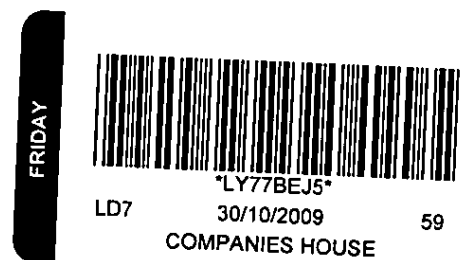


4220076

**Firebrand Live Limited**

**Abbreviated Accounts**

**For the year ended 31 December 2008**



**MGR Audit Limited**

*Chartered Accountants*

*and Registered Auditors*

**55 Loudoun Road**

**St John's Wood**

**London NW8 0DL**

**Company Registration No. 04220076**

**(England and Wales)**

**Firebrand Live Limited**  
**Abbreviated Accounts**  
**For The Year Ended 31 December 2008**

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# **Firebrand Live Limited**

## **Directors' Report**

**For the year ended 31 December 2008**

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The directors present their report and financial statements for the year ended 31 December 2008.

### **Principal activities and review of the business**

The principal activity of the company continued to be that of the production and management of merchandising and associated activities.

The company made a pre-tax loss of £533,691 (2007 profit £398,699) for the year. This loss was mainly attributable to a significant single contract being under dispute. The company also invested in new personnel during the year, including a strong core management team, with a view to providing a firm platform for future growth. This resulted in a marked increase in administrative expenses compared with 2007.

Income from the majority of sources, including festivals, improved on last year there were fewer major tours undertaken by artists than in 2007, which was exceptional. This resulted in a fall in overall revenue in 2008. The company has secured several large contracts for 2009, and forecasts increased revenue and financial results for the coming year.

The company's income is generated from the design, manufacture and sale of merchandise and support services in the music industry. The directors recognise that there are substantial changes taking place within the sector and is continually exploring ways of exploiting these trends for the benefit of the company.

### **Principal risks**

The principal risks and uncertainties facing the company are primarily those inherent in the live music sector. As well as underlying economic factors its income is dependent on the number of acts touring in any given year as well as on managers and major promoters choosing the company as their service provider.

### **Key Performance Indicators**

In the opinion of the directors there are no Key Performance Indicators whose disclosure is necessary for the understanding of the development, performance or position of the business.

### **Results and dividends**

The results for the year are set out on page 5.

No dividends are proposed in respect of the year ended 31 December 2008.

### **Post balance sheet events**

The directors are actively looking to acquire other business interests that compliment the core merchandising services. There have been no post balance sheet events that affect either the figures or the understanding of these accounts.

### **Future developments**

The principal activity of the company is not anticipated to change, although additional income streams are under constant review and the company will continue to strive to improve margins and services to clients. Generally the directors expect the touring sector to remain buoyant. The company's focus in 2009 is to continue to grow the business, particularly in the retail and promoter services (festival concessions) sectors, and build upon the company's position as Europe's leading independent merchandising and licensing business. The company are also expanding their merchandising offerings to meet the needs of the marketplace; this will be achieved through the acquisition of complimentary providers and the organic growth enabled by the investment into people and systems, in previous years. The latter will increase the capacity of the business to efficiently handle a greater volume of business.

# Firebrand Live Limited

## Directors' Report

For the year ended 31 December 2008

### Directors

The following directors have held office since 1 January 2008:

D Oakes	
D Bell	
H Davies	(Appointed 1 October 2008)
N Boote	(Appointed 1 October 2008)
J Smith	(Appointed 10 March 2008)
P Entwistle	(Appointed 10 March 2008 and resigned 26 November 2008)

Charitable donations	2008	2007
	£	£

During the year the company made the following payments:

Charitable donations	300	-
----------------------	-----	---

The recipients, amounts and purpose of the charitable donations are as follows:

Royal Marsden Cancer Campaign £300 supporting the work of The Royal Marsden, raising money to help the hospital with cancer treatment, research and care.

### Auditors

The auditors, MGR Audit Limited, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

### Statement of directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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;
- 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 that 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.

## **Firebrand Live Limited**

### **Directors' Report**

**For the year ended 31 December 2008**

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#### **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



**J Smith**

Director

30 October 2009

## **Firebrand Live Limited**

### **Independent auditors' report to Firebrand Live Limited**

#### **Under section 247b of the companies act 1985**

#### **For the year ended 31 December 2008**

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We have examined the abbreviated accounts set out on pages 4 to 15, together with the financial statements of Firebrand Live Limited for the year ended 31 December 2008 prepared under section 226 of the Companies Act 1985.

This report is made solely to the company in accordance with section 247B of the Companies Act 1985. 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 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with sections 246A(3) of the Act to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you.

#### **Basis of opinion**

We conducted our work in accordance with Bulletin 2006/3 "The special auditor's report on abbreviated accounts in the United Kingdom" 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 246A(3) of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision.

*MGR Audit Limited*

**MGR Audit Limited**  
**Chartered Accountants**  
**Registered Auditors**

55 Loudoun Road  
St. John's Wood  
London  
NW8 0DL

30 October 2009

**Firebrand Live Limited**  
**Abbreviated Profit And Loss Account**  
**For the year ended 31 December 2008**

		<b>2008</b>	<b>2007</b>
	<b>Notes</b>	<b>£</b>	<b>£</b>
<b>Gross profit</b>		607,161	1,285,790
Administrative expenses		(1,098,878)	(870,771)
<b>Operating (loss)/profit</b>	<b>2</b>	(491,717)	415,019
Investment income	<b>3</b>	30,000	-
Other interest receivable and similar income		112	1,667
Amounts written off investments	<b>4</b>	(31,155)	-
Interest payable and similar charges	<b>5</b>	(40,931)	(17,987)
<b>(Loss)/profit on ordinary activities before taxation</b>		(533,691)	398,699
Tax on (loss)/profit on ordinary activities	<b>6</b>	106,937	(114,538)
<b>(Loss)/profit for the year</b>	<b>13</b>	(426,754)	284,161

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

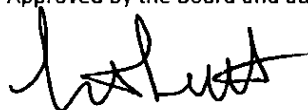
There are no recognised gains and losses other than those passing through the profit and loss account.

**Firebrand Live Limited**  
**Abbreviated Balance Sheet**  
**As at 31 December 2008**

		2008		2007	
	Notes	£	£	£	£
<b>Fixed assets</b>					
Tangible assets	7		43,924		37,133
<b>Current assets</b>					
Stocks	9	184,527		187,212	
Debtors	10	3,788,587		4,603,474	
Cash at bank and in hand		198,070		287,097	
		4,171,184		5,077,783	
<b>Creditors: amounts falling due within one year</b>	11	(3,792,412)		(4,265,466)	
<b>Net current assets</b>			378,772		812,317
<b>Total assets less current liabilities</b>			422,696		849,450
<b>Capital and reserves</b>					
Called up share capital	12		129		129
Share premium account	13		122,198		122,198
Profit and loss account	13		300,369		727,123
<b>Shareholders' funds</b>	14		422,696		849,450

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

Approved by the Board and authorised for issue on 30 October 2009



J Smith  
**Director**

**Company Registration No. 04220076**



**Firebrand Live Limited**  
**Cash Flow Statement**  
**For the year ended 31 December 2008**

	2008	2007
£	£	£
<b>Net cash inflow/(outflow) from operating activities</b>	<b>164,506</b>	<b>(1,251,432)</b>
<b>Returns on investments and servicing of finance</b>		
Interest received	112	1,667
Interest paid	(40,931)	(17,987)
Dividends received	30,000	-
<b>Net cash outflow for returns on investments and servicing of finance</b>	<b>(10,819)</b>	<b>(16,320)</b>
<b>Taxation</b>	<b>(199,841)</b>	<b>(1)</b>
<b>Capital expenditure and financial investment</b>		
Payments to acquire tangible assets	(28,020)	(12,172)
Payments to acquire investments	(31,155)	-
<b>Net cash outflow for capital expenditure</b>	<b>(59,175)</b>	<b>(12,172)</b>
<b>Net cash outflow before management of liquid resources and financing</b>	<b>(105,329)</b>	<b>(1,279,925)</b>
<b>Financing</b>		
Issue of ordinary share capital	-	122,227
Other new short term loans	187,500	400,000
<b>Net cash inflow from financing</b>	<b>187,500</b>	<b>522,227</b>
<b>Increase/(decrease) in cash in the year</b>	<b>82,171</b>	<b>(757,698)</b>

**Firebrand Live Limited**  
**Notes To The Cash Flow Statement**  
**For the year ended 31 December 2008**

1 Reconciliation of operating (loss)/profit to net cash inflow/(outflow) from operating activities	2008		2007	
	£		£	
Operating (loss)/profit	(491,717)		415,019	
Depreciation of tangible assets	21,229		12,982	
Decrease/(increase) in stocks	2,685		(69,603)	
Decrease/(increase) in debtors	929,425		(2,252,530)	
(Decrease)/Increase in creditors within one year	(275,004)		642,700	
Net effect of foreign exchange differences	(22,112)		-	
<b>Net cash inflow/(outflow) from operating activities</b>	<b>164,506</b>		<b>(1,251,432)</b>	

2 Analysis of net debt	1 January 2008	Cash flow	Other non-cash changes	31 December 2008
	£	£	£	£
Net cash:				
Cash at bank and in hand	287,097	(111,139)	22,112	198,070
Bank overdrafts	(274,975)	193,310	-	(81,665)
	<u>12,122</u>	<u>82,171</u>	<u>22,112</u>	<u>116,405</u>
Bank deposits	-	-	-	-
Debt:				
Debts falling due within one year	(400,000)	(187,500)	-	(587,500)
<b>Net debt</b>	<b>(387,878)</b>	<b>(105,329)</b>	<b>22,112</b>	<b>(471,095)</b>

3 Reconciliation of net cash flow to movement in net debt	2008	2007
	£	£
Increase/(decrease) in cash in the year	82,171	(757,698)
Cash inflow from increase in debt	(187,500)	(400,000)
Net effect of foreign exchange differences	22,112	-
<b>Movement in net debt in the year</b>	<b>(83,217)</b>	<b>(1,157,698)</b>
Opening net (debt)/funds	(387,878)	769,820
<b>Closing net debt</b>	<b>(471,095)</b>	<b>(387,878)</b>

**Firebrand Live Limited**  
**Notes To The Abbreviated Accounts**  
**For the year ended 31 December 2008**

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**1 Accounting policies**

**1.1 Accounting convention**

The financial statements are prepared under the historical cost convention.

**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 represents amounts receivable for goods net of VAT.

**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:

Land and buildings Leasehold	10% straight line depreciation
Plant and machinery	33% straight line depreciation
Computer equipment	25% straight line depreciation
Fixtures, fittings & equipment	25% straight line depreciation

**1.5 Leasing**

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

**1.6 Stock**

Stock is valued at the lower of cost and net realisable value.

**1.7 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. The deferred tax balance has not been discounted.

**1.8 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.

**1.9 Group accounts**

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a medium-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

# Firebrand Live Limited

## Notes To The Abbreviated Accounts

For the year ended 31 December 2008

<b>2</b>	<b>Operating (loss)/profit</b>	<b>2008</b>	<b>2007</b>
		<b>£</b>	<b>£</b>
	Operating (loss)/profit is stated after charging:		
	Depreciation of tangible assets	21,229	12,982
	Loss on foreign exchange transactions	6,195	-
	Operating lease rentals	36,935	39,867
	Auditors' remuneration (including expenses and benefits in kind)	10,682	8,000
	and after crediting:		
	Profit on foreign exchange transactions	-	(22,088)
		<u><u>          </u></u>	<u><u>          </u></u>
<b>3</b>	<b>Investment income</b>	<b>2008</b>	<b>2007</b>
		<b>£</b>	<b>£</b>
	Income from fixed asset investments	30,000	-
	Bank interest	112	1,667
		<u><u>30,112</u></u>	<u><u>1,667</u></u>
<b>4</b>	<b>Amounts written off investments</b>	<b>2008</b>	<b>2007</b>
		<b>£</b>	<b>£</b>
	Amounts written off fixed asset investments:		
	- permanent diminution in value	31,155	-
		<u><u>31,155</u></u>	<u><u>          </u></u>
<b>5</b>	<b>Interest payable</b>	<b>2008</b>	<b>2007</b>
		<b>£</b>	<b>£</b>
	On bank loans and overdrafts	34,552	17,987
	On overdue tax	6,279	-
	Other interest	100	-
		<u><u>40,931</u></u>	<u><u>17,987</u></u>

# Firebrand Live Limited

## Notes To The Abbreviated Accounts

For the year ended 31 December 2008

6	Taxation	2008 £	2007 £
	Domestic current year tax		
	U.K. corporation tax	(114,538)	114,538
	Adjustment for prior years	7,601	-
		<u>(106,937)</u>	<u>114,538</u>
	<b>Current tax charge</b>		
		<u>(106,937)</u>	<u>114,538</u>
	<b>Factors affecting the tax charge for the year</b>		
	(Loss)/profit on ordinary activities before taxation	(533,691)	398,699
		<u>(533,691)</u>	<u>398,699</u>
	(Loss)/profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 27.88% (2007 - 27.88%)	(148,793)	111,157
		<u>(148,793)</u>	<u>111,157</u>
	Effects of:		
	Non deductible expenses	33,281	2,682
	Depreciation add back	5,919	3,619
	Capital allowances	(8,510)	(2,920)
	Adjustments to previous periods	7,601	-
	Dividends and distributions received	(8,364)	-
	Other tax adjustments	11,929	-
		<u>41,856</u>	<u>3,381</u>
	<b>Current tax charge</b>	<u>(106,937)</u>	<u>114,538</u>

The company has estimated losses of £ 132,788 (2007 - £ nil) available for carry forward against future trading profits.

# Firebrand Live Limited

## Notes To The Abbreviated Accounts

For the year ended 31 December 2008

### 7 Tangible fixed assets

	Land and buildings Leasehold £	Plant and machinery £	Fixtures, fittings & equipment £	Total £
<b>Cost</b>				
At 1 January 2008	13,594	49,110	6,128	68,832
Additions	-	23,865	4,153	28,018
At 31 December 2008	13,594	72,975	10,281	96,850
<b>Depreciation</b>				
At 1 January 2008	2,718	24,867	4,112	31,697
Charge for the year	1,359	17,825	2,045	21,229
At 31 December 2008	4,077	42,692	6,157	52,926
<b>Net book value</b>				
At 31 December 2008	9,517	30,283	4,124	43,924
At 31 December 2007	10,876	24,241	2,016	37,133

**Firebrand Live Limited**  
**Notes To The Abbreviated Accounts**  
**For the year ended 31 December 2008**

**8 Fixed asset investments**

	Shares in subsidiary undertakings £
<b>Cost</b>	
At 1 January 2008	-
Additions	31,155
Revaluation	(31,155)
	<hr/>
At 31 December 2008	-
	<hr/>
<b>Net book value</b>	
At 31 December 2008	-
	<hr/> <hr/>

**Holdings of more than 20%**

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Class	Shares held %
<b>Subsidiary undertakings</b>			
Bandmad.com Limited	England and Wales	Ordinary	100.00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and Profit/(loss) for reserves 2008	the year 2008
	Principal activity	£	£
Bandmad.com Limited	Internet retailer	10,822	54,220
		<hr/>	<hr/>

The figures quoted for Bandmad.com Limited ("Bandmad") are for the year ended 28 February 2008. Bandmad ceased trading on 30 June 2008. On 11 December 2008 Bandmad paid a dividend of £30,000 to Firebrand Live Limited. Following receipt of the dividend the directors have written down the investment in Bandmad to nil.

<b>9 Stocks</b>	2008 £	2007 £
Finished goods and goods for resale	184,527	187,212
	<hr/>	<hr/>

# Firebrand Live Limited

## Notes To The Abbreviated Accounts

For the year ended 31 December 2008

10 Debtors	2008 £	2007 £
Trade debtors	1,122,132	1,287,826
Corporation tax	119,345	4,807
Other debtors	805,577	967,063
Prepayments and accrued income	1,741,533	2,343,778
	<u>3,788,587</u>	<u>4,603,474</u>

11 Creditors: amounts falling due within one year	2008 £	2007 £
Bank loans and overdrafts	669,165	674,975
Trade creditors	1,642,411	1,989,274
Corporation tax	-	192,240
Other taxes and social security costs	85,850	47,831
Other creditors	1,372,826	1,333,986
Accruals and deferred income	22,160	27,160
	<u>3,792,412</u>	<u>4,265,466</u>

Bank facilities have been secured by way of a fixed and floating charge over the assets of the company.

12 Share capital	2008 £	2007 £
<b>Authorised</b>		
1,000,000 Ordinary of 0.1p each	<u>1,000</u>	<u>1,000</u>
<b>Allotted, called up and fully paid</b>		
128,571 Ordinary of 0.1p each	<u>129</u>	<u>129</u>



**Firebrand Live Limited**  
**Notes To The Abbreviated Accounts**  
**For the year ended 31 December 2008**

**13 Statement of movements on reserves**

	Share premium account	Profit and loss account
	£	£
Balance at 1 January 2008	122,198	727,123
Loss for the year	-	(426,754)
Balance at 31 December 2008	<u>122,198</u>	<u>300,369</u>

**14 Reconciliation of movements in shareholders' funds**

	2008	2007
	£	£
(Loss)/Profit for the financial year	(426,754)	284,161
Proceeds from issue of shares	-	122,227
Net (depletion in)/addition to shareholders' funds	<u>(426,754)</u>	<u>406,388</u>
Opening shareholders' funds	849,450	443,062
Closing shareholders' funds	<u>422,696</u>	<u>849,450</u>

**15 Financial commitments**

At 31 December 2008 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2009:

	Land and buildings	
	2008	2007
	£	£
Operating leases which expire:		
Within one year	<u>46,800</u>	<u>46,800</u>

**16 Directors' emoluments**

	2008	2007
	£	£
Emoluments for qualifying services	<u>213,399</u>	<u>50,000</u>
Emoluments disclosed above include the following amounts paid to the highest paid director:		
Emoluments for qualifying services	<u>51,936</u>	<u>50,000</u>

# Firebrand Live Limited

## Notes To The Abbreviated Accounts

For the year ended 31 December 2008

### 17 Transactions with directors

The following directors had interest free loans during the year. The movement on these loans are as follows:

	Amount outstanding		Maximum in year
	2008	2007	
	£	£	£
D Oakes	228	19,228	19,228

### 18 Employees

#### Number of employees

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

	2008 Number	2007 Number
Directors	3	2
Production	8	8
Administration	4	3
	15	13

#### Employment costs

	2008 £	2007 £
Wages and salaries	550,460	445,564
Social security costs	54,312	47,743
	604,772	493,307

### 19 Ultimate parent company

The company is ultimately owned and controlled by two of the directors, D Oakes and D Bell, by virtue of their majority shareholding.