Cable Television Limited

Report and Accounts

31 December 1998



Cable Television Limited

Registered No. 683065

DIRECTORS

L Wood D W Kelham R M Mackenzie

(Chairman)

SECRETARY

R M Mackenzie

REGISTERED OFFICE

NTL House Bartley Wood Business Park Hook Hampshire RG27 9XA

DIRECTORS' REPORT

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

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company is dormant and did not trade in the year ended 31 December 1998.

DIRECTORS AND THEIR INTERESTS

The directors during the year were as follows:

L Wood

(appointed 22 September 1998) (appointed 22 September 1998, resigned 30 September 1999) R A Mckellar

(appointed 22 September 1998) R M Mackenzie D W Kelham (appointed 30 September 1999) (resigned 22 September 1998) D Adams P t'Hoen (resigned 1 March 1998)

(appointed 1 March 1998, resigned 22 September 1998) R Hagendoorn

No director had any interest in the share capital of the company.

ntl (UK) GROUP, INC. For a more detailed review of the ntl group's business activities and future prospects, the report and accounts of ntl (UK) Group, Inc. for the year ended 31 December 1998, should be consulted. ntl (UK) Group, Inc. is the parent company of the company and is registered in England and Wales as a foreign company with number FC18124.

By order of the board

R M Mackenzie

Secretary

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those accounts, the directors are required to:

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

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Cable Television Limited

BALANCE SHEET at 31 December 1998

	Notes	1998 £'000	1997 £'000
CURRENT ASSETS			
Debtors	3	535	535
CAPITAL AND RESERVES			
Called up share capital	5	-	-
Share premium account		10	10
Profit and loss account		525	525
		535	535

The company was a dormant company within the meaning of section 250 of the Companies Act 1985 throughout the accounting period ending at the date of this balance sheet.

R M Mackenzie

Director

NOTES TO THE ACCOUNTS at 31 December 1998

1. ACCOUNTING POLICIES

Accounting convention

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

2. PROFIT AND LOSS ACCOUNT

The company had neither income nor expenditure during the year. Accordingly, no profit and loss account has been prepared.

DEBTORS

	1998 £'000	1997 £'000
Amounts owed by group companies	535	535
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4. SHARE CAPITAL

				d, called up
		Authorised	and fully paid	
	1998	1997	1998	1997
	No.	No.	£'000	£'000
Ordinary shares of £1 each	10,000	10,000	251	251
'C' special rights redeemable share	1	1	-	-
	20,000,001	20,000,001	251	251
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6. PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Berkhamstead Properties and Building Contractors Limited.

The company's results are included in the group accounts of ntl Communications Limited, copies of which are available from its registered office: NTL House, Bartley Wood Business Park, Hook, Hampshire RG27 9XA

In the director's opinion, the ultimate parent undertaking and controlling party is NTL Incorporated, a company incorporated in the State of Delaware, United States of America. Copies of its group accounts, which include the company, are available from the Secretary, NTL Incorporated, 110 East 59th Street, 26th Floor, New York, NY 10022, USA.