Company Number: 3967525

thomson intermedia PLC

Annual Report and Accounts

12 months ended 30 April 2008

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Highlights

- Total revenue of £17.2m, up 8% on the previous 12 month period
  - Consultancy services up 18% to £11.3m, representing 66% of total revenue
  - 92% renewal of recurring revenues on Technology and Data Services
  - 106% renewal of repeat revenues in Consultancy Services

- Group underlying* operating profit of £2.0m, down 10% on the previous 12 month period
  - Group underlying* core operating profit up 27% to £2.0m (2007 – 12m £1.6m)
  - Reported operating loss of £1.1m due to non cash write-down of capitalised development costs (2007 – 12m: £0.2m profit)

- Group underlying* profit before tax of £1.8m (2007 – 12m: £1.8m)

- Reported loss before tax of £1.4m (2007 – 12m £0.2m loss)

- Strong working capital management with a 32% improvement in debtor days and a 30% improvement in net debt position

- Management team strengthened across a number of levels

- Strong focus on:
  - Introducing greater financial discipline
  - Eliminating dependency on "one off" projects

** before Highlighted Items (see note 3)*

Group information

Directors

Michael Higgins	*Non-Executive Chairman*
Michael Greenlees	*Chief Executive Officer*
Nick Manning	*Chief Operating Officer*
Paul Gladman	*Chief Information Officer*
Andrew Beach	*Group Finance Director*
Stephen Thomson	*Non-Executive Director*
Sarah Jane Thomson	*Non-Executive Director*
Fiona Driscoll	*Non-Executive Director*

Company Secretary
Andrew Beach

Registered office
The Registry
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EC3N 4QN

Registration
Registered and incorporated in England & Wales
Registration number 3967525

Independent Auditors
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W1U 7EU

Nominated adviser and broker
Landsbanki Securities (UK) Limited
Beaufort House
15 St Botolph Street
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Solicitors
Jones Day
21 Tudor Street
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DMH Limited
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Crawley
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Registrars
Computershare Investor Services PLC
PO Box 82
The Pavilions
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Bristol BS99 7NH

Chairman's statement

The financial period that ended on 30 April 2008 was one of substantial change for the Company and we have ended the period in a stronger position than we started

The financial performance for this period must be viewed as one that reflects the transitional nature of the year The handing over by our company founders of the executive leadership of the company to Michael Greenlees has enabled a fresh perspective to be brought to the business that will facilitate the next exciting phase of our company growth.

Last summer we celebrated the 10th anniversary of Thomson Intermedia; a company that started life with the passion of a small group of individuals and now counts a significant proportion of the UK's largest advertisers amongst its clients

The Board was very fortunate to be able to attract Michael Greenlees to join the Board initially as a non-executive and then to step up into the Chief Executive role. His experience and exacting management disciplines are being felt throughout the business. The appointment of Nick Manning, with his vast experience of the media industry, now means that we have one of the most experienced executive teams in the sector

The need to implement changes to the portfolio of products, and to focus the Group's resources, has resulted in a write-down of some of the Company's previous investments in development projects. In addition, some one-off costs have been incurred in order to ensure that we have the best people in key positions. We have also moved into new offices as leases ran out and we sought to maximise the benefit of having all elements of the business in fewer locations.

We are now in a strong position to move forward. We have an executive management team that would be the envy of many larger companies. We have a business that has been reviewed from top to bottom, and we have a platform that is both robust and unique, with a clearly defined growth plan.

I want to thank Steve and Sarah Jane Thomson for the 10 years of their lives they devoted to the creation of Thomson Intermedia I must also, on behalf of the Board, thank all the employees for their support through this transitional, and we believe transformational period.

Michael Higgins
Chairman

23 July 2008

Chief Executive's Review

Overview

Total revenue for the year to 30 April 2008 was up 8% to £17 2 million compared to the 12 months to 30 April 2007. Underlying operating profit was £2 0 million, and although this was down 10% on the previous year, it nevertheless represented an underlying growth of 27% discounting for one-off 'development' revenue. Following the non cash write-down of capitalise development costs (£1.5m), the Group reported an operating loss of £1.1m, down from £0.2m operating profit for the previous 12 months

The Company continued to be cash generative at an operating level and this, combined with a more disciplined approach to cash management, saw significant improvements in net debt, which fell from £3.0 million to £2.1 million over the year.

Background

Since my appointment as Chief Executive Officer in October 2007, the Company has undergone a major transformation. Nothing has gone unchallenged and little has remained unchanged. As a result it has been a period of extra-ordinary change, and I want to thank everyone who has been involved for their support, dedication and enthusiasm in helping to grasp the opportunities that surely lie ahead for this outstanding company.

This has been a year during which we have focused upon introducing greater financial discipline, eliminated our dependency on 'one-off' projects and returned to our core strengths by rebuilding a strong recurring revenue stream, based upon providing an increasing range of services to our large and growing client base

We have carefully reviewed every aspect of the business in order to evaluate our strengths and to understand our weaknesses. This has formed the basis of our strategic thinking for the future, and the fruits of this exercise should begin to emerge in the year ahead.

Specifically, we have reviewed in detail:

- Our management structure, with the aim of strengthening our depth of senior talent and encouraging a culture of accountability
- Our systems and processes for managing the business effectively and efficiently, with special emphasis on ensuring clarity of collective and individual responsibility
- Our sales strategy, structure and pricing across our diverse product base
- Our financial practices, with particular emphasis on business planning, performance management, accountability and treasury efficiency
- Our data capture and quality control to ensure the best possible data output to the market
- Our IT practices, structures and processes, in order to create maximum efficiencies with the minimum down-time, and to ensure timely market delivery of both upgrades and new products
- Our 'go to market' strategy and branding in order to present the most powerful and relevant face to our client audiences
- Our international capabilities, to address the need for a wider footprint for business expansion
- Our Human Resources practices, in order to improve the way we reward, retain, motivate and incentivise our people
- Our property portfolio, aiming at an improvement in cross-company operations and working conditions

As a result of this review the Board believe that our company is stronger, more focused and ready to deliver strong growth in the years ahead.

Market Data: the currency of the media industry

We operate in a worldwide advertising market worth over $360 billion and a UK market worth almost £8.5 billion.

As the media landscape diversifies and fragments, driven by emerging digital technologies, there is a greater need for marketing professionals to have accurate, timely (and crucially) independent information, insight and advice. The growth of the Internet (fuelled by Broadband distribution) has transformed the communications market and brought about a radical change in the way that people lead their lives and an equally big shift in their use of communications media

Digital communications services, led by the Internet, have conspired with converging technologies to offer a massive range of choice to today's consumers Social Networking on mobile devices is a daily reality and user-generated content is already a permanent feature of the media landscape.

The explosion of media choice is rapidly re-distributing the time, attention and disposable income of the audiences, and advertisers face an enormous challenge in the way they connect with their consumers What is sure is that this proliferation of media channels, and the wide range of devices on which they are received, means that increasingly, media menus are becoming personalised and that this has significantly disrupted the traditional 'media consumption' stereotype upon which so much traditional media planning relies.

Data, which allows us to track and respond to consumer behaviour, is the hot new currency and although it is in plentiful supply, its sheer volume creates its own problems, challenging marketers to transform information into actionable insights. This represents an enormous opportunity for Thomson Intermedia. Advertisers increasingly need integrated and independent ways of navigating a clear path through the new media jungle and we are well positioned to help them.

I believe that no other company offers our unique mix of capabilities. We have one of the largest – perhaps *the* largest – media databases in the UK; we work with over 300 advertisers, we already deliver valuable insights direct to our clients' desktops in near real time, and we measure and benchmark over £3 billion of media spend, trade and consumer promotional investment each year. This gives us a unique perspective, and I believe an unrivalled ability, to provide our clients with powerful market insights that can drive their businesses success.

Marketing Investment Management: strategic realignment of our core capabilities

In June 2008, I announced that our media monitoring platform would take the Billetts' name to become *Billetts Media Monitoring (BMM)* and be aligned with our two other advertising services divisions *Billetts Media Consulting* and *Billetts Marketing Sciences.* At the same time BMM was significantly upgraded to provide advertisers with a dedicated and unique monitoring platform that is specific to their marketing sector. The depth, accuracy and usability of this data platform is without equal, and our ability to tailor it to the marketing and media needs of our clients is, I believe, unrivalled.

Whilst each of the three Billetts business units is an authority in its own right, together they create what we believe will increasingly become recognised as the best practice approach for advertisers. We call it *Marketing Investment Management* and it is designed to ensure transparency, insight and value throughout the media planning and buying process, as well as to provide advertisers with the strategic tools they need to help them build effective media and marketing plans and gain a demonstrable return on their investment.

In this cluttered and complex market, Billetts' mission is to become the clear source of independent and integrated advice for our clients - to sit at their shoulder throughout the communications and planning process in order to help them

- Understand the competitive environment and in the process fine-tune their own activity and react quickly to competitive threats
- Keep track of marketing campaigns in terms of advertising appearance, compliance and transparency
- Grow their business by providing unique insights into the key metrics that drive their particular market
- Benchmark their media activity and measure both the economy and effectiveness of their media planning and buying
- Understand their overall return-on-investment from their total communications and promotional activity
- Manage their data sources and ensure they feed back into better communication planning and greater efficiencies across all media and marketing choices

We believe that no other company in our sector has access to so much data and yet can genuinely claim to be entirely independent of the buying process.

Leveraging our core assets into growing markets

In the coming months we intend to focus on improving and developing the services we provide to our other two market audiences: Public Relations and Publishers

Our editorial monitoring products aimed at the Public Relations market - *Newslive* and *Newsmetrics* - are a growing and important part of our business. Today, most major corporations are concerned to properly manage their image; put more correctly perhaps, their reputation. In the world of business, reputation is key and in today's busy and complex media environment, in which blogging is increasingly dictating the pace of public opinion, tracking what people say about you – good or bad – is a crucial business tool.

Both *Newslive* and *Newsmetrics* are specialist providers of high-speed news monitoring and evaluation services delivered on-line in near real time. They provide intelligently selected media coverage and evaluation that helps inform strategic planning.

In addition we plan to further develop our 'publisher services' business by building upon our successful electronic vouching business Electronic vouching allows publishers to provide advertisers with proof of insertion via a purpose built web based platform helping them to create significant efficiencies and cost savings. We have recently introduced this product in Holland where it has already met with significant success.

International development

Approximately 19% (2007: 13%) of our revenue in 2007/8 was derived directly or indirectly from international client assignments. Of this, 75% are for contracts conducted in 10 countries or more. We currently work with over 30 companies across Europe and Asia to provide our international media audit service and in the coming year we intend to take steps to strengthen our country representation to more closely match the needs of our clients.

Last month we entered into exclusive discussions with Media Value, Spain's newest and most dynamic Media Consulting and Auditing Company, with a view to acquiring an initial 25% interest and by so doing, strengthen our existing presence in this important market. Media Value was formed last year by senior professionals from Accenture/Media Audits, and has already built up a significant client list in its own right. Billetts' Spanish and Portuguese accounts will join Media Value's existing business, jointly creating a powerful data pool for the Spanish media market.

A new company name to reflect our unique offering

Our future growth will be based on the exploitation and development of our key competency as a data analytics business We bring high value insights and services to our three target audiences - advertisers, publishers and the PR sector. We add value through our ability to capture data and convert it into unique insights via our suite of algorithms and analytics products And we deliver all of this via a data platform refreshed and analysed in near real time.

We now need a new name to signal our new and exciting future.

Our current Company name has served us well. There is no doubt that the Thomson name has great resonance in the media business. Unfortunately its strength is also its weakness. We are frequently mistaken for the many 'Thomson' companies who in some way overlap with our market – Thomson Directories for example - and many that don't – like Thomson Holidays! The recent Thomson Reuters merger illustrates our frustration – it is sufficiently adjacent to be confusing to potential clients, and at the same time sufficiently different in what it does to inhibit our ability to distinguish our unique company capabilities We are a small company by comparison and need a name that is unique and unmistakable, one that clearly signals our data and analytics credentials and is able to stretch across a number of technology enhanced media products and businesses.

I am therefore proud to announce that, subject to shareholder approval at our next Annual General Meeting in September, we plan to change our company name to *ebiquity plc.*

ebiquity MARKETING ANALYTICS

I believe it is a name that will allow us to build a growing and uniquely attributable share of mind within the media community.

Outlook

We have taken the first steps necessary to ensure a strong foundation for growth but there will be more to do in the coming year. We will continue to invest in growth opportunities designed to build upon our strengths as a leader in marketing analytics.

Our primary purpose is to advise our clients on how best to create media value – more specifically, how best to ensure maximum return on their marketing and media investment. At no time is this more relevant or more important than at a time of growing concerns about recession. Already a significant proportion of our clients are either Finance Directors or Heads of Procurement seeking to set benchmarks or interrogate value. Many are Sales Directors who look to create greater efficiencies from their growing trade promotion budget. And many are Marketing Directors who need to make their marketing budgets work harder Billetts *Marketing Investment Management* speaks directly to these concerns. Overall, therefore, the Board remain cautiously optimistic about the year ahead.

Michael Greenlees
Chief Executive Officer

23 July 2008

Financial Review

Thomson Intermedia plc is publishing its final results for the 12 months ended 30 April 2008 Since the comparative period is a 15 month period, this review also contains unaudited proforma figures for the 12 months ended 30 April 2007

Revenue

	12 months ended 30 April 2008 (audited) £'000	12 months ended 30 April 2007 (restated, unaudited proforma) £'000	15 months ended 30 April 2007 (restated, audited) £'000
Consultancy Services	11,310	9,604	12,168
Technology & Data	5,910	5,716	7,126
Core	**17,220**	**15,320**	**19,294**
Development (one off)	-	661	896
Total Revenue	**17,220**	**15,981**	**20,190**

Total Group revenue increased by 8% to £17 2 million (2007 – 12 months £16 0 million) with Core revenue, excluding one-off development projects, up by 12% to £17.2 million (2007 – 12 months· £15.3 million). This growth was driven by Consultancy Services where revenue increased by 18% to £11.3 million. Within this segment, revenue from international audit assignments and marketing sciences projects both grew strongly, up by 62% and 30% respectively.

Despite an encouraging 92% renewal rate (by value), revenue from Technology & Data Services was up only 3% year on year due to a disappointing new business performance. Following contract wins in Holland and in UK magazine publishing, revenue from e-vouching services for publishers was up 28% year on year.

The Board made the decision to focus on recurring and renewable revenue streams based on our core product and service offerings rather than one off software development projects. This explains the lack of Development revenue in the current year.

Gross Profit

Gross profit for the period was £9.0m, yielding a gross margin of 52% (2007 – 15 months: 56%) which has been consistent throughout the period. The margin decrease reflects the lack of one off development income, and the larger percentage of revenue being attributable to Consultancy Services - and in particular international contracts - which has lower margins than Technology & Data

Operating Profit

Profit before highlighted items is termed "underlying operating profit". Certain items have been highlighted because separate disclosure is considered relevant in understanding the underlying performance of the business.

	12 months ended 30 April 2008 (audited)	12 months ended 30 April 2007 (restated, unaudited proforma)	15 months ended 30 April 2007 (restated, audited)
	£'000	£'000	£'000
Consultancy Services	1,993	1,463	2,088
Technology & Data	145	220	300
Central costs	(121)	(92)	(84)
Underlying core business operating profit	**2,017**	**1,591**	**2,304**
Development (one off)	-	642	877
Underlying operating profit	**2,017**	**2,233**	**3,181**
Highlighted Items	(3,140)	(2,055)	(2,230)
Reported operating (loss)/profit	**(1,123)**	**178**	**951**

Consultancy Services has performed well with increased revenues from a well managed cost base

Additional costs incurred in Technology & Data did not result in the desired uplift in revenues As explained in the Chief Executive's review, this part of the business is subject to a detailed strategic review.

Underlying core business operating profit was £2 0m (2007 – 12 months. £1.6m), representing a 27% increase over the prior 12 month period.

Highlighted Items

	12 months ended 30 April 2008			15 months ended 30 April 2007		
	Cash	Non-cash	Total	Cash	Non-cash	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Recurring:						
Share based expenses	-	99	**99**	-	347	**347**
Amortisation of purchased intangibles	-	369	**369**	-	484	**484**
	-	468	**468**	-	831	**831**
Non recurring:						
Acquisition related (Billetts)	-	-	-	361	-	**361**
Development costs write off	-	1,457	**1,457**	-	-	-
Provision for doubtful debts	-	-	-	-	474	**474**
Property costs	548	(90)	**458**	-	218	**218**
Management restructuring costs	521	-	**521**	193	-	**193**
Other costs	236	-	**236**	47	106	**153**
	1,305	1,367	**2,672**	601	798	**1,399**
Total highlighted items	**1,305**	**1,835**	**3,140**	601	1,629	**2,230**

Following a comprehensive review of the Company's priorities in respect of development projects, the Group has taken a write-down of £1.5 million in respect of capitalised development costs relating to projects that we no longer pursue This is an accounting charge, which has no impact on the Group's cash flow, now or in the future.

The property costs of £458,000 relate to the consolidation of the Company's London operations into one location at Tower Hill and includes the cost of exiting our two other London properties in Charing Cross and Farringdon.

The management restructuring costs of £521,000 relate to Board changes implemented in October 2007 together with further restructuring following a strategic review

Other costs relate primarily to liabilities of Billetts that arose from the period prior to its acquisition in August 2005 together with legal costs in pursuit of a possible warranty claim. The Board has decided that it would be an unnecessary deflection of resources to pursue this matter at this time

Profit before tax and EPS

Net finance costs were £250,000 (2007 - 12 months: £353,000) which reflects a decrease in the Group's borrowings over the past twelve months.

Underlying profit before tax for the twelve months was flat at £1.8m. Reported loss before tax was £1.4m (2007 – 12 months: £0.2m loss).

Underlying diluted earnings per share for the twelve months was 4.34p (2007 – 12 months: 5.00p). Reported diluted loss per share was 4 00p (2007 – 12 months: 0 55p)

The Board is not recommending the payment of a dividend, reflecting the high growth nature of the Group and the opportunities for further development, particularly internationally.

Cash and Debt

	As at 30 April 2008 (audited) £'000	**As at 30 April 2007 (audited) £'000**
Cash	1,687	2,105
Debt	(3,751)	(5,057)
Net Debt	**(2,064)**	**(2,952)**

Net cash from operating activities for the twelve months was £1.8m (2007 – 15 months: £2.0m), reflecting an improved working capital performance on an annualised basis.

During the 12 months, the Group invested £335,000 in intangible assets (development work), £797,000 in relation to the property move, and incurred £521,000 in relation to management restructuring

There has been a strong focus over the last year on improving the processes for cash and working capital management, including debt collection, invoicing and supplier payments. These initiatives have had a significant impact with debtor days down from 95 days as at 30 April 2007 to 65 days as at 30 April 2008 The profile of the debtor balances has also improved: as at 30 April 2008, 19% of debtors had been outstanding for more than 60 days compared with 32% as at 30 April 2007

The net debt position as at 30 April 2008 was £2.1 million (2007. £3 0 million), the reduction being due to positive operating cash flow over the past twelve months despite significant investment in property and management restructuring Gross debt was reduced by £1.3 million to £3 8 million as £0 9 million was repaid to the bank, and £0.4 million of vendor loan notes were redeemed.

As at 30 April 2008, the Group had unutilised banking facilities of £4 1m

Andrew Beach
Group Finance Director

23 July 2008

Directors, Board Committees and Corporate Governance

Board of Directors

The Board of Directors, which comprises four Executive Directors, three independent Non-Executive Directors, and an independent Non-Executive Chairman meets seven times a year. The Board is responsible for leading and controlling the Group. The four Executive Directors and a further six members of senior management comprise the Group's Business Development team, which meets on a weekly basis, and provides the principal vehicle for directing the Group's business at an operational level The following Board committees deal with the important aspects of the Group's affairs and provide independent, objective advice.

Audit Committee

The Audit Committee, which meets three times a year, is chaired by Michael Higgins and comprises the Non-Executive Chairman and one Non-Executive Director. The purpose of the committee is to ensure the preservation of good financial practices throughout the Group; to monitor that controls are in force to ensure the integrity of financial information; to review the interim and annual financial statements; and to provide a line of communication between the Board and the external auditors.

Remuneration Committee

The Remuneration Committee, which meets at least once a year, is chaired by Michael Greenlees and comprises two Non-Executive Directors. It is responsible for the Executive Directors' remuneration, other benefits and terms of employment, including performance related bonuses and share options.

Nomination Committee

Given the small size of the Board, the Board as a whole fulfils the function of the Nomination Committee

Compliance with the Combined Code

Under the rules of the AiM market the Group is not required to comply with the Combined Code. However, the Directors have taken steps to comply with the Combined Code in so far as it can be applied practically, given the size of the Group and the nature of its operations.

The Directors acknowledge that fully listed companies are required to report on internal controls in compliance with The Combined Code. Despite the fact that the Group is not bound to comply, as it is listed on the AiM market, the Directors recognise the need to focus on significant risks and related controls, procedures and reports. The Directors consider that such matters are dealt with appropriately bearing in mind the Group's present size and its potential for expansion.

Directors' Report

The Directors present their annual report and Group audited accounts for the 12 months ended 30 April 2008.

Business review and principal activities

Thomson Intermedia Plc is the holding company for a group which continues to provide a range of business critical data, analysis and consultancy services to advertisers, media owners and PR professionals, both in the UK and internationally. The Chief Executive Officers' Review on pages 5 to 8 set out the full activities of the Group.

The loss for the year after taxation amounted to £1,276,000 (15 months to 30 April 2007: £821,000 profit). Full details of the results for the year are set out in the Financial Review on pages 9 to 12.

Business environment

The sector in which Thomson Intermedia operates has attractive growth characteristics due to the increasing focus by companies on bringing more accountability to their marketing spend and analysing its return on investment The advertising market has historically operated as a "trust" industry with high fragmentation and low levels of transparency around pricing. This is now changing rapidly as a result of improved technology and measurement techniques, new media channels and an increasing focus by advertisers on value for money As set out in the Chief Executive Officers' Review on pages 5 to 8, the Group believes that it is well placed to take advantage of these market trends

Strategy

A review of the Group's strategy is included in the Chief Executive Officers' Review on pages 5 to 8.

Research and development

The Group continues to invest in development of products This has resulted in some breakthroughs in technology and enhancements of existing services that will benefit the Group in the medium to long term. In particular we have significantly upgraded our BMM platform.

Trading review and future development

A review of the business and future outlook are included in the Chief Executive Officers' Review on pages 5 to 8.

Principal risks and uncertainties

The management of the business and the execution of the Group's strategy are subject to a number of risks. The Directors believe that the key business risks affecting the Group are as follows

IT systems

Thomson Intermedia relies on its IT systems to deliver services to customers As a technology-led business, a key risk is the possibility of an interruption to the running of the Group's hardware or software To minimise this risk, the Group has a team of dedicated IT professionals with the skills to maintain the systems and address potential issues as they arise The Group has also invested heavily in back-up systems and procedures to mitigate the impact of any outage Further investment in this area is planned for the current year.

Economic cycle

In the event of an economic downturn, overall spending on marketing activity is likely to decline and this may impact on the Group's revenues However, the Group believes that its products and services, which are focused on helping its customers achieve maximum value from their marketing spend, will be even more valuable in a recessionary environment This should help shield the Group from the impact of an economic downturn

Loss of key staff

Our directors and staff are critical to the servicing of existing customers and the winning of new business The departure of key individuals and the inability to recruit people with the right experience and skills could adversely affect the Group's results. With this risk in mind, key staff are subject to financial lock-ins and long term incentive arrangements linked to divisional and Group results which are designed to reward loyalty and performance.

Competition

The marketing services sector is highly competitive, with frequent new product innovations and enhancements, all of which means that there can be no guarantee that the Group will generate expected revenues. However, the Group is well placed to counter these threats given its solid market position, the quality and comprehensiveness of its database and its proprietary, world-leading technology all of which act as strong barriers to entry for potential competitors.

Key performance indicators ("KPIs")

Whilst the Board monitors many financial and operational measures to track the Group's progress, there are four core KPIs which are set out below:

KPI	12 months ended 30 April 2008	15 months ended 30 April 2007 (restated)	Definition, method of calculation and analysis
Core revenues (£k)	£17,220	£20,190	Revenues from Technology & Data, Consultancy and International businesses. On an annualised basis the Core business has continued to grow well during 2007/8 as a result of organic growth.
Underlying operating profit (£k)	£2,017	£3,181	Operating profit before highlighted items Annualised underlying operating profit was down 10% in 2007/8, reflecting the decision to eliminate our dependency on 'one-off' projects
Subscriptions Renewal Rate (%)	92%	90%	Percentage of Technology & Data business (by contract value) which has renewed over the previous 12 months. The increase in renewal rate reflects continuing high levels of customer satisfaction across the Technology & Data business.
Net Cash From Operating Activities (£k)	1,806	2,008	Cash flow before investing and financing activities. On an annualised basis, cash flow increased in 2007/8 largely due to an improved working capital performance.

Dividends

The Directors do not recommend the payment of a dividend (2007: £nil).

Charitable and political donations

During the year the Group made no charitable donations (2007 – 15months: £1,000) and no political donations (2007: £nil).

Creditor payment policy

The Group's policy is to comply wherever possible with any payment terms agreed with suppliers. As at 30 April 2008, the Group's average creditor days figure was 57 days (2007 58 days) The Group had £1,555,000 trade creditors at the year end (2007: £1,108,000).

Substantial shareholdings

At 23 July 2008 the following held more than 3% of the Company's ordinary share capital, other than the shareholdings held by Directors No other person has reported an interest of more than 3% in the Company's ordinary shares

	23 July 2008	
Name	**No of shares**	**%**
Kabouter Management	3,750,000	11.7
Herald Investment Management	3,241,950	10.1
Capital Group	1,968,800	6.1
Mark H Dixon	1,470,830	4 6
Henderson Global Investors	1,400,000	4.4
Artemis Investment Management	1,125,000	3 5
Majedie Asset Management	1,096,600	3.4

Financial instruments

The Group's principal financial instruments comprise bank and loan notes and cash. The main purpose of these financial instruments is to provide finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations The Group has financed its business through a term loan and revolving credit facility. The operations of the Group generate cash and the planned growth of activities is cash generative. Full details of financial instruments are included in note 23 of the results

Going concern

The Board is responsible for considering whether it is appropriate to prepare financial statements on a going concern basis. After making appropriate enquiries the Board concluded that the Group has adequate resources to continue in operation for the foreseeable future. For this reason the Group continues to adopt the going concern basis in preparing the financial statements.

Disclosure of information to auditors

All of the current Directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the Group's Auditors for the purposes of their audit and to establish that the Auditors are aware of that information. The Directors are not aware of any relevant audit information of which the Auditors are unaware.

Directors' indemnity

The Company purchased and maintained throughout the period Directors' and officers' liability insurance in respect of its Directors and officers and those of its subsidiaries. This is permitted by section 310(3) of the Companies Act 1985.

Statement of Directors' Responsibilities

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group, for safeguarding the assets of the Company, for taking reasonable steps for the prevention and detection of fraud and other irregularities and for the preparation of a Directors' Report which complies with the requirements of the Companies Act 1985.

The Directors are responsible for preparing the annual report and the financial statements in accordance with the Companies Act 1985 The Directors are also required to prepare financial statements for the Group in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs) and the rules of the London Stock Exchange for companies trading securities on the Alternative Investment Market The Directors have chosen to prepare financial statements for the Company in accordance with UK Generally Accepted Accounting Practice.

Group financial statements

International Accounting Standard 1 requires that financial statements present fairly for each financial period the Group's financial position, financial performance and cash flows This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the preparation and presentation of financial statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs. A fair presentation also requires the Directors to:

- consistently select and apply appropriate accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information; and
- provide additional disclosures when compliance with the specific requirements in IFRS is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance.

Parent company financial statements

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 these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.
- make judgements and estimates that are reasonable and prudent; and
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.

Financial statements are published on the Group's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the Group's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the financial statements contained therein

Directors

The Directors who held office during the period and until the date of this report were as follows:

Michael Higgins	*Non-Executive Chairman*
Michael Greenlees	*Chief Executive Officer*
Nick Manning	*Chief Operating Officer (appointed 27 September 2007)*
Paul Gladman	*Chief Information officer*
Andrew Beach	*Group Finance Director (appointed 23 April 2008)*
Michael Uzielli	*Group Finance Director (resigned 22 February 2008)*
Stephen Thomson	*Non-Executive Director*
Sarah Jane Thomson	*Non-Executive Director*
Fiona Driscoll	*Non-Executive Director*

Directors' interests

The beneficial interests of Directors, who were Directors at the period end, in the ordinary shares of the Company and options to purchase such shares at the beginning and end of the financial year comprised:

	Number of ordinary shares 30 April 2008	Options 30 April 2008	Number of ordinary shares 30 April 2007	Options 30 April 2007
Michael Higgins	64,500	-	24,500	-
Michael Greenlees	50,000	1,919,760	-	-
Nick Manning	50,000	1,464,285	-	-
Paul Gladman	908,804	508,451	878,804	508,451
Andrew Beach	20,000	96,908	-	-
Stephen Thomson	5,302,393	145,921	5,302,393	145,921
Sarah Jane Thomson	5,302,394	145,921	5,302,394	145,921
Fiona Driscoll	33,316	-	30,523	-

No Director has any direct interest in the shares of any subsidiary company. There have been no changes in the above Directors' shareholdings between 30 April 2008 and 23 July 2008.

Auditors

BDO Stoy Hayward LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the next Annual General Meeting.

By Order of the Board:

Andrew Beach
Company Secretary

23 July 2008

To the shareholders of Thomson Intermedia Plc

We have audited the Group and Parent Company financial statements (the "financial statements") of Thomson Intermedia Plc for the year ended 30 April 2008 which comprise the consolidated income statement, the consolidated statement of recognised income and expense, the consolidated and company balance sheets, the consolidated cash flow statement and the related notes. These financial statements have been prepared under the accounting policies set out therein

Respective responsibilities of directors and auditors

The Directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union, and for preparing the parent company financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) 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 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 have been properly prepared in accordance with the Companies Act 1985 and whether the information given in the Directors' Report is consistent with those financial statements. We also report to you if, in our opinion, 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 other transactions is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Chairman's Statement, the Chief Executives' Review, the Financial Review and the Directors' Report. 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 other information.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Group's and 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 Group financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the Group's affairs as at 30 April 2008 and of its loss for the year then ended;

- the Parent Company financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Parent Company's affairs as at 30 April 2008;

- the financial statements have been properly prepared in accordance with the Companies Act 1985, and

- the information given in the Directors' Report is consistent with the financial statements.

BDO Stoy Hayward LLP

BDO STOY HAYWARD LLP
Chartered Accountants and Registered Auditors
London

23 July 2008

Consolidated Income Statement
for the twelve months ended 30 April 2008

	Note	12 months ended 30 April 2008	15 months ended 30 April 2007 (Restated – Note 1)
		£'000	£'000
Revenue		17,220	20,190
Cost of Sales		(8,261)	(8,758)
Gross Profit		**8,959**	**11,432**
Administrative expenses – excluding highlighted items		(6,942)	(8,251)
Administrative expenses – highlighted items	3	(3,140)	(2,230)
Total administrative expenses		**(10,082)**	**(10,481)**
Operating profit before highlighted items	**4**	**2,017**	**3,181**
Administrative expenses – highlighted items	**3**	**(3,140)**	**(2,230)**
Operating (loss)/profit		(1,123)	951
Finance income		62	80
Finance expenses		(312)	(473)
Net finance costs		**(250)**	**(393)**
(Loss)/profit before taxation		**(1,373)**	**558**
Tax income	7	97	263
(Loss)/profit for the period		**(1,276)**	**821**
Attributable to:			
Equity holders of the parent		(1,276)	770
Minority interests		-	51
		(1,276)	**821**
(Loss)/earnings per share			
Basic	8	(4.00)p	2 46p
Diluted	8	(4 00)p	2.37p

The notes on pages 26 to 57 form part of these financial statements.

Consolidated Statement of Recognised Income and Expense for the twelve months ended 30 April 2008

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 (Restated – Note 1) £'000
(Loss)/profit for the period	(1,276)	821
Exchange differences on translation of overseas subsidiary	13	56
Deferred tax movement on share based expenses	(80)	(101)
Total income and expense recognised directly in equity	(67)	(45)
Total recognised income and expense for the period	**(1,343)**	**776**
Attributable to		
Equity holders of the Company	(1,343)	725
Minority interest	-	51
	(1,343)	**776**

Consolidated Balance Sheet
as at 30 April 2008

	Note	30 April 2008 £'000	30 April 2007 (Restated – Note 1) £'000
Non current assets			
Goodwill	9	8,754	8,625
Other intangible assets	10	2,876	4,432
Property, plant & equipment	11	882	610
Investment in joint ventures	12	115	115
Deferred tax asset	18	979	895
Total non current assets		**13,606**	**14,677**
Current assets			
Trade & other receivables	13	5,753	5,715
Current tax assets		-	105
Cash & cash equivalents	14	1,687	2,105
Total current assets		**7,440**	**7,925**
Total assets		**21,046**	**22,602**
Current liabilities			
Other financial liabilities	15	(1,951)	(2,857)
Trade & other payables	16	(2,273)	(2,132)
Current tax liabilities		(226)	-
Provisions	17	(156)	(59)
Accruals & deferred income		(4,703)	(3,995)
Total current liabilities		**(9,309)**	**(9,043)**
Non current liabilities			
Other financial liabilities	15	(1,800)	(2,200)
Provisions	17	(65)	(159)
Deferred tax liability	18	(667)	(825)
Total non current liabilities		**(2,532)**	**(3,184)**
Total liabilities		**(11,841)**	**(12,227)**
Total net assets		**9,205**	**10,375**
Capital & reserves			
Share capital	20	8,035	7,828
Share premium	21	1,846	1,840
Merger reserve	21	(4,504)	(4,504)
Translation reserve	21	63	50
Retained earnings	21	3,765	5,161
Capital and reserves attributable to the equity holder of the parent	21	**9,205**	**10,375**
Minority interest		-	-
Total equity		**9,205**	**10,375**

The financial statements on pages 26 to 57 were approved and authorised for issue by the Board of Directors on 23 July 2008 and were signed on its behalf by:

Michael Greenlees
Director

Andrew Beach
Director

Consolidated Cashflow Statement
for the twelve months ended 30 April 2008

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 (Restated – Note 1) £'000
Cashflows from operating activities		
(Loss)/profit before taxation	(1,373)	558
Adjustments for		
Depreciation	333	414
Amortisation	434	1,120
Capitalised development costs write off	1,457	-
Share option charges	99	307
Finance income	(62)	(80)
Finance expenses	312	473
	1,200	**2,792**
Increase in trade receivables	(41)	(225)
Increase in trade payables	849	112
Increase in provisions	3	110
Cash generated from operations	**2,011**	**2,789**
Finance expenses	(312)	(473)
Income taxes paid	107	(308)
Net cash from operating activities	***1,806***	***2,008***
Cashflows from investing activities		
Purchase of property, plant & equipment	(610)	(317)
Purchase of intangible assets	(335)	(793)
Purchase of investments	(128)	-
Finance income	62	80
Net cash used in investing activities	***(1,011)***	***(1,030)***
Cashflows from financing activities		
Proceeds from issue of share capital	104	32
Proceeds from long term borrowings	-	2,000
Repayment of bank loans	(863)	(375)
Loan note settlement	(443)	(3,218)
Net cashflow used in financing activities	***(1,202)***	***(1,561)***
Net decrease in cash, cash equivalents and bank overdrafts	**(407)**	**(583)**
Effect of foreign exchange rate changes	(11)	(24)
Cash, cash equivalents and bank overdraft at beginning of period	**2,105**	**2,712**
Cash, cash equivalents and bank overdraft at end of period (note 14)	**1,687**	**2,105**

1. Accounting policies

Basis of preparation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, International Accounting Standards and Interpretations (collectively IFRSs) issued by the International Accounting Standards Board (IASB) as adopted by European Union (Adopted IFRSs) and with those parts of the Companies Act 1985 applicable to companies preparing their financial statements under Adopted IFRSs.

Change in year end

In the prior year, the Group changed its year-end from 31 January to 30 April in order to better accommodate the commercial needs of the Group. In consequence, whereas the current period covers the 12 months to 30 April 2008, the comparatives are for the 15 months to 30 April 2007.

Change in classification of business segments

The Group has changed the classification of Core revenue into two streams in order to better distinguish between the services that it offers to its clients. This change, which reflects the reality of the business, should provide better transparency for investors and assist the Board in its long term growth strategy The two new revenue streams are

- Technology & Data Services comprising revenue from competitive advertising monitoring, news monitoring and e-vouching, all of which are delivered via online platforms
- Consultancy Services: comprising revenue from audit services and marketing effectiveness consultancy, which are delivered by teams of media professionals using proprietary technology solutions and support services.

The comparative figures have been restated to reflect this change.

Change in accounting policies

a. Revenue recognition policy

The Group has changed its accounting policy for revenue recognition of e-vouching contracts to recognise revenue evenly over the life of the contract period. Previously, revenue recognition was weighted towards the start of the contract to take account of set up time and costs. This change results in revenue being recognised more in line with the delivery of the service. The prior period comparatives have been restated to reflect this change.

b. New standards, amendments to published standards and interpretations to existing standards effective in 2007 adopted by the Group

IFRS 7, Financial Instruments and a complementary amendment to IAS 1 Presentation of Financial Statements – capital disclosure (effective for accounting periods beginning on or after 1 January 2007). IFRS 7 requires the disclosure of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. Where these risks are deemed material to the Group it requires disclosures based on the information used by key management It replaces the disclosure requirements in IAS 32 'Financial Instruments: disclosure and presentation'.

The amendment to IAS 1 introduces disclosures about the level and management of an entity's capital.

The Group has applied IFRS 7 and the amendment to IAS 1 to the accounts for the period beginning on 1 May 2007

IFRIC 8, Scope of IFRS 2 (effective for accounting periods beginning on or after 1 May 2006). IFRIC 8 requires consideration of transactions involving the issue or grant of equity instruments to establish whether or not they fall within the scope of IFRS 2. It applies to situations where the identifiable consideration received is or appears to be less than the fair value of the equity instruments issued. There was no impact on the Group's accounts from its adoption.

Significant Accounting Policies

The principal accounting policies adopted are set out below.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities. The results of each subsidiary are included from the date that control is transferred to the Group until the date that control ceases

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the Group All intra-group transactions, balances, income and expenses are eliminated on consolidation.

A jointly controlled entity is an entity over which the Group exercises joint control through a contractual arrangement The Group's investment in its jointly controlled entities is recognised using the equity method of accounting. The investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the Group's share of the profit or loss of the jointly controlled entity after the date of acquisition. The Group's share of the profit or loss of the jointly controlled entity is recognised in the Group's profit or loss. To the extent that distributions received from the jointly controlled entity are made out of pre-acquisition profits then such dividends are applied to reduce the carrying amount of the investment.

Minority interests represents the portion of profit and net assets in subsidiaries that is not held by the Group.

Business combinations

Purchase method of accounting

The cost of the acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 are recognised at their fair value at the acquisition date

The interest of minority shareholders in the acquiree is initially measured at the minority's proportion of the net fair value of the assets, liabilities and contingent liabilities recognised.

Merger method of accounting

Under IFRS 1, the Group is not required to re-state acquisitions or business combinations prior to the date of transition. Therefore the Group is permitted to retain its historical merger accounting position in the consolidated accounts

Goodwill

Goodwill arising on consolidation represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. Goodwill which is recognised as an asset is reviewed for impairment at least annually. Any impairment is recognised immediately in the Income Statement and is not subsequently reversed

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit

Goodwill arising on other acquisitions before the date of transition to IFRS has been retained at the previous UK GAAP amounts subject to being tested for impairment at that date.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business, net of discounts, VAT and other sales related taxes. Income is recognised evenly over the period of the contract for media monitoring, news and vouching subscription, and in accordance with the stage of completion of the contract activity for consultancy income.

If the outcome of a contract cannot be estimated reliably, the contract revenue is recognised to the extent of contract costs incurred that it is probable would be recoverable. Costs are recognised as an expense in the period in which they are incurred.

Finance income and expenses

Finance income and expense represents bank interest receivable and payable. Finance income and expense is recognised on an accruals basis, based on the interest rate applicable to each bank or loan account

Foreign currencies

For the purposes of the consolidated financial statements, the results and financial position of each Group company are expressed in pounds sterling, which is the functional currency of the Company, and the presentation currency for the consolidated financial statements

In preparing the financial statements of the individual companies, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the dates of transactions At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rate for the period, which approximates to the rate applicable at the dates of the transactions.

The exchange differences arising from the retranslation of the balance sheet amounts of foreign subsidiaries and the difference on translation of the results of those subsidiaries into the presentational currency of the Group are recognised in the translation reserve. All other exchange differences are dealt with through the Income Statement

Highlighted items

Highlighted items comprise significant recurring non-cash items, and cash and non-cash non-recurring items which are highlighted in the income statement because separate disclosure is considered relevant for an understanding of the underlying performance of the business.

Taxation

The tax expense included in the Consolidated Income Statement comprises current and deferred tax. Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted by the balance sheet date.

Tax is recognised in the Consolidated Income Statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Using the balance sheet liability method, deferred tax is provided on all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases, except for differences arising on

- the initial recognition of goodwill;
- the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit, and
- investments in subsidiaries and jointly controlled entities where the group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised. The carrying amount of deferred tax assets is reviewed at each balance sheet date.

The amount of the asset or liability is determined using tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the deferred tax liabilities/assets are settled/recovered.

Deferred tax assets and liabilities are offset when the group has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority on either:

- the same taxable group company; or
- different group entities which intend either to settle current tax assets and liabilities on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax assets or liabilities are expected to be settled or recovered

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any recognised impairment loss.

Depreciation is charged so as to write off the cost or valuation of assets over their estimated useful lives. The rates generally applicable are:

Motor vehicles	25% per annum reducing balance
Fixtures, fittings and equipment	25% per annum reducing balance
Computer equipment	25% per annum on costs
Short leasehold land and buildings improvements	Over the life of the lease
Plant and equipment	Straight line over 3-10 years

Other intangible assets

Internally-generated intangible assets – development expenditure

An internally-generated intangible asset arising from the Group's development expenditure is recognised only if all of the following conditions are met:

- It is technically feasible to develop the asset so that it will be available for use or sale;
- Adequate resources are available to complete the development and to use or sell the asset;
- There is an intention to complete the asset for use or sale;
- The Group is able to use or sell the intangible asset;
- It is probable that the asset created will generated future economic benefits; and
- The development cost of the asset can be measured reliably.

Internally-generated intangible assets are amortised on a straight-line basis over their useful lives. Amortisation commences when the asset is available for use and useful lives range from 1-5 years. Where an internally-generated intangible asset cannot be recognised, development expenditure is recognised as an expense in the period in which it is incurred.

Purchased intangible assets

Externally acquired intangible assets are initially recognised at cost and subsequently amortised on a straight-line basis over their useful economic lives The amortisation expense is included within the administrative expenses line in the Income Statement Intangible assets are recognised on business combinations if they are separable from the acquired entity or give rise to other contractual/legal rights. The amounts ascribed to such intangibles are arrived at by using appropriate valuation techniques In-process research and development programmes acquired in such combinations are recognised as an asset even if subsequent expenditure is written off because the criteria specified in the policy for development costs above are not met.

The significant intangibles recognised by the Group, their useful economic lives and the methods used to determine the cost of intangibles acquired in a business combination are as follows·

Intangible asset	*Useful economic life*	*Cost method*
Media Consulting – customer relationships	Straight line over 10 years	Estimated discounted cash flow
Marketing Sciences – customer relationships	Straight line over 5 years	Estimated discounted cash flow
MPMA customer relationships	Straight line over 2 years	Estimated discounted cash flow
Trade name	Straight line over 10 years	Estimated royalty stream if rights were to be licensed
Non-compete agreement	Straight line over 1 5 years	Estimated discounted cash flow of potentially lost revenue

Impairment

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable If any such condition exists, the recoverable amount of the asset is estimated in order to determine the extent, if any, of the impairment loss. Where the asset does not generate cash flows that are independent from other assets, estimates are made of the cashflows of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value, less costs to sell, and value in use. In assessing value in use, estimated future cashflows are discounted to their present value using a discount rate appropriate to the specific asset or cash generating unit.

If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying value of the asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognised immediately in the income statement.

In respect of assets other than goodwill, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if impairment loss had been recognised

Financial instruments

Financial assets

The Group classifies its financial assets as 'loans and receivables' These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (trade receivables), but also incorporate other types of contractual monetary asset. They are carried at cost less any provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the Group will be unable to collect all of the amounts due, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the income statement. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

The Group has no other classes of financial assets.

Financial liabilities

The Group classifies its financial liabilities as 'Other financial liabilities'. These are initially recognised at fair value Interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the balance sheet "Interest expense" in this context includes initial transaction costs as well as any interest or coupon payable while the liability is outstanding.

Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and short term deposits Bank overdrafts are an integral part of the Group's cash management and are included as a component of cash and cash equivalents for the purpose of the cash flow statement

Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation Provisions are measured at the Directors' best estimate of the expenditure required to settle the obligation at the balance sheet date, and are discounted to present value where the effect is material

Share-based payments

Where equity settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the consolidated income statement over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity investments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest A charge is made irrespective of whether the market vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

Retirement benefits

Defined contribution schemes: Contributions to defined contribution pension schemes are charged to the Income Statement in the year to which they relate.

Leased assets

Where substantially all of the risks and rewards incidental to ownership are retained by the lessor (an "operating lease"), the total rentals payable under the lease are charged to the Income Statement on a straight-line basis over the lease term. The land and buildings elements of property leases are considered separately for the purposes of lease classification.

Critical accounting estimates and judgements

The Group makes estimates and judgements concerning the future The resulting accounting estimates will, by definition, seldom equal the related actual results The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Impairment of goodwill and other intangible assets

Determining whether goodwill and other intangibles are impaired requires estimation of the value in use of the cash-generating units to which the goodwill and other intangible assets has been allocated The value in use calculation requires the entity to estimate future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. Details regarding the goodwill and other intangible assets carrying value and assumptions used in carrying out the impairment reviews are provided in notes 9 and 10.

Income taxes

The Group is primarily subject to income taxes in the UK and the US, and judgement and estimates of future profitability are required to determine the Groups deferred tax position. If the final tax outcome is different to that assumed, resulting changes will be reflected in the Income Statement, unless the tax relates to an item charged to equity in which case the changes in the tax estimates will also be reflected in equity. The company believes that its accruals for tax liabilities are adequate for all open audit years based on its assessment of many factors including past experience and interpretations of tax law. This assessment relies on estimates and assumptions and may involve a series of complex judgments about future events To the extent that the final tax outcome of these matters is different than the amounts recorded, such differences will impact income tax expense in the period in which such determination is made.

Adoption of new standards and interpretations

Certain new standards, amendments to new standards and interpretations have been published that are mandatory to the Group's future accounting period but have not been adopted early in these financial statements. These are set out below

Title	*Implementation*	*Anticipated effect on the Group*
IFRIC 12 Service Concession Arrangements	Periods commencing on or after 1 January 2008	None
IFRIC 13: Customer Loyalty Programmes	Periods commencing on or after 1 July 2008	None
IFRIC 14, IAS 19 The Limit on Defined Benefit Asset, Minimum Funding Requirements and their Interaction	Periods commencing on or after 1 January 2008	None
IFRIC 15 Agreements for the Construction of Real Estate	Periods commencing on or after 1 January 2009	None
IFRIC 16: Hedges of a net Investment in a Foreign Operation	Periods commencing on or after 1 January 2009	Management is currently assessing the impact of IFRIC 16 on the financial statements
IAS 1 (Amendment). Presentation of Financial Statements – A Revised	Periods commencing on or after 1 January 2009	Management is currently assessing the impact of IAS 1 on the financial statements

Approach		
IAS 23 (Amendment): Borrowing Costs	Periods commencing on or after 1 January 2009	None
IAS 27 (Amendment) Consolidated and Separate Financial Statements	Periods commencing on or after 1 July 2009	Unlikely to have material impact
IAS 32 (Amendment) Presentation and IAS 1 Presentation of Financial Statements – Puttable Financial Instruments and Obligations Arising on Liquidation	Periods commencing on or after 1 January 2009	None
IFRS 2 (Amendment) Share-based Payment – Vesting Conditions and Cancellations	Periods commencing on or after 1 January 2009	None
IFRS 3 (Amendment): Business Combinations	Periods commencing on or after 1 July 2009	None
IFRS 8: Operating Segments	Periods commencing on or after 1 January 2009	Additional disclosures only

2. Segmental reporting

The Group offers its clients a range of media information products and services These products and services were considered under a number of criteria (including nature of the products and services, type or class of clients, methods of distribution and supply), and it was concluded that the following segments generally have separate risks and returns

- Technology & Data Services: comprising revenue from competitive advertising monitoring, news monitoring and e-vouching, all of which are delivered via online platforms
- Consultancy Services: comprising revenue from audit services and marketing effectiveness consultancy, which are delivered by teams of media professionals using proprietary technology solutions and support services.
- Development – Projects leading to the creation of new revenue streams and/or the enhancement of existing revenue streams

Primary reporting format – business segments

12 months ended 30 April 2008

	Technology & data £'000	Consultancy Services £'000	Central £'000	Total continuing operations £'000
Revenue				
External	5,910	11,310	-	17,220
Total revenue	**5,910**	**11,310**	**-**	**17,220**
Result				
Operating profit/(loss) before highlighted items	145	1,993	(121)	2,017
Highlighted items - administrative expenses	(1,925)	(769)	(446)	(3,140)
Operating profit/(loss)	(1,780)	1,224	(567)	(1,123)
Finance income				62
Finance expenses				(312)
Loss before tax				(1,373)
Tax income				97
Loss				**(1,276)**
Other information				
Segment assets	2,574	17,359	998	20,931
Investments in equity method associates/JVs	-	-	115	115
Consolidated total assets	**2,574**	**17,359**	**1,113**	**21,046**
Segment liabilities	(5,983)	(2,672)	(3,186)	(11,841)
Consolidated total liabilities	**(5,983)**	**(2,672)**	**(3,186)**	**(11,841)**
Capital expenditure on PP&E and IFAs	**632**	**6**	**307**	**945**
Depreciation of PP&E	**(266)**	**(67)**	**-**	**(333)**
Amortisation of intangible fixed assets	**(66)**	**(368)**	**-**	**(434)**
Other non-cash expenses - foreign exchange	**10**	**31**	**(2)**	**39**

15 months ended 30 April 2007 (Restated)

	Technology & Data £'000	Consultancy Services £'000	Development £'000	Central £'000	Total continuing operations £'000
Revenue					
External	7,126	12,168	896	-	20,190
Total revenue	**7,126**	**12,168**	**896**	**-**	**20,190**
Result					
Operating profit before highlighted items	300	2,088	-	793	3,181
Highlighted items - administrative expenses	(1,836)	-	(394)	-	(2,230)
Operating (loss)/profit	(1,536)	2,088	(394)	793	951
Finance income					80
Finance expenses					(473)
Profit before tax					558
Tax income					263
Profit					**821**
Other information					
Segment assets	5,581	16,266	-	640	22,487
Investments in equity method associates/JVs	-	-	-	115	115
Consolidated total assets	**5,581**	**16,266**	**-**	**755**	**22,602**
Segment liabilities	(4,861)	(2,756)	-	(4,610)	(12,227)
Consolidated total liabilities	**(4,861)**	**(2,756)**	**-**	**(4,610)**	**(12,227)**
Capital expenditure on PP&E and IFAs	**1,066**	**45**	**-**	**-**	**1,110**
Depreciation of PP&E	**(314)**	**(103)**	**-**	**-**	**(417)**
Amortisation of intangible fixed assets	**(636)**	**-**	**-**	**(484)**	**(1,120)**
Other non-cash expenses					
- foreign exchange	**(1)**	**(30)**	**-**	**(77)**	**(108)**

Secondary reporting format – geographical segments

The Groups business segments operate in 4 main geographical areas The home country of the Group is the United Kingdom.

	12 months to 30 April 2008			15 months to 30 April 2007		
	External revenue by location of customers £'000	**Total assets by location of assets £'000**	**Capital expenditure by location of assets £'000**	**External revenue by location of customers £'000**	**Total assets by location of assets £'000**	**Capital expenditure by location of assets £'000**
United Kingdom	13,993	20,555	939	16,601	22,119	1,092
Rest of Europe	663	108	1	1,405	-	-
North America	1,978	383	5	1,534	483	18
Rest of world	586	-	-	650	-	-
Total	**17,220**	**21,046**	**945**	**20,190**	**22,602**	**1,110**

3. Highlighted items

Highlighted items comprise significant non-cash charges and non-recurring items which are highlighted in the income statement because separate disclosure is considered relevant in understanding the underlying performance of the business

	12 months ended 30 April 2008			15 months ended 30 April 2007		
	Cash £'000	**Non-cash £'000**	**Total £'000**	**Cash £'000**	**Non-cash £'000s**	**Total £'000**
Recurring:						
Share based expenses	-	99	**99**	-	347	**347**
Amortisation of purchased intangible assets	-	369	**369**	-	484	**484**
	-	468	**468**	-	831	**831**
Non recurring:						
Acquisition related (Billetts)	-	-	-	361	-	**361**
Development costs write off	-	1,457	**1,457**	-	-	-
Provision for doubtful debts	-	-	-	-	474	**474**
Property costs	548	(90)	**458**	-	218	**218**
Management restructuring costs	521	-	**521**	193	-	**193**
Other costs	236	-	**236**	47	106	**153**
	1,305	1,367	**2,672**	601	798	**1,399**
Total highlighted items	**1,305**	**1,835**	**3,140**	601	1,629	**2,230**

Following a comprehensive review of the Company's priorities in respect of development projects, the Group has taken a write-down of £1.5 million in respect of capitalised development costs relating to projects that we no longer pursue. This is an accounting charge, which has no impact on the Group's cash flow, now or in the future.

The property costs of £458,000 relate to the consolidation of the Company's London operations into one location at Tower Hill and includes the cost of exiting our two other London properties in Charing Cross and Farringdon

The management restructuring costs of £521,000 relate to Board changes implemented in October 2007 together with further restructuring following a strategic review.

Other costs relate primarily to liabilities of Billetts that arose from the period prior to its acquisition in August 2005 together with legal costs in pursuit of a possible warranty claim The Board has decided that it would be an unnecessary deflection of resources to pursue this matter at this time.

4. Operating profit

Operating profit is stated after charging

	12 months to 30 April 2008 £'000	15 months to 30 April 2007 £'000
Operating lease rentals		
- motor vehicles	21	27
- land and buildings	451	555
- plant and equipment	-	5
Depreciation – owned assets	333	413
Amortisation of capitalised development costs	66	636
Amortisation of purchased intangible assets	369	484
Development costs - expensed	50	-
Foreign exchange (gain)/loss	(39)	108
Income from sub-lease	(22)	-

Auditor remuneration

During the period the Group (including its overseas subsidiaries) obtained the following services from the Group's auditors at costs as detailed below:

	12 months to 30 April 2008 £'000	15 months to 30 April 2007 £'000
Fees payable to the company's auditors for the audit of the parent company and consolidated financial statements	5	4
Fees payable to the company's auditors and its associates for other services:		
- The audit of the company's subsidiaries, pursuant to legislation	71	54
- Other taxation services	15	11
- Other services	11	47
	102	**116**

5. Employee information

The average number of employees of the Group, including Executive Directors, was as follows:

	2008 No.	2007 No.
Sales and marketing	96	87
Information technology development	18	17
Production	103	104
Administration	15	16
Directors	8	8
	240	**232**

All employee costs (with the exception of employees of overseas subsidiaries) were borne by Thomson Intermedia Associates Ltd. Staff costs for all employees, including Executive Directors, consist of:

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 £'000
Wages and salaries	7,948	9,201
Social security costs	879	982
Pension costs	171	156
Share options charge	99	553
	9,097	**10,892**

Directors' emoluments

	12 months ended 30 April 2008 Total £'000	15 months ended 30 April 2007 Total £'000
Michael Higgins	**68**	68
Michael Greenlees[1]	**185**	1
Nick Manning[2]	**129**	-
David Trendle[3]	**-**	240
Michael Uzielli[4]	**119**	10
Andrew Beach[5]	**2**	-
Paul Gladman	**160**	188
Stephen Thomson	**97**	156
Sarah Jane Thomson	**95**	156
Fiona Driscoll	**36**	38
	891	857

1 changed from non executive officer to chief executive officer on 10 October 2007
2 commenced employment on 27 September 2007
3 terminated employment on 30 April 2007
4 terminated employment on 22 February 2008
5 appointed Director on 23 April 2008

No Directors were part of a company pension scheme as at 30 April 2008 (2007: nil) Contributions totalling £37,000 (2007: £2,000) were made to Directors' private pension schemes (£nil to the highest paid Director) during the year. No performance bonuses were paid to Directors (2007: nil).

6. Finance income and expenses

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 £'000
Bank interest	62	80
Finance income	**62**	**80**
Bank loans and overdrafts interest	304	349
Loan note interest	8	124
Finance expenses	**312**	**473**

7. Taxation

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 £'000
UK tax		
Current year	108	60
Prior year	115	-
	223	**60**
Foreign tax		
Current year	-	19
Total current tax	**223**	**79**
Deferred tax		
Origination and reversal of temporary differences	(202)	(69)
Rate change	22	-
Prior year	(140)	(273)
	(320)	**(342)**
Total tax income	**(97)**	**(263)**

The difference between tax as charged in the financial statements and tax at the nominal rate is explained below:

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 (Restated – Note 1) £'000
(Loss)/profit before tax	(1,373)	558
Corporation tax at 30%	(412)	167
Non deductible taxable expenses	98	14
Previously unrecognised deferred tax asset assessed as recoverable at the end of the period	-	(273)
Overseas tax rate differential	-	(2)
Overseas losses unrecognised	55	-
Capital allowances	(26)	20
Additional deduction for R&D expenditure	-	(139)
Prior year amortisation of other intangibles	-	(49)
Effect of rate change	22	-
Under provision of current and prior year tax	(156)	-
Other timing differences	322	(33)
Total tax income	**(97)**	**(263)**

Tax rates changed on 1 April 2008 from 30% to 28%, however the above calculations have been based on the 30% rate that prevailed for the majority of the year.

8. Earnings per share

The calculation of the basic and diluted earnings per share is based on the following data:

	12 months ended 30 April 2008 £'000	15 months ended 30 April 2007 (Restated – Note 1) £'000
(Loss)/earnings for the purpose of basic earnings per share being net profit attributable to equity holders of the parent	(1,276)	770
Adjustments:		
Deferred tax	(320)	(342)
Highlighted items – recurring[1]	467	831
Highlighted items – non recurring[1]	2,673	1,399
Earnings for the purpose of underlying earnings per share	1,544	2,658
Number of shares:		
Weighted average number of ordinary shares for the purpose of basic earnings per share	31,877,389	31,299,591
Effect of dilutive potential ordinary shares		
Share options[2]	3,671,496	1,185,915
Weighted average number of ordinary shares for the purpose of diluted earnings per share	35,548,885	32,485,507

Basic (loss)/earnings per share	(4.00)p	2.46p
Diluted (loss)/earnings per share[2]	(4.00)p	2.37p
Underlying basic earnings per share	4 84p	8 49p
Underlying diluted earnings per share	4.34p	8.14p

1 Highlighted items (see note 3).

2. Note that certain share options have been excluded from the calculation of diluted EPS as their exercise price is greater than the weighted average share price during the year (i e they are out-of-the-money) and therefore it would not be advantageous for the holders to exercise those options 1,387,379 (2007: 297,647) share options have not been included within the diluted earnings per share calculation at 30 April 2008 as they are anti-dilutive for the periods presented These shares could potentially dilute earnings per share in the future.

There have been no movement in shares since the balance sheet date.

9. Goodwill

	£'000
Cost	
At 1 February 2006	8,924
Adjustment to cost	(299)
At 30 April 2007	8,625
Additions	129
At 30 April 2008	**8,754**

During the year, the Group purchased an additional 15% of its US subsidiary's share capital from one of the minority shareholders This took the Group's holding in the entity to 95%.

The Group tests goodwill annually for impairment or more frequently if there are indications that goodwill may be impaired The recoverable amounts are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates and growth rates. Management estimates discount rates using rates that reflect current market assessments of the time value of money and risk specific to the cash-generating units The group prepares cash flow forecasts, and these are consistent with the business acquisitions plans. The cash flows have been discounted at 10%. No impairment of goodwill was recognised in 2008 (2007: £nil).

10. Other intangible assets

	Capitalised development costs	Purchased intangible assets	Total intangible assets
	£'000	£'000	£'000
Cost			
At 1 February 2006	2,695	3,395	6,090
Additions	793	-	793
At 1 May 2007	3,488	3,395	6,883
Additions	335	-	335
Write off	(3,251)	-	(3,251)
At 30 April 2008	**572**	**3,395**	**3,967**
Amortisation			
At 1 February 2006	(1,169)	(162)	(1,331)
Provision for the period	(636)	(484)	(1,120)
At 1 May 2007	(1,805)	(646)	(2,451)
Provision for the year	(66)	(368)	(434)
Write off	1,794	-	1,794
At 30 April 2008	**(77)**	**(1,014)**	**(1,091)**
Net book value			
At 30 April 2008	**495**	**2,381**	**2,876**
At 30 April 2007	1,683	2,749	4,432
At 31 January 2006	1,526	3,233	4,759

The write off follows a comprehensive review of certain development projects (see note 3).

Amortisation is charged within administrative expenses so as to write off the cost of the purchased intangible assets over their estimated useful lives. The assets, initial values and amortisation periods used are as follows:

Purchased intangibles	Cost at acquisition £'000	Current carrying value £'000	Useful economic life Years	Remaining period of amortisation Years
Media Consulting customer relationships	2,859	2,096	10	7.5
Marketing Sciences customer relationships	271	126	5	2.5
MPMA customer relationships	43	-	2	-
Trade name	215	158	10	7.5
Non-compete	7	-	1.5	-
Total	**3,395**	**2,380**		

11. Property, plant and equipment

	Motor vehicles	Fixtures, fittings and equipment	Computer equipment	Short leasehold land and buildings improvements	Plant and equipment	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Cost						
At 1 February 2006	1	740	1,341	145	126	2,353
Additions	-	29	288	-	-	317
Transfers	-	(20)	(43)	163	(100)	-
At 1 May 2007	1	749	1,586	308	26	2,670
Additions	-	178	242	190	-	610
Disposals	-	(96)	(82)	(308)	(126)	(612)
Transfers	-	(238)	138	-	100	-
At 30 April 2008	**1**	**593**	**1,884**	**190**	**-**	**2,668**
Depreciation						
At 1 February 2006	-	521	913	127	86	1,647
Charge for the period	-	99	287	11	16	413
Transfers	-	(11)	(17)	114	(86)	-
At 1 May 2007	-	609	1,183	252	16	2,060
Charge for the year	1	38	238	46	10	333
Disposals	-	(92)	(81)	(308)	(126)	(607)
Transfers	-	(212)	97	15	100	-
At 30 April 2008	**1**	**343**	**1,437**	**5**	**-**	**1,786**
Net Book Value						
At 30 April 2008	**-**	**250**	**447**	**185**	**-**	**882**
At 30 April 2007	1	140	403	56	10	610
At 31 January 2006	1	219	428	18	40	706

No assets are held under finance leases.

12. Investments

Joint Ventures

	Joint Ventures
	£'000
At 1 February 2006	122
Adjustment to purchase price	(7)
At 30 April 2007	115
Share of profit	-
At 30 April 2008	**115**

The investment in joint ventures relates to the Group's 50% fixed capital investment in Thomson Media Control Gmbh & Co Kg (TMC), a media consulting business incorporated in Baden-Baden, Germany. TMC is currently in its start up phase and is currently loss making. In accordance with the contractual arrangement, the Group is not required to fund losses of the joint venture, but will share in profits once TMC has cumulative profits.

Subsidiaries

At 30 April 2008 the Company had interests in the following subsidiary undertakings:

Subsidiary undertaking	Country of incorporation	Class of share capital held	Direct	Indirect	Nature of business
Thomson Intermedia Associates Limited	England and Wales	Ordinary £1	100%	-	Technology and media monitoring business
BCMG Limited	England and Wales	Ordinary £1	100%	-	Holding company
Billetts Media Consulting Limited	England and Wales	Ordinary £1	100%	-	Media consultants
Billetts International Limited	England and Wales	Ordinary £1	100%	-	Media consultants
Billetts Marketing Sciences Limited	England and Wales	Ordinary £1	100%	-	Marketing consultants
Barsby Rowe Limited	England and Wales	Ordinary £1	-	100%	Non-trading
Billetts Consulting Limited	England and Wales	Ordinary £1	100%	-	Holding company
BCMG Acquisitions Limited	England and Wales	Ordinary £1	-	100%	Holding company
Billetts Media Management Limited	England and Wales	Ordinary £1	-	100%	Dormant
The Billetts Consultancy Limited	England and Wales	Ordinary £1	-	100%	Dormant
Billetts Limited	England and Wales	Ordinary £1	-	100%	Non-trading
Baystar Limited	England and Wales	Ordinary £1	-	100%	Non-trading
BCMG US Inc	US	Ordinary $1	100%	-	Holding company
Billetts America LLC	US	Ordinary $1	-	95%	Media consultants
Thomson Intermedia Spain, S L	Spain	Ordinary €1	100%	-	Media consultants

13. Trade and other receivables

	30 April 2008	30 April 2007
	£'000	**£'000**
Trade and other receivables due within one year		
Trade receivables	3,069	4,739
Less provision for doubtful debts	(17)	(574)
Net trade receivables	3,052	4,165
Other receivables	337	65
Prepayments & accrued income	2,364	1,485
	5,753	**5,715**

The Directors consider that the carrying amount of receivables and prepayments are reasonable approximations of their fair value

14. Cash and cash equivalents

	30 April 2008 £'000	30 April 2007 £'000
Cash & cash equivalents	1,687	2,105
	1,687	**2,105**

The Group has a legally enforceable right of set off for cash and cash equivalents and bank overdrafts with the Bank of Scotland.

Cash and cash equivalents earn interest at between 0% and 4.5%.

Significant non-cash transactions

As mentioned in note 3, following a comprehensive review of development projects, £1.5m of capitalised development costs were written off during the year.

15. Other financial liabilities

	30 April 2008 £'000	30 April 2007 £'000
Current		
Bank borrowings	1,900	2,363
Loan notes	51	494
	1,951	2,857
Non current		
Bank borrowings	1,800	2,200
	1,800	2,200
Total borrowings	**3,751**	**5,057**

Bank borrowings comprise a Bank of Scotland term loan of £3,000,000 (of which £2,200,000 remains outstanding at 30 April 2008) and a £5,600,000 revolving credit facility (of which £1,500,000 was the total amount drawn down as at 30 April 2008) with a maturity date of July 2012. Repayments are made on a quarterly basis over the 7 years following drawdown. These bear variable interest of LIBOR plus 1.5% plus mandatory costs. The mandatory costs relate to standard banking industry practice of continual assessment of the Group's ratios. The margin rate of 1.5% may be lowered from 3 August 2006 depending on the company's net borrowings to EBITDA ratio. This was lowered to 1.25% from November 2006 and then to 1% from November 2007. The undrawn amount of the revolving credit facility is liable to a fee at 0.6% (which may be lowered in line with the term loan interest depending on the company's net borrowing to EBITDA ratio), and from November 2006 was lowered to 0 5% The Group may elect to prepay all or part of the term loan subject to a break fee, by giving 5 business days notice. All or part of the undrawn amount can be cancelled with 5 business days notice

All amounts owing to the bank are guaranteed by way of fixed and floating charges over the current and future assets of the Group As such a composite guarantee has been given by all subsidiary companies with the exception of the US subsidiaries.

The loan notes were issued on 8 August 2006, and will be redeemed in full on 31 August 2008, together with accrued interest. Loan note holders are entitled to redeem all or part of their holdings at any point between 8 February 2007 to 31 August 2008, together with accrued interest. Interest is payable half-yearly in arrears on 31 March and 30 September in each year with the first payment being made on 30 September 2006. The rate of interest payable is a rate equal to the Bank of England minimum lending rate. Of the principal amount issued of £3,712,000, £3,660,428 had been redeemed by 30 April 2008

Bank of Scotland have issued a guarantee in respect of the principle of the loan notes, for which a fee is paid at 1.5% of the outstanding amount

16. Trade and other payables

	30 April 2008 £'000	30 April 2007 £'000
Trade payables	1,555	1,108
Other taxation & social security	493	861
Other creditors	225	163
	2,273	**2,132**

The Directors consider that the carrying amount of trade and other payables are reasonable approximations of their fair value.

17. Provisions

	Onerous lease £'000	Dilapidations £'000	Total £'000
At 1 May 2007			
Current	59	-	59
Non current	159	-	159
	218	-	**218**
Increase/(decrease) in provision	(89)	155	66
Utilisation of provision	(13)	(50)	(63)
At 30 April 2008	**116**	**105**	**221**
Current	51	105	156
Non current	65	-	65

The onerous property lease obligation relates to a property that the Group vacated during the financial year for which there is a shortfall between head lease costs and sub lease income. The provision will be fully utilised by August 2010, the date of the next break clause.

The dilapidations provision is also associated with the Group's office relocation. This provision relates to two properties that the Group vacated during the period This provision is expected to be fully utilised by August 2010.

18. Deferred tax

	Intangible assets £'000	Share based payment £'000	Tax losses £'000	Other timing differences £'000	Total £'000
At 1 February 2006	(1,478)	501	910	-	(67)
Charge/(credit) to income	147	-	59	32	238
Charge/(credit) to equity	-	(101)	-	-	(101)
At 30 April 2007	**(1,331)**	**400**	**969**	**32**	**70**
Charge/(credit) to income	530	(273)	67	(4)	320
Charge/(credit) to equity	-	(80)	-	-	(80)
At 30 April 2008	**(801)**	**47**	**1,036**	**28**	**310**

Certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balance (after offset) for the financial reporting purposes:

	30 April 2008 £'000	30 April 2007 £'000
Deferred tax assets	979	895
Deferred tax liabilities	(667)	(825)
	312	**70**

At the balance sheet date, the Group had unused tax losses of £3,699,531 available for offset against future profits. A deferred tax asset of £1,036,000 (2007: £969,000) has been recognised in respect of such losses.

19. Operating leases

Operating leases - lessee

The Group had future minimum lease payments under non-cancellable operating leases at 30 April 2008 and 30 April 2007 which expire as follows:

	30 April 2008		30 April 2007	
	Land and buildings £'000	Other £'000	Land and buildings £'000	Other £'000
Within one year	757	18	379	21
Between one and five years	2,562	14	391	19
After five years	483	-	-	-
	3,802	**32**	**770**	**40**

Operating leases - lessor

During the period, the Group vacated one of its properties prior to the end of the lease term. This property was sub-let in January 2008. Since the rents receivable over the lease term are contracted to be less than the obligation to the head lessor an onerous lease provision has been recognised (note 17). The sub-lease rental income for the period to 30 April 2008 was £21,834

The minimum rent receivables under non-cancellable operating leases are as follows:

	30 April 2008 £'000
Within one year	95
Between one and five years	99
	194

20. Share capital

	30 April 2008 £'000	30 April 2007 £'000
Authorised		
40,000,000 ordinary shares of 25p each	**10,000**	**10,000**
Allotted, called up and fully paid		
30 April 2008 (32,139,435 ordinary shares - 25p each)	**8,035**	
30 April 2007 (31,310,258 ordinary shares - 25p each)		**7,828**

Ordinary shares carry voting rights and are entitled to share in the profits of the company (dividends).

At period end 478,671 shares were held by the ESOP

The movement in share capital relates to shares issued to satisfy share options exercised during the period.

21. Reconciliation of total equity

	Share capital	Share premium	Merger reserve	Translation reserve	Retained earnings	Total	Minority interest	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
1 February 2006 as previously reported	7,823	8,869	(4,504)	(6)	(2,333)	9,849	(108)	9,741
Prior year adjustment	-	-	-	-	(330)	(330)	-	(330)
1 February 2006 as restated	7,823	8,869	(4,504)	(6)	(2,663)	**9,519**	**(108)**	**9,411**
Issue of shares	5	27	-	-	(47)	(15)	-	(15)
Share premium reduction	-	(7,056)	-	-	7,056	-	-	-
Profit for the period (Restated)*	-	-	-	-	770	770	51	821
Transfer to reserves	-	-	-	-	(57)	(57)	57	-
Share options charge (net of deferred tax)	-	-	-	-	203	203	-	203
Deferred tax movement	-	-	-	-	(101)	(101)	-	(101)
Currency translation differences	-	-	-	56	-	56	-	56
30 April 2007 (Restated – Note 1)	**7,828**	**1,840**	**(4,504)**	**50**	**5,161**	**10,375**	-	**10,375**
Issue of shares	207	6	-	-	(130)	83	-	83
Profit for the period	-	-	-	-	(1,276)	(1,276)	-	(1,276)
Share options charge (net of deferred tax)	-	-	-	-	99	99	-	99
Deferred tax movement	-	-	-	-	(80)	(80)	-	(80)
Currency translation differences	-	-	-	13	(9)	4	-	4
30 April 2008	**8,035**	**1,846**	**(4,504)**	**63**	**3,765**	**9,205**	-	**9,205**

The share premium reserve shows the amount subscribed for share capital in excess of nominal value.

The merger reserve arose on the issuance of shares at a premium on a group restructure, where the premium on issue qualified for merger relief.

The translation reserve arises on the translation into Sterling of the net assets of the Group's foreign operations, offset by any changes in fair value of financial instruments used to hedge this exposure At this time there are no hedges in place.

The retained earnings reserve shows the cumulative net gains and losses recognised in the consolidated income statement

* The profit for the 15 months ended 30 April 2007 was restated by £163,000 due to a change in the revenue recognition policy for the Group's e-vouching contracts (see note 1).

22. Share based payments

The total number of shares under option at the period end was 5,058,875 (2007: 1,483,382).

No. of options	Exercise price (pence)	Dates when exercisable
476	105	5 May 2003 to 5 May 2010
400,000	25	31 October 2005 to 31 October 2012
140,471	46	5 May 2007 to 5 May 2014
400,293	nil	26 March 2007 to 7 January 2015
15,000	88	22 September 2007 to 22 September 2014
12,627	198	7 July 2008 to 7 July 2015
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73,811	210	25 July 2009 to 25 July 2016
50,984	228	18 October 2009 to 18 October 2016
17,543	114	24 July 2010 to 24 July 2017
114,285	88	1 October 2010 to 1 October 2017
119,760	84	10 October 2010 to 10 October 2017
73,529	34	24 January 2011 to 24 January 2018
304,117	34	17 March 2011 to 17 March 2018
1,575,000	25	31 October 2009 to 1 April 2018
1,575,000	25	30 April 2011 to 1 April 2018
174,603	32	23 April 2011 to 23 April 2018

Options held by Directors are shown in the Directors Report. During the current period 3,480,953 share options were granted to directors. No share options were exercised by directors during the year Options were granted under Enterprise Management Incentive (EMI) provisions and Section B (Unapproved) of the 2000 executive share option scheme All options are equity settled There are no performance criteria attached to the EMI scheme with the exception of the options granted on 1 April 2008. The performance conditions attached to the options granted on this date are as follows

Market Conditions

- The options were divided into 2 parts Part 1 of the options would vest if the share price of the Company equals or exceeds 150 pence on any 10 dealing days within the period of 30 days preceding 31 October 2009. Failing to satisfy the above mentioned vesting criteria, Part 1 options would also vest if the share price equals or exceeds 150 pence on any 10 dealing days within any 30-day period during the Measurement Period (the period beginning 31 October 2009 and ending 31 October 2011).
- Part 2 of the options would vest if the share price equals or exceeds 150 pence on any 10 dealing days in any 30-day period during the six month period preceding 30 April 2011. Failing to satisfy the above mentioned criteria, Part 2 options would also vest if the share price equals or exceeds the 150 pence on any 10 dealing days within any 30 days period during the Measurement Period (the period beginning 30 April 2011 and ending 31 October 2011).

Non-Market Conditions

- Share options would vest if the Company is subjected to a liquidation or change of control Also, Part 1 and Part 2 of the options would only vest if the recipients remain employed by the Company until the end of the Holding Period (being 31 October 2009 for Part 1 and 30 April 2011 for Part 2).
- Upon vesting, the options can be exercised by the recipients during the period commencing on the date the relevant part of the options vest and expiring on the Lapse Date (31 October 2011)

- The 2000 executive scheme includes an element of group performance criteria (these represented 376,764 of the outstanding share options at the current period end and 455,142 at 30 April 2007) The performance criteria have been met.

The following share options were outstanding at 30 April 2008 and 30 April 2007

	30 April 2008		**30 April 2007**	
	Number of share options	**Weighted average exercise price (pence)**	**Number of share options**	**Weighted average exercise price (pence)**
Outstanding at beginning of period	1,483,382	42	1,408,334	26
Granted during the period	4,036,824	32	207,772	219
Exercised during the period	(350,506)	18	(20,000)	25
Forfeited during the period	(110,825)	144	(112,724)	175
Outstanding at the end of the period	**5,058,875**	**33**	**1,483,382**	**42**
Exercisable at the end of the period	**956,240**	**19**	**1,120,323**	**13**

The weighted average share price at the date of exercise for share options exercised during the period was 90p (2007 219p). The options outstanding at the end of the period have a weighted average remaining contractual life of 8 6 years (2007: 6.6 years), with a range of exercise prices being between nil and 229p.

During the period, share options were granted with a weighted average fair value of 16p (2007 122p) These fair values (with the exception of options that are subject to market based performance conditions) were calculated using the Black-Scholes model with the following inputs

	30 April 2008	**30 April 2007**
Weighted average share price	37p	217p
Exercise price	30p	219p
Expected volatility[1]	66%	82%
Option life	3 years	3 years
Risk-free interest rates	6%	6%

1 Expected volatility is based on historical volatility of the company over the period commensurate with the expected life of the options.

There are no expected dividends

23. Financial instrument risk exposure and management

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them Further quantitative information in respect of these risks is presented throughout these financial instruments.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The Group is exposed through its operations to the following financial risks:

- Credit risk
- Market risk
    - Interest rate risk
    - Currency risk
- Liquidity risk

Categories of financial assets and liabilities

The following table sets out the categories of financial instruments held by the Group. All of the Group's financial assets are in the category of loans and receivables, and all of its financial liabilities are in the category of other financial liabilities measured at amortised cost.

Financial assets

Loans and receivables

	30 April 2008 £'000	30 April 2007 £'000
Current financial assets		
Trade and other receivables	5,753	5,715
Cash and cash equivalents	1,687	2,105
	7,440	**7,820**

Financial liabilities

Financial liabilities measured at amortised cost

	30 April 2008 £'000	30 April 2007 £'000
Current financial liabilities		
Trade and other payables	1,780	1,271
Loans and borrowings	1,900	2,363
Loan notes	51	494
	3,731	4,128
Non current financial liabilities		
Loans and borrowings	1,800	2,200
	5,531	**6,328**

General objectives, policies and processes

The Board has overall responsibility for the determination of the Group's risk management polices and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Board receives monthly reports from the Group's finance function through which it reviews the effectiveness of the processes put in place and the appropriateness of the policies it sets

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. Further details regarding these policies are set out below:

Credit risk

Credit risk is the risk of financial loss to the Group if a client or a counterparty to a financial instrument fails to meet its contractual obligations.

Trade receivables

The Group operates in an industry where most of its client are reputable and well-established businesses. When the credit worthiness of a new client is in doubt, credit limits and payment terms are established and authorised by the Finance Director The Group will suspend the services provided to clients who fail to meet the terms and conditions specified in their contract where it is deemed necessary.

The Credit Control function of the Group monitors all outstanding debts of the Group. Debtors reports are reviewed and analysed on a weekly basis Trade receivables are analysed by the ageing and value of the debts. Clients with any overdue debts are contacted for payment and progress is tracked on the credit control report

There is no concentration of credit risk within the Group. The maximum credit risk exposure relating to financial assets is represented by the carrying values as at the balance sheet date.

Financial assets past due but not impaired

The following is an analysis of the Group's trade receivables identifying the totals of trade receivables which are past due but not impaired.

	Total	**Past due +30 days**	**Past due +60 days**
	£'000	**£'000**	**£'000**
At 30 April 2008	1,381	805	576
At 30 April 2007	2,277	947	1,330

The following is an analysis of the group's provision against trade receivables:

	30 April 2008			**30 April 2007**		
	Gross value	**Provision**	**Carrying value**	**Gross value**	**Provision**	**Carrying value**
	£'000	**£'000**	**£'000**	**£'000**	**£'000**	**£'000**
Trade receivables	3,069	17	3,052	4,703	538	4,165
	3,069	**17**	**3,052**	**4,703**	**538**	**4,165**

The Group records impairment losses on its trade receivables separately from the gross amounts receivable The movements on this allowance during the year are summarised below

	30 April 2008	30 April 2007
	£'000	**£'000**
Opening balance	574	145
Increase in provisions	-	457
Written off against provisions	(326)	(28)
Recovered amount reversed	(231)	-
Closing balance	**17**	**574**

Market risk

Market risk arises from the Group's use of interest bearing, tradable and foreign currency financial instruments. There is risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk).

Interest rate risk

The Group is exposed to interest rate risk from bank overdrafts, bank loans, revolving credit facility and loan notes

Interest rate risk is mitigated through the use of floating- to fixed-interest rate swaps On 31 January 2008, the Group entered into a floating- to fixed-rate swap over its term loan which will expire in July 2012. Whilst this is an economic hedge of the cash flow risk, the Group does not apply hedge accounting.

As at 30 April 2008 the Group had no material exposure to interest rate risk

Currency risk

In certain circumstances, clients are billed in currencies other than the local currency and some purchasing takes place with overseas suppliers who bill in their local currency. As at 30 April 2008 the Group had no material foreign currency exposures.

There are no material financial liabilities that are in a currency other than Pounds Sterling. The currency profile of the financial assets at 30 April 2008 is as follows:

	Cash and cash equivalents		Gross trade receivables	
	2008	**2007**	**2008**	**2007**
	£'000	**£'000**	**£'000**	**£'000**
Pounds sterling	1,026	1,478	2,614	4,315
US Dollar	428	496	137	235
Euros	233	131	318	189
	1,687	**2,105**	**3,069**	**4,739**

Other price risks

The Group does not have any material exposure to other price risks.

Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments. There exists a risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

The liquidity risk of each group company is managed centrally by the Group. All surplus cash is held centrally to maximise the returns on deposits through economies of scale. The type of cash instrument used and its maturity date will depend on the Group's forecast cash requirements The Group maintains a draw down facility with the Bank of Scotland (see note 15) to manage any unexpected short-term cash shortfalls. At 30 April 2008, £4,100,000 is undrawn. The facility expires in July 2012 at which point drawn down amounts will be repayable

The following table illustrates the contractual maturity analysis of the Group's financial liabilities.

	Within one year £'000	**One to five years £'000**	**Total £'000**
At 30 April 2008			
Trade and other payables	2,273	-	2,273
Loan notes	51	-	51
Bank loans and overdrafts	1,900	1,800	3,700
Total financial assets	**4,224**	**1,800**	**6,024**
At 30 April 2007			
Trade and other payables	2,132	-	2,132
Loan notes	494	-	494
Bank loans and overdrafts	2,363	2,201	4,564
Total financial assets	**4,989**	**2,201**	**7,190**

Capital disclosures

The Group considers its capital to comprise of its ordinary share capital, share premium, minority interest, reserves and accumulated retained earnings.

The Group's objective when maintaining capital is to safeguard the entity's ability to continue as a going concern so that it can continue to invest in the growth of the business and ultimately to provide an adequate return to its shareholders. Refer to note 21 for a breakdown of the Group's capital.

24. Related party transactions

The ultimate controlling party of the Group is Thomson Intermedia plc (incorporated in the United Kingdom) The Group has a related party relationship with its subsidiaries (note 12), joint venture (note 12), key management personnel, and with close family members of these individuals.

Transactions between the Company and its subsidiaries, or between subsidiaries, have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Group and other related parties are disclosed below.

Compensation of key management personnel

The remuneration of the Directors, who are considered the key management personnel of the Group, is set out below:

	30 April 2008 £'000	30 April 2007 £'000
Short-term employee benefits	884	753
Termination benefits	-	104
	884	**857**

There were no post-employment or other long-term benefits The share based payments charge in relation to directors for the 12 months to 30 April 2008 was £40,890 (2007: £275,000).

Transactions with joint venture

The Group received no licence fee income (2007 £367,000) from TMC, the Group's joint venture, and no licence fee income is expected from this joint venture in future periods. Other than limited cross selling of products, there were no other related party transactions between the Group and its joint venture There were no amounts due from TMC at 30 April 2008 (2007: £13,000).

Company Balance Sheet
as at 30 April 2008

	Note	30 April 2008	30 April 2007
		£'000	**£'000**
Fixed assets			
Investments	5	18,025	17,271
Current assets			
Debtors	6	374	325
Cash at bank and in hand		5	5
		379	**330**
Creditors: amounts falling due within one year	7	(1,951)	(2,857)
Net current liabilities		**(1,572)**	**(2,527)**
Total assets less current liabilities		**16,453**	**14,744**
Creditors: amounts falling due after one year	8	(5,803)	(4,539)
Accruals and deferred income	9	(46)	(53)
Total assets less liabilities		**10,604**	**10,152**
Capital & Reserves			
Share capital	11	8,035	7,828
Share premium	13	1,820	1,813
Other reserve	13	746	746
Profit and loss account	13	3	(235)
Shareholders' funds	12	**10,604**	**10,152**

The financial statements on pages 59 to 66 were approved and authorised for issue by the Board of Directors on 23 July 2008 and were signed on its behalf by:

Michael Greenlees
Director

Andrew Beach
Director

1. Accounting policies

Basis of preparation

The separate financial statements of the Company are presented as required by the Companies Act 1985 They have been prepared under the historical cost convention and in accordance with United Kingdom Accounting Standards and law.

Significant Accounting Policies

The principal accounting policies adopted are set out below

Investments

Investments held as fixed assets are held at cost less any provision for impairment.

Share-based payments

The Group issues equity-settled share-based payments only. These are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, with a corresponding credit to equity, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

For share options without performance conditions, fair value is measured by use of the Black-Scholes Model. The expected life used in the model has been adjusted, based on management's best estimated, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

Where share options granted to employees are subject to market and non-market based performance conditions, the fair value for these options are determined by an independent financial advisor using an approved pricing model.

In accordance with the first-time adoption exemptions available, FRS 20 has only been applied to all grants of options after 7 November 2002 that had not vested at 1 February 2005.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted

Financial Instruments

- The Group does not hold or issue derivative financial instruments for trading purposes.
- The value payable on loan notes issued will be derived from the results of the earn out period.
- Financial instruments are initially and subsequently recorded at cost.

Detailed information in respect of financial instruments is included in the group IFRS financial statements.

Pension costs

Company contributions to personal pension schemes are charged to the Profit and Loss account as incurred

Foreign currency transactions

Trading transactions denominated in foreign currencies are translated into sterling at the exchange rate ruling when the transaction was entered into. Assets and liabilities expressed in foreign currencies are translated into sterling at rates of exchange ruling at the end of the financial period.

All transactions involving foreign exchange gains and losses are dealt with through the Profit and Loss as and when they arise.

Finance costs

Finance costs are charged to profit over the term of the debt so that the amount charged is at a constant rate on the carrying amount Finance costs include issue costs, which are initially recognised as a reduction in the proceeds of the associated capital instrument

Cash flow statement

The Company has applied the exemption available under FRS 1 (Revised) and has not presented a cash flow statement. The cash flow statement has been presented in the Group financial statements

Related party transactions

In accordance with FRS 8 Related Party Disclosures, the Company is exempt from disclosing transactions with entities that are part of the Thomson Intermedia plc group, or investees of the Group, or investees of the Group qualifying as related parties, as it is a parent company publishing consolidated financial statements

2. Company results for the period

The Company has taken advantage of the exemption allowed under section 230 of the Companies Act 1985 not to present its own profit and loss account in these financial statements The Company acts as a holding company. The movement in reserves of the Company shows a loss of £312,000 (2007: £473,000).

3. Operating profit

Auditor remuneration

Fees for the audit of the Company are £1,000 (2007· £1,000). Fees paid to the company's auditors for services other than the statutory audit of the Company are disclosed in the consolidated financial statements The audit fees are borne by Thomson Intermedia Associates Limited

4. Employee information

	2008 No.	2007 No.
Directors	7	6

All employee costs are borne by Thomson Intermedia Associates Limited

5. Investments

	£'000
Cost and net book value	
At 1 May 2007	17,271
Additions	754
At 30 April 2008	**18,025**

The addition relates to legal costs in relation to the investment in Thomson Intermedia Spain, S.L. (£103,000) and the UITF 44 'Group and Treasury Share Transactions' adjustment (£651,000)

At 30 April 2008 the Company had interests in the following undertakings:

Undertaking	Country of incorporation	Class of share capital held	Direct	Indirect	Nature of business
Thomson Intermedia Associates Limited	England and Wales	Ordinary £1	100%	-	Technology and media monitoring business
BCMG Limited	England and Wales	Ordinary £1	100%	-	Holding company
Billetts Media Consulting Limited	England and Wales	Ordinary £1	100%	-	Media consultants
Billetts International Limited	England and Wales	Ordinary £1	100%	-	Media consultants
Billetts Marketing Sciences Limited	England and Wales	Ordinary £1	100%	-	Marketing consultants
Barsby Rowe Limited	England and Wales	Ordinary £1	-	100%	Non-trading
Billetts Consulting Limited	England and Wales	Ordinary £1	100%	-	Holding company
BCMG Acquisitions Limited	England and Wales	Ordinary £1	-	100%	Holding company
Billetts Media Management Limited	England and Wales	Ordinary £1	-	100%	Dormant
The Billetts Consultancy Limited	England and Wales	Ordinary £1	-	100%	Dormant
Billetts Limited	England and Wales	Ordinary £1	-	100%	Non-trading
Baystar Limited	England and Wales	Ordinary £1	-	100%	Non-trading
BCMG US Inc	US	Ordinary $1	100%	-	Holding company
Billetts America LLC	US	Ordinary $1	-	95%	Media consultants
Thomson Intermedia Spain, S L	Spain	Ordinary €1	100%	-	Media consultants

6. Debtors

	2008 £'000	2007 £'000
Other debtors	20	-
Deferred tax asset	354	325
	374	**325**

7. Creditors: Amounts falling due within 1 year

	2008 £'000	2007 £'000
Loan notes	51	494
Bank loans	1,900	2,363
	1,951	**2,857**

8. Creditors: Amounts falling due after 1 year

	2008 £'000	2007 £'000
Bank loans - between 2 and 5 years	1,800	2,200
Amounts due to subsidiaries	4,003	2,339
	5,803	**4,539**

All amounts owing to the bank are guaranteed by way of fixed and floating charges over the current and future assets of the Group. As such a composite guarantee has been given by all subsidiary companies.

9. Accruals and deferred income

	2008 £'000	2007 £'000
Accruals	**46**	**53**

10. Deferred tax

	Share based payments £'000
At 1 February 2006	221
Credit to profit and loss	104
At 30 April 2007	**325**
Credit to profit and loss	29
At 30 April 2008	**354**

11. Share capital

	£'000
Authorised	
At 1 May 2007 and 30 April 2008:	
40,000,000 ordinary shares of 25p each	10,000
Allotted, called up and fully paid	
At 1 May 2007 (31,310,258 ordinary shares - 25p each)	7,828
Issued during the period (829,177 ordinary shares - 25p each)	207
At 30 April 2008 (32,139,435 ordinary shares - 25p each)	**8,035**

12. Reconciliation of movement in shareholders funds

	2008	2007
	£'000	£'000
Opening shareholders' funds	10,152	10,382
Deferred tax movement	-	221
Restated opening shareholders' funds	10,152	10,603
Issue of shares	207	5
Share premium	7	-
Transfer from ESOP reserve	(130)	-
Loss for the financial period	(312)	(763)
Share options credit	29	307
UITF 44 adjustment	651	-
Closing shareholders' funds	**10,604**	**10,152**

13. Reserves

	Share premium £'000	Other reserve £'000	Profit and loss account £'000
At 1 May 2007	1,813	746	(235)
Loss for the financial period	-	-	(312)
Share premium	7	-	-
Share options credit	-	-	29
UITF 44 adjustment	-	-	651
ESOP	-	-	(130)
At 30 April 2008	**1,820**	**746**	**3**

The ESOP exists to hold shares which will be issued to employees upon exercise of share options. These all relate to share options granted to employees As at balance sheet date the ESOP holds 478,671 with a market value of 32 pence per share

14. Share-based payments

The total number of shares under option at the period end was 5,058,875 (2007: 1,483,382).

No. of options	Exercise price (pence)	Dates when exercisable
476	105	5 May 2003 to 5 May 2010
400,000	25	31 October 2005 to 31 October 2012
140,471	46	5 May 2007 to 5 May 2014
400,293	nil	26 March 2007 to 7 January 2015
15,000	88	22 September 2007 to 22 September 2014
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4,376	229	2 May 2009 to 2 May 2016
7,000	207	29 June 2009 to 29 June 2016
73,811	210	25 July 2009 to 25 July 2016
50,984	228	18 October 2009 to 18 October 2016
17,543	114	24 July 2010 to 24 July 2017
114,285	88	1 October 2010 to 1 October 2017
119,760	84	10 October 2010 to 10 October 2017
73,529	34	24 January 2011 to 24 January 2018
304,117	34	17 March 2011 to 17 March 2018
1,575,000	25	31 October 2009 to 1 April 2018
1,575,000	25	30 April 2011 to 1 April 2018
174,603	32	23 April 2011 to 23 April 2018

(i) Enterprise Management incentive Scheme (EMI Scheme)

The EMI Scheme is a discretionary share option scheme, which provides that options with a value at the date of grant of up to £100,000 may be granted to employees. The EMI Scheme provides a lock in incentive to key management and is also utilised to attract key staff Rights to EMI share options lapse if the employee leaves the Company.

(ii) Unapproved Company Share Option Plan (UCSOP)

This is a discretionary scheme, which provides that options may be granted where employees are not eligible to the EMI Scheme The UCSOP provides a lock in incentive to key management. Rights to UCSOP options lapse if the employee leaves the Company

Options held by directors are shown in the Directors Report During the current period 3,480,953 share options were granted to directors. No share options were exercised by directors during the year. Options were granted under Enterprise Management Incentive (EMI) provisions and Section B (Unapproved) of the 2000 executive share option scheme All options are equity settled There are no performance criteria attached to the EMI scheme with the exception of the options granted on 1 April 2008. The performance conditions attached to the options granted on this date are as follows:

Market Conditions

- The options were divided into 2 parts Part 1 of the options would vest if the share price of the Company equals or exceeds 150 pence on any 10 dealing days within the period of 30 days preceding 31 October 2009. Failing to satisfy the above mentioned vesting criteria, Part 1 options would also vest if the share price equals or exceeds 150 pence on any 10 dealing days within any 30-day period during the Measurement Period (the period beginning 31 October 2009 and ending 31 October 2011)

- Part 2 of the options would vest if the share price equals or exceeds 150 pence on any 10 dealing days in any 30-day period during the six month period preceding 30 April 2011. Failing to satisfy the above mentioned criteria, Part 2 options would also vest if the share price equals or exceeds the 150 pence on any 10 dealing days within any 30 days period during the Measurement Period (the period beginning 30 April 2011 and ending 31 October 2011).

Non-Market Conditions

- Share options would vest if the Company is subjected to a liquidation or change of control. Also, Part 1 and Part 2 of the options would only vest if the recipients remain employed by the Company until the end of the Holding Period (being 31 October 2009 for Part 1 and 30 April 2011 for Part 2).
- Upon vesting, the options can be exercised by the recipients during the period commencing on the date the relevant part of the options vest and expiring on the Lapse Date (31 October 2011).

The 2000 executive scheme includes an element of group performance criteria (these represented 376,764 of the outstanding share options at the current period end and 455,142 at 30 April 2007). The performance criteria have been met.

The following share options were outstanding at 30 April 2008 and 30 April 2007:

	30 April 2008		**30 April 2007**	
	Number of share options	**Weighted average exercise price (pence)**	**Number of share options**	**Weighted average exercise price (pence)**
Outstanding at beginning of period	1,483,382	42	1,408,334	26
Granted during the period	4,036,824	32	207,772	219
Exercised during the period	(350,506)	18	(20,000)	25
Forfeited during the period	(110,825)	144	(112,724)	175
Outstanding at the end of the period	**5,058,875**	**33**	**1,483,382**	**42**
Exercisable at the end of the period	**956,240**	**19**	**1,120,323**	**13**

The weighted average share price at the date of exercise for share options exercised during the period was 90p (2007: 219p). The options outstanding at the end of the period have a weighted average remaining contractual life of 8.6 years (2007: 6.6 years), with a range of exercise prices being between nil and 229p.

During the period, share options were granted with a weighted average fair value of 16p (2007: 122p). These fair values (with the exception of options that are subject to market based performance conditions) were calculated using the Black-Scholes model with the following inputs:

	30 April 2008	**30 April 2007**
Weighted average share price	37p	217p
Exercise price	30p	219p
Expected volatility[1]	66%	82%
Option life	3 years	3 years
Risk-free interest rates	6%	6%

1. Expected volatility is based on historical volatility of the company over the period commensurate with the expected life of the options

There are no expected dividends