DIRECTORS' REPORT

AND

ACCOUNTS

27TH FEBRUARY 1993

REGISTERED NUMBER: 1004502



Kidsons Impey Chartered Accountants Spectrum House 20-26 Cursitor Street London EC4A 1HY

DIRECTORS' REPORT

The directors present their annual report and the audited accounts of the company and its subsidiaries for the 52 weeks ended 27th February 1993.

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 four Australian subsidiaries, Trailfinders Pty. Limited, Bloomfield Wilderness Lodge Pty. Limited., Hinterland Aviation Pty. Limited and Talie Pty. Limited. Trailfinders Pty. Limited and Bloomfield Wilderness Lodge Pty. Limited were subsidiaries for the whole of the period under review and respectively own and operate a resort lodge situated in the Cape Tribulation National Forest, a World Heritage area in Far North Queensland.

During the period under review, Trailfinders Pty. Limited, acquired the whole of the issued share capital of Hinterland Aviation Pty. Limited a company incorporated in Australia which operates a small independent airline in Far North Queensland. Additionally, Talie Pty. Limited was incorporated as a wholly owned subsidiary company of Trailfinders Limited.

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 £3,625,937. During the year a dividend amounting to £1,050,647 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 27th February 1993 and served throughout the period except where stated:-

M.D.W. Gooley

(Chairman)

A.M. Russell

K. Norman, F.C.A.

M. Bannister

G.M. Millar

C.A. Rawson

G. Dyer (appointed 1st March 1992)

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

W. Heath, LL.B.

The Rt. Hon. Viscount Slim, O.B.E., D.L..

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
At 27th February 1993	At 29th February 1992
949,005	949,005
10,585	10,585
41,026	41,026
	At 27th February 1993 949,005 10,585

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 £5,752 (1992: £6,154) 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 Barrile M. Bannister

Secretary

Registered Office:

48 Earls Court Road London W8 6EJ

15th June 1993

TRAILFINDERS LIMITED AUDITORS' REPORT

Auditors' report to the members of Trailfinders Limited

We have audited the accounts on pages 4 to 16 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 27th February 1993 and its cash flows for the 52 weeks ended on that date and have been properly prepared in accordance with the Companies Act 1985.

Kidsons Impey

Registered Auditors

Chartered Accountants

London

15th June 1993

CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the 52 weeks ended 27th February 1993

	Note		93 'eeks)		92 eeks)
		£	£	£	£
Turnover	2		105,385,437		96,116,555
Cost of sales			91,930,134		83,718,109
Gross profit			13,455,303		12,398,446
Other operating income			<u>866,256</u>		336,429
			14,321,559		12,734,875
Staffcosts	5	6,891,746		5,714,231	
Depreciation		527,715		454,032	
Other operating charges		3,383,717		3,442,268	
			10,803,178		9,610,531
			3,518,381		3,124,344
Other interest receivable and similar income			1,874,324		2,063,695
Profit on ordinary activities before					
taxation	3		5,392,705		5,188,039
Tax on profit on ordinary activities	6		1,766,768		1,835,945
Profit on ordinary activities after taxation			3,625,937		3,352,094
Dividends	7		1,050,647		1,025,631
Retained profit for the financial period	15		2,575,290		2,326,463

The notes on pages 8 to 16 form part of these accounts.

CONSOLIDATED BALANCE SHEET

at 27th February 1993

	Note	19	93	19	92
		£	£	£	£
Fixed assets			•		
Tangible assets Investments	8 9		4,032,933 1,092,317		3,429,277 888,317
			5,125,250		4,317,594
Current assets					
Stocks Debtors Cash at bank and in hand	10 11	42,581 1,281,520 23,091,295		20,356 1,413,455 16,867,171	
		24,415,396		18,300,982	
Creditors: amounts falling due within one year	12	18,749,195		14,324,876	
Net current assets			5,666,201		3,976,106
Total assets less current liabilities			10,791,451		8,293,700
Provisions for liabilities and charges	13		143,200		186,000
Net assets			10,648,251		8,107,700
Capital and reserves					
Called up share capital Share premium account Revaluation reserve	14		100,062 32,020 192,497		100,062 32,020 192,497
Other reserves Profit and loss account	15 15		9,600 <u>10,314,072</u>		9,600 <u>7,773,521</u>
Shareholders' funds			10,648,251		8,107,700

The accounts were approved by the Board of Directors on 15th June 1993.

M.D.W. Gooley

) Directors

K. Norman

The notes on pages 8 to 16 form part of these accounts.

BALANCE SHEET

at 27th February 1993

	Note	19	93	19:	92
		£	£	£	£
Fixed assets					
Tangible assets Investments	8 9		2,782,204 1,092,318		2,934,061 888,318
Investments	3				
			3,874,522		3,822,379
Current assets					
Stocks Debtors Cash at bank and in hand	10 11	37,348 2,767,677 23,066,121		20,356 2,039,442 16,852,429	
		25,871,146		18,912,227	
Creditors: amounts falling due within one year	12	18,740,821		14,324,743	
Net current assets			7,130,325		4,587,484
Total assets less current liabilities			11,004,847		8,409,863
Provisions for liabilities and charges	13		143,200		186,000
Net assets			10,861,647		8,223,863
Capital and reserves					
Called up share capital Share premium account Revaluation reserve	14		100,062 32,020 192,497	. *	100,062 32,020 192,497
Other reserves	15		9,600		9,600
Profit and loss account	15		10,527,468		7,889,684
Shareholders' funds			10,861,647		8,223,863

The accounts were approved by the Board of Directors on 15th June 1993.

M.D.W. Gooley
)
)
Directors
K. Norman

The notes on pages 8 to 16 form part of these accounts.

CONSOLIDATED CASH FLOW STATEMENT

for the 52 weeks ended 27th February 1993

	Note					
Not an a s	11026	_	1993			
Net cash inflow from operating activities		£		£	_	1992
					£	£
Returns on investments and servicing o	18		• •			
finance finance	£		8,42	5,602		0
						8,544,
Interest received Dividends received						
Dividends paid	1	,989,415				
as paid		26,297			1,984,076	
Net cash inflow from returns on investments and service:	_(1,	050,647)			24.379	
investments and servicing of finance				7	1,025,631)	
Taxation						
			965,0	065		
U.K. corporation tax paid (including advance corporation tax)					\$	982,81
advance corporation tax paid (including						
1			(1,966,38	36)		
Investing activities					**************************************	(1,563,756)
				er er er er		
Payments to acquire:			4			
Tangible fixed assets				1.2		
Goodwill on acquisition of subsidiary	(1,100,	494)				
on of subsidiary	(1,267,	755)		(1,89	1,041)	
	(17,1	<u>74</u>)		(23	3,356)	
Receipts from sale of:	(2,385,4)	23)				
		-0,	* _ A	(2,129	.397)	
Fixed asset investments Land and buildings	•					
Plant much:	1,159,92	c				
and equipment	-,-00,32	-		78,	7 <i>7</i> 7.4	
Notes			in the same	117,9	70	
Net cash outflow from investing	23,060					
				3,1	00	
Net cash inflow before financing		/				
inancing		(1,20)	2,437)			
mucmb		6,221	.894		11,92	9,544)
sues of shares		,	,,-0 14			1,177
El Cash auti						
20 and the form financing						
crease in cash and			-			
crease in cash and cash equivalents 19	yv si ili. T					
19		6.221,8	0.4		age to the Assa Books	
			74	1.00	6,034,1	- Table 10 at 6 👭

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NOTES ON ACCOUNTS

27th February 1993

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) Basic of consolidation

The consolidated accounts comprise the audited accounts of the company and unaudited management accounts of the company's four Australian subsidiaries. Under Australian law these four 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

Short leaseholds period of lease

Furniture and equipment 10%
Computer equipment 20%
Motor vehicles 20%
Plant 1.8% - 40%
Aircraft (included in plant) 20.25%

(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) Foreiba 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 Turnover

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

NOTES ON ACCOUNTS

27th February 1993 (continued)

3	Profit on ordinary activities before taxation	1993 £	1992 £
	Profit on ordinary activities before taxation is stated after charging:		
	Depreciation	527,715	454,032
	Auditors' remuneration - audit	13,275	11,000
	- other	7,800	-
	Directors' emoluments (including pension contributions) (see note 4)	510,938	470,187
	Leasing of equipment	9,738	21,671
	Loss on disposal of tangible fixed assets	23,217	9,578
	Amount written off investment	25,028	103,285
	and after crediting:		
	Profit on exchange	264,334	-
	Income from listed investments	35,008	28,728
	Profit on disposal of investments	121,199	20,512
	Interest received	1,839,316	2,034,967
	Rents received	43,132	45,202
4	Directors' emoluments	1993	1992
4	Directors' emoluments	1993 £	1992 £
4	Directors' emoluments (s.) For management		
4		£	£
4	(e.) For management	£	£
4	(a) For management (b) Emoluments, excluding pension contributions, are analysed as follows:	£ 510,938	£ 470,187
4	(a) For management(b) Emoluments, excluding pension contributions, are analysed as follows:Chairman and highest paid director	£ 510,938	£ 470,187
4	(a) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges:	£ 510,938 112,289 Number	£ 470,187 105,212 Number
4	 (a) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0 - £ 5,000 	£	£ 470,187 105,212 Number 2
4	(e) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0 - £ 5,000 £ 5,001 - £10,000 £35,001 - £40,000 £40,001 - £45,000	£	£ 470,187 105,212 Number 2 1
4	(e.) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0 - £ 5,000 £ 5,001 - £10,000 £35,001 - £40,000 £40,001 - £45,000 £45,001 - £50,000	£	£ 470,187 105,212 Number 2 1 1
4	(e.) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0	£ 510,938 112,289 Number 2 1 - 4	£ 470,187 105,212 Number 2 1 1
4	(a) For management (b) Emoluments, excluding pension contribations, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0	£	£ 470,187 105,212 Number 2 1 1 1
4	(a) For management (b) Emoluments, excluding pension contributions, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0	£ 510,938 112,289 Number 2 1 - 4	£ 470,187 105,212 Number 2 1 1 1 - 1 1
4	(a) For management (b) Emoluments, excluding pension contribations, are analysed as follows: Chairman and highest paid director Number of other directors whose emoluments were within the ranges: £ 0	£ 510,938 112,289 Number 2 1 - 4	£ 470,187 105,212 Number 2 1 1 1

NOTES ON ACCOUNTS

27th February 1993 (continued)

5	Staff costs	1993	1992
	(a) The average number of persons including directors employed by the company during the year was:	Number	Number
	Travel consultants	192	196
	Management and administration	<u>133</u>	104
		325	300
((b) Staff costs:	£	£
	Wages and salaries	6,204,973	5,116,021
	Social security costs	627,261	524,150
	Other pension costs	<u>59,512</u>	74,060
		6,891,746	5,714,231

(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 £35,265 (1992: £33,560).

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 £24,247 (1992: £40,500) paid by the company to the scheme.

6	Tax on profit on ordinary activities	1993 £	1992 £
	United Kingdom corporation tax at 33% (1992: 33.08%) Overprovision in respect of prior periods Transfer (from)/to deferred taxation Tax on United Kingdom dividends received	1,872,000 (71,143) (42,800) 	1,805,000 (7,411) 34,000 4,356 1,835,945
7	Dividends	1993	1992
	Interim dividends paid during the year	£ 1,050,647	£ 1,025,631

TRAILFINDERS LIMITED NOTES ON ACCOUNTS 27th February 1993 (continued)

Tangible assets				Furniture			
Group	Freehold Property £	Short Leaseholds f	Computer Equipment		Motor Vehicles £	Plant £	Total £
Cost or valuation 29th February 1992 Exchange adjustments	90	964,331	884,915	966,591	317,746	405,534	4,896,223
Additions Disposals Reclassification	9,858	9,856	225,444	62,959 (56,071) 25,286	71,460 (78,826) 44,301	723,037	1,102,614 (134,897)
27th February 1993	1,414,593	974,187	1,110,359	998,765	354,681	1,089,344	5,941,929
Depreciation 29th February 1992 Exchange adjustments	51,157	314,288	503,552	321,956	195,084	80,909	1,466,946
Charge for the year Disposals Reclassification	20,843	42,750	181,039	99,897 (26,450) 4,249	65,148 (62,320) 7,815	118,038	627,715 (88,770)
27th February 1993	72,000	357,038	684,591	399,652	205,727	189,988	1,908,996
Net book amount 27th February 1993 29th February 1992	1,342,593 1,305, <u>9</u> 49	617,149 650,043	425,768 381,363	599,113 644,635	148,954 122,662	899,356 324,625	4,032,933 3,429,277

(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:-

	Freehold Property £	Short Leasehold £
Cost Depreciation	281,910 49,300	153,793 47,686
Net book value at 27th February 1993	232,610	106,107
Net book value at 29th February 1992	238,248	110,421

TRAILFINDERS LIMITED NOTES ON ACCOUNTS 27th February 1993 (continued)

(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:-

	Freehold Property £	Short Leasehold £
Cost Depreciative	281,910	153,793 47,686
Net book value at 27th February 1993	232,610	106,107
Net book value at 29th February 1992	238,248	110,421

NOTES ON ACCOUNTS

27th February 1993 (continued)

9	Fixed asset investments	Group £	Company £
	Shares in group companies at cost		
	At 29th February 1992 and 27th February 1993		1
	Other investments at cost		
	Listed: At 29th February 1992 Additions Disposals and amount written off	743,297 1,267,754 (1,063,754) 947,297	743,297 1,267,754 (1,063,754) 947,297
	Unlisted At 29th February 1992 and 27th February 1993 Total investments at 27th February 1993	145,020 1,092,317	145,020 1,092,318

- (i) The market value of listed investments at 27th February 1993 which are all listed on a recognised stock exchange was £661,745. The market value at 11th June 1993 was £819,945.
- (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:

Nature of activities

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

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

Management of a travel lodge

Talie Pty. Limited
- a wholly owned subsidiary of Trailfinders Pty. Limited Non-trading subsidiary

Hinterland Aviation Pty. Limited
- a wholly owned subsidiary of Trailfinders Pty. Limited Operation of a private airline

10 Stocks	1	1993		1992	
	Group £	Company £	Group £	Company £	
Goods for resale	42,581	37,348	20,356	20,356	

NOTES ON ACCOUNTS

27th February 1993 (continued)

11	Debtors	1993		1992	
•••		Group £	Company £	Group £	Company £
	Trade debtors Amounts due from group undertakings	49,603	49,603 1,598,757	122,414	122,414 752,452
	Other debiors	539.882	436,366	354,821	233,479
	Prepayments and accrued income	692,035	682,951	936,220	931,097
		1,281,520	2,767,677	1,413,455	2,039,442

Other debtors include an amount of £103,516 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.

19	Creditors: amounts falling due within	1993		1992	
12,	one year	Group £	Company £	Group £	Company £
	Trade creditors Corporation tax Other taxes and social security Other creditors	15,422,369 1,708,566 213,909 952,253	15,422,369 1,708,566 213,909 949,379	11,885,206 1,874,045 - 115,745	11,885,206 1,874,045 115,745
	Accruals and deferred income	<u>452,098</u> 18,749,195	<u>446,598</u> <u>18,740,321</u>	449,880 14,324,876	449,747 14,324,743
			·	·	
13	Provisions for liabilities and charges			1993 £	1 992 £
	Group and company			-	_
	The provision included in the balance sheet reconsists of the following:	lating to deferre	d taxation		
	Accelerated capital allowances Other short term timing differences			58,200 <u>85,000</u>	64,500 121,500
				143,200	186,000
14	Called up share capital			1903 £	1992 £
	Ordinary shares of 10 pence each				
	Authorised			1,000,000	1,000,000
	Allotted, called up and fully paid			100,062	100,062

NOTES ON ACCOUNTS

27th February 1993 (continued)

15	Reserves		Profit and Loss Account	Capital Reserve £	Capital Redemption Reserve £
	Balance brought forward Retained profit for the period		7,889,684 2,637,784	4,000	5,600
	Balance carried forward		10,527,468	4,000	5,600
	Group				
	Balance brought forward Retained profit for the period Exchange difference on consolidation Goodwill on acquisition of subsidiary		7,773,521 2,575,290 (17,565) (17,174)	4,000 - - -	5,600
	Balance carried forward		10,314,072	4,000	5,600
16	Leasing commitments	19	993		992
		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	29,600 219,000	- -	1,906 160,550 <u>72,300</u>	4,568
		248,600	-	234,756	4,568

17 Transactions involving directors

- (a) Included in other creditors is an amount of £78,647 due to Trailfinders (Services) Limited, a company controlled by M.D.W. Gooley.
- (b) Included in other debtors is an amount of £29,876 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 £4,200.

NOTES ON ACCOUNTS

27th February 1993 (continued)

18	Reconciliation of operating profit to net cash inflow from operating activities	1993 £	1992 £
	Operating profit Depreciation and amortisation charges Amounts written off investments Loss on sale of fixed assets (Increase)/decrease in stocks Decrease in debtors Increase in creditors Profit on sale of investments Net cash inflow from operating activities	3,518,381 527,715 25,028 23,217 (22,225) 19,911 4,454,774 (121,199) 8,425,602	3,124,344 454,032 103,285 9,578 4,722 320,215 4,548,996 (20,512) 8,544,660
19	Analysis of changes in cash and cash equivalents during the year	1993 £	1992 £
	Balance at 29th February 1992 Net cash inflow before adjustments for the effect of foreign exchange rate changes Effect of foreign exchange rate changes	16,867,171 6,221,894 2,230	10,832,994 6,034,177
	Balance at 27th February 1993	23,091,295	16,867,171
20	Analysis of changes in financing during the year	Share 1993 £	capital 1992 £
	Balance at 29th February 1992 Shares issued for non-cash consideration	100,062	97,560 2,502
	Balance at 27th February 1993	100,062	100,062