DIRECTORS' REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2007

Company number 615225

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#### **DIRECTORS' REPORT**

The directors submit their annual report together with the financial statements for the year ended 31 December 2007

### **ACTIVITIES**

The company is dormant

#### DIRECTORS

The directors who held office during the year and subsequent changes were as follows

C Sweetland

P Richardson

(resigned 20 October 2008)

A Scott

P Delaney

(appointed 22 October 2008)

None of the directors held any shares in the company either at the beginning or the end of the year

### **ELECTIVE RESOLUTIONS**

The company has passed elective resolutions under sections 252 and 366A of the Companies Act 1985 dispensing with the requirements to lay accounts and reports before the company in general meetings and hold the annual general meetings annually

By order of the board

C Sweetland

Director

27 Farm Street

London

W1J5RJ

### **BALANCE SHEET**

As at 31 December 2007

	Notes	2007 £	2006 £
CURRENT ASSETS		_	_
Debtors	3	1,427,317	1,427,317
CREDITORS			
Amounts falling due after one year	4	(13,000)	(13,000)
NET ASSETS		1,414,317	1,414,317
CAPITAL AND RESERVES			
Called up share capital	5	101	101
Profit and loss account	6	1,414,216	1,414,216
EQUITY SHAREHOLDERS' FUNDS		1,414,317	1,414,317

- (a) For the year ended 31 December 2007 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985
- (b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985
- (c) The directors acknowledge their responsibility for
  - (1) ensuring the company keeps accounting records which comply with section 221, and
  - (11) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

The notes on page 4 form part of these financial statements

These financial statements were approved by the bard of directors and signed on its behalf by

C Sweetland

Director

27 Farm Street

London

W1J5RJ

### NOTES

### 1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards

2	TAXATION	2007 £	2006 £	
	UK corporation tax			
	Current tax on income	_ <u> </u>		
	Current tax credit on profit/(loss) on ordinary activities	_		
	Factors affecting the tax charge for the current period			
	The current tax charge for the period is lower (2005) lower) than the standard rate of corporation tax in the UK (30%, 2005). The differences are explained below			
	Tax charge/(credit) on pre tax profit/(loss) at 30%	-	-	
	Effects of			
	Imputed interest	-	22,989	
	Profits group relieved for no consideration		(22,989)	
	Current tax	<u> </u>	<del></del>	
3	DEBTORS			
	Falling due within one year			
	Amounts owed by group and fellow subsidiary undertakings	1,427,317	1,427,317	
		1,427,317	1,427,317	
4	CREDITORS			
	Falling due after one year	13,000	13,000	
		13,000	13,000	
5	CALLED UP SHARE CAPITAL Authorised			
	100 'A' ordinary shares of 1p each	1	1	
	6 'B' ordinary shares of 1p each	-	-	
	100 Deferred ordinary shares of £1 each	100	100	
	100 Doloitod Oldinary Similar Old Will	101	101	

The Deferred Ordinary shares entitle the holders thereof to a fixed cumulative dividend at the rate of 5% per annum for any financial year in which net distributable profits exceed £20 million. On a winding up, the holders of the Deferred Ordinary shares are entitled to a return of the capital paid up on these shares, after a total of £2 million has been distributed in respect of each of the Ordinary shares of the company. The Deferred Ordinary shares do not entitle the holders to attend or vote at any general meeting.

## 6 PROFIT AND LOSS ACCOUNT

During the year and the preceding year, the company did not trade and received no income and incurred no expenditure Consequently, during those years the company made neither a profit nor a loss

### NOTES

# 7 ULTIMATE HOLDING COMPANY

The ultimate parent company is WPP Group plc, which is incorporated in England and Wales Copies of the group financial statements for WPP Group plc for the year ended 31 December 2007 can be obtained from the Secretary, WPP Group plc, 27 Farm Street, London, W1J 5RJ

The parent company and the parent undertaking of the smallest group of which the company is a member is Cordiant Communications Group Ltd, which is incorporated in England and Wales