

3540821

THE CALENDAR CLUB LIMITED

FINANCIAL STATEMENTS

31 JANUARY 2000

Registered number: 3540821

BISHOP FLEMING

CHARTERED ACCOUNTANTS



THE CALENDAR CLUB LIMITED

FINANCIAL STATEMENTS

for the period ended 31 January 2000

CONTENTS

	Page
Company information	1
Directors' report	2
Statement of directors' responsibilities	3
Auditors' report	4
Profit and loss account	5
Balance sheet	6
Notes	7

THE CALENDAR CLUB LIMITED**COMPANY INFORMATION****31 January 2000**

INCORPORATED	England 11th May 1998
NUMBER	3540821
DIRECTORS	H A Vollers G C A Beck
SECRETARY	H A Vollers
REGISTERED OFFICE	2 Deodor Road Putney London SW15 2NN
BANKERS	HSBC Bank plc 38 High Street Exeter Devon EX4 5LP
AUDITORS	Bishop Fleming Chartered Accountants 1 Barnfield Crescent Exeter Devon EX1 1QY

THE CALENDAR CLUB LIMITED

DIRECTORS' REPORT

31 January 2000

The directors present their report and the audited financial statements for the period ended 31 January 2000.

Principal activity

The principal activity of the company during the period was the sale of calendars to the general public.

Directors

The directors of the company during the period and their interests in the shares of the company as recorded in the register of directors' interests were as follows:

	31 January 2000 Ordinary shares	1 May 1999 Ordinary shares
H A Vollers	-	-
G C A Beck	-	-

The two original subscriber shares were the only two shares in issue. Throughout the period these shares have been held by the subscribers as bare trustees on behalf of a consortium. Otter House Limited, a company owned by H A Vollers and G C A Beck, has a 40% interest in the company's share capital through the consortium.

Auditors

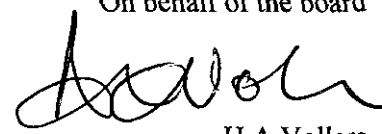
Bishop Fleming have agreed to offer themselves for re-appointment as auditors of the company.

Small company exemptions

This report is prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

72 Marylebone High Street
London
W1M 3AR

On behalf of the board


H A Vollers
Secretary

29 November 2000

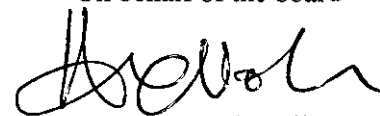
THE CALENDAR CLUB LIMITED**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

On behalf of the board



H A Vollers
Director

THE CALENDAR CLUB LIMITED**AUDITORS' REPORT****Auditors' report to the members of the Calendar Club Limited**

We have audited the financial statements on pages 5 to 10 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities, under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 3, the company's 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.

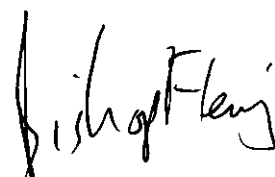
Basis of opinion

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 error or other irregularity. 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 as at 31 January 2000 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Bishop Fleming
Chartered Accountants
1 Barnfield Crescent
Exeter
Devon
EX1 1QY

29 November 2000

THE CALENDAR CLUB LIMITED

PROFIT AND LOSS ACCOUNT

for the period ended 31 January 2000

	Note	2000 £	1999 £
Turnover	2	3,933,991	577,078
Cost of sales		(2,701,227)	(305,102)
Gross profit		<u>1,232,764</u>	<u>271,976</u>
Net operating expenses			
Operation costs		(1,131,607)	(251,895)
Administrative expenses		(260,370)	(43,151)
Other operating income		16,002	-
Operating loss	3	<u>(143,211)</u>	<u>(23,070)</u>
Interest payable		(6,326)	-
Loss on ordinary activities before taxation		<u>(149,537)</u>	<u>(23,070)</u>
Taxation		-	-
Loss on ordinary activities after taxation		<u>(149,537)</u>	<u>(23,070)</u>
retained for the period	10	<u><u>(149,537)</u></u>	<u><u>(23,070)</u></u>

Movements in reserves are shown in note 10.

THE CALENDAR CLUB LIMITED

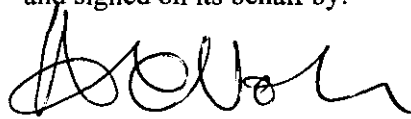
BALANCE SHEET

at 31 January 2000

	Note	2000 £	1999 £
Fixed assets			
Tangible assets	4	585,467	63,651
Current assets			
Stocks	5	28,836	-
Debtors	6	217,394	26,610
Cash at bank and in hand		680,000	90,658
		<u>926,230</u>	<u>117,268</u>
Creditors: amounts falling due within one year	7	<u>(1,605,064)</u>	<u>(203,987)</u>
Net current liabilities		(678,834)	(86,719)
Total assets less current liabilities		<u>(93,367)</u>	<u>(23,068)</u>
Creditors: amounts falling due after more than one year	8	<u>(79,238)</u>	-
		<u>(172,605)</u>	<u>(23,068)</u>
Capital and reserves			
Called up share capital	9	2	2
Profit and loss account	10	(172,607)	(23,070)
Total shareholders' funds		<u>(172,605)</u>	<u>(23,068)</u>

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective March 1999).

The financial statements on pages 5 to 10 were approved by the board of directors on 29 November 2000 and signed on its behalf by:


H A Vllers
Director

THE CALENDAR CLUB LIMITED
NOTES ON FINANCIAL STATEMENTS

31 January 2000

1 Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost accounting rules.

The balance sheet on page 6 shows net liabilities at 31 January 2000 of £172,605. This was due to losses in the initial two trading periods. However, the directors believe that the future prospects for the business are good. Since the year end (on 26 June 2000), the company has raised £415,000 of share capital and a loan facility of £589,000 to fund the growth of the business. Accordingly, the financial statements have been prepared on a going concern basis and do not include any adjustments that would have resulted had the company been unable to continue to trade.

Turnover

Turnover represents the amount derived from the provision of goods and services falling within the company's activities after deduction of trade discounts and value added tax.

Depreciation

Depreciation of fixed assets is calculated to write off their cost or valuation less any residual value over their estimated useful lives as follows:

Leasehold land and buildings	over the minimum term of the lease
Plant and machinery	25% straight line
Fixtures and fittings	25% straight line
Computer equipment and software	33% straight line

2 Turnover

In the opinion of the directors, none of the turnover of the company is attributable to geographical markets outside the UK (1999 nil).

3 Operating loss

	2000 £	1999 £
Operating loss is stated after crediting:		
Interest receivable	2,687	-
and after charging:		
Auditors' remuneration	5,365	1,500
Depreciation of tangible fixed assets (note 4):		
Owned assets	56,278	6,327
Leased assets	6,505	-

THE CALENDAR CLUB LIMITED
NOTES ON FINANCIAL STATEMENTS

31 January 2000

4 Tangible fixed assets

	Land and Buildings £	Plant and Machinery etc £	Total £
Cost			
1 May 1999	5,545	64,433	69,978
Additions	10,805	573,794	584,599
31 January 2000	<u>16,350</u>	<u>638,227</u>	<u>654,577</u>
Depreciation			
1 May 1999	-	6,327	6,327
Charge for the period	4,683	58,100	62,783
31 January 2000	<u>4,683</u>	<u>64,427</u>	<u>69,110</u>
Net book amount			
31 January 2000	<u>11,667</u>	<u>573,800</u>	<u>585,467</u>
1 May 1999	<u>5,545</u>	<u>58,106</u>	<u>63,651</u>

The net book amount of fixed assets includes £172,709 (1999 £0) in respect of assets held under finance leases and hire purchase contracts, the depreciation of which is shown in note 3.

5 Stocks

	2000 £	1999 £
Stocks	<u>28,836</u>	<u>-</u>

6 Debtors

	2000 £	1999 £
Amounts falling due within one year		
Trade debtors	197,150	26,610
Prepayments	20,242	-
Other debtors	2	-
	<u>217,394</u>	<u>26,610</u>

THE CALENDAR CLUB LIMITED

NOTES ON FINANCIAL STATEMENTS

31 January 2000

7 Creditors: amounts falling due within one year

	2000 £	1999 £
Bank overdrafts	340,682	-
Trade creditors	983,451	122,460
Obligations under finance leases and hire purchase contracts - note 8	56,514	-
Other taxation and social security	1,069	-
Other creditors	223,348	81,527
	<u>1,605,064</u>	<u>203,987</u>

The bank overdraft is secured by a fixed and floating charge over the assets of the company. Hire purchase is secured on the assets concerned.

8 Creditors: amounts falling due after more than one year

	2000 £	1999 £
Obligations under finance leases and hire purchase contracts	79,238	-
	<u>79,238</u>	<u>-</u>

9 Called up share capital

	2000		1999	
	Number of shares	£	Number of shares	£
Authorised				
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid				
Ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>	<u>2</u>

THE CALENDAR CLUB LIMITED
NOTES ON FINANCIAL STATEMENTS

31 January 2000

10 Profit and loss account

	2000 £
1 May 1999	(23,070)
Retained loss for the period	(149,537)
31 January 2000	(172,607)

11 Guarantees and other financial commitments

Financial commitments under non-cancellable operating leases will result in the following payments falling due in the year to 31 January 2001

	2000 £	1999 £
Leases expiring		
Within two to five years	30,700	30,700
	30,700	30,700

12 Related parties

Otter House Limited

During the period, Otter House Limited, a company in which H A Vollers and G C A Beck are both directors and shareholders, incurred expenditure on behalf of The Calendar Club Limited which was recharged to the company at cost.

Total transactions recharged were Staff costs £251,211 (1999 -£46,397), purchases £284,184 (1999 -£24,754), fixed assets £ 10,330 (1999 -£69,978), other expenses £29,003 (1999 -£59,909).

The balance due to Otter House Limited at the year end was £110,671 (1999 89,854) and is included within trade creditors

Otter House (Licensing) Limited

During the period, Otter House (Licensing) Limited, a company in which H A Vollers and G C A Beck are both directors and share holders, supplied services to the company. Total commission payable to Otter House (Licensing) Limited was £94,468 (1999 -£ nil)

The balance due to Otter House (Licensing) Limited at the year end was £19,986 and is included within accruals.

Calendar Club LLC

During the period the company traded with Calendar Club LLC, a member of the consortium on whose behalf the shares in the company are held. Total purchases were £101,810 (1999 -£69,932) and fixed assets £76,548 (1999 -£ nil).

The balance due to Calendar Club LLC at the year end was £42,200 (1999 -£1,862) and is included within trade creditors.