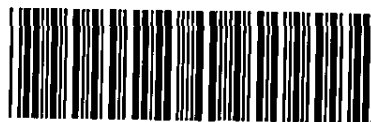


Company Registration No 3879646 (England and Wales)

TOTALLY COMMUNICATIONS LIMITED
ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2009

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TOTALLY COMMUNICATIONS LIMITED

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TOTALLY COMMUNICATIONS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2009

The directors present their report and financial statements for the year ended 31 December 2009

Principal activities and review of the business

The company's principal activity has continued to be the provision of marketing, technical services and consultancy to new and existing clients

Results and dividends

The results for the year are set out on page 4

Directors

The following directors have held office since 1 January 2009

Daniel Assor

Tobias Mason

(Appointed 23 November 2009)

Andrew Margolis

Benjamin Gritz

Auditors

In accordance with the company's articles, a resolution proposing that Royce Peeling Green Limited be reappointed as auditors of the company will be put at a General Meeting

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 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 followed, subject to any material departures disclosed and explained in the financial statements,
- 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 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

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information

On behalf of the board



Daniel Assor

Director

12 April 2010

TOTALLY COMMUNICATIONS LIMITED

INDEPENDENT AUDITORS' REPORT TO TOTALLY COMMUNICATIONS LIMITED

UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 4 to 11, together with the financial statements of Totally Communications Limited for the year ended 31 December 2009 prepared under section 396 of the Companies Act 2006

This report is made solely to the company in accordance with section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to them in an auditors' report on abbreviated accounts and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Other information

On 12 April 2010 we reported, as auditors of Totally Communications Limited, to the members on the financial statements prepared under section 396 of the Companies Act 2006 for the year ended 31 December 2009, and our report included the following paragraph:

Going concern

"In forming our opinion, we have considered the adequacy of the disclosures made in note 1 to the financial statements concerning the reliance on the company's parent undertaking, Totally Plc, for continued financial support and the uncertainty as to the ability of that company to continue providing this support. In view of the significance of the uncertainty inherent in this matter, we consider that it should be drawn to your attention but our opinion is not qualified in this respect."

Royce Peeling Green Limited
Paul Randall (Senior Statutory Auditor)
for and on behalf of Royce Peeling Green Limited

Chartered Accountants
Statutory Auditor

12 April 2010

15 Buckingham Gate
London
SW1E 6LB

TOTALLY COMMUNICATIONS LIMITED

ABBREVIATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2009

		2009	2008
	Notes	£	£
Turnover		627,981	607,796
Cost of sales		(50,108)	(54,014)
Gross profit		577,873	553,782
Administrative expenses		(370,418)	(392,144)
Profit on ordinary activities before taxation	2	207,455	161,638
Tax on profit on ordinary activities	3	-	-
Profit for the year	8	207,455	161,638

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

TOTALLY COMMUNICATIONS LIMITED**ABBREVIATED BALANCE SHEET****AS AT 31 DECEMBER 2009**

	Notes	2009 £	£	2008 £	£
Fixed assets					
Tangible assets	4		37,133		5,076
Current assets					
Debtors	5	832,119		1,103,759	
Cash at bank and in hand		454,279		35,135	
		<u>1,286,398</u>		<u>1,138,894</u>	
Creditors amounts falling due within one year	6	<u>(91,208)</u>		<u>(119,101)</u>	
Net current assets			<u>1,195,190</u>		<u>1,019,793</u>
Total assets less current liabilities			<u><u>1,232,323</u></u>		<u><u>1,024,869</u></u>
Capital and reserves					
Called up share capital	7		100		100
Share premium account	8		155,230		155,230
Profit and loss account	8		<u>1,076,993</u>		<u>869,539</u>
Shareholders' funds	9		<u><u>1,232,323</u></u>		<u><u>1,024,869</u></u>

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies

Approved by the Board and authorised for issue on 12 April 2010


Daniel Assor
Director

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2009

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The financial statements are prepared on a going concern basis which the directors believe to be appropriate

The company is dependent for its working capital on funds provided to it by Totally Plc, the company's ultimate and immediate holding undertaking. Totally Plc has indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. However, the ability of Totally Plc to provide this support is in turn dependent upon Totally Plc and its group continuing to operate as a going concern for the foreseeable future.

Inherently, there can be no certainty in relation to these matters. However, the directors of Totally Communications Limited have no reason to believe either that Totally Plc will not be able to continue providing the necessary support to the company or that it will not do so and therefore believe that the going concern basis of preparation continues to be appropriate. The financial statements do not include any adjustments that would result from a withdrawal of this support.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured. Turnover represents the amounts, excluding value added tax, derived from marketing and technical services. Turnover is recognised in the profit and loss account on the accruals basis.

Turnover from technical services is recognised as contract activity progresses to the extent that revenue can be reliably measured. Hosting and maintenance income within technical services is spread on a straight line basis over the period to which the hosting and maintenance period relates.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment	Over 2 to 3 years
Fixtures, fittings & equipment	Over 2 to 3 years

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2009

1 Accounting policies (continued)

1.6 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes that have originated but not reversed at the balance sheet date. Provision is made at the rates expected to apply when the timing differences reverse and has not been discounted.

A net deferred tax asset is regarded as recoverable and therefore only recognised when, on the basis of all available evidence, it can be regarded as more likely than not there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

1.7 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2 Operating profit	2009 £	2008 £
Operating profit is stated after charging		
Depreciation of tangible assets	3,176	3,092
Loss on foreign exchange transactions	11	-
Operating lease rentals		
- Plant and machinery	2,032	5,312
Auditors' remuneration (including expenses and benefits in kind)	4,200	4,200

The director's emoluments are partially paid by a fellow subsidiary undertaking, TotallyJewish.com Limited. The company is recharged a proportion of shared costs.

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2009

3	Taxation	2009	2008
	Current tax charge	-	-
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	207,455	161,638
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28.00% (2008 - 28.00%)	58,087	45,259
	Effects of		
	Non deductible expenses	795	-
	Depreciation add back	889	866
	Capital allowances	(10,191)	(732)
	Research and development uplift	(8,168)	-
	Tax losses surrendered by associated undertakings	(41,412)	(45,393)
		(58,087)	(45,259)
	Current tax charge	-	-
4	Tangible fixed assets		
		Plant and machinery	Fixtures, fittings & equipment
		£	£
	Cost		
	At 1 January 2009	13,836	2,553
	Additions	35,233	-
	At 31 December 2009	49,069	2,553
	Depreciation		
	At 1 January 2009	8,760	2,553
	Charge for the year	3,176	-
	At 31 December 2009	11,936	2,553
	Net book value		
	At 31 December 2009	37,133	-
	At 31 December 2008	5,076	-

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2009

5 Debtors	2009	2008
	£	£
Trade debtors	97,612	56,082
Amounts owed by parent and fellow subsidiary undertakings	721,821	1,026,093
Other debtors	311	-
Prepayments and accrued income	12,375	21,584
	<u>832,119</u>	<u>1,103,759</u>

Amounts falling due after more than one year and included in the debtors above are

	2009	2008
	£	£
Trade debtors	-	13,230
	<u>-</u>	<u>13,230</u>

6 Creditors amounts falling due within one year	2009	2008
	£	£
Trade creditors	17,143	7,212
Taxes and social security costs	5,600	60,912
Accruals and deferred income	68,465	50,977
	<u>91,208</u>	<u>119,101</u>

7 Share capital	2009	2008
	£	£
Authorised		
10,000 Ordinary shares of 1p each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid		
10,000 Ordinary shares of 1p each	<u>100</u>	<u>100</u>

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2009

8 Statement of movements on reserves

	Share premium account £	Profit and loss account £
Balance at 1 January 2009	155,230	869,538
Profit for the year	-	207,455
Balance at 31 December 2009	155,230	1,076,993

9 Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Profit for the financial year	207,455	161,638
Opening shareholders' funds	1,024,869	863,231
Closing shareholders' funds	1,232,323	1,024,869

10 Contingent liabilities

The company has given a cross guarantee to the Natwest Bank Plc covering all amounts outstanding to the bank from the Totally Plc group. There was no contingent liability at the year end (2008 - £ nil)

11 Financial commitments

At 31 December 2009 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2010

	Other 2009 £	2008 £
Operating leases which expire		
Within one year	1,818	2,916
Between two and five years	-	1,818
	1,818	4,734

12 Directors' emoluments

	2009 £	2008 £
Emoluments for qualifying services	77,701	104,639

TOTALLY COMMUNICATIONS LIMITED

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2009

13 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2009 Number	2008 Number
Technical and production	8	10

Employment costs

	2009 £	2008 £
Wages and salaries	315,052	288,860

14 Ultimate parent company

At the year end, the company's ultimate parent company was Totally Plc, a company incorporated in Great Britain, and registered in England and Wales

Copies of the group financial statements of Totally Plc may be obtained from the Registrar of Companies, Companies House, Crown Way, Cardiff, CF4 3UZ

15 Related party transactions

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company

During the year, sales of £ 5,400 (2008 - £ 53,515) were made on an arm's length basis to Totally Jewish Travel Inc. The amount owed at the year end amounted to £ 14,559 (2008 - £ 30,194)

Balances of £ nil (2008 - £ 17,584) have been written off during the year. During 2008 the company's fellow subsidiary undertaking, TotallyJewish.com Limited, sold its interest in Totally Jewish Travel Inc.