

Interstar Holdings Limited

Annual report and financial statements
for the year ended 31 December 2007

Registered number 660277

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Directors' report

For the year ended 31 December 2007

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

Review of developments

The company has been dormant within the meaning of Section 249AA of the Companies Act 1985 throughout the year. It is anticipated that the company will remain dormant for the foreseeable future.

Directors and their interests

The directors who served during the year were as follows

P W G Richardson

A Scott

C Sweetland

27 Farm Street

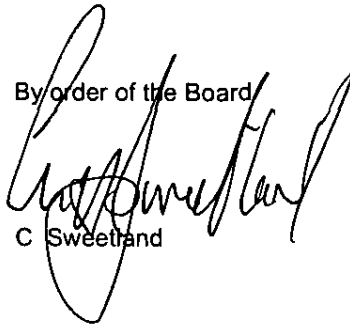
London

W1J 5RJ

30 September 2008

By order of the Board

C Sweetland

A handwritten signature in black ink, appearing to read 'C Sweetland', is written over the printed name 'C Sweetland'.

Balance sheet

At 31 December 2007

| | Notes | 2007 £ | 2006 £ |
|-----------------------------|-------|-----------|-----------|
| Fixed assets | | | |
| Investments | 4 | - | - |
| Net assets | | - | - |
| Capital and reserves | | | |
| Called-up share capital | 5 | 50,000 | 50,000 |
| Profit and loss account | | (50,000) | (50,000) |
| Shareholders' funds | | - | - |

The accompanying notes are an integral part of this balance sheet

Dormant company status:

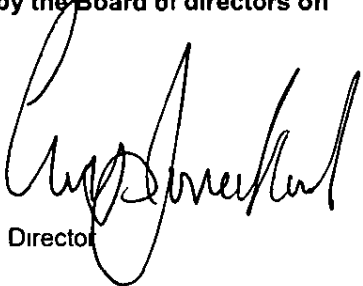
The annual accounts have not been audited because the company is entitled to the exemption provided by section 249AA(1) of the Companies Act 1985 relating to dormant companies and its members have not required the company to obtain an audit of these accounts in accordance with s249B(2)

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with Section 221 of the Companies Act 1985. The directors also acknowledge their responsibilities for 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 and of its profit or loss for the financial year in accordance with Section 226 of the Companies Act 1985 and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company

These financial statements were approved by the Board of directors on **30** September 2008 and signed on its behalf by:

C Sweetland

Director



Notes to financial statements
For the year ended 31 December 2007

1 Accounting policies

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

2 Profit and loss account

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during the current or preceding year

3 Information regarding directors and employees

No emoluments were payable to the directors, who were the only employees, of the company during the current or preceding year

4 Fixed asset investments

The investment represents 40% of the issued share capital of Softmedia Limited, an intermediate holding company incorporated in England and Wales. Interstar Holdings Limited also controls the remaining 60%

| | £'000 |
|---|---------|
| Cost | |
| At 1 January 2007 and 31 December 2007 | 199,962 |
| Provision for impairment | |
| At 1 January 2007 and 31 December 2007 | 199,962 |
| Net book value at 31 December 2007 | - |
| Net book value at 31 December 2006 | - |

5 Called-up share capital

| | 2007 £ | 2006 £ |
|---|-----------|-----------|
| <i>Authorised, allotted, called-up and fully-paid</i> | | |
| 50,000 (2006 – 50,000) ordinary shares of £1 each | 50,000 | 50,000 |

6 Controlling parties and related party transactions

The directors regard Cordiant Communications Group Limited, a company incorporated in Great Britain, as the immediate parent company and WPP Group plc, a company incorporated in Great Britain, as the ultimate parent company and the ultimate controlling party

Notes to financial statements

For the year ended 31 December 2007

6 Controlling parties and related party transactions (continued)

The only group in which the results of Interstar Holdings Limited are consolidated is that headed by WPP Group plc. Copies of the consolidated financial statements of WPP Group plc can be obtained from WPP Group plc, 27 Farm Street, London W1J 5RJ.

As a wholly owned subsidiary of WPP Group plc, the company has taken advantage of the exemption in FRS 8 "Related Party Disclosures" from disclosing transactions with other members of the group headed by WPP Group plc.