

CARLTON FILMS LIMITED**Balance Sheet as at 30 September 2002**

	30 September 2002	30 September 2001
CURRENT ASSETS		
Amount due from group undertakings	£1,293,951	£1,293,951
CURRENT LIABILITIES		
Amount due to group undertakings	£(1,293,949)	£(1,293,949)
	<u>£2</u>	<u>£2</u>
CAPITAL AND RESERVES		
Called up share capital, issued and fully paid 2 ordinary shares of £1 each	£2	£2
Profit and Loss account	-	-
Equity shareholders' funds	<u>£2</u>	<u>£2</u>

Authorised share capital 100 ordinary shares of £1

During the course of the financial period ended 30 September 2002 the Company acted as agent for other persons.

For the year ended 30 September 2002 the company was entitled to the exemption under Section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with Section 249B(2) of the Companies Act 1985.

The Directors acknowledge their responsibility for:

- ♦ ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
- ♦ 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, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

 Director

These accounts were approved by the Board of Directors on 16 December 2002

ULTIMATE HOLDING COMPANY

The Company's ultimate parent company and ultimate controlling party (in accordance with FRS8) is Carlton Communications Plc, a company registered in England and Wales. The company has decided to adopt the exemption available to it under FRS8 not to disclose transactions within the group of which Carlton Communications Plc is the ultimate controlling party. Copies of its Report and Accounts may be obtained at 25 Knightsbridge, London SW1X 7RZ.



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