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TRAILFINDERS LIMITED

DIRECTORS' REPORT

AND

ACCOUNTS

29TH FEBRUARY 1992

REGISTERED NUMBER: 1004502

Kidsons Impey Chartered Accountants Spectrum House 20-26 Cursitor Street London EC4A 1HY COMPANIES HOUSE 2 1 JUL 1992 M 5

DIRECTORS' REPORT

The directors present their annual report and the audited accounts of the company and its subsidiaries for the 53 weeks ended 29th February 1992.

Principal activities and business review

The principal activities of the company continue to be that of travel agents and supplier of related services.

The company has expanded its trade during the period and anticipates continuing, steady expansion.

The company has two Australian subsidiaries which respectively own and operate a resort lodge situated in the Cape Tribulation National Forest, a World Heritage area in Far North Queensland. The results of these subsidiaries have been consolidated with those of the company.

Profits and dividends

The group profit for the period after tax amounts to £3,352,094. During the year a dividend amounting to £1,025,631 was paid.

Significant events

Significant events both during the period and since the balance sheet date are disclosed in the notes on the accounts.

Directors

The following were directors of the company at 29th February 1992 and served throughout the period:-

M.D.W. Gooley

(Chairman)

A.M. Russell

K. Norman, F.C.A.

M. Bannister

G.M. Millar

C.A. Rawson

Lt. Col. T.P. Hardy, T.D.

W. Heath, LL.B.

The Rt. Hon. Viscount Slim, O.B.E. OL.

Additionally, G. Dyer was appointed a director on 1st March 1992.

DIRECTORS' REPORT (continued)

Directors' shareholdings

The interests of the directors in the company's share capital are set out below:

	Ordinary Shares of 10 pence each			
Director	At 29th February 1992	At 23rd February 1991		
M.D.W. Gooley	949,005	925,280		
W. Heath, LL.B	10,585	10,320		
Lt. Col. T.P. Hardy, T.D.	41,026	40,000		

Share capital

In order to satisfy trade regulations, on 28th May 1991 a bonus issue of shares was made in the proportion of 1 new ordinary share for every 39 held. This has resulted in the issue of 25,016 new ordinary shares of 10 pence each and accordingly, a deduction of £2,501.60 has been made from distributable reserves.

Fixed assets

The movements in fixed assets during the period are set out in note 8 to the accounts.

Employees

The directors give special attention to the health and safety of their employees and endeavour to ensure that as far as possible the training, career development and promotion of disabled persons is the same as other employees. Should employees become disabled, every effort is made to ensure that their employment continues and appropriate retraining is received. Regular meetings with employees' representatives are held to inform them of the development of the business.

Contributions for political and charitable purposes

During the period, the company made contributions for charitable purposes amounting to £6,154 (1991: £5,150) and made a contribution to the Conservative party of £1,000.

Auditors

Kidsons Impey have agreed to offer themselves for re-election as auditors of the company.

By Order of the Board

Mal Barriste.

M. Bannister

Secretary

Registered Office:

48 Earls Court Road London W8 6EJ

20th May 1992

TRAILFINDERS LIMITED AUDITORS' REPORT

Auditors' report to the members of Trailfinders Limited

We have audited the accounts on pages 4 to 15 in accordance with Auditing Standards.

In our opinion the accounts give a true and fair view of the state of affairs of the company and the group at 29th February 1992 and of the profit and source and application of funds for the 53 weeks ended on that date and have been properly prepared in accordance with the Companies Act 1985.

Adsons Imper
Kidsons Imper

Registered Auditor

Chartered Accountants

London

20th May 1992

CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the 53 weeks ended 29th February 1992

	Note		1992 (53 weeks)		1991 (52 weeks)	
.9		£	£	£	£	
Turnover	2		96,116,555		77,137,455	
Cost of sales			83,718,109		67,334,560	
Gross profit			12,398,446		9,802,895	
Other operating income			336,429		273,654	
			12,734,875		10,076,549	
Staff costs	5	5,714,231		4,365,097		
Depreciation		454,032		298,264		
Other operating charges		3,442,268		2,257,566		
			9,610,531		6,920,927	
			3,124,344		3,155,622	
Other interest receivable and similar income			2,063,695		1,787,693	
Profit on ordinary activities before taxation	3		5,188,039		4,943,315	
Tax on profit on ordinary activities	6		1,835,945		1,772,636	
Profit on ordinary activities after taxation			3,352,094		3,170,679	
Dividends	7		1,025,631		988,790	
Retained profit for the financial period	15		2,326,463		2,181,889	

CONSOLIDATED BALANCE SHEET

at 29th February 1992

	Note	19	92	19	
		£	£	£	£
Fixed assets					
Tangible assets	8 9		3,429,277 888,317		2,120,275 811,508
Investments	9				
			4,317,594	÷	2,931,783
Current assets					
Stocks	10	20,356		25,078	
Debtors	11	1,413,455		1,682,629	
Cash at bank and in hand		16,867,171		10,832,994	
		18,300,982		12,540,701	
Creditors: amounts falling due within	10	14 004 070	-	0.520.947	
one year	12	14,324,876		9,539,247	
Net current assets			3,976,106		3,001,454
Total assets less current liabilities			8,293,700		5,933,237
Provisions for liabilities and charges	13		186,000		152,000
Net assets			8,107,700		5,781,237
Capital and reserves					
Called up share capital	14		100,062		97,560
Share premium account			32,020		32,020
Revaluation reserve	15		192,497		192,497 9,600
Other reserves Profit and loss account	15 15		9,600 <u>7,773,521</u>		5,449,560
				٠.	
Shareholders' funds			8,107,700	•	5,781,237

The accounts were approved by the Board of Directors on 20th May 1992.

Www Gooley M.D.W. Gooley

) Directors

K. Norman

BALANCE SHEET

at 29th February 1992

	Note	199	1992		1991		
		£	£	£	£		
Fixed assets		•					
Tangible assets Investments	8 9		2,934,061 888,318		2,120,275 811,508		
			3,822,379		2,931,783		
Current assets							
Stocks Debtors Cash at bank and in hand	10 11	20,356 2,039,442 16,852,429		25,078 1,682,629 10,832,994			
		18,912,227		12,540,701			
Creditors: amounts falling due within one year	12	14,324,743		9,539,247			
Net current essets			4,587,484		3,001,454		
Total assets less current liabilities			8,409,863		5,933,237		
Provisions for liabilities and charges	13		186,000		152,000		
Net assets			8,223,863		5,781,237		
Capital and reserves							
Called up share capital Share premium account Revaluation reserve	14		100,062 32,020 192,497		97,560 32,020 192,497		
Other reserves	15 15		9,600 7,889,684		9,600 <u>5,449,560</u>		
Profit and loss account	10						
Shareholders' funds			8,223,863		5,781,237		

The accounts were approved by the Board of Directors on 20th May 1992.

M.D.W. Gooley

) Directors

K. Norman

CONSOLIDATED SOURCE AND APPLICATION OF FUNDS

for the 53 weeks ended 29th February 1992

	19 (53 w £		1991 (52 weeks) £
Source of funds			
Profit on ordinary activities before taxation		5,188,039	4,943,315
Adjustment for items not involving the movement of funds:			
Amount written off investments Proceeds from disposal of tangible fixed assets not yet recei Profit on disposal of investments Depreciation Loss/(profit) on sale of tangible fixed assets	103,285 ved 150 (20,512) 454,032 9,578		(36,228) 298,264 (1,742)
		546,533	260,294
Total generated from operations		5,734,572	5,203,609
Funds from other sources		•	
Proceeds from disposal of investments Proceeds from disposal of tangible fixed assets		78,774 121,079	1,013,189 12,244
		5,934,425	6,229,042
Application of funds			•
Dividends paid Purchase of tangible fixed assets Corporation tax paid Purchase of investments	1,025,631 1,893,841 1,568,111 238,357		999,990 502,469 854,312 264,537
		4,725,940	2,621,308
Increase in working capital		1,208,485	3,607,734
Represented by:			
(Decrease)/increase in stocks (Decrease)/increase in debtors (Increase) in creditors falling due within one year		(4,722) (269,174) (4,551,796)	1,509 589,848 (567,059)
		(4,825,692)	24,298
Movement in net liquid funds:			
Increase in cash and bank		6,034,177	3,583,436
		1,208,485	3,607,734

NOTES ON ACCOUNTS

29th February 1992

1 Accounting policies

(a) Basis of accounting

The accounts have been prepared under the historical cost accounting rules as modified by the revaluation of certain fixed assets.

(b) Basis of consolidation

The consolidated accounts comprise the audited accounts of the company and unaudited management accounts of the company's two Australian subsidiaries. Under Australian law theses two subsidiary companies are not obliged to have accounts audited and as a consequence unaudited management accounts have been used in the consolidated accounts.

As permitted by Section 228 of the Companies Act 1985 the profit and loss account of the company is not presented as part of the accounts.

(c) Depreciation

Depreciation is calculated to write off the cost or valuation of all tangible fixed assets, in equal annual instalments over their estimated useful lives at the following rates:-

Freehold property 2%

Short leaseholds period of lease

Furniture and equipment 10% Computer equipment 20% Motor vehicles 20%

(d) Stocks

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

(e) Leasing transactions

All leases are operating leases and rentals payable are charged to the profit and loss account in the period in which they are paid.

(f) Deferred taxation

Deferred taxation is provided at the rates at which timing differences between the profit computed for taxation purposes and the profit stated in the accounts are expected to crystallise. Where it is considered with reasonable probability that no such liability will become payable in the foreseeable future, no provision is made.

(g) Foreign currencies

The profits and losses of the overseas subsidiary undertakings and the group's net investments are translated at closing rates of exchange. Differences arising on translation are added to or deducted from reserves.

Transactions expressed in foreign currencies are translated into sterling and recorded at rates of exchange approximating to those ruling at the date of the transaction. Monetary assets and liabilities are translated at rates ruling at the balance sheet date.

2 Turnove

Turnover represents the sales value of air tickets and travel insurance, and commissions on hotel bookings and sundry related services.

NOTES ON ACCOUNTS

29th February 1992 (continued)

3	Profit on ordinary activities before taxation	1992 £	1991 £
	Profit on ordinary activities before taxation is stated after charging:		
	Depreciation Auditors' remuneration	454,032 11,000	298,264 11,000
	Directors' emoluments (including pension contributions) (see note 4)	465,885	387,734
	Leasing of equipment Loss on disposal of tangible fixed assets	21,671 9,578	15,023
	Amount written off investment	103,285	
	and after crediting:		
	Income from listed investments	28,728	20,298
	Profit on disposal of investments	20,512	36,228
	Interest received	2,034,967	1,767,395
	Rents received	45,202	26,865
	Profit on disposal of tangible fixed assets		1,742
4	Directors' emoluments	1992	1991
4	Directors emotuments	£	£
	(a) For management	465,885	387,734
	(b) Emoluments, excluding pension contributions, are analysed as follows:		
	Chairman and highest paid director	102,618	96,984
	Number of other directors whose emoluments were within the ranges:	Number	Number
	£ 0 - £ 5,000	2	2
	£ 5,001 - £10,000	1	2
	£35,001 - £40,000	1	1
	£40,001 - £45,000	1 1	1
	£50,001 - £55,000	1	
	£65,001 - £70,000 £80,001 - £85,000	1	1
	200,001		
5	Staff costs	1992	1991
	(a) The average number of persons including directors employed by the company during the year was:	Number	Number
	Travel consultants	196	154
	Management and administration	104	82
		300	236
	(b) Staff costs:	£	£
	Wages and salaries	5,116,021	3,884,458
	Social security costs	524,150	407,119
	Other pension costs	74,060	73,520
		5,714,231	4,365,097

NOTES ON ACCOUNTS

29th February 1992 (continued)

5 Staff costs (continued)

(c) Pension costs

The company operates defined contribution schemes for certain directors and senior executives. The assets of these schemes are held separately from those of the company in independently administered funds. The pension cost charge includes contributions payable by the company to the funds which amounted to £33,560 (1991: £33,020).

In addition the company operates an Executive Pension Scheme for one director and a senior executive that provides benefits on a money purchase basis but with a view to providing a "target" level of pension. The contributions needed to achieve the targeted level of benefits are determined by a qualified actuary on the basis of triennial valuations. The most recent valuation was at 28th February 1991 and it showed that the market value of the scheme's assets was £1,514,750. The actuarial valuation at this date assumed that investment returns would be 9% per annum. The pension cost charge includes a contribution of £40,500 (1991: £40,500) paid by the company to the scheme.

6	Tax on profit on ordinary activities	1992 £	1991 £
	United Kingdom corporation tax at 33.08% (1991: 35%) Overprovision in respect of prior periods Transfer (from) deferred taxation Tax on United Kingdom dividends received	1,805,000 (7,411) 34,000 4,356 1,835,945	1,778,855 (9,000) 2,781 1,772,636
7	Dividends	1992 £	1991 £
	Interim dividends paid during the year Less: overprovision in respect of prior year	1,025,631	999,990 (11,200)
	• • •	1,025,631	988,790

TRAILFINDERS LIMITED NOTES ON ACCOUNTS 29th February 1992 (continued)

						œ
23rd February 1991	Net book amount 29th February 1992	29th February 1992	Depreciation 23rd February 1991 Charge for the year Disposals	29th February 1992	Cost or valuation 23rd February 1991 Additions Disposals	Tangible assets Group
352,536	1,305,949	51,157	30,314 20,843	1,357,106	382,850 1,100,663 (126,407)	Freehold Property £
713,799	650,043	314,288	216,942 97,346	964,331	930,741 33,590	Short Leane holds
345,025	381,363	503,552	356,862 146,690	884,915	701,887 183,028	Computer Equipment
411,278	644,635	321,956	229,272 92,684	966,591	640,550 329,311 (3,270)	Furniture and Equipment £
137,705	122,662	195,084	144,439 55,165 (4,520)	317,746	282,144 41,252 (5,650)	$\begin{matrix} \text{Motor} \\ \text{Vehicles} \\ \pounds \end{matrix}$
159,932	324,625	80,909	39,605 41,304	405,534	199,537 205,997	Plant £
2,120,275	3,429,277	1,466,946	1,017,434 454,032 (4,520)	4,896,223	3,137,709 1,893,841 (135,327)	Total . £

(i) Valuations of the freehold and short leasehold properties then held were made on the basis of open market value for continuing use and were carried out by a firm of Chartered Surveyors as at 28th February 1987.

The amounts of freehold properties and short leases (included above at valuation) determined according to the historical cost convention are as follows:-

Net book value at 23rd February 1991	Net book value at 29th February 1992	Cost Depreciation	
243,886	238,248	281,910 43,662	Freehold Property £
114,735	110,421	153,793 43,372	Short Leasehold £

TRAILFINDERS LIMITED NOTES ON ACCOUNTS 29th February 1992 (continued)

						œ
23rd February 1991	Net book amount 29th February 1992	29th February 1992	Depreciation 23rd February 1991 Charge for the year Disposals	29th February 1992	Company Cost or valuation 23rd February 1991 Additions Disposals	Tangible assets (continued)
352,526	990,982	51,157	30,314 20,843	1,042,139	Freehold Property £ 382,850 785,696 (126,407)	
713,799	650,043	314,288	216,942 97,346	964,331	Short Leaseholds £ 930,741 33,590	
345,025	381,363	503,552	356,862 146,690	884,915	Computer Equipment £ 701,887 183,028	
411,278	644,635	321,956	229,272 92,684	966,591	and Equipment £ 640,550 329,311 (3,270)	Furniture
137,705	122,662	195,084	144,439 55,165 (4,520)	317,740	Motor Vehicles £ 282,144 41,252 (5,650)	
159,932	144,376	60,383	39,605 20,778	204,759	Plant £ 199,537 5,222	
2,120,275	2,934,061	1,446,420	1,017,434 433,506 (4,520)	4,380,481	Total £ 3,137,709 1,378,099 (135,327)	

(i) Valuations of the freehold and short leasehold properties tiven held were made on the basis of open market value for continuing use and were carried out by a firm of Chartered Surveyors as at 28th February 1987.

The amounts of freehold properties and short leases (included above at valuation) determined according to the historical cost convention are as follows:-

243,886	238,248	281,910 43,662	Freehold Property £
114,735	110,421	153,793 43,372	Short Leasehold £

Cost Depreciation

Net book value at 29th February 1992

Net book value at 23rd February 1991

NOTES ON ACCOUNTS

29th February 1992 (continued)

)	Fixed asset investments	Group £	Company £
	Shares in group companies at cost	• .	
	At 23rd February 1991 and 29th February 1992		1
	Other investments at cost		
	Listed: At 23rd February 1991 Additions Disposals and amount written off	666,488 238,357 (161,548)	666,488 238,357 (161,548)
	Unlisted: At 23rd February 1991 and 29th February 1992 Total investments at 29th February 1992	743,297 145,020 888,317	743,297 145,020 888,318

- (i) The market value of listed investments at 29th February 1992 which are all listed on a recognised stock exchange was £625,279. The market value at 13th May 1992 was £717,855.
- (ii) Included in unlisted investments are shares in Britannic Group (Holdings) Limited at a cost of £145,000 representing 36.25% of the ordinary share capital of that company. In view of the fact that the company does not exert direct management over the operating policy of Britannic Group (Holdings) Limited the results of the latter have not been incorporated in these accounts.

(iii) The company's subsidiaries are:

1

Nature of activities

Trailfinders Pty. Limited (formerly Malgay Pty. Limited)	
- wholly owned	

Investment holding

Bloomfield Wilderness Lodge Pty. Limited
- a wholly owned subsidiary of Trailfinders Pty. Limited

Management of a travel lodge

10 Stocks	1992 £	1991 £
Goods for resale	20,356	25,078

Debtors	1	1992		1991	
	Group £	Company £	Group £	Company £	
Trade debtors Amounts due from group undertakings	122,414	122,414 752,452	106,326 582,302	106,326 582,302	
Other debtors Prepayments and accrued income	354,821 <u>936,220</u>	233,479 931,097	341,010 652,991	\$41,010 652,991	
	1,413,455	2,039,442	1,682,629	1,682,629	

Other debtors include an amount of £89,919 due after more than one year. This amount represents a loan made to an Australian company by Trailfinders Pty. Limited and is secured on the former company's single property asset.

NOTES ON ACCOUNTS

29th February 1992 (continued)

	(p 11: - 1 14: -	1	992	11	991
12	Creditors: amounts falling due within one year	Group £	Company £	Group £	Company £
	Trade creditors Corporation tax Other creditors Accruals and deferred income	11,885,206 1,874,045 115,745 449,880	11,885,206 / 1,874,045 / 115,745 / 449,747 /	7,318,000 1,640,212 8,208 572,827	7,318,000 1,640,212 8,208 572,827
		14,324,876	14,324,743	9,539,247	9,539,247
13	Provisions for liabilities and charges			1992 £	1991 £
	Group and company				•
	The prevision included in the balance sheet reconsists of the following:	lating to deferre	d taxation		
	Accelerated capital allowances Other short term timing differences			64,500 121,500	55,500 <u>96,500</u>
			•	186,000	152,000
	The additional potential liability to deferred t	axation is as foll	ows:-		
	Surplus on revaluation of property				3,000
14	Called up share capital			1992 £	1991 £
	Ordinary shares of 10 pence each				
	Authorised			1,000,000	1,000,000
	Allotted, called up and fully paid			100,062	97,560
15	Reserves		Profit and Loss Account £	Capital Reserve £	Capital Redemption Reserve £
	Balance brought forward		5,449,560	4,000	5,600
	Bonus issue of 1 share for 39 Retained profit for the period		(2,502) 2,442,626		
	Balance carried forward		7,889,684	4,000	5,600
	Group				
	Balance brought forward Bonus issue of 1 share for 39 Retained profit for the period		5,449,560 (2,502) 2,326,463	4,000	5,600
	Balance carried forward		7,773,521	4,000	5,600
	Deterior deri ton tot timen		The second lines in the least li	y many in the second	

NOTES ON ACCOUNTS

29th February 1992 (continued)

16 Leasing commitments	1992		1991	
	Land and Buildings £	Other £	Land and Buildings £	Other £
The company has annual rental commitments in respect of operating leases as follows:				
Leases expiring:		•		
Within one year Between one and five years Over five years	1,906 160,550 <u>72,300</u>	4,568	22,785 90,900	4,905 2,691
	234,756	4,568	113,685	7,596

17 Transactions involving directors

- (a) Included in other creditors is an amount of £65,147 due to Trailfinders (Services) Limited, a company controlled by M.D.W. Gooley.
- (b) Included in other debtors is an amount of £1,065 due from Trailrovers Limited, a company controlled by M.D.W. Gooley.
- (c) Mr. W. Heath, a director of the company, is a partner in William Heath & Co., Solicitors, whose firm is one of those instructed by the company in the ordinary course of business on legal matters. The firm also received fees for Mr. Heath's services to the company, which in this period amounted to £1,580.

TRAILFINDERS LIMITED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE 53 WEEKS ENDED 29TH FEBRUARY 1992

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TRADING AND PROFIT AND LOSS ACCOUNT

for the 53 weeks ended 29th February 1992

	1992 (53 weeks) £	1991 (52 weeks) £
Income		
Turnover Cost of sales	96,116,555 83,718,109	77,137,455 67,334,560
Gross profit	12,398,446	9,802,895
Short term interest and investment income Profit on disposal of investments Rent receivable Profit on sale of currency Sales of maps and publications	2,039,286 20,512 45,202 70,519 22,150 10,736	1,787,693 36,228 26,865 21,877
Sales of travel goods Immunisation centre	42,367	58,464
Service fees	66,220	121,220
Directors' fees	9,000	9,000
	14,724,438	11,864,242
Expenses		
Salaries	5,202,288	3,986,063
Advertising and promotion	538,837	312,654
Rent and rates	327,470	167,269
Light and heat	43,552	34,361 91,853
Repairs and renewals Insurance	150,387 41,048	32,783
Audit and accountancy	13,300	18,800
Bank charges	48,969	29,144
Loasing charges	21,671	15,023
Motor and travel	94,979	80,814
Telephone	165,692	137,860
Postage	240,024	159,008
Telex	12,564	10,324
Printing and stationery	232,975	156,586
Subscriptions and publications	71,144	53,504
Legal and professional	42,872	13,346
Depreciation Amount written off investments	433,506 103,285	298,264
Directors' remuneration	444,967	369,597
Trailfinder magazine	9,570	82,262
Computerisation	137,668	98,769
Staff welfare and training	162,492	139,806
Uniforms	14,474	14,708
Loss/(profit) on sale of fixed assets	9,578	(1,742)
Staff pension scheme	8,310	9,437
Office maintenance	43,683	31,726
Miscellaneous	7,264	6,484
Credit card service fees	757,610 7,910	539,540 8,150
Temporary staff and recruitment costs Courier fees	32,147	24,534
	9,420,236	6,920,927
Net profit before taxation	5,304,202	4,943,315
Taxation	1,835,945	1,772,636
Dividends	1,025,631	988,790
Retained profit for the financial period	2,442,626	2,181,389
		100 100 100 100 100 100 100 100 100 100