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'A' PUBLISHING LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 1997

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COMPANY NO. : 2686063



'A' PUBLISHING LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 1997

COMPANY INFORMATION

DIRECTORS :	C P Richardson J M S Domingo
SECRETARY :	J Richardson
REGISTERED OFFICE :	107 North Street MARTOCK Somerset
COMPANY NUMBER :	2686063
AUDITORS :	Derek J Read & Co. Chartered Accountants 107 North Street MARTOCK Somerset
BANKERS :	National Westminster Bank plc Victoria Place AXMINSTER Devon

'A' PUBLISHING LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 28 FEBRUARY 1997

The directors present their report and the audited financial statements for the year ended 28 February 1997.

Principal Activity

The principal activity of the company continues to be that of printing and publishing

Results

The company has again made a substantial loss while continuing to develop the project and is insolvent. The liabilities exceed the assets by £310,832. The only major creditors are the directors who have every intention of continuing to finance the company for the foreseeable future. The accounts have been prepared on a going concern basis therefore.

Directors

The directors who served during the year and their interests in the shares of the company at the end of the year were as follows :

	Ordinary shares of £1 each			
	At 28/2/97		At 29/2/96	
	'A'	'B'	'A'	'B'
C P Richardson	500	50	500	50
J M S Domingo	-	-	-	-

J M S Domingo retires by rotation and, being eligible, offers himself for re-election.

Directors Responsibilities

Company law requires 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, 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 a going concern basis unless it is inappropriate to presume that the company will continue in business.

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. Directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The auditors, Derek J. Read & Co. will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

This report was approved by the board on a.a.98, taking advantage of special exemptions available to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

Signed on behalf of the board 

AUDITORS' REPORT TO THE MEMBERS OF
'A' PUBLISHING LIMITED
FOR THE YEAR ENDED 28 FEBRUARY 1997

We have audited the financial statements on pages 5 to 10 which have been prepared under the historical cost convention and the accounting policies on page 7.

Respective responsibilities of directors and auditors

As described on page 3 company directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

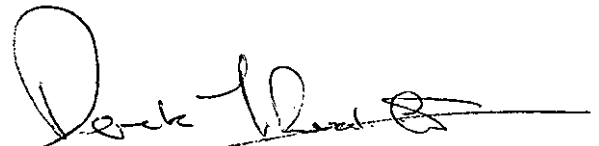
Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 28 February 1997 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



DEREK J READ & Co.
Chartered Accountants and
Registered Auditors

107 North Street
MARTOCK
Somerset

9 September 1998

'A' PUBLISHING LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 28 FEBRUARY 1997

	Notes	£	1997 £	£	1996 £
TURNOVER	1:2		15096		38717
Cost of Sales			<u>671</u>		<u>1379</u>
GROSS PROFIT			14425		37338
Selling and distribution expenses		62536		117063	
Administrative expenses		<u>30346</u>	<u>92882</u>	<u>26592</u>	<u>143655</u>
OPERATING (LOSS)	2		(78457)		(106317)
Interest payable		347		131	
Interest receivable		<u>(635)</u>	<u>288</u>	<u>(347)</u>	<u>216</u>
(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION			(78169)		(106101)
Tax on loss on ordinary activities	3		—		—
(LOSS) FOR THE FINANCIAL YEAR			(78169)		(106101)
Dividends	4		—		—
(LOSS) FOR THE YEAR	10		<u>(78169)</u>		<u>(106101)</u>

- None of the company's activities were acquired or discontinued during the above two financial years.
- There were no recognised gains or losses other than those recognised in the Profit and Loss Account.
- The profit on ordinary activities before taxation and the retained profit have been calculated on the historical cost basis.
- The notes on pages 7 to 10 form an integral part of these financial statements.

'A' PUBLISHING LIMITED

BALANCE SHEET AS AT 28 FEBRUARY 1997

	<u>Notes</u>	£	<u>1997</u> £	£	<u>1996</u> £
TANGIBLE FIXED ASSETS	5		20006		6291
CURRENT ASSETS					
Stock and Work in Progress		292700		211700	
Debtors	6	2318		38351	
Cash at Bank and in Hand		<u>8044</u>		<u>692</u>	
		303062		250743	
CREDITORS : AMOUNTS FALLING DUE WITHIN ONE YEAR	7	<u>633900</u>		<u>489697</u>	
NET CURRENT (LIABILITIES)			<u>(330838)</u>		<u>(238954)</u>
NET LIABILITIES			<u>(310832)</u>		<u>(232663)</u>
CAPITAL AND RESERVES					
Called up Share Capital	8		5050		5050
Profit and Loss Account	10		<u>(315882)</u>		<u>(237713)</u>
Shareholders' Funds	11		<u>(310832)</u>		<u>(232663)</u>

Advantage has been taken in the preparation of the accounts of the special exemptions conferred by Part I of Schedule 8 of the Companies Act 1985. In the directors' opinion, the company is entitled to these exemptions on the grounds that it qualifies as a small company.

Approved by the board on *a.a.98* and signed on its behalf.

Director 

The notes on pages 7 to 10 form an
integral part of these financial statements

'A' PUBLISHING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED

28 FEBRUARY 1997

1. ACCOUNTING POLICIES

1.1 Basis of preparation of accounts

The financial statements are prepared under the historical cost convention and incorporate the results of the principal activity which is described in the directors report and which is continuing.

The company has taken advantage of the exemption in FRS 1 from the requirement to prepare a cash flow statement on the grounds that it is a small company.

1.2 Turnover

Turnover comprises the invoiced value of goods supplied by the company, net of Value Added Tax and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation.

Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases :

Motor vehicles	25% reducing balance basis
Office equipment	20% reducing balance basis
Computer Equipment	25% straight line basis

1.4 Stock and work in progress

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

1.5 Deferred taxation

Provision is made for taxation deferred as a result of material timing differences between the incidence of income and expenditure for taxation and accounts purposes, using the liability method, only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the near future.

1.6 Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Exchange differences are taken into account in arriving at the operating loss.

'A' PUBLISHING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED

28 FEBRUARY 1997 (continued)

2. OPERATING LOSS	1997	1996
	£	£

The operating loss is stated after charging :

Depreciation of tangible fixed assets owned by the company	6469	1827
Directors' remuneration	23469	24814
Auditors' remuneration	<u>1900</u>	<u>2100</u>

3. TAXATION	1997	1996
	£	£

U K current year tax :		
U K corporation tax at 25%/24% (1996 : 25%)	<u>—</u>	<u>—</u>

4. DIVIDENDS

No dividends were paid or proposed during the year (1996 : £Nil).

5. TANGIBLE FIXED ASSETS	Computers	Motor Vehicles	Office Equipment	Total
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Cost or valuation :	£	£	£	£
At 1 March 1996	1400	6315	5119	12834
Disposals	-	(6315)	-	(6315)
Additions	<u>10548</u>	<u>10085</u>	<u>1549</u>	<u>22182</u>
At 28 February 1997	<u>11948</u>	<u>10085</u>	<u>6668</u>	<u>28701</u>

Depreciation :				
At 1 March 1996	350	4317	1876	6543
On disposals	-	(4317)	-	(4317)
Charge for the year	<u>2988</u>	<u>2522</u>	<u>959</u>	<u>6469</u>
At 28 February 1997	<u>3338</u>	<u>2522</u>	<u>2835</u>	<u>8695</u>

Net Book Values :				
At 28 February 1997	<u>8610</u>	<u>7563</u>	<u>3833</u>	<u>20006</u>
At 1 March 1996	<u>1050</u>	<u>1998</u>	<u>3243</u>	<u>6291</u>

6. DEBTORS	1997	1996
	£	£

Due within one year :		
Trade debtors	2318	38306
Prepayments and accrued income	<u>—</u>	<u>45</u>
	<u>2318</u>	<u>38351</u>

'A' PUBLISHING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED

28 FEBRUARY 1997 (continued)

7. CREDITORS : AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>1997</u>	<u>1996</u>
	£	£
Bank overdraft	-	2960
Trade creditors	-	14128
Other creditors	624778	454786
Accruals and deferred income	8103	7655
Other taxes and social security	<u>1019</u>	<u>10168</u>
	<u>633900</u>	<u>489697</u>

8. CALLED UP SHARE CAPITAL

	<u>1997</u>	<u>1996</u>
	£	£
Authorised :		
Ordinary 'A' shares of £1 each	10000	10000
Ordinary 'B' shares of £1 each	<u>100</u>	<u>100</u>
	<u>10100</u>	<u>10100</u>
Issued and fully paid :		
Ordinary 'A' shares of £1 each	5000	5000
Ordinary 'B' shares of £1 each	<u>50</u>	<u>50</u>
	<u>5050</u>	<u>5050</u>

9. RIGHTS OF EACH CLASS OF SHARE

The two classes of shares rank equally with one another in every way save insofar as the ordinary 'B' shares of the company do not carry the right to be notified of or attend and vote either in person or by proxy at any meetings of the company except upon a resolution concerning a distribution or realisation of the company's assets, or the appointment of a receiver, manager or administrator on a liquidation or winding-up.

10. PROFIT AND LOSS ACCOUNT

	<u>1997</u>	<u>1996</u>
	£	£
Balance at 1 March 1996	(237713)	(131612)
(Loss) for the year	<u>(78169)</u>	<u>(106101)</u>
Balance at 28 February 1997	<u>(315882)</u>	<u>(237713)</u>

11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS FUNDS

	<u>1997</u>	<u>1996</u>
	£	£
(Loss) for the year	(78169)	(106101)
Shareholders funds at 1 March 1996	<u>(232663)</u>	<u>(126562)</u>
Shareholders funds at 28 February 1997	<u>(310832)</u>	<u>(232663)</u>

'A' PUBLISHING LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED

28 FEBRUARY 1997 (continued)

12. ULTIMATE HOLDING COMPANY

'A' Publishing is a subsidiary of Plane Overseas Incorporation Limited (Panama).