

**BUPA WORLDWIDE MEDIA SERVICES LIMITED**

**Registered No.1320520**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2006**

MONDAY



\*LYKS4TTL\*

LD6

15/10/2007

417

COMPANIES HOUSE

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **REPORT OF THE DIRECTORS** **For the year ended 31 December 2006**

The Directors present their directors' report and the audited financial statements for the year ended 31 December 2006

### **1. Principal activity**

The principal activity of the Company is the centralised purchasing of media services

### **2. Post Balance Sheet Events**

The Company ceased to operate with effect from 1 January 2007 as it was no longer efficient to fund the business. There is no impact on the financial statements due to cessation and there would be no difference if these accounts had been prepared on a break-up basis

### **3. Business Review**

The profit for the year, after taxation, amounted to £403,044 (2005: £552,969).

During 2006 the company provided Media services to the BUPA Group.

As a result of the straightforward nature of the business, the Directors do not consider the use of KPIs necessary to provide an understanding of the development, performance or position of the business

### **4. Dividends**

The directors do not recommend the payment of a dividend to its ordinary shareholders (2005 Nil)

### **5. Directors and directors' interests**

The names of the persons who were directors at any time during the year are as follows

D B Riley	Resigned 1 December 2006
J Copeland	Resigned 1 December 2006
J P Davies	
N T Beazley	Appointed 1 December 2006
B D J Kent	Appointed 1 December 2006
M A Merchant	Resigned 30 October 2006
C E Bradley	Resigned 1 December 2006

There were no directors' interests requiring disclosure under Section 234 of the Companies Act 1985

### **6. Auditors**

Pursuant to a shareholders' resolution, the Company is not obliged to reappoint its auditors annually and KPMG Audit Plc will therefore continue in office

### **7. Companies (Audit, Investigations and Community Enterprise) Act 2004**

As at the date of this report, indemnities are in force under which the company has agreed to indemnify certain directors, to the extent permitted by law and the company's articles of association, in respect of all losses arising out of, or in connection with, the execution of their powers, duties and responsibilities, as directors of the company

## **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

### **REPORT OF THE DIRECTORS**

**For the year ended 31 December 2006**

**8. Disclosure of Information to Auditors**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

**9. Financial Reporting Standards**

The ultimate parent undertaking has prepared Group accounts in accordance with International Financial Reporting Standards (IFRS) The company is not required to report under IFRS and therefore these accounts are prepared in accordance with applicable UK accounting standards.

Registered Office:

BUPA House  
15 – 19 Bloomsbury Way  
London  
WC1A 2BA

**10 October 2007**

By Order of the Board



Authorised Signatory  
of BUPA Secretaries Limited

BUPA Secretaries Limited  
Secretary

## **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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,
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

## **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BUPA WORLDWIDE MEDIA SERVICES LIMITED**

We have audited the financial statements of BUPA Worldwide Media Services Limited for the year ended 31 December 2006 which comprise of the Profit and Loss Account, the Balance Sheet, the Reconciliation of Movements in Shareholders' Funds and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for the preparation of the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

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

#### **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 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.

## **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BUPA WORLDWIDE MEDIA SERVICES LIMITED (continued)**

#### **Opinion**

In our opinion:

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- 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

*KPMG Audit M.*

**KPMG Audit Plc**  
*Chartered Accountants*  
*Registered Auditor*  
10 October 2007

8 Salisbury Square  
London EC4Y 8BB

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **PROFIT AND LOSS ACCOUNT** **for the year ended 31 December 2006**

	<i>Note</i>	2006 £	2005 £
<b>Turnover</b>		7,669,398	9,373,023
Administrative expenses		<u>(7,667,148)</u>	<u>(9,376,400)</u>
<b>Operating profit / (loss)</b>	3	2,250	(3,377)
Interest receivable and similar income	5	<u>573,527</u>	<u>793,333</u>
<b>Profit on ordinary activities before taxation</b>		575,777	789,956
Tax on profit on ordinary activities	6	<u>(172,733)</u>	<u>(236,987)</u>
<b>Retained profit for the financial year</b>		<u>403,044</u>	<u>552,969</u>

The operating profit/ (loss) is derived from discontinued operations

There were no recognised gains or losses other than the profit for the financial year

There were no material differences between reported profit and losses and historical profit and losses on ordinary activities before and after taxation

The accounting policies and notes on pages 9 to 14 form an integral part of these Financial Statements.

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **BALANCE SHEET**

**as at 31 December 2006**

	Note	2006 £	2005 £
<b>Current Assets</b>			
Debtors	7	9,302,467	15,401,645
Cash at bank and in hand		53,267	10,086
		<u>9,355,734</u>	<u>15,411,731</u>
<b>Creditors : amounts falling due within one year</b>	8	<u>(257,798)</u>	<u>(6,716,839)</u>
<b>Net Assets</b>		<u>9,097,936</u>	<u>8,694,892</u>
<b>Capital and reserves</b>			
Called up share capital	9	72,000	72,000
Share premium account	10	67,400	67,400
Profit and loss account	10	<u>8,958,536</u>	<u>8,555,492</u>
<b>Shareholders' funds</b>		<u>9,097,936</u>	<u>8,694,892</u>

These financial statements were approved by the Board of Directors on 10 October 2007 and were signed on its behalf by



J P Davies  
Director

The accounting policies and notes on pages 9 to 14 form an integral part of these Financial Statements



**BUPA WORLDWIDE MEDIA SERVICES LIMITED****RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS  
for the year ended 31 December 2006**

	2006	2005
	£	£
<b>Retained profit for the financial year</b>	403,044	552,969
Net addition to shareholders' funds	<u>403,044</u>	<u>552,969</u>
 Opening shareholders' funds	 8,694,892	 8,141,923
 Closing shareholders' funds	 <u>9,097,936</u>	 <u>8,694,892</u>

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2006**

### **1. STATEMENT OF ACCOUNTING POLICIES**

#### **(a) Basis of preparation**

The financial statements have been prepared in accordance with UK applicable accounting standards under the historical cost accounting rules, and on a going concern basis

#### **(b) Cash flow statement**

Under Financial Reporting Standard No 1 Cash Flow Statements (revised 1996) (FRS 1) the Company is exempt from the requirement to prepare a cash flow statement, on the grounds that its ultimate parent company, The British United Provident Association Limited, prepares consolidated financial statements, including a consolidated cash flow statement, which are publicly available.

#### **(c) Turnover**

Turnover represents the total amount earned by the Company in the ordinary course of business with other group undertakings for services rendered after deducting trade discounts and value added tax, where applicable. All turnover arises within the United Kingdom

#### **(d) Taxation including deferred taxation**

The charge for taxation is based on the result for the year and takes into account deferred tax

Deferred tax is provided in full on all timing differences that have originated, but not reversed, at the balance sheet date which result in an obligation to pay more, or a right to pay less or to receive more, tax with the following exceptions

Deferred tax assets are recognised only to the extent that it is considered more likely than not that there will be suitable taxable profits from which the underlying timing differences can be deducted. Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on current tax rates and laws.

#### **(e) Related Party Transactions**

As the company is a wholly owned subsidiary undertaking of The British United Provident Association Limited (BUPA), a company registered in England and Wales, which publishes consolidated accounts, the company has pursuant to paragraph 17 of Financial Reporting Standard No 8 Related Party Disclosure (FRS 8) not included details of transactions with other BUPA group companies which are subsidiary undertakings of the BUPA group. There were no other related party transactions

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2006 - continued**

### **2. AUDITORS' REMUNERATION**

	2006 £	2005 £
Fees for the audit of the company	<u>8,035</u>	<u>7,207</u>

Fees for the audit of the Company represent the amount receivable by the Company's auditors. The amount may not be borne by the company. The 2005 disclosure has been restated using a consistent basis.

Fees paid to the Company's auditors, KPMG Audit Plc, and its associates for services other than the statutory audit of the Company are not disclosed in these accounts since the consolidated accounts of BUPA, the ultimate parent undertaking, are required to disclose non-audit fees on a consolidated basis.

### **3. PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION**

	2006 £	2005 £
<i>Profit/(loss) on ordinary activities is stated after charging</i>		
Hire of plant and machinery – rentals payable under operating leases	550	550
Rentals paid under operating leases	<u>3,300</u>	<u>3,300</u>

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2006 - continued**

### **4. STAFF COSTS AND DIRECTORS' REMUNERATION**

#### **a) Employees**

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows

	Number of Employees	
	2006	2005
Administration	<u>3</u>	<u>3</u>

The aggregate payroll costs of these persons were as follows

	2006	2005
	£	£
Wages and salaries	15,200	13,200
Social security costs	<u>831</u>	<u>727</u>
	<u>16,031</u>	<u>13,927</u>

#### **b) Directors**

	2006	2005
	£	£
Remuneration of Directors		
Directors emoluments.	<u>6,600</u>	<u>6,600</u>

### **5. INTEREST RECEIVABLE AND SIMILAR INCOME**

	2006	2005
	£	£
Receivable from Group undertakings	571,196	790,266
Other interest receivable	<u>2,331</u>	<u>3,067</u>
	<u>573,527</u>	<u>793,333</u>

# BUPA WORLDWIDE MEDIA SERVICES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2006 - continued

### 6. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2006	2005
	£	£
<b>(i) Analysis of charge</b>		
<i>Current Tax</i>		
UK corporation tax on profits of the year	172,733	236,987
Double taxation relief	(126,671)	(157,991)
Foreign tax on profits of the year	<u>126,671</u>	<u>157,991</u>
Total current tax	<u>172,733</u>	<u>236,987</u>
Tax on profit on ordinary activities	<u>172,733</u>	<u>236,987</u>

#### (ii) Factors affecting tax charge

The tax assessed for the year is equivalent to the standard rate of corporation tax in the UK of 30%.

Profit on ordinary activities before tax	<u>575,777</u>	<u>789,956</u>
Tax charge on profit on ordinary activities at 30%	<u>172,733</u>	<u>236,987</u>

### 7. DEBTORS

	2006	2005
	£	£
<b>Amounts falling due within one year:</b>		
Amounts owed by Group undertakings	9,302,434	15,401,625
Prepayments and accrued income	<u>33</u>	<u>20</u>
	<u>9,302,467</u>	<u>15,401,645</u>

# BUPA WORLDWIDE MEDIA SERVICES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2006 - continued

### 8. CREDITORS

	2006 £	2005 £
<b>Amounts falling due within one year:</b>		
Payments received on account	-	6,537,633
Trade creditors	6,255	6,592
Taxation and social security	244,543	157,991
Amounts owed to Group undertakings	7,000	14,623
	<u>257,798</u>	<u>6,716,839</u>

Payments received on account represent prepayments for media services to be rendered to Group undertakings

	2006 £	2005 £
<b>9. SHARE CAPITAL</b>		
<b>Authorised</b>		
72,000 ordinary shares of £1 each	<u>72,000</u>	<u>72,000</u>
<b>Allotted, called-up and fully paid</b>		
72,000 ordinary shares of £1 each	<u>72,000</u>	<u>72,000</u>

### 10. RESERVES

	Profit and loss account £	Share Premium account £	Total £
<b>2006</b>			
At the beginning of the year	8,555,492	67,400	8,622,892
Profit for the year	<u>403,044</u>	-	<u>403,044</u>
At the end of the year	<u>8,958,536</u>	<u>67,400</u>	<u>9,025,936</u>
<b>2005</b>			
At the beginning of the year	8,002,523	67,400	8,069,923
Profit for the year	<u>552,969</u>	-	<u>552,969</u>
At the end of the year	<u>8,555,492</u>	<u>67,400</u>	<u>8,622,892</u>

# **BUPA WORLDWIDE MEDIA SERVICES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2006 - continued**

### **11. IMMEDIATE AND ULTIMATE HOLDING COMPANY**

The company is a subsidiary undertaking of BUPA Investments Limited, which is the immediate parent company registered in England and Wales

The largest group in which the results of the Company are consolidated is that headed by The British United Provident Association Limited (BUPA), which is registered in England and Wales

The smallest group in which they are consolidated is that headed by BUPA Finance plc, incorporated in England and Wales. The consolidated financial statements of these groups are available to the public and may be obtained from The Registrar of Companies, Cardiff, CF14 3UZ.