

Contents

**Unaudited financial statements for
the year ended 30 June 2006**

**Rebellion
Holdings Limited**

Directors' report	1
Balance sheet	2
Notes to the financial statements	3 - 5

WEDNESDAY



A47
ACY6NM32
10/01/2007
COMPANIES HOUSE

Rebellion Holdings Limited

Company information

Directors	C R Kingsley J J Kingsley Dr P J Kingsley
Secretary	J J O'Brien
Company Number	2771597
Registered Office	The Studio Brewer Street Oxford OX1 1QN
Business Address	The Studio Brewer Street Oxford OX1 1QN

Rebellion Holdings Limited

Directors' report For the year ended 30 June 2006

The directors present their report and unaudited financial statements for the year ended 30 June 2006.

Directors' responsibilities

Company law in the United Kingdom 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;
- 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, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

Directors

The following directors have held office since 1 July 2005:

C R Kingsley
J J Kingsley
Dr P J Kingsley

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary Shares of £1 each	
	30 June 2006	1 July 2005
C R Kingsley	43	43
J J Kingsley	43	43
Dr P J Kingsley	-	-

Principal activities

The principal activity of the company continued to be that of a holding company.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Approved by the Board on 7 December 2006
and signed on its behalf by



C R Kingsley
Director

Rebellion Holdings Limited

Balance sheet As at 30 June 2006

	Notes	£	2006 £	£	2005 £
Fixed assets					
Investments	3		366		187
Current assets					
Debtors	4	86		86	
Creditors: amounts falling due within one year	5	<u>(366)</u>		<u>(187)</u>	
Net current liabilities			<u>(280)</u>		<u>(101)</u>
Total assets less current liabilities			<u>86</u>		<u>86</u>
Capital and reserves					
Called up share capital	6		<u>86</u>		<u>86</u>
			<u>86</u>		<u>86</u>

During the year ended 30 June 2006 the company was entitled to exemption from audit under section 249A(1) of the Companies Act 1985. Members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibility for ensuring that the company keeps accounting records which comply with section 221, and preparing accounts 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 its profit and loss for the financial year, in accordance with the requirements of Section 226, and which otherwise comply with the Companies Act relating to accounts, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective January 2005).

The financial statements were approved by the Board on 7 December 2006 and signed on its behalf by



C R Kingsley
Director

The accompanying accounting policies and notes form part of these financial statements.

Rebellion Holdings Limited

Notes to the financial statements For the year ended 30 June 2006

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical costs convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005).

1.2 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.3 Group accounts

The financial statements contain information about Rebellion Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 248 of the Companies Act 1985 from the requirement to prepare consolidated financial statements as the group it heads qualifies as a small group.

2 Profit and loss account

The company did not trade during the period and has made neither a profit nor a loss. No Profit and loss account has therefore been prepared.

Rebellion Holdings Limited

Notes to the financial statements (continued) For the year ended 30 June 2006

3 Fixed asset investments

	Shares in group undertakings and participating interests £
Cost	
At 1 July 2005	187
Additions	179
Disposals	-
At 30 June 2006	<u>366</u>

In the opinion of the directors, the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet.

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	Share held %
Subsidiary undertakings			
Rebellion Interactive Ltd	England & Wales	Ordinary	100
Redoubt Ltd	England & Wales	Ordinary	100
Rebellion Intellectual Property Ltd	England & Wales	Ordinary	100
Electro Magnetic Productions Ltd	England & Wales	Ordinary	100
Fearnort Ltd	England & Wales	Ordinary	100
Rebellion Ltd	Scotland	Ordinary	100
2000AD Entertainment Ltd	England & Wales	Ordinary	75
Rebellion Software Ltd	England & Wales	Ordinary	100
AudioMotion Studios Ltd	England & Wales	Ordinary	60

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

	Capital and reserves	Profit/(loss) for the year
Rebellion Interactive Ltd	327,704	(5,120)
Redoubt Ltd	(54,750)	314
Rebellion Intellectual Property Ltd	12,509	-
Electro Magnetic Productions Ltd	-	-
Fearnort Ltd	(161,621)	(42,525)
Rebellion Ltd	(174)	-
2000AD Entertainment Ltd	7,682	-
Rebellion Software Ltd	1	-
AudioMotion Studios Ltd (period ended 31 December 2005)	<u>(18,602)</u>	<u>45,257</u>

Rebellion Holdings Limited

Notes to the financial statements (continued) For the year ended 30 June 2006

4 Debtors	2006	2005
	£	£
Other debtors	<u>86</u>	<u>86</u>
5 Creditors: amounts falling due within one year	2006	2005
	£	£
Amounts owed to group undertakings and undertakings in which the company has a participating interest	<u>366</u>	<u>187</u>
6 Share capital	2006	2005
	£	£
Authorised		
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and unpaid		
86 Ordinary shares of £1 each	<u>86</u>	<u>86</u>

7 Related party transactions

Auditors' remuneration of £nil (2005 - £nil) and £260 (2005 - £260) for other services during the year were met by Rebellion Developments Limited, a company controlled by the directors.

8 Controlling parties

The controlling parties are the directors C R Kingsley and J J Kingsley.