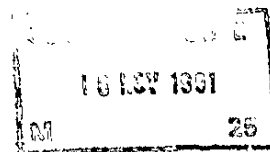


REPORT AND ACCOUNTS

Comment Cablevision
Tyneside Limited

31 DECEMBER 1990



 **ERNST & YOUNG**

Comment Cablevision Tyneside Limited

Registered No. 2407676

DIRECTORS

Stephen B Myers
Michael C Anderson

SECRETARY

E P O Mercer

AUDITORS

Ernst & Young
400 Capability Green
Luton
LU1 3LU

SOLICITORS

Allison & Humphreys
Solicitors
40 Artillery Lane
Bishopsgate
London
E1 7LS

REGISTERED OFFICE

40 Artillery Lane
Bishopsgate
London
E1 7LS

 ERNST & YOUNG

Comment Cablevision Tyneside Limited

DIRECTORS' REPORT

The directors submit their report and audited accounts for the period ended 31 December 1990

RESULTS AND DIVIDENDS

The trading loss for the year amounted to £7,062. The directors do not recommend the payment of a dividend.

REVIEW OF THE BUSINESS

Comment Cablevision Tyneside Limited is a subsidiary UK Corporation of Comment Cablevision North East Limited. It owns a 0.1% interest in the Comment Cablevision North East Partnership (Partnership), the principal place of business of which is located at Gibson House, Holly Hill, Felling, Gateshead, Tyne & Wear, NE10 9NQ. It was created to provide an investment vehicle and entity within the existing partnership structure to facilitate the entry of additional investment.

The directors do not recommend the payment of a dividend.

DIRECTORS

The directors of the Company during the period ended 31 December 1990 were those listed on page 1.

DIRECTORS INTERESTS

The directors interests in the share capital of the company were as follows:

31 December 1990
Ordinary shares of £1

M C Anderson	1
S E Myers	1

Stephen E Myers, Michael C Anderson, James D Pearson and Phillip Morgan own collectively 74.481% of the Company and Partnership interests through other investment entities. US West U.K. Cable, Inc. owns the remaining 25.519% interest at the period end.

AUDITORS

A resolution to re-appoint Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the board



Michael C Anderson
Director

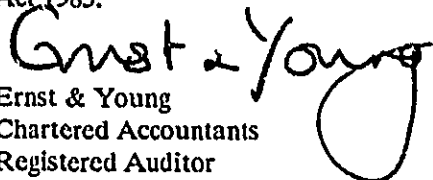
31 OCT 1991

REPORT OF THE AUDITORS
to the members of Comment Cablevision Tyneside Limited

We have audited the accounts on pages 4 to 8 in accordance with Auditing Standards.

The accounts have been prepared on a going concern basis, the validity of which depends on the continuing financial support of the ultimate holding undertaking.

Subject to this continuing financial support, in our opinion the accounts give a true and fair view of the state of affairs of the company at 31 December 1990 and of its loss and source and application of funds for the period then ended and have been properly prepared in accordance with the Companies Act 1985.


Ernst & Young
Chartered Accountants
Registered Auditor
Luton

October 31, 1991

Comment Cablevision Tyneside Limited

PROFIT AND LOSS ACCOUNT

for the period from 1 April 1990 to 31 December 1990

	<i>Note</i>	<i>£</i>
Other income		12
Operating and administrative expenses		(7,074)
RETAINED LOSS FOR THE PERIOD	2	<u>(7,062)</u>

Comment Cablevision Tyneside Limited

BALANCE SHEET at 31 December 1990

	Note	31 December 1990 £	31 March 1990 £
FIXED ASSETS			
Investment	3	909	-
CURRENT ASSETS			
Debtors	4	37	2
Cash at bank		27	-
		64	2
CREDITORS			
Amounts falling due within one year	5	6,047	-
NET CURRENT (LIABILITIES)/ASSETS		(5,983)	2
TOTAL (LIABILITIES)/ASSETS		(5,074)	2
CAPITAL AND RESERVES			
Called up share capital	6	2	2
Share premium account	7	1,986	-
Profit and loss account		(7,062)	-
		(5,074)	2

Stephen E Myers) Director

31 OCT 1991

ERNST & YOUNG

Comment Cablevision Tyneside Limited

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

for the period from 1 April 1990 to 31 December 1990

	£
SOURCE OF FUNDS	
Share premium	1,986
APPLICATION OF FUNDS	
Retained loss for the period	(7,062)
Adjustment for items not involving the movement of funds:	
Share of loss of partnership	1,079
TOTAL ABSORBED BY OPERATIONS	<u>(5,983)</u>
Investment in Partnership	(1,988)
	<u>(7,971)</u>
DECREASE IN WORKING CAPITAL	<u><u>(5,985)</u></u>
COMPONENTS OF DECREASE IN WORKING CAPITAL	
Debtors	37
Creditors	(6,047)
	<u>(6,010)</u>
MOVEMENT IN NET LIQUID FUNDS	
Cash in bank	25
	<u><u>(5,985)</u></u>

Comment Cablevision Tyneside Limited

NOTES TO THE ACCOUNTS

at 31 December 1990

1 ACCOUNTING POLICIES

Accounting convention

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

Investment

The investment represents the company's interest in the Comment Cablevision North East Partnership and has been accounted for under the equity method. The company's share of the Partnership's operating results for the period has been included in the profit and loss account.

2 RETAINED LOSS

	£
Retained loss is stated after charging:	
Auditors' remuneration	3,000
Share of loss of partnership	1,079

3 INVESTMENT

	£
Cost:	
At 1 April 1990	-
Contribution to Comment Cablevision North East Partnership	1,988
Share of partnership's losses	(1,079)
At 31 December 1990	909

4 DEBTORS

	£
Other debtors	37

5 CREDITORS

	£
Trade creditors	6,000
Due from Partnership	37
Due from group undertakings	10
	6,047

Comment Cablevision Tyneside Limited

NOTES TO THE ACCOUNTS

at 31 December 1990

6 CALLED UP SHARE CAPITAL

	<i>Authorised</i>	<i>Allotted and fully paid</i>
Ordinary shares of £1 each	<u>1,000</u>	<u>2</u>

7 SHARE PREMIUM ACCOUNT

	<i>£</i>
Balance at 1 April 1990	-
Additions	<u>1,986</u>
Balance at 31 December 1990	<u>1,986</u>

8 HOLDING UNDERTAKING

The parent undertaking of the largest group of undertakings for which group accounts are drawn up and for which the company is a member is US Cable of Tyneside, Inc. The parent undertaking of the smallest group is Comment Cablevision North East Limited.

US Cable of Tyneside, Inc, is also the ultimate holding undertaking.