### **JEWISH CHRONICLE LIMITED**

### **DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**30 SEPTEMBER 1994** 



25 New Street Square London EC4A 3LN Telephone 071-353 1577 Facsimile 071-583 1720 DX 0014 London Chancery Lane



### JEWISH CHRONICLE LIMITED REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30 SEPTEMBER 1994

The Directors submit their report and the Group Financial Statements for the year ended 30 September 1994. These financial statements were approved by the Board of Directors on 1 December 1994.

### STATEMENT OF DIRECTORS RESPONSIBILITIES

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

- select suitable accounting policies and then 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 assume 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 of the group 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 of the group and hence for taking reasonable steps for the prevention and detection of fraud or other irregularities.

### RESULTS AND DIVIDEND

The results of the Group for the year ended 30 September 1994 are shown in the annexed profit and loss account.

The Directors propose to pay an interim dividend of 50% amounting to \$95,955 in December 1994. No final dividend is proposed.

### PRINCIPAL ACTIVITIES

The principal activity of the company and its subsidiaries during the year was the publishing of the Jewish Chronicle newspaper.

## JEWISH CHRONICLE LIMITED REPORT OF THE DIRECTORS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 1994

### BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The trading profit for the year was significantly higher than in 1992/93. This was achieved by a combination of increased revenue from advertising and tight control over our costs.

In the early part of our financial year, your Board accepted the recommendation of the Strategy Sub-Committee, whose formation was reported in last year's review, that the size of the newspaper should be expanded, particularly in the community and leisure sections. It was also decided to discontinue the colour magazine.

These recommendations were implemented in April 1994. Your company has recently undertaken market research to find out reactions of the readers to the changes in the newspaper and the findings of this research were very positive.

More recently, your Board approved the introduction of colour in the editorial pages.

The directors are hopeful that all these changes will ultimately reverse the long term decline in circulation. During 1994 the circulation level has been static compared with previous years.

In April the company had the first pay round since the de-recognition of the Jewish Chronicle Chapel of the National Union of Journalists for collective bargaining. As part of an on-going commitment to the well-being of the staff your Board has introduced from 1 October 1994 a Profit Related Pay Scheme wherein the staff directly participate in the trading profits of the company and such payments will be tax free. Before introduction of the scheme, the staff were ballotted and your Board was pleased to note that there was a 100% acceptance of the scheme.

Looking ahead to the new financial year, the directors are expecting that there may be some decline in profitability because of the continuing investment in the newspaper which cannot be expected to be matched in the short term by a commensurate increase in revenue.

Mr Ellis Birk and Mr William Frankel CBE, both former Chairmen of your company, are retiring from the Board. They have made an outstanding contribution to the Jewish Chronicle over a long period . The directors thank them for their dedication.

The directors are pleased to note the appointment of Mr Peter Levy OBE and Mr Shimon Cohen to the Board of your company.

Finally, the directors would like to thank all departments for their contribution towards a successful year.

### JEWISH CHRONICLE LIMITED

### REPORT OF THE DIRECTORS (CONTINUED)

### FOR THE YEAR ENDED 30 SEPTEMBER 1994

### **DIRECTORS AND THEIR INTERESTS**

The directors are as follows:

Mr L Gordon

(Appointed Chairman 1 February 1994)

Mr E S Birk

Mr R A Fass

(Managing Director)

Mr W Frankel C.B.E.

(Retired as Chairman 31 January 1994)

Mr J Greenwood

Mr P M Oppenheimer

Miss W Pollecoff

(Resigned 13 January 1994)

None of the Directors or their families had a beneficial interest in the share capital of the company during the year.

Mr W Frankel and Mr E S Birk will retire from office as Directors at the Annual General Meeting.

On 1 November 1994, Mr P L Levy and Mr S D Cohen were appointed directors. They will retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

### **FIXED ASSETS**

In the opinion of the Directors, the market value in aggregate of the company's properties was substantially higher than the book value at the end of the year.

### CHARITABLE AND POLITICAL DONATIONS

During the year donations were made to UK charitable organisations totalling £194,908 (including £166,667 being the fourth of four equal instalments payable for the Jewish Chronicle Chair of Jewish Studies at University College London and £17,500 paid to The Kessler Foundation).

No political donations were made during the year.

### **AUDITORS**

A resolution proposing the re-appointment of Clark Whitehill as auditors of the Company will be put to the members at the Annual General Meeting.

By Order of the Board



25 New Street Square London EC4A 3LN Telephone 0171-353 1577 Facsimile 0171-583 1720 DX 0014 London Chancery Lane

### AUDITOR'S REPORT TO THE MEMBERS OF JEWISH CHRONICLE LIMITED

We have audited the financial statements on pages 5 to 17 which have been prepared under the accounting policies set out on page 9.

### Respective Responsibilities of Directors and Auditors

As described on page 1 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 financial 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 the information in the financial statements.

### **Unqualified Opinion**

1st Dem ha 1994

In our opinion, the financial statements give a true and fair view of the state of the affairs of the company and of the group as at 30 September 1994 and of the profit of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants

A member of Horwath International



## JEWISH CHRONICLE LIMITED AND ITS SUBSIDIARIES CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1994

	Notes	1994 £	1993 £
TURNOVER	3	3,783,391	3,707,169
Cost of sales		1,543,029	1,639,175
GROSS PROFIT		2,240,362	2,067,994
Distribution and selling costs		392,199	397,275
Administrative expenses		1,636,706	1,531,632
OPERATING PROFIT	4	211,457	139,087
Profit on sale of tangible fixed assets		3,677	· •
Income and net gains from investments	5	217,606	145,558
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		432,740	290,079
Tax on profit on ordinary activities	6	105,848	69,552
PROFIT FOR THE YEAR		326,892	220,527
Dividend		95,955	85,116
RETAINED PROFIT FOR THE YEAR	19	230,937	135,411

The profit and loss account contains all the gains and losses recognised in the year.

The attached notes form an integral part of these financial statements

# Jewish Chronicle Limited And Its Subsidiaries Consolidated Balance Sheet 30 September 1994

	Notes		1994	1993
•		£	£	£
FIXED ASSETS				
Tangible assets	10		218,433	230,267
Copyrights and goodwill			1	1
•				
			218,434	230,268
CURRENT ASSETS				
Stocks	12	2,881		1,793
Debtors	13	853,377		1,120,005
Deferred taxation	7	48,732		<i>70,999</i>
Investments	14	3,219,157		2,876,275
Cash at bank and in hand		7,754		12,252
		<del></del>		
		4,131,901		4,081,324
CREDITORS: amounts falling due within one year				
Trade creditors		40,434		70,804
Corporation tax		142,485		165,939
Other taxes and social security costs	15	119,701		122,363
Proposed dividend		95,955		85,116
Other creditors		257,138		254,160
Accruals and deferred income	16	169,646		108,527
				-
		825,359		806,909
NET CURRENT ASSETS			3,306,542	3,274,415
TOTAL ASSETS LESS CURRENT LIABILITIES			3,524,976	3,504,683
PROVISIONS FOR LIABILITIES AND CHARGES	17		208,601	419,245
NET ASSETS			3,316,375	3,085,438
*/				
CAPITAL AND RESERVES				
Called up share capital	18		191,910	191,910
Capital redemption reserve	20		95,990	95,990
General reserve	19		3,028,215	2,797,278
	-•		<del></del>	
SHAREHOLDERS' FUNDS			3,316,115	3,085,178
Minority interest	20		260	260
^				
Λ . /)			3,316,375	3,085,438
V 0 X .			-,,	_,,
Chairman				
Vous / for ) Samuran				

The attached notes form an integral part of these financial statements

### Jewish Chronicle Limited Baiance Sheet 30 September 1994

	**		100/	1003
	Notes	£	1994 £	1993 £
FIXED ASSETS		20	۵	20
Tangible assets	10		218,433	230,267
Investments in subsidiaries	11		16,000	16,000
				<del></del>
			234,433	246,267
CURRENT ASSETS				
Stocks	12	2,881		1,793
Debtors	13	853,377		1,120,005
Deferred taxation	7	48,732		70,999
Investments	14	3,219,157		2,876,275
Cash at bank and in hand		7,730		12,228
		4,131,877		4,081,300
CREDITORS: amounts falling due within one year				
Trade creditors		40,434		70,804
Amounts due to subsidiary undertakings		237,479		124,281
Corporation tax		108,404		144,707
Other taxes and social security costs	15	119,701		122,363
Proposed dividend	-	95,955		85,116
Other creditors		257,138		254,160
Accruals and deferred income	16	169,646		108,527
		1,028,757		909,958
NET CURRENT ASSETS		***************************************	3,103,120	3,171,342
NEI CURRENI ASSEIS			3,103,120	J,171,J42
TOTAL ASSETS LESS CURRENT LIABILITIES			3,337,553	3,417,609
PROVISIONS FOR LIABILITIES AND CHARGES	17		208,601	419,245
NET-ASSETS			3,128,952	2,998,364
CAPITAL AND RESERVES	10		191,910	101 O10
Called up share capital	18		95,990	191,910 95,990
Capital redemption reserve	10			
General reserve	19		2,841,052	2,710,464
SHAREHOLDERS' FUNDS			3,128,952	2,998,364
Chairman Chairman				

The attached notes form an integral part of these financial statements

# JEWISH CHRONICLE LIMITED AND ITS SUBSIDIARIES CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 1994

	Notes	1994 £	1993 £
NET CASH INFLOW FROM OPERATING ACTIVITIES	23	352,187	262,728
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Dividends paid		(85,116)	(85,116)
Investment income received		109,345	144,733
NET CASH INFLOW FROM RETURNS ON INVESTMENTS			
AND SERVICING OF FINANCE		24,229	59,617
TAXATION			
UK tax paid		(107,033)	(104,747)
INVESTING ACTIVITIES			
Purchase of tangible fixed assets		(62,635)	(26,656)
Proceeds of sale of fixed assets		3,680	6,028
Purchase of investments		(1,769,843)	
Proceeds of sale of investments		1,279,917	<u>267,444</u>
NET CASH (OUTFLOW) FROM INVESTING ACTIVITIES		(548,881)	(1,250,450)
NET CASH (OUTFLOW) BEFORE			
AND AFTER FINANCING	24	(279,498)	(1,032,852)

The attached notes form an integral part of these financial statements.

### 1. Basis Of Consolidated Financial Statements

- a) The financial statements have been prepared using the historical cost convention and in accordance with applicable accounting standards.
- b) The financial statements incorporate the audited results of the company and its subsidiaries, details of which are shown in note 11. The company has not presented its own profit and loss account as permitted by Section 230 Companies Act 1985.

### 2. ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are as follows:

### a) Stocks

Stocks are valued at the lower of cost and net realisable value.

### b) Depreciation

No depreciation has been provided on freehold land. Other fixed assets in use are depreciated over their estimated useful lives by equal annual instalments based on cost at the following rates:

Long Leasehold buildings - 2%
Freehold buildings - 2%
Fixtures, Computers etc - 25%
Motor vehicles - 25%

### c) Deferred Taxation

Deferred taxation is provided on all material timing differences to the extent that it is probable that liabilities or assets will crystallise.

### d) Pension Costs

Pension costs are charged to the profit and loss account in order to spread the costs over the working lives of employees.

### 3. Turnover

Turnover is stated at the invoiced value, excluding VAT, of goods and services supplied to customers outside the Group, less allowances and discounts.

4.	Operating Profit	1994	1993
		£	£
	This is stated after charging:		
	Depreciation	74,466	65,118
	Auditors' remuneration	15,500	15,500
	And after crediting :		
	Rates rebate in respect of previous years	-	<i>37,198</i>
	Medical insurance overprovided in previous years	-	16,848
5.	INCOME AND NET GAINS FROM INVESTMENTS		
	Listed investments	32,596	34,856
	Unlisted investments	32,374	18,975
	Short term deposits	44,375	82,025
	Net gains on investments	108,261	9,702
		217,606	145,558
6.	Tax On Profit On Ordinary Activities		
	The charge in the profit and loss account based on the profit for the year	r is made up a	as follows:
		£	£
	Corporation tax at 33% (1993: 25%)	96,750	73,004
	Deferred taxation at 33%	19,898	17,824
	Adjustments in respect of previous years		
	Corporation tax	(10,800)	(27,500)
	Deferred tax		6,224
		105,848	69,552

# Jewish Chronicle Limited And Its Subsidiaries Notes To The Financial Statements (Continued) 30 September 1994

7.	DEF	ERRED TAXATION	1994	1993
•			£	£
	a)	Asset at 1 October 1993	70,999	97,061
		Transfer to profit and loss account (note 6)	(19,898)	(24,048)
		(Decrease) in ACT recoverable	(2,369)	(2,014)
		Asset at 30 September 1994	48,732	70,999
	• •			
	b)	The balance at 30 September 1994 is represented by: Provisions	80,608	149,608
		Short term timing differences	48,995	14,893
		ACT recoverable	23,989	26,358
		Pension scheme actuarial surplus	(104,860)	(119,860)
		1 Oldfolf Golfolio actualist carpino	(202,000)	(==>,==>
			48,732	70,999
8.	Dir	ECTORS EMOLUMENTS		
	Fees		32,398	34,215
		er emoluments	77,755	82,987
		tion scheme contributions	5,500	4,732
	1 4110			
			115,653	121,934
	Emo	luments, excluding pension scheme contributions:		
	Chai	rmen:		
		October 1993 to 31 January 1994	8,750	27,250
	- 1 J	Sebruary to 30 September 1994	10,000	
	High	nest paid director	57,250	52,500
			No.	No.
	Nun	nber of directors:		
	£Nil	- £ 5,000	1	-
	£5,0	01 - £10,000	3	5
		001 - £15,000	2	•
	-	001 - £30,000	-	1
	-	001 - £55,000	-	1
	£55,	001 - £60,000	1	

## Jewish Chronicle Limited And Its Subsidiaries Notes To The Financial Statements (Continued) 30 September 1994

9.	STAFF COSTS	1994	1993
-	(including executive directors)	&	£
	Wages and salaries	1,609,009	1,621,469
	Social security costs	138,931	139,177
	Other pension costs	178,729	169,105
		1,926,669	1,929,751
	The average weekly number of employees (including part-time employees)	No.	No.
	during the year was: Management and office	16	18
	Editorial	32	32
	Selling and distribution	28	28
		76_	78

The company operates a pension scheme providing benefits based on final pensionable pay. The assets of the scheme are held independently from those of the company in a separately administered fund with its own Trustees. The contributions to the scheme are determined by a qualified actuary on the basis of a triennial valuation using the projected unit method. The most recent valuation was as at 1 January 1992. The principal actuarial assumption adopted at that valuation was that the rate of return on investments would exceed the increase in pensionable salaries by  $1\frac{1}{2}$ % per annum.

The valuation disclosed that the value of the scheme's assets at that date was £6,944,597 and that there was a surplus of £1,556,000 after allowing for the actuarially calculated liabilities for future benefits. This surplus is being amortised over 16 years being the average remaining service lives of the employees.

10.	TANGIBLE FIXED ASSETS				
					Fixtures,
				Long	fittings
			Freehold	Leasehold	and
		Total	properties	property	computers
		£	£	£	£
	Cost:				
	1 October 1993	662,763	138,438	100,000	424,325
	Additions	62,635	-	•	62,635
	Disposals	(24,361)		-	(24,361)
	30 September 1994	701,037	138,438	100,000	462,599
	Depreciation:				
	1 October 1993	432,496	85,467	4,000	343,029
	Provision for the year	74,466	2,757	2,000	69,709
	Disposals	(24,358)		-	(24,358)
	30 September 1994	482,604	88,224	6,000	388,380
	Net book values:				
	30 September 1994	218,433	50,214	94,000	74,219
	<b>5. 0. 0. 0.</b> 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0.				
	30 September 1993	230,267	52,971	96,000	81,296
	Y Tay Careers and Three months on	m.co		1994	1993
11.	Investments In Subsidiary Undertak	INGS		£	£
	Shares in group companies			16,000	16,000
-		Cor	untry of		% Equity
	Company	Inco	rporation		held
	Jewish Chronicle Newspaper Limited	Engla	ınd	"A" sh	ares 100%
	Boundary Enterprises Limited	Engla	und		100%
12.	Stocks				
14.	OTOGRA			1994	1993
				£	£
	Work-in-progress			2,881	1,693
	Finished goods				100
				2,881	1,793
					2,773

13.	Debtors	1994	1993
_•		£	£
	Trade debtors	375,132	369,254
	Other debtors, prepayments and accrued income	478,245	750,751
		853,377	1,120,005
	Other debtors includes pension scheme prepayments to be amortised over a period of greater than 1 year £ 285,578 (1993 £309,376)		
14.	Investments		
	Short term deposits Investments at cost listed on a recognised stock exchange	800,000	1,075,000
	(market value 1994 £1,821,473; 1993 £1,384,467)	1,778,226	1,229,368
	Unlisted investments at cost (Directors' valuation: 1994 £744,893; 1993 £562,441)	640,931	571,907
		3,219,157	2,876,275
15.	OTHER TAXES AND SOCIAL SECURITY COSTS	£	£
	PAYE	34,588	<i>31,984</i>
	National insurance	18,921	18,235
	VAT	66,192	72,144
		119,701	122,363
16.	ACCRUALS AND DEFERRED INCOME		
	Accruals	129,220	69,500
	Deferred income	40,426	39,027
		169,646	108,527

17.	Provisions For Liabilities And Charges	1994 £	1993 £
	Balance 1 October 1993 Expenditure during year Provisions in year	419,245 (210,644)	556,255 (183,949) 46,939
	Balance 30 September 1994	208,601	419,245
	Made up as follows:-		
	<ul> <li>(i) Renewals, repairs and maintenance</li> <li>(ii) Indexing and microfilming</li> <li>(iii) Planning permission expenditure</li> <li>(iv) 150th Anniversary expenditure</li> <li>(v) Restructuring</li> </ul>	89,922 16,930 60,000 20,552 21,197 208,601	89,922 18,000 60,000 191,323 60,000 419,245
18.	SHARE CAPITAL		
	Authorised: 191,000 Ordinary shares of 1p each 284,090 Non-voting Ordinary shares of £1 each	1,910 284,090	1,910 284,090
		286,000	286,000
	Issued and Fully paid: 190,000 Ordinary shares of 1p each 190,010 Non-Voting Ordinary shares of £1 each	1,900 190,010	1,900 190,010
		191,910	191,910

19.	Mo	VEMENTS IN RESERVES AND SHAREHOLDERS FUNDS		
			Group	Company
			£	£
	a)	General Reserve		
		Balance 1 October 1993	2,797,278	2,710,464
		Transfer from profit and loss account	230,937	130,588
		Balance 30 September 1994	3,028,215	2,841,052
	<b>b</b> )	Shareholders Funds		
		Profit for the year	326,892	226,543
		Dividend	95,955	95,955
			230,937	130,588
		Opening Shareholders Funds	3,085,178	2,998,364
		Closing Shareholders Funds	3,316,115	3,128,952

### 20. MINORITY INTEREST

The minority interest represents 26,000 Jewish Chronicle Newspaper Limited "B" shares of 1p each, 99.8% of which are held by the Jewish Chronicle Trust Limited.

### 21. CAPITAL COMMITMENTS

There are no commitments for capital expenditure not provided in the financial statements.

# Jewish Chronicle Limited And Its Subsidiaries Notes To The Financial Statements (Continued) 30 September 1994

### 22. HOLDING COMPANY

The ultimate holding company is The Kessler Foundation, a company incorporated in England and Wales which is limited by guarantee and is a registered charity.

### 23. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM ORDINARY OPERATING ACTIVITIES

	1994	1993
	£	£
Operating profit	211,457	139,087
Depreciation charges	<b>74,466</b>	65,118
Expenditure charged to provisions	(210,644)	(183,949)
Pension scheme surplus amortisation		
charged to operating profit	46,332	<i>37,798</i>
Increase in provisions charged		
to operating profit	-	46,939
(Increase)/Decrease in stocks	(1,088)	6,707
Decrease in debtors	200,599	183,716
Increase/(Decrease) in creditors	31,065	(32,688)
NET CASH INFLOW FROM OPERATING ACTIVITIES	352,187	262,728

### 24. Analysis Of The Balances Of Cash and Cash Equivalents As Shown In The Balance Sheet

Light and the second second				1994	1993
	1994 £	1993 £	1992 £	Change in year &	Change in year £
Cash at bank and in hand Short term deposits	7,754 800,000	12,252 1,075,000	66,018 2,054,086	(4,498) (275,000)	(53,766) (979,086)
	807,754	1,087,252	2,120,104	(279,498)	(1,032,852)