

NTL CABLECOMMS MACCLESFIELD

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

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NTL CABLECOMMS MACCLESFIELD

COMPANY INFORMATION

Directors	R D Dunn M O Hfzi
Company secretary	G E James
Registered number	02459067
Registered office	Bartley Wood Business Park Hook Hampshire RG27 9UP

NTL CABLECOMMS MACCLESFIELD

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NTL CABLECOMMS MACCLESFIELD

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

Principal activities and business review

The principal activity of the company during the year was, and will continue to be, the provision of digital cable, fixed-line telephony, broadband internet and other telecommunication services as well as running some of the telecommunication services over which they are provided

The company is a wholly owned subsidiary undertaking of Virgin Media Inc (Virgin Media) which is itself a wholly owned subsidiary of Liberty Global plc (Liberty Global)

The Virgin Media Inc consolidated group (the group) operates under the Virgin Media brand in the United Kingdom (UK) and Republic of Ireland (Ireland), following the acquisition of a controlling interest in Virgin Media Ireland Limited from a fellow subsidiary of Liberty Global in February 2015

The group provides digital cable, broadband internet, fixed-line telephony and mobile services in the UK and Ireland to both residential and business-to-business (B2B) customers. The group is one of the largest providers of residential digital cable, broadband internet and fixed-line telephony services in terms of the number of customers in the UK and Ireland. The group believes its advanced, deep-fibre cable access network enables it to offer faster and higher quality broadband services than its digital subscriber line, or DSL, competitors. As a result, it provides its customers with a leading, next-generation broadband service and one of the most advanced interactive TV services available in the UK and Irish markets.

The group provides mobile services to its customers using third-party networks through mobile virtual network operator (MVNO) arrangements.

In addition, through the Virgin Media Business brand, the group offers a broad portfolio of B2B voice, data, internet, broadband and managed services solutions to small businesses, medium and large enterprises and public sector organisations in the UK.

At 31 December 2015, the group provided services to approximately 5.6 million residential cable customers on its network. The group is also one of the largest MVNOs by number of customers, providing mobile telephony services to 2.3 million contract mobile customers and 0.7 million prepaid mobile customers over third party networks. At 31 December 2015, 83% of residential customers on the group's cable network received multiple services and 63% were "triple-play" customers, receiving broadband internet, digital cable and fixed-line telephony services from the group.

Liberty Global is the largest international cable company. As at 31 December 2015, it had operations in 14 countries and its market-leading triple-play services are provided through next-generation networks and innovative technology platforms that connected 27 million customers subscribing to 56 million television, broadband internet and telephony services. In addition at 31 December 2015, Liberty Global served 5 million mobile subscribers and offered WiFi service across six million access points.

Principal risks and uncertainties

Financial and operational risk management is undertaken as part of the group operations as a whole. The company's operations expose it to a variety of operational and financial risks. These are considered in more detail in the financial statements of Virgin Media Inc which are available from the company secretary at Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

Key performance indicators (KPIs)

The company's key financial and other performance indicators for the year are considered below.

	2015 £000	2014 £000	Commentary
Turnover	10,742	10,319	Turnover has increased by 4.1%, primarily due to an increase in the number of telephony and broadband internet subscribers, and selective price increases.
Operating profit	2,257	2,186	Operating profit has increased by 3.2%, primarily due to an increase in turnover.

NTL CABLECOMMS MACCLESFIELD

STRATEGIC REPORT (continued)
FOR THE YEAR ENDED 31 DECEMBER 2015

Selected statistics for residential cable customers served by the company at 31 December 2015 and 31 December 2014 are shown in the table below

	2015	2014
Products		
Digital cable	12,800	12,800
Fixed-line telephony	14,300	14,000
Broadband internet	14,900	14,500
	<hr/>	<hr/>
Total	42,000	41,300
	<hr/>	<hr/>
Total customers	16,000	15,700
	<hr/>	<hr/>
Products per customer	2.63	2.63
	<hr/>	<hr/>

Each digital cable, fixed-line telephone and broadband internet subscriber directly connected to the company's network counts as one product. Accordingly, a subscriber who receives both telephone and digital cable services counts as two products. Products may include subscribers receiving some services for free or at a reduced rate in connection with promotional offers.

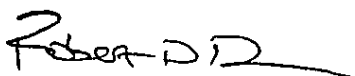
The company reported a decrease in net current liabilities and an increase in net assets for the year ended 31 December 2015 as a result of normal operations. During the year, no new external finance was arranged and there was no movement in the called up equity share capital of the company. Operations were financed through the company's inter-company balances with fellow group undertakings.

Future outlook

The directors will continue to review management policies in light of changing trading and market conditions. Further detail of the future outlook of the group is provided in Virgin Media Inc's financial statements and annual report for 2015, which are available from the company secretary at Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

On 23 June 2016, the UK voted to leave the European Union, the implications of which are uncertain as of the date of signing these financial statements. Based on information currently available, we do not expect that this matter will have a material impact on our business. Accordingly, no adjustments have been made to these financial statements.

This report was approved by the board on 11 July 2016 and signed on its behalf



R D Dunn
Director

NTL CABLECOMMS MACCLESFIELD

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

The directors present their report and the financial statements for the year ended 31 December 2015

Results and dividends

The profit for the year, after tax, amounted to £688,000 (2014 - £1,012,000)

The directors have not recommended an ordinary dividend (2014 - £nil)

Directors

The directors who served during the year and thereafter were as follows

R D Dunn
M O Hifzi

The directors of the company have been indemnified against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision is in force for directors serving during the financial year and as at the date of approving the Directors' report.

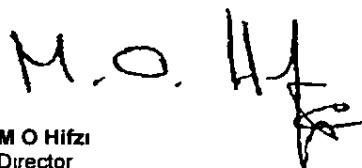
Going concern

After making suitable enquiries and obtaining the necessary assurances from Virgin Media Inc, a wholly owned subsidiary of Liberty Global plc and the intermediate holding company which heads the Virgin Media group, that sufficient resources will be made available to meet any liabilities as they fall due should the company's income not be sufficient, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although at the date of approval of these financial statements they have no reason to believe that it will not do so. On this basis the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

Audit exemption

Virgin Media Finance PLC issued a guarantee against all outstanding liabilities to which the company is subject as at 31 December 2015, until they are satisfied in full. The guarantee is enforceable against Virgin Media Finance PLC by any person to whom the company is liable in respect of those liabilities. Since Virgin Media Finance PLC is the smallest group to which the company's accounts are consolidated, the company has taken advantage of the exemption from audit of its individual accounts for the year ended 31 December 2015 by virtue of section 479A of the Companies Act 2006.

This report was approved by the board on 11 July 2016 and signed on its behalf


M O Hifzi
Director

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2015**

The directors are responsible for preparing the Strategic report, 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless satisfied that they 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 judgements and accounting 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

NTL CABLECOMMS MACCLESFIELD

**PROFIT AND LOSS ACCOUNT AND STATEMENT OF OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2015**

		2015 £000	2014 £000
Turnover		10,742	10,319
Cost of sales		(2,779)	(2,485)
		<hr/>	<hr/>
Gross profit		7,963	7,834
Administrative expenses		(5,706)	(5,648)
		<hr/>	<hr/>
Operating profit	4	2,257	2,186
Interest payable and similar charges	6	(690)	(892)
		<hr/>	<hr/>
Profit on ordinary activities before tax		1,567	1,294
Tax on profit on ordinary activities	7	(879)	(282)
		<hr/>	<hr/>
Profit for the year		688	1,012
		<hr/>	<hr/>

The notes on pages 8 to 17 form part of these financial statements

There was no other comprehensive income or expenditure for 2015 or 2014 other than that included in the profit and loss account

All results were derived from continuing operations

NTL CABLECOMMS MACCLESFIELD
REGISTERED NUMBER: 02459067

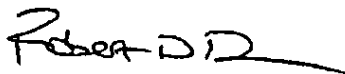
BALANCE SHEET
AS AT 31 DECEMBER 2015

	Note	2015 £000	2014 £000
Fixed assets			
Tangible assets	8	8,213	8,270
Current assets			
Debtors due after more than one year	9	4,707	5,551
Debtors due within one year	9	12,949	11,349
		17,656	16,900
Creditors' amounts falling due within one year	10	(18,160)	(18,149)
Net current liabilities		(504)	(1,249)
Total assets less current liabilities		7,709	7,021
Creditors' amounts falling due after more than one year	11	(2,705)	(2,705)
Net assets		5,004	4,316
Capital and reserves			
Share capital	13	34,180	34,180
Profit and loss account	14	(29,176)	(29,864)
Shareholders' funds		5,004	4,316

For the year ended 31 December 2015 the company was entitled to exemption under section 479A of the Companies Act 2006 ("the Act") No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 11 July 2016



R D Dunn
Director

The notes on pages 8 to 17 form part of these financial statements

NTL CABLECOMMS MACCLESFIELD

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Share capital £000	Profit and loss account £000	Shareholders' funds £000
At 1 January 2015	34,180	(29,864)	4,316
Profit for the year	-	688	688
Total comprehensive income for the year	-	688	688
At 31 December 2015	34,180	(29,176)	5,004

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2014**

	Share capital £000	Profit and loss account £000	Shareholders' funds £000
At 1 January 2014	34,180	(30,876)	3,304
Profit for the year	-	1,012	1,012
Total comprehensive income for the year	-	1,012	1,012
At 31 December 2014	34,180	(29,864)	4,316

The notes on pages 8 to 17 form part of these financial statements

NTL CABLECOMMS MACCLESFIELD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

1. Company information

ntl CableComms Macclesfield Limited (the "company") is a company incorporated and domiciled in the United Kingdom. The registered office of the company during the year was Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

2. Accounting policies

A summary of the principal accounting policies is set out below. All accounting policies have been applied consistently, unless noted below.

2.1 Basis of accounting and transition from UK GAAP

These financial statements were prepared under the historical cost convention in accordance with the Companies Act 2006 and the Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006, and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

In the transition to FRS 101, the company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position, financial performance and cash flows of the company is provided in note 17.

The company's ultimate parent undertaking, Liberty Global plc, includes the company in its consolidated financial statements. The consolidated financial statements of Liberty Global plc are available to the public and may be obtained from Liberty Global's website at www.libertyglobal.com.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures, where required equivalent disclosures are included within the consolidated financial statements of Liberty Global plc:

- a cash flow statement and related notes,
- comparative period reconciliations for share capital and tangible fixed assets,
- disclosures in respect of related party transactions with fellow group undertakings,
- disclosures in respect of capital management,
- the effects of new but not yet effective IFRSs,
- an additional balance sheet for the beginning of the earliest comparative period following the retrospective change in accounting policy,
- disclosures in respect of the compensation of Key Management Personnel, and
- certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 January 2014 for the purposes of the transition to FRS 101.

The company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

2.2 Changes in accounting policies

This is the first year in which the financial statements have been prepared in accordance with FRS 101. The date of transition to FRS 101 is 1 January 2014. An explanation of the transition is included in note 17 to the financial statements. In applying FRS 101 for the first time the company has applied early the amendment to FRS 101 which permits a first time adopter not to present an opening balance sheet at the beginning of the earliest comparative period presented.

2.3 Turnover

Turnover represents the value of services provided, stated net of value added tax and discounts, and is attributable to continuing activities, being the provision of digital cable, fixed-line telephony, broadband internet and other telecommunication services and to run certain telecommunication systems over which they are provided. All turnover is derived from operations in the United Kingdom and is recognised as the services are provided to customers. The directors consider this to be a single class of business.

NTL CABLECOMMS MACCLESFIELD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

2. Accounting policies (continued)

2.4 Fundamental accounting concept

After making suitable enquiries and obtaining the necessary assurances from Virgin Media Inc, a wholly owned subsidiary of Liberty Global plc and the intermediate holding company which heads the Virgin Media group, that sufficient resources will be made available to meet any liabilities as they fall due should the company's income not be sufficient, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although at the date of approval of these financial statements they have no reason to believe that it will not do so. On this basis the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

2.5 Tangible fixed assets

Depreciation is provided on all tangible fixed assets, other than land, so as to write off the cost of a tangible fixed asset on a straight line basis over the expected useful economic life of that asset as follows:

Network assets	3 - 30 years
Other fixed assets	
- Freehold property	30 years
- Leasehold property	period of lease
- Other	3 - 12 years

No depreciation is provided on freehold land.

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The useful lives and residual values are reviewed annually and where adjustments are required these are made prospectively.

Capitalised labour

Labour relating to the design, construction and development of the network, capital projects, and related services have been capitalised. Depreciation of capitalised labour is provided on a straight-line basis over 15 years or the life of the relevant assets.

2.6 Trade and other debtors

Trade and other debtors are stated at their recoverable amount. Provision is made when the amount receivable is not considered recoverable and the amount is fully written off when the probability for recovery of a balance is assessed as being remote.

2.7 Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

2 Accounting policies (continued)

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside of profit or loss.

Deferred tax items are recognised in correlation to the underlying transaction either in Other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority.

2.8 Classification of shares as debt or equity

The company has financial instruments in the form of preference shares. As a condition of the shares there is a contractual obligation to accrue for dividends, regardless of performance. As this condition is potentially unfavourable the preference shares have been classified in the Balance sheet as financial liabilities, rather than equity, in accordance with IAS 32 "Financial Instruments: Disclosure and Presentation".

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges.

3 Judgements in applying accounting policies and key sources of estimation uncertainty

In the process of applying the company's accounting policies, management has not made any critical judgements that have a significant effect on the amounts recognised in the financial statements, except for

Property, plant and equipment

Depreciation is provided on all property, plant and equipment, other than freehold land, on a straight-line basis at rates calculated to write off the cost of each asset over the shorter of its leasing period or estimated useful life. The estimation of an asset's useful economic life has a significant effect on the annual depreciation charge.

Deferred tax assets

Deferred tax assets are recognised for unused tax losses and allowances to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

NTL CABLECOMMS MACCLESFIELD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

4 Operating profit

The operating profit is stated after charging

	2015 £000	2014 £000
Depreciation of tangible fixed assets	1,260	1,239

The directors received no remuneration for qualifying services as directors of this company. All directors' remuneration is paid by and disclosed in the financial statements of Virgin Media Limited.

Certain expenses are specifically attributable to the company. Where costs are incurred by other group companies on behalf of the company, expenses are allocated to the company on a basis that, in the opinion of the directors, is reasonable.

5 Staff costs

The company does not have any directly employed staff but is charged an allocation of staff costs by the group. Details of staff numbers and staff costs of the group are disclosed in the group accounts of Virgin Media Finance PLC.

6 Interest payable and similar charges

	2015 £000	2014 £000
Finance charges	66	152
Interest on amounts owed to group undertakings	624	635
Preference share dividend payable	-	105
	690	892

7 Tax on profit on ordinary activities

	2015 £000	2014 £000
Current tax charge/(credit)		
Foreign tax charge/(credit) - US	35	(1)
Total current tax/(credit)	35	(1)
Deferred tax		
Origination and reversal of timing differences	844	283
Total deferred tax	844	283
Tax on profit on ordinary activities	879	282

NTL CABLECOMMS MACCLESFIELD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

7 Tax on profit on ordinary activities (continued)

The tax assessed for the year is higher than (2014 - higher than) the standard rate of corporation tax in the UK of 20.25% (2014 - 21.49%). The differences are explained below:

	2015	2014
	£000	£000
Profit on ordinary activities before tax	1,567	1,294
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.25% (2014 - 21.49%)	317	278
Effects of		
Expenses not deductible for tax purposes	5	23
Depreciation in excess of capital allowances	3	3
Net effect of tax rate change on deferred tax asset	519	(21)
US tax expense/(credit)	35	(1)
Total tax charge for the year	879	282

Factors affecting current and future tax charges

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective from 1 April 2020) were substantively enacted on 8 July 2015. This will reduce the company's future current tax charge accordingly. The deferred tax assets have been calculated using the enacted rate of 18% (2014 - 20%). A further reduction to 17% (effective from 1 April 2020) was announced in Budget 2016. This represents an additional 1% reduction on top of the previously announced rate reductions. The future rate reduction to 17% is expected to be included in Finance Bill 2016, which was not substantively enacted at the balance sheet date, therefore this has not been reflected in these financial statements.

NTL CABLECOMMS MACCLESFIELD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

8 Tangible fixed assets

	Network assets £000	Other £000	Total £000
Cost			
At 1 January 2015	37,047	337	37,384
Additions	1,040	163	1,203
Transfers	-	(1)	(1)
Disposals	(203)	(27)	(230)
At 31 December 2015	37,884	472	38,356
Depreciation			
At 1 January 2015	28,890	224	29,114
Charge for the year	1,223	37	1,260
Transfers	-	(1)	(1)
Disposals	(203)	(27)	(230)
At 31 December 2015	29,910	233	30,143
Net book value			
At 31 December 2015	7,974	239	8,213
At 31 December 2014	8,157	113	8,270

Included in "Other" are the following net book values of land and buildings

	2015 £000	2014 £000
Freehold property	55	60

NTL CABLECOMMS MACCLESFIELD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

9 Debtors

	2015 £000	2014 £000
Due after more than one year		
Deferred tax asset (note 12)	4,707	5,551
	2015 £000	2014 £000
Due within one year		
Amounts owed by group undertakings	12,949	11,349

The analysis of amounts owed by group undertakings is

	2015 £000	2014 £000
Amounts owed by group undertakings	12,972	11,372
Impairment provision on amounts owed by group undertakings	(23)	(23)
	12,949	11,349

Amounts owed by group undertakings are unsecured and repayable on demand

10 Creditors amounts falling due within one year

	2015 £000	2014 £000
Amounts owed to group undertakings	18,160	18,149

The analysis of amounts owed to group undertakings is

	2015 £000	2014 £000
Loans advanced by group undertakings	17,015	17,039
Other amounts owed to group undertakings	1,145	1,110
	18,160	18,149

Amounts owed to group undertakings are unsecured and repayable on demand

NTL CABLECOMMS MACCLESFIELD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

11 Creditors amounts falling due after more than one year

	2015	2014
	£000	£000
Preference share dividend payable	2,705	2,705
Share capital treated as debt	-	-
	<u>2,705</u>	<u>2,705</u>

Disclosure of the terms and conditions attached to the non-equity shares is made in note 13

12. Deferred taxation

	Deferred tax
	£000
At 1 January 2015	5,551
Charged to the profit or loss	(844)
At 31 December 2015	<u>4,707</u>

In respect of prior year

	Deferred tax
	£000
At 1 January 2014	5,834
Charged to the profit or loss	(283)
At 31 December 2014	<u>5,551</u>

The deferred tax asset is made up as follows

	2015	2014
	£000	£000
Depreciation in excess of capital allowances	<u>4,707</u>	<u>5,551</u>

NTL CABLECOMMS MACCLESFIELD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

13 Share capital

	2015 £	2014 £
Shares classified as equity		
Allotted, called up and fully paid		
34,180,220 'A' Ordinary shares of £1 each	34,180,220	34,180,220
	<u> </u>	<u> </u>
	2015 £	2014 £
Shares classified as debt		
Allotted, called up and fully paid		
2 Preference shares of £1 each	2	2
	<u> </u>	<u> </u>

The preference shares which are held by group undertakings are classified as a liability under IAS 32 "Financial Instruments Presentation" and shown in note 11

Shareholder's voting rights

In the opinion of the directors, the primary rights attached to the various classes of shares are as follows

£1 Preference shares

The right to attend and speak, but not vote at all general meetings of the company

£1 'A' Ordinary shares

The right to attend, speak and vote at all general meetings of the company

Distributable profits

Distributable profits are allocated on the following basis

Preference shareholder

The company's Articles of Association provide for a fixed cumulative dividend at the rate of £135,000 per annum. This dividend will accrue on a daily basis from 31 December 1993 until 11 October 2014. After payment of the preference dividend, the preference shareholder is entitled to 15% of the remaining distributable profits on winding up.

All Ordinary shareholders

After payment of the preference dividend, all ordinary shareholders are entitled to 85% of the remaining distributable profits on winding up.

Dividends

The preference dividends of £nil (2014 - £105,000) due to the non-equity shareholder for the year ended 31 December 2015 have been treated as interest payable in the Profit and loss account in accordance with IAS 32 "Financial Instruments Presentation".

14 Reserves

Profit and loss account

Includes all current and prior year retained profits and losses

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

15 Contingent liabilities

The company, along with fellow group undertakings, is party to a senior secured credit facility with a syndicate of banks. As at 31 December 2015, this comprised term facilities that amounted to £2,198 million (2014 - £3,083 million) and an outstanding balance of £148 million (2014 - £nil) which was borrowed under a revolving facility of £675 million (2014 - £660 million). Borrowings under the facilities are secured against the assets of certain members of the group including those of this company.

In addition, a fellow group undertaking has issued senior secured notes which, subject to certain exceptions, share the same guarantees and security which have been granted in favour of the senior secured credit facility. The amount outstanding under the senior secured notes at 31 December 2015 amounted to £5,132 million (2014 - £3,760 million). Borrowings under the notes are secured against the assets of certain members of the group including those of this company.

On 31 March 2016, a fellow group undertaking entered into two new term loan facilities with an aggregate principal amount of euros 100 million (£79 million). The new term facilities will rank *pari passu* with the group's existing senior secured notes and senior secured credit facility, and subject to certain exemptions, share in the same guarantees and security granted in favour of its existing senior secured notes.

On 26 April 2016, a fellow group undertaking issued senior secured notes with a principal amount of US dollars 750 million (£514 million). The new senior secured notes rank *pari passu* with the group's existing senior secured notes and senior secured credit facility, and subject to certain exceptions, share in the same guarantees and security granted in favour of its existing senior secured notes.

The company has joint and several liabilities under a group VAT registration.

16 Controlling party

The company's immediate parent undertaking is ntl CableComms Holdings No. 1 Limited.

The smallest and largest groups of which the company is a member and in to which the company's accounts were consolidated at 31 December 2015 are Virgin Media Finance PLC and Liberty Global plc, respectively.

The company's ultimate parent undertaking and controlling party at 31 December 2015 was Liberty Global plc.

Copies of group accounts referred to above which include the results of the company are available from the Company Secretary, Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

In addition, copies of the consolidated Liberty Global plc accounts are available on Liberty Global's website at www.libertyglobal.com.

17 First time adoption of FRS 101

The policies applied under the entity's previous accounting framework are not materially different to FRS 101 and have not had an impact on equity or profit or loss.