

TELEGRAPH TRUSTEES LIMITED

REPORT AND ACCOUNTS

FOR THE YEAR ENDED

31 DECEMBER 1994



Company Registration No. 1933296

TELEGRAPH TRUSTEES LIMITED

DIRECTORS

A J Davies
A R Hughes
A M Rentoul

SECRETARY

A M Rentoul

REGISTERED OFFICE

1 Canada Square
Canary Wharf
London E14 5DT

REPORT OF THE DIRECTORS

The directors present their report and the accounts of the company for the year ended 31 December 1994.

ACTIVITIES

The company has not traded since incorporation. It acts as nominee holding shares and other assets beneficially owned by The Telegraph plc ("the plc"), the company's immediate parent company.

DIRECTORS

Mr A J Davies, Mr A R Hughes and Mr A M Rentoul served as directors throughout the year.

Mr Hughes was also a director of the plc and his interests in its shares and debentures are disclosed in its annual report and accounts. The other directors' such interests were as follows:-

	HOLDING OF ORDINARY SHARES		OPTION OVER ORDINARY SHARES*		OPTION OVER ORDINARY SHARES°	
	<u>31.12.94</u>	<u>1.1.94</u>	<u>31.12.94</u>	<u>1.1.94</u>	<u>31.12.94</u>	<u>1.1.94</u>
Mr A J Davies	9,250	1,250	7,500	8,000	8,379	8,379
Mr A M Rentoul	22,000	22,000	130,030	130,030	8,379	8,379

* The options shown in this table were held under the Telegraph Executive Share Option Scheme.

° The options shown in this table were held under the Telegraph Sharesave Scheme

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

The company's ultimate parent company maintains directors' and officers' liability insurance cover for directors and officers of the company.

AUDIT

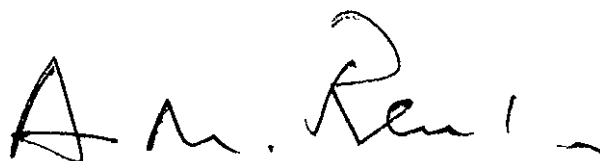
The company is a dormant company within the meaning of section 250(3) of the Companies Act 1985 ("the Act") and, having on 12 August 1987 passed a special resolution pursuant to section 252(1) of the Act prior to its consolidation with the Companies Act 1989, its accounts for the year have not been audited.

ELECTIVE RESOLUTIONS

At the annual general meeting held in 1991, the members invoked section 379A of the Act by passing elective resolutions

- (i) as permitted by section 252 of the Act, to dispense with the laying of accounts and reports before the company in general meeting; and
- (ii) as permitted by section 366A of the Act, to dispense with the holding of annual general meetings.

By order of the board



A M Rentoul
Secretary

1 Canada Square
Canary Wharf
London E14 5DT

6 June 1995

BALANCE SHEET
 at 31 December 1994

1994 and
1993
CURRENT ASSETS

Cash at bank and in hand	£2
	==

CAPITAL AND RESERVES

Called up share capital (Note 2)	£2
	==

The company was dormant throughout the financial year.

Approved by the board on 6 June 1995


 A R Hughes
 Director
NOTES TO THE ACCOUNTS1. **BASIS OF ACCOUNTING**

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

2. **SHARE CAPITAL**
1994 and
1993

Ordinary shares of £1 each:

Authorised	£100
	=====

Called up, allotted and fully paid	£2
	==

3. **ULTIMATE PARENT COMPANY**

The directors regard Hollinger Inc., a Canadian company listed on the Toronto, Montreal and Vancouver stock exchanges, as the company's ultimate parent company.

The largest group in which the results of the company are consolidated is that of which Hollinger Inc. is the parent company. The consolidated accounts of Hollinger Inc. can be obtained from Montreal Trust Company of Canada, 151 Front Street West, 8th Floor, Toronto, Ontario, Canada M5J 2N1.

The smallest such group is that of which The Telegraph plc, registered in England and Wales, is the parent company. Copies of the accounts of The Telegraph plc can be obtained from 1 Canada Square, Canary Wharf, London E14 5DT.