DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 28 FEBRUARY 2009

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DIRECTORS' REPORT FOR THE PERIOD ENDED 28 FEBRUARY 2009

The Directors present their report and financial statements for the period ended 28 February 2009.

Principal Activities and Review of the Business

The Company did not trade during the year.

Accounting reference date

The accounting reference date of the company has been changed to 28 February from 31 December, leading to a 14 month period.

Directors

The following directors held office during the period and to the date of this report:

	D D A-b	(annaisted 15 August 2009)
Directors	P. R. Ashworth	(appointed 15 August 2008)
	E. Ellenbogen	(appointed 1 April 2009)
	J. Engelman	(appointed 1 April 2009)
	N. W. Lowe	(appointed 30 September 2009)
	E. A. Gaines	(resigned 15 August 2008)
	M. V. Heap	(resigned 18 March 2008)
	N. J. T. Phillips	(appointed 18 March 2008 and resigned 5 December 2008)
	E. M. Knighton	(appointed 31 October 2008 and resigned 30 September 2009)

Registered Auditor

The Company has taken advantage of the exemption under Section 249AA(1) of the Companies Act 1985, not to appoint auditors.

This report was approved by the Board on 22 December 2009.

PR. Ashwi Director

BALANCE SHEET AS AT 28 FEBRUARY 2009

	28 February 2009 £	31 December 2007 £
Current assets Debtors : amounts falling due within one year	256,182	256,182
Creditors: amounts falling due within one year	(86,889)	(86,889)
Net current assets	169,293	169,293
Net assets	169,293	169,293
Capital and reserves Called up share capital Profit and loss account	1,000 168,293	1,000 1 <u>68,293</u>
Equity shareholders' funds	169,293	169,293

For the period ended 28 February 2009 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No Members have required the Company to obtain an audit of its accounts for the period in question in accordance with section 249B(2).

The Directors acknowledge their responsibilities for ensuring that:

- i. the Company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
- ii. the financial statements give a true and fair view of the state of affairs of the Company as at 28 February 2009 in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the Company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Approved by the Board of Directors on 22 December 2009 and signed on its behalf by:

R. Ashwor

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 28 FEBRUARY 2009

1. Control

During the 14 months to February 2009 the immediate and ultimate parent undertaking and controlling related party was Entertainment Rights Ptc, a company incorporated in England and Wales. As disclosed in note 2 to the financial statements, the immediate and ultimate parent of the Company at present are Classic Media UK Limited and GTCR respectively.

2. Post-balance sheet event

On 1 April 2009, the directors of Entertainment Rights Plc appointed Administrators, pursuant to paragraph 22 of schedule B1 to the Insolvency Act 1986. On 2 April 2009, Entertainment Rights Plc (acting by its joint Administrators) then sold the shares in the Company to Classic Media UK Limited whose ultimate parent company is GTCR.