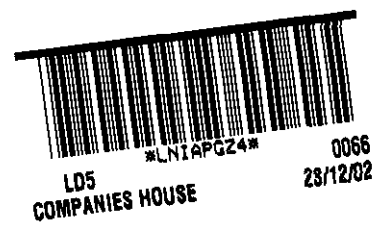


COMPANY NO: 03811172

WORLDWIDETRIBE LIMITED

ANNUAL REPORT

◆ *Period ended 30 June 2001* ◆



CONTENTS

	Page
COMPANY INFORMATION	1
REPORT OF THE DIRECTORS	2
INDEPENDENT AUDITORS' REPORT	4
PROFIT AND LOSS ACCOUNT	5
BALANCE SHEET	6
NOTES TO THE FINANCIAL STATEMENTS	7

WORLDWIDETRIBE LIMITED

COMPANY INFORMATION

Directors	J R Beecher C V Dane
Secretary	C V Dane
Registered office	Unit 3 The Coda Centre 189 Munster Road London SW6 6AW
Registered number	03811172
Auditors	RSM Robson Rhodes Chartered Accountants 186 City Road London EC1V 2NU
Bankers	Allied Irish Bank (GB) Corporate Banking 10 Berkeley Square London W1X 6DN

REPORT OF THE DIRECTORS

The directors submit their report and the financial statements of Worldwidetribes Limited for the period ended 30 June 2001. The comparative figures are for the period from incorporation on 16th July 1999 to 30th June 2000.

Principal activities

The principal activities of the company during the period was that of the development of music related internet sites.

Business review and future developments

A summary of the period's trading is given on page 5 of the financial statements. After the year-end the business of the company was transferred into that of a fellow subsidiary of the Indient Group Ltd, Snapper Music plc.

Results and dividends

The company's trading loss for the period after taxation was £269,752 (2000: £138,152 loss).

The directors do not recommend a dividend.

Directors

The current directors of the company are set out on page 1. D M Dudgeon resigned as director on 24 August 2001, having served throughout the current year.

Going concern

Disclosure has been made within note 1 to the financial statements concerning the adoption of the going concern assumption in the preparation of the financial statements.

Directors' interests in shares and debentures

The directors had no interest in the shares of the company. Their interest in the shares of the ultimate controlling company are shown in the accounts of that company.

REPORT OF THE DIRECTORS (Contd.)

Statement of Directors' responsibilities in the Annual Report

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 these financial statements, the directors have:

- selected suitable accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- followed applicable United Kingdom accounting standards; and
- prepared the financial statements on the going concern basis.

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.

The directors are responsible for ensuring that the directors' report and other information included in the Annual Report are in accordance with Company law in the United Kingdom.

Auditors

RSM Robson Rhodes were appointed auditors during the period. A resolution to be re-appointed will be proposed at the Annual General Meeting.

The report of the directors was approved by the Board on 18th December 2002 and signed on its behalf by:

C V Dane
Secretary



**INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF WORLDWIDETRIBE LIMITED**

We have audited the financial statements on pages 5 to 11.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the information contained in the Annual Report and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any information outside the Annual Report.

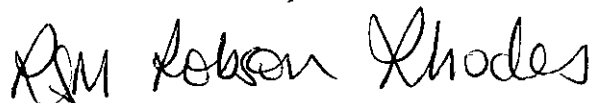
Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 30 June 2001 and of the company's loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



RSM Robson Rhodes
Chartered Accountants and Registered Auditor

London
19 December 2002

PROFIT AND LOSS ACCOUNT
for the period ended 30 June 2001

	Note	Year ended 30 June 2001 £	Period ended 30 June 2000 £
Turnover	2	5,487	8,014
Cost of sales		(24,595)	(20,373)
Gross profit/(loss)		<u>(19,108)</u>	<u>(12,359)</u>
Other operating expenses (net)	3	(242,615)	(119,356)
Operating loss		<u>(261,723)</u>	<u>(131,715)</u>
Interest receivable	4	235	896
Interest payable	5	(8,264)	(7,333)
Loss on ordinary activities before taxation	6	<u>(269,752)</u>	<u>(138,152)</u>
Taxation	8	-	-
Retained loss on ordinary activities after taxation	13	<u><u>(269,752)</u></u>	<u><u>(138,152)</u></u>

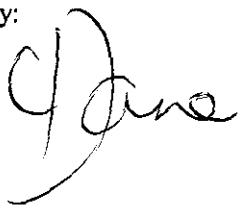
The operating loss for the year arises from the company's continuing operations.
There were no other gains or losses other than those disclosed above.

WORLDWIDETRIBE LIMITED**BALANCE SHEET
at 30 June 2001**

	Note	2001 £	2000 £
Fixed assets			
Tangible assets	9	-	26,594
		<u>-</u>	<u>26,594</u>
Current assets			
Debtors	10	-	1,820
Cash at bank and in hand		-	775
		<u>-</u>	<u>2,595</u>
Creditors: amounts falling due within one year	11	(407,902)	(167,339)
Net current liabilities		<u>(407,902)</u>	<u>(164,744)</u>
Total assets less current liabilities		<u>(407,902)</u>	<u>(138,150)</u>
Capital and reserves			
Called up share capital	12	2	2
Profit and loss account	13	(407,904)	(138,152)
Equity shareholders' funds	14	<u>(407,902)</u>	<u>(138,150)</u>

The financial statements were approved by the Board on 18th December 2002 and signed on its behalf by:

C V Dane
Director



NOTES TO THE FINANCIAL STATEMENTS

30 June 2001

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements are prepared under the historical cost convention in accordance with applicable accounting standards and on the basis of continuing support from the ultimate parent undertaking.

Tangible fixed assets

Depreciation is provided on all tangible fixed assets at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life. Where there is evidence of impairment, fixed assets are written down to their recoverable amount. Any such write down would be charged to operating profit.

The principal annual rates are:

Office equipment	over 4 years
Computer equipment	over 4 years
Software development costs	over 3 years

Taxation

The Company has continued to adopt SSAP 15, and accordingly provision for deferred taxation is made under the liability method only to the extent that it is probable that the liability will become payable in the foreseeable future.

Leased assets and obligations

Assets held under finance leases are included in the balance sheet and depreciated in accordance with the companies normal accounting policies. The present value of future rentals is shown as a liability. The interest element of rental obligations is charged to the profit and loss account over the period of the lease in proportion to the balance of capital repayments outstanding.

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the period of the leases.

Turnover

Turnover, which is stated net of Value Added Tax, represents amounts invoiced.

2. TURNOVER AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

The company's turnover and loss before taxation were all derived from its principal activity.

WORLDWIDETRIBE LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
30 June 2001**3. OTHER OPERATING EXPENSES (NET)**

	2001 £	2000 £
Administrative expenses	238,211	119,356
Sales and distribution expenses	4,404	-
	<u>242,615</u>	<u>119,356</u>

4. INTEREST RECEIVABLE

	2001 £	2000 £
Bank interest receivable	235	896
	<u>235</u>	<u>896</u>

5. INTEREST PAYABLE

	2001 £	2000 £
Interest on other loans	8,264	7,333
	<u>8,264</u>	<u>7,333</u>

6. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	2001 £	2000 £
Loss on ordinary activities before taxation is stated after charging/(crediting):		
Directors' emoluments	53,336	-
Depreciation and amounts written off tangible fixed assets:		
Charge for the year:		
Owned assets -depreciation	14,816	11,246
- impairment	22,490	-
Leased assets	-	1,750
	<u>37,306</u>	<u>12,996</u>

The audit fee has been borne by another group undertaking.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2001

7. EMPLOYEES

The average monthly number of persons (including directors) employed by the company during the period was:

	2001	2000
	No	No
Administration	4	2
<hr/>		
Staff costs including directors emoluments:		
	2001	2000
	£	£
Wages and salaries	131,865	59,027
Social security costs	10,112	5,327
	<hr/>	<hr/>
	141,977	64,354
	<hr/>	<hr/>

8. TAXATION

No taxation charge arises on the loss for the period.

Tax losses to carry forward against future profits are £380,000 (2000: £142,000).

9. TANGIBLE ASSETS

	Software development costs	Office equipment	Computer equipment	Total
	£	£	£	£
Cost at 1 July 2000	21,425	782	15,633	37,840
Additions	10,712	-	-	10,712
At 30 June 2001	<hr/> 32,137	<hr/> 782	<hr/> 15,633	<hr/> 48,552
Depreciation at 1 July 2000	7,142	196	3,908	11,246
Charged in the period	10,712	196	3,908	14,816
Impairment	14,283	390	7,817	22,490
At 30 June 2001	<hr/> 32,137	<hr/> 782	<hr/> 15,633	<hr/> 48,552
Net book value	<hr/>	<hr/>	<hr/>	<hr/>
At 30 June 2001	-	-	-	-
At 30 June 2000	<hr/> 14,283	<hr/> 586	<hr/> 11,725	<hr/> 26,594

WORLDWIDETRIBE LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
30 June 2001**10. DEBTORS**

	2001 £	2000 £
Other debtors	-	1,820

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2001 £	2000 £
Bank loans and overdrafts	17,661	-
Trade creditors	8,818	13,766
Amounts owed to group undertakings	373,755	148,780
Other taxation and social security costs	3,475	-
Accruals and deferred income	4,193	4,793
	<u>407,902</u>	<u>167,339</u>

Bank loans and overdrafts are secured by fixed and floating charges over the assets of the group.

12. SHARE CAPITAL

	2001 £	2000 £
Authorised		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
2 Ordinary shares of £1 each	2	2

13. PROFIT AND LOSS ACCOUNT

	2001 £	2000 £
Balance brought forward at 1 July 2000	(138,152)	-
(Loss) for the period	(269,752)	(138,152)
Balance carried forward at 30 June 2001	<u>(407,904)</u>	<u>(138,152)</u>

NOTES TO THE FINANCIAL STATEMENTS
30 June 2001**14. RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDERS' FUNDS**

	2001 £	2000 £
Total recognised losses relating to the period	(269,752)	(138,152)
Issue of shares	-	2
Net reduction to shareholders' funds	(269,752)	(138,150)
Opening shareholders' funds	(138,150)	-
Closing shareholders' funds	<u>(407,902)</u>	<u>(138,150)</u>

15. FINANCIAL COMMITMENTS**Operating lease commitments**

The payments which the company is committed to make in the next year under operating leases are as follows:

	2001 £	2000 £
Plant and machinery, leases expiring:		
Within two to five years	3,500	3,500
	<u>3,500</u>	<u>3,500</u>

16. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption available under paragraph 3c of Financial Reporting Standard 8 not to disclose intra group transactions.

17. ULTIMATE CONTROLLING PARTY

The company's ultimate controlling party is The Indient Group Limited, which is incorporated and operates in the United Kingdom.

It is the smallest and largest group undertaking of which the Company is a member and for which group financial statements are prepared. Copies of the financial statements may be obtained from the Secretary, The Indient Group Limited, Unit 3 The Coda Centre, 189 Munster Road, London, SW6 6AW.

18. POST BALANCE SHEET EVENT

The business of the company was transferred, after the year-end, into that of Snapper Music Plc, a fellow subsidiary of The Indient Group.