11)	(21)
Adjustment in respect of prior year	(13)	-
Corporation tax roundings	4	-
Losses not utilised	40	-
Total current tax for the year	<u>354</u>	<u>329</u>

#### Factors which may affect future tax charges

A deferred tax asset has been included on short term timing differences at a tax rate of 28% as such differences are now expected to reverse and result in a lower corporation tax liability in the future. Further details can be seen in note 13.

No deferred tax asset in respect of losses of overseas subsidiaries has been recognised as there is no certainty as to when or if such losses will be recovered in the future.

## 8 Dividends

	Group		Company	
	2008 £ 000	2007 £ 000	2008 £ 000	2007 £ 000
Equity dividends				
Paid	<u>254</u>	<u>339</u>	<u>254</u>	<u>89</u>

The directors are proposing a final dividend in respect of the financial year ending 31 December 2008 of £250,000 (2007 - £253,890).

The proposed final dividend is subject to approval by the shareholders at the Annual General Meeting and has not been included as a liability in these financial statements.

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 9 Intangible fixed assets

#### Group

	Goodwill £ 000
<b>Cost</b>	
As at 1 January 2008 and 31 December 2008	402
<b>Amortisation</b>	
As at 1 January 2008	8
Charge for the year	20
As at 31 December 2008	28
<b>Net book value</b>	
As at 31 December 2008	374
As at 31 December 2007	394

### 10 Tangible fixed assets

#### Group

	Freehold land and buildings £ 000	Fixtures and fittings £ 000	Office equipment £ 000	Total £ 000
<b>Cost</b>				
As at 1 January 2008	1,386	281	652	2,319
Additions	-	38	242	280
Foreign exchange differences	-	11	32	43
As at 31 December 2008	1,386	330	926	2,642
<b>Depreciation</b>				
As at 1 January 2008	96	234	561	891
Charge for the year	16	21	53	90
Foreign exchange differences	-	8	19	27
As at 31 December 2008	112	263	633	1,008
<b>Net book value</b>				
As at 31 December 2008	1,274	67	293	1,634
As at 31 December 2007	1,290	47	91	1,428

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 11 Fixed asset investments

#### Company

Group shares  
£ 000

#### Cost

As at 1 January 2008

882

Additions

(1)

As at 31 December 2008

881

#### Net book value

As at 31 December 2008

881

As at 31 December 2007

882

The company holds more than 20% of the share capital of the following companies:

	Country of incorporation	Principal activity	Class	%	Year end
<b>Subsidiary undertakings</b>					
World Events Limited	United Kingdom	Event management and communication agency	Ordinary	100	31 December 2008
World Events Inc	USA	Event management and communication agency	Ordinary	100	31 December 2008
World Event Communications Limited	United Kingdom	Dormant	Ordinary	100	31 December 2008
World Event Productions Limited	United Kingdom	Dormant	Ordinary	100	31 December 2008
World Event Travel Limited	United Kingdom	Ticketing intermediary	Ordinary	100	31 December 2008
World Meetings Limited	United Kingdom	Dormant	Ordinary	100	31 December 2008
World Event Management Limited	United Kingdom	Dormant	Ordinary	100	31 December 2008
World Events BV	Netherlands	Event management and communication agency	Ordinary	100	31 December 2008

World Event Travel Limited and World Event Management Limited are held indirectly via World Events Limited. World Meetings Limited is held indirectly via World Event Travel Limited.

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 12 Stocks and work in progress

	Group		Company	
	2008 £ 000	2007 £ 000	2008 £ 000	2007 £ 000
Advance payments to suppliers	<u>3,749</u>	<u>1,975</u>	<u>-</u>	<u>-</u>

### 13 Debtors

	Group		Company	
	2008 £ 000	2007 £ 000	2008 £ 000	2007 £ 000
Trade debtors	3,771	4,668	-	-
Amounts owed by group undertakings	-	-	27	-
Other debtors	131	5	-	-
Deferred tax	48	73	-	-
Prepayments and accrued income	<u>92</u>	<u>175</u>	<u>-</u>	<u>-</u>
	<u>4,042</u>	<u>4,921</u>	<u>27</u>	<u>-</u>

The deferred tax asset comprises:

	2008 £ 000	2007 £ 000
Short term timing differences	51	73
Accelerated capital allowances	<u>(3)</u>	<u>-</u>
	<u>48</u>	<u>73</u>
At 1 January 2008	73	
Profit and loss account	<u>(25)</u>	
At 31 December 2008	<u>48</u>	

### 14 Creditors: Amounts falling due within one year

	Group		Company	
	2008 £ 000	2007 £ 000	2008 £ 000	2007 £ 000
Trade creditors	3,491	2,831	-	-
Corporation tax	207	146	-	-
Social security and other taxes	110	340	-	-
Deposits in advance	8,291	6,146	-	-
Accruals and deferred income	<u>463</u>	<u>677</u>	<u>-</u>	<u>13</u>
	<u>12,562</u>	<u>10,140</u>	<u>-</u>	<u>13</u>

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 15 Share capital

	2008 £ 000	2007 £ 000
<b>Authorised</b>		
<b>Equity</b>		
4,000,000 Ordinary 'A' shares of 10 pence each	400	400
2,100,000 Ordinary 'B' shares of 10 pence each	210	210
200,000 Ordinary 'C' shares of 10 pence each	20	20
1,000,000 Ordinary 'D' shares of 10 pence each	100	100
	<u>730</u>	<u>730</u>

### Allotted, called up and fully paid

<b>Equity</b>		
2,076,510 Ordinary 'A' shares of 10 pence each	208	208
1,022,175 (2007 - 1,397,175) Ordinary 'B' shares of 10 pence each	102	140
260,000 (2007 - 220,000) Ordinary 'D' shares of 10 pence each	26	22
	<u>336</u>	<u>369</u>

On 4 March 2008, the company bought back 375,000 ordinary 'B' shares of 10 pence each for a total consideration paid of £1,500,000 plus stamp duty of £7,500. A dividend was paid from the principal subsidiary undertaking to facilitate this buy back.

On 11 April 2008, the company issued a total of 40,000 ordinary 'D' shares of 10p each for a total consideration received of £40,000.

The issued 'B' and 'D' shares carry no voting rights.

Certain directors have been granted options over 600,000 ordinary 'D' shares of 10p each in the company. The exercise price is 36p per share. In addition certain directors have been granted options over 250,000 'D' shares of 10p each in the company. The exercise price is £1 per share.

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 16 Reserves

#### Group

	Share premium reserve £ 000	Other reserves £ 000	Capital redemption reserve £ 000	Profit and loss account £ 000	Total £ 000
Balance at 1 January 2008	79	340	269	2,710	3,398
Premium on issue of shares	36	-	-	-	36
Purchase of own shares	-	-	37	(1,507)	(1,470)
Transfer from profit and loss account for the year	-	-	-	912	912
Foreign currency translation differences	-	-	-	267	267
Dividends	-	-	-	(254)	(254)
Balance at 31 December 2008	<u>115</u>	<u>340</u>	<u>306</u>	<u>2,128</u>	<u>2,889</u>

#### Company

	Share premium reserve £ 000	Capital redemption reserve £ 000	Profit and loss account £ 000	Total £ 000
Balance at 1 January 2008	-	-	500	500
Premium on issue of shares	36	-	-	36
Purchase of own shares	-	37	(1,507)	(1,470)
Transfer from profit and loss account for the year	-	-	1,800	1,800
Dividends	-	-	(254)	(254)
Balance at 31 December 2008	<u>36</u>	<u>37</u>	<u>539</u>	<u>612</u>

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

..... continued

### 17 Reconciliation of movements in shareholders' funds

	Group		Company	
	2008	2007	2008	2007
	£000	£000	£000	£000
Profit attributable to members of the group/company	912	1,043	1,800	589
Dividends	(254)	(339)	(254)	(89)
	<u>658</u>	<u>704</u>	<u>1,546</u>	<u>500</u>
Other recognised gains for the year	267	4	-	-
Redemption of shares	(1,507)	-	(1,507)	-
New share capital subscribed	<u>40</u>	<u>-</u>	<u>40</u>	<u>369</u>
Net (reduction)/addition to shareholders' funds	(542)	708	79	869
Opening equity shareholders' funds	<u>3,767</u>	<u>3,059</u>	<u>869</u>	<u>-</u>
Closing equity shareholders' funds	<u>3,225</u>	<u>3,767</u>	<u>948</u>	<u>869</u>

### 18 Operating lease commitments

#### Group

As at 31 December 2008 the group had annual commitments under non-cancellable operating leases as follows:

	Land and Buildings		Other	
	2008	2007	2008	2007
	£ 000	£ 000	£ 000	£ 000
Within two and five years	<u>92</u>	<u>92</u>	<u>3</u>	<u>3</u>

### 19 Pension schemes

#### Defined contribution pension scheme

The group operates a defined contribution pension scheme. The pension cost charge for the period represents contributions payable by the group to the scheme and amounted to £66,000 (2007 - £65,000).

There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

# World Events Group Limited

## Notes to the Financial Statements for the Year Ended 31 December 2008

.....continued

### 20 Reconciliation of operating profit to operating cash flows

	2008 £ 000	2007 £ 000
Operating profit	1,117	1,028
Depreciation, amortisation and impairment charges	110	65
Increase in stocks	(1,774)	(301)
Decrease/(increase) in debtors	854	(541)
Increase in creditors	2,361	961
Foreign exchange differences re foreign subsidiaries	(59)	-
<b>Net cash inflow from operating activities</b>	<b>2,609</b>	<b>1,212</b>

### 21 Analysis of cash flows

	2008 £ 000	2007 £ 000
<b>Returns on investment and servicing of finance</b>		
Other interest paid	(4)	(3)
Interest received	178	274
	<u>174</u>	<u>271</u>
<b>Taxation</b>		
Taxation paid	(293)	(813)

### 22 Analysis of net funds

	At start of period £ 000	Cash flow £ 000	Currency translation differences £ 000	At end of period £ 000
Cash at bank and in hand	<u>5,189</u>	<u>489</u>	<u>310</u>	<u>5,988</u>

### 23 Related parties

#### Controlling entity

The company and group is controlled by GL Keene by virtue of his majority holding in the issued 'A' ordinary shares of the company.