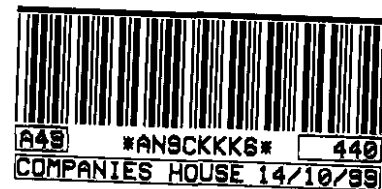




**TEE & WHITEN (DISTRIBUTORS)  
LIMITED**

**Report and Financial Statements**

**31 December 1998**



**Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR**

**REPORT AND FINANCIAL STATEMENTS 1998**

<b>CONTENTS</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Directors' report</b>	<b>2</b>
<b>Statement of directors' responsibilities</b>	<b>3</b>
<b>Auditors' report</b>	<b>4</b>
<b>Profit and loss account</b>	<b>5</b>
<b>Balance sheet</b>	<b>6</b>
<b>Notes to the accounts</b>	<b>7</b>



**REPORT AND FINANCIAL STATEMENTS 1998**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

D B Fraser      FCA  
M F Franklin  
E A Verdon-Roe

**SECRETARY**

D B Fraser      FCA

**REGISTERED OFFICE**

174 Hammersmith Road  
London  
W6 7JP

**BANKERS**

National Westminster Bank PLC

**AUDITORS**

Deloitte & Touche  
Hill House  
1 Little New Street  
London EC4A 3TR

**DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the year ended 31 December 1998.

**ACTIVITY**

The former principal activity of the company was that of distributor of books and publications. The company ceased to trade in December 1996, and the directors do not anticipate activity in the foreseeable future.

**DIRECTORS**

The present membership of the board, all of whom served throughout the year, is set out on page 1.

The directors interests in the shares of the parent company are disclosed in the directors report of that company.

The directors do not have any interest in the shares of the company or any other group company.

**AUDITORS**

Deloitte & Touche have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

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

D B Fraser  
Secretary

14 April 1999

**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 as at the end of the financial year 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 then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been applied;
- prepare the financial statements on a 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.



## AUDITORS' REPORT TO THE MEMBERS OF TEE & WHITEN (DISTRIBUTORS) LIMITED

We have audited the financial statements on pages 5 to 7 which have been prepared under 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 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 as at 31 December 1998 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Deloitte & Touche*

Chartered Accountants and  
Registered Auditors

14 April 1999


**PROFIT AND LOSS ACCOUNT**  
**Year ended 31 December 1998**

	Note	Year ended 31 December 1998 £	16 month period ended 31 December 1997 £
<b>TURNOVER</b>		-	-
Cost of sales		-	-
<b>GROSS PROFIT</b>		-	-
Administrative expenses		-	(5,390)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION</b>	2	-	(5,390)
<b>Retained profit brought forward</b>		81,521	86,911
<b>Retained profit carried forward</b>		81,521	81,521

The company ceased to trade in December 1996. There are no movements in shareholders' funds or recognised gains or losses for the current financial year and preceding financial period other than as stated in the profit and loss account.



**BALANCE SHEET**  
**31 December 1998**

	Note	1998 £	1997 £
<b>CURRENT ASSETS</b>			
Debtors	3	<u>82,021</u>	<u>82,021</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	500	500
Profit and loss account		<u>81,521</u>	<u>81,521</u>
<b>TOTAL EQUITY SHAREHOLDERS' FUNDS</b>		<u>82,021</u>	<u>82,021</u>

These financial statements were approved by the Board of Directors on 14 April 1999.

Signed on behalf of the Board of Directors

*D. B. Fraser*

D B Fraser  
Director




**NOTES TO THE ACCOUNTS**
**Year ended 31 December 1998**
**1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Cash flow**

A cash flow statement has not been produced as the company is a wholly owned subsidiary of Haymarket Magazines Limited, which itself produces a consolidated cash flow statement.

**2. LOSS ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION**

Auditors' remuneration has been borne by another group company.

The company had no employees (1997 – nil), and the directors received no remuneration in the year (1997 – nil).

**3. DEBTORS**

	1998	1997
	£	£
Amounts owed by a fellow subsidiary undertaking	82,021	82,021

**4. CALLED UP SHARE CAPITAL**

	1998 and 1997 £
Authorised, allotted, called up and fully paid 500 ordinary shares of £1 each	500

**5. ULTIMATE PARENT COMPANY**

In the opinion of the directors, the company's ultimate parent company is Haymarket Group Limited, a company registered in England and Wales, and in which The Rt. Hon. M R D Heseltine and his family have a controlling interest. The parent company of the smallest group which includes the company and for which group accounts are prepared is Haymarket Magazines Limited. Copies of the group accounts of both Haymarket Group Limited and Haymarket Magazines Limited are available from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

**6. INTRA GROUP TRANSACTIONS**

The company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 not to disclose related party transactions with Haymarket group companies.