CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

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Company No. 2018522

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED

DIRECTORS.

Mr P W Cheung Mr T T Chan Mr X Zeng Mr Z D Gu

SECRETARY

Mr P W Cheung

REGISTERED OFFICE:

124 Euston Road London NW1 2AL

TRADING ADDRESSES

124 Euston Road London NW1 2AL

112A Shaftesbury Avenue London W1D 5EN

<u>AUDITORS</u>

KAM LEE ASSOCIATES Chartered Certified Accountants

& Registered Auditors

66 Shaftesbury Avenue London W1D 6LX

BANKERS

Bank of China 90 Cannon Street London EC6N 6HA

HSBC Bank Plc 31 Euston Road London NW1 2ST

Bank of East Asia, Limited 75 Shaftesbury Avenue London W1V 8BB

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED REPORT OF THE DIRECTORS

The Directors present their report with the Accounts of the company for the year ended 31 December 2007 as follows

PRINCIPAL ACTIVITIES

The principal activity of the company was that of travel agents

REVIEW OF BUSINESS

The results of the company's trading for the year are shown in the Accounts and the notes thereon.

DIVIDENDS

The Directors do not recommend the payment of dividend

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

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 and loss of the company for that period. In preparing these financial statements, the directors have

- -- selected suitable accounting policies and then applied them consistently,
- -- made judgements and estimates that are reasonable and prudent;
- -- followed applicable 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 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.

<u>AUDITORS</u>

A resolution to reappoint the auditors, KAM LEE ASSOCIATES, will be proposed at the Annual General Meeting

BY ORDER OF THE BOARD

ak Wai Cheung

Secretary

Date

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2007

| | <u>NOTES</u> | <u>2007</u> £ | <u>2006</u> £ |
|---|--------------|------------------|----------------------------|
| TURNOVER | 2 | 3,430,130 | 3,428,637 |
| COST OF SALES | | (3,070,082) | (3,017,163) |
| GROSS PROFIT | | 360,048 | 411,474 |
| Distribution Costs Administrative Expenses | | | (2,408) (431,038) |
| OPERATING PROFIT/(LOSS) | | (40,612) | (22,472) |
| Income from other Fixed Assets Investigation Interest Receivable and Similar Incomments Payable and Similar Charges | me | • | 4,355 8,074 (14,016) |
| PROFIT / (LOSS) BEFORE TAXA | TION 4 | (28,553) | (24,059) |
| TAXATION | 5 | - | - |
| PROFIT / (LOSS) AFTER TAXA | ΓΙΟΝ | £ (28.553) | £ (24,059) |

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED **BALANCE SHEET** AT 31 DECEMBER 2007

| | | NOTES | <u>20</u> | <u>07</u> | <u>200</u> | <u>)6</u> |
|---|---------------------|--------------|-----------|-----------|------------|-----------|
| | | | £ | £ | £ | £ |
| FIXED ASSE | | _ | | 0.011 | | 10005 |
| Tangible Asset | S | 7 | | 9,311 | | 10,925 |
| CUDDENT | gormo | | | | | |
| CURRENT AS | 88E18 | | 500 | | 4,000 | |
| | & Prepayments | 8 | 99,569 | | 129,708 | |
| | Bank & in Hand | o | 241,851 | | 204,529 | |
| Casii at i | Dank & III Franc | | 241,031 | | 204,329 | |
| | | | 341,920 | | 338,237 | |
| CREDITORS | Amounts falling due | • | | | | |
| | within one year | 9 | (341,957) | | (284,555) | |
| NET CURREN | UT ASSETS | | | (27) | | 52 692 |
| NET CORRE | VI ASSETS | | | (37) | | 53,682 |
| TOTAL ASSET | S LESS CURRENT | LIABILITIE | <u> </u> | 9,274 | | 64,607 |
| CREDITORS | Amounts falling due | after | | | | |
| | more than one year | 10 | | (199,291) | (| (226,071) |
| | | | | | ` | |
| | | | £ | (190,017) | £(| 161,464) |
| CADITAL AND | D DECEDVES | | | ===== | | |
| CAPITAL AN | D RESERVES | | | | | |
| Issued Share Ca | apıtal | 11 | | 40,000 | | 40,000 |
| Profit and Loss | Account | 12 | (| (230,017) | (| 201,464) |
| C1 1 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | | 1.0 | _ | | | |
| Shareholders' I | unds | 13 | £ | (190,017) | £ (| 161,464) |
| | | | | ===== | ; | |

The accounts 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

Signed on behalf of the Board

27/6/2008

The notes on pages 5 to 7 form part of these Accounts

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2007

1 ACCOUNTING POLICIES

- a) The Accounts have been prepared under the historical cost convention. The company has taken advantage of exemption in Financial Reporting Standard No 1 from the requirement to produce cashflow statement on the grounds that it is a small company
- b) Depreciation is calculated using the reducing balance basis at the following rates:

Motor Van 25% Fixtures, Fittings & Equipment 25%

- c) Assets and liabilities in foreign currencies are translated into Sterling at the rates of exchange ruling at the balance sheet date. Transaction in foreign currencies are translated into Sterling at the rate ruling on the date of transaction. Exchange differences are taken into account in arriving at the operating profit.
- d) Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to profit and loss account as incurred.

e) Stock have been valued at lower of cost or net realisable value

2 TURNOVER

Turnover represents the invoiced amounts of goods sold and services provided net of value added tax

| 3 | INTEREST PAYABLE AND SIMILAR CHARGES | <u>2007</u> | <u>2006</u> |
|----|--|---------------------|---------------------|
| | Bank Charges & Interest Credit Card Charges | £ 3,246 8,231 | £ 4,924 9,092 |
| | | 11,477 | 14,016 |
| 4. | PROFIT / (LOSS) BEFORE TAXATION | | |
| | This is stated after charging Directors' Remuneration Auditors' Remuneration | 36,000 3,000 | 36,000 3,000 |
| 5 | TAXATION | | |
| | Based on Profit for the year UK Corporation Tax @ 19% | - | - |

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2007

| 6. | <u>EMPLOYEES</u> | | | <u>2007</u> | <u>2006</u> |
|----|---|-----------------|----------------------------|---|-----------------------------|
| a) | The average number of employ during the year was as follows Sales Management | | uding directors, | Number 9 4 13 | Number 10 4 14 |
| b) | Staff costs, including directors were as follows - | ' remuner | ration, | £ | £ |
| | Salaries & Wages Social Security Costs | | | 170,025 11,693 | |
| c) | Directors Directors' emoluments consist | of· | | £ | £ |
| | Fees as Directors | | | 36,000 | 36,000 |
| | Highest paid Directors | | | 18,000 | 18,000 |
| 7. | TANGIBLE FIXED ASSETS Costs As at 1-1-2007 | Total £ | Leasehold Premises £ 3,387 | Fixtures, Fittings & Equipment £ 66,686 | £ |
| | Additions | 359 | - | 359 | - |
| | As at 31-12-2007 | 71,832 | 3,387 | 67,045 | 1,400 |
| | <u>Depreciation</u> | | | | |
| | As at 1-1-2007 Charge for the year | 60,548 1,973 | - - | 59,150 1,973 | 1,398 |
| | As at 31-12-2007 | 62,521 | - | 61,123 | 1,398 |
| | Net Book Value | | | | |
| | As at 31-12-2006 | 10,925 | 3,387 | 7.536 | <u>2</u> |
| | As at 31-12-2007 | 9,311 | 3,387 ==== | 5,922 | 2 == |
| | | | | | |

CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2007

| | | 2007 £ | 2006 £ |
|-----|---|---|---|
| 8 | DEBTORS & PREPAYMENTS | ~ | - |
| | Trade Debtors Amount owed by Associated Company Prepayments and accrued income Refund from HM Customs & Excise | 35,153 29,547 32,816 2,053 | 49,558 27,611 43,270 9,269 |
| | | 99,569 | 129,708 |
| 9 | <u>CREDITORS</u> Amounts falling due within one year | £ | £ |
| | Bank Overdraft Trade Creditors Other Creditors Taxation and Social Security Accruals | 14,021 191,850 119,075 3,876 13,135 | 2,967 181,634 81,395 2,566 15,993 |
| | | 341,957 | 284,555 |
| 10 | CREDITORS Amounts falling due after more than one year | | |
| | Directors' Loan (note 10a) | 199,291 | 226,071 ——— |
| 10a | The directors have signed a deed of subordinated loan in the s of the Company | um of £198,0 | 00 in favour |
| 11 | SHARE CAPITAL | £ | £ |
| | Authorised Share Capital 100,000 Ordinary Shares of £1 each | 100,000 | 100,000 |
| | Issued Share Capital 40,000 Ordinary Shares of £1 each | 40,000 | 40,000 |
| 12 | STATEMENT OF MOVEMENT ON PROFIT & LOSS ACC | OUNT | |
| | Balance at 01/01/2007 Retained Profit / (Loss) for the year | (201,464) (28,553) | |
| | Balance at 31/12/2007 | (230,017) | |
| 13 | SHAREHOLDERS' FUNDS Reconciliation of Movements on Shareholders' Funds Loss For The Financial Year After Taxation Dividends | (28,553) | (24,059) |
| | Net Deduction to Shareholders' Funds Opening Shareholders' Funds | (28,553) (161,464) | (24,059) (137,405) |
| | Closing Shareholders' Funds | (190 017) | (161,464) ====== |

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CHINA TRAVEL SERVICE & INFORMATION CENTRE LIMITED

We have audited the financial statements of China Travel Services & Information Centre Limited for the year ended 31 December 2007 which are set out on pages 3 to 7. These financial statements have been prepared under the historical cost convention and the accounting policies set out on note (1) to the accounts

This auditor's report is made solely to the Company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extend permitted by law, we do not accept or assume any responsibility to anyone other than the company and the company's member as a body, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

As described on page 2 in the statement of the Director's Responsibilities, the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

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 Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit included 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, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the company's affairs as at 31 December 2007 and of its Loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985

The information given in the director s report is consistent with the financial statements

Kam Lee Associates

Chartered Certified Accountants & Registered Auditors

66 Shaftesbury Avenue London W1D 6LX

Date 27 June 2008