

Registrar's Copy

Company Registration No. 2756197 (England and Wales)

JBA LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 1998



JBA LIMITED

COMPANY INFORMATION

Directors	G C Bushell S R Marshall
Secretary	S R Marshall
Company number	2756197
Registered office	Douglas House East Street Tonbridge Kent TN9 1HP
Auditors	NSP Chartered Accountants Douglas House East Street Tonbridge Kent TN9 1HP
Bankers	Midland Bank plc 4 Rainham Shopping Centre Rainham Kent ME8 7HW
Solicitors	Bailey & Cogger 139 High Street Tonbridge Kent TN9 1DH

JBA LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Auditors' report	3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6 - 9

JBA LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 1998

The directors present their report and financial statements for the year ended 31 December 1998.

Principal activities

The principal activity of the company is that of the promoting and organising of entertainers.

Year 2000

The directors have assessed the risks to the business resulting from the change to the Year 2000 and are satisfied that the current equipment is fully compliant.

The directors have also assessed the possibility of Year 2000 related failures in significant suppliers, all of whom state that they are already dealing with the problem.

It is impossible to guarantee that no Year 2000 problems will remain; however, the company will be able to deal promptly with any failures that may occur.

Directors

The following directors have held office since 1 January 1998:

G C Bushell
S R Marshall

Directors' interests

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

	Ordinary shares of £1 each	
	31 December 1998	1 January 1998
G C Bushell	17,576	52
S R Marshall	7,436	22
	<u> </u>	<u> </u>

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that NSP Chartered Accountants be reappointed as auditors of the company will be put to the Annual General Meeting.

JBA LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 1998

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:

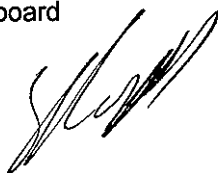
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

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

By order of the board

S R Marshall
Director



11 February 1999

JBA LIMITED

AUDITORS' REPORT TO THE SHAREHOLDERS OF JBA LIMITED

We have audited the financial statements on pages 4 to 9 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with 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 the company's affairs as at 31 December 1998 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

NSP Chartered Accountants.

NSP Chartered Accountants

1 March 1999

Registered Auditor

Douglas House
East Street
Tonbridge
Kent TN9 1HP

JBA LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 1998**

		1998	1997
	Notes	£	£
Turnover		1,592,432	1,104,855
Cost of sales		(1,305,068)	(939,618)
Gross profit		287,364	165,237
Administrative expenses		(142,875)	(99,458)
Operating profit	2	144,489	65,779
Investment income	3	4,096	-
Other interest receivable and similar income	3	8,964	6,931
Profit on ordinary activities before taxation		157,549	72,710
Tax on profit on ordinary activities	4	(33,491)	(16,228)
Profit on ordinary activities after taxation		124,058	56,482
Dividends		(47,656)	(33,000)
Retained profit for the year	10	76,402	23,482

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.

JBA LIMITED**BALANCE SHEET
AS AT 31 DECEMBER 1998**

	Notes	1998 £	£	1997 £	£
Fixed assets					
Tangible assets	5		7,882		2,965
Investments	6		75,000		-
			<u>82,882</u>		<u>2,965</u>
Current assets					
Debtors	7	185,653		158,295	
Cash at bank and in hand		178,081		165,144	
		<u>363,734</u>		<u>323,439</u>	
Creditors: amounts falling due within one year	8	<u>(282,452)</u>		<u>(238,642)</u>	
Net current assets			<u>81,282</u>		<u>84,797</u>
Total assets less current liabilities			<u>164,164</u>		<u>87,762</u>
Capital and reserves					
Called up share capital	9		25,012		74
Profit and loss account	10		139,152		87,688
Shareholders' funds - equity interests	11		<u>164,164</u>		<u>87,762</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 11 February 1999.


G.C. Bushell
Director

JBA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1998

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 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:

Fixtures, fittings & equipment 20% Straight line

1.4 Investments

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

1.5 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

2	Operating profit	1998 £	1997 £
	Operating profit is stated after charging:		
	Depreciation of tangible assets	3,084	1,681
	Auditors' remuneration	2,200	2,000
	Directors' emoluments	26,460	25,885
		<u> </u>	<u> </u>
3	Income from investments, other interest receivable and similar income	1998 £	1997 £
	Income from unlisted investments	4,096	-
	Bank interest	8,964	6,931
		<u> </u>	<u> </u>
		13,060	6,931
		<u> </u>	<u> </u>
4	Taxation	1998 £	1997 £
	U.K. current year taxation		
	U.K. corporation tax at 21% (1997 - 24%)	32,607	16,228
	Tax credits on franked investment income	884	-
		<u> </u>	<u> </u>
		33,491	16,228
		<u> </u>	<u> </u>

JBA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1998

5 Tangible fixed assets

	Fixtures, fittings & equipment £
Cost	
At 1 January 1998	8,398
Additions	8,001
Disposals	(3,309)
	<hr/>
At 31 December 1998	13,090
	<hr/>
Depreciation	
At 1 January 1998	5,433
On disposals	(3,309)
Charge for the year	3,084
	<hr/>
At 31 December 1998	5,208
	<hr/>
Net book value	
At 31 December 1998	7,882
	<hr/> <hr/>
At 31 December 1997	2,965
	<hr/> <hr/>

6 Fixed asset investments

	Unlisted investments £
Cost	
At 1 January 1998	-
Additions	75,000
	<hr/>
At 31 December 1998	75,000
	<hr/> <hr/>
	Directors' valuation £
At 31 December 1998	75,000
	<hr/> <hr/>

The investment relates to 75,000 £1 Redeemable 8% Preference Shares in Motorvation (Shows on the Road) Limited, a company in which Mr S R Marshall is a director.

JBA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1998

7 Debtors	1998	1997
	£	£
Trade debtors	162,339	147,646
Other debtors	23,314	10,649
	<u>185,653</u>	<u>158,295</u>
8 Creditors: amounts falling due within one year	1998	1997
	£	£
Trade creditors	108,617	78,226
Taxation and social security	39,454	22,169
Other creditors	134,381	138,247
	<u>282,452</u>	<u>238,642</u>
9 Share capital	1998	1997
	£	£
Authorised		
100,000 Ordinary shares of £1 each	<u>100,000</u>	<u>10,000</u>
Allotted, called up and fully paid		
25,012 Ordinary shares of £1 each	<u>25,012</u>	<u>74</u>

On 31 December 1998, the company issued 24,938 £1 ordinary shares in a 337 : 1 bonus issue.

10 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 1998	87,688
Retained profit for the year	76,402
Bonus issue of shares	(24,938)
Balance at 31 December 1998	<u>139,152</u>

JBA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1998

11 Reconciliation of movements in shareholders' funds	1998 £	1997 £
Profit for the financial year	124,058	56,482
Dividends	(47,656)	(33,000)
Net addition to shareholders' funds	76,402	23,482
Opening shareholders' funds	87,762	64,280
Closing shareholders' funds	164,164	87,762

12 Transactions with directors

	Amount outstanding 1998 £	1997 £	Maximum in year £
G C Bushell	3,665	-	7,933
S R Marshall	1,000	-	1,000

The above loans from the company are interest free and are repayable on demand.

13 Control

Throughout the year the company was under the control of Mrs G C Bushell, a director and shareholder.

14 Related party transactions

During the year the company received invoices for management charges to the value of £5,025 (1997: £4,886) from Motorvation (Shows on the Road) Limited, a company in which Mr S R Marshall is a director. The amount owed to Motorvation (Shows on the Road) Limited at 31 December 1998 amounted to £734 (1997: £940).