

COMPANY REGISTRATION NUMBER 2511877

ntl UK Telephone and Cable TV Holding Company Limited
Financial Statements
31 December 2008

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ntl UK Telephone and Cable TV Holding Company Limited

Balance Sheet

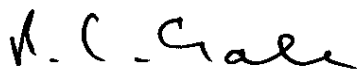
31 December 2008

	Note	2008 £	2007 £
Fixed assets			
Investments	3	—	—
Current assets			
Debtors	4	27,171,003	27,171,003
Creditors: Amounts falling due within one year	5	<u>27,171,000</u>	<u>27,171,000</u>
Net current assets		3	3
Total assets less current liabilities		<u>3</u>	<u>3</u>
Capital and reserves			
Called-up equity share capital	7	3	3
Shareholders' funds		<u>3</u>	<u>3</u>

Statements:

- (a) For the year ended 31 December 2008 the company was entitled to exemption from audit under Section 249AA(1) of the Companies Act 1985.
- (b) Members have not required the company to obtain an audit in accordance with Section 249B(2) of the Companies Act 1985.
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring the company keeps accounting records in accordance with Section 221, and
 - (ii) preparing financial statements 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 and loss for the financial year 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.

These financial statements were approved by the directors on 22 October 2009 and are signed on their behalf by:



R C Gale

For and on behalf of Virgin Media Directors Limited

The notes on pages 3 to 5 form part of these financial statements.

ntl UK Telephone and Cable TV Holding Company Limited

Notes to the Financial Statements

Year ended 31 December 2008

1. Dormant status

The company was dormant (within the meaning of Section 249AA of the Companies Act 1985) throughout the year ended 31 December 2008. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

Group accounts

The company has taken advantage of the exemption from preparing group accounts afforded by Section 228 of the Companies Act 1985 because it is a wholly owned subsidiary of another company incorporated in Great Britain which prepares group accounts (see note 8). These financial statements therefore present information about the company as an individual undertaking and not about its group.

Investments

Investments are recorded at cost, less any provision for impairment.

3. Investments

	Subsidiary undertakings
	£
Cost	
At 1 January 2008 and 31 December 2008	<u>33,581,009</u>
Value impaired	
At 1 January 2008 and 31 December 2008	<u>33,581,009</u>
Net book value	
At 31 December 2008 and 31 December 2007	<u>-</u>

The company has taken advantage of the exemption under Section 228 of the Companies Act 1985 not to disclose the aggregate amount of capital and reserves, and the results for the year for its subsidiary undertakings on the basis that their results are included in the group financial statements of Virgin Media Finance PLC (see note 8).

ntl UK Telephone and Cable TV Holding Company Limited

Notes to the Financial Statements

Year ended 31 December 2008

3. Investments (continued)

The company has the following unlisted investments:

<i>Name of Company</i>	<i>Country of Incorporation</i>	<i>Holdings</i>	<i>Proportion Held</i>	<i>Nature of Business</i>
ntl Microclock Services Limited	UK	Ordinary	100%	Funding
ntl CableComms Limited	UK	Ordinary	100%	Funding
ntl CableComms Manchester Limited	UK	Ordinary	100%	Funding
ntl Solent Telephone & Cable TV Holding Company Limited	UK	Ordinary	100%	Funding
ntl Partcheer Company Limited	UK	Ordinary	100%	Funding
ntl Sideoffer Limited	UK	Ordinary	100%	Funding
ntl Streetunit Projects Limited	UK	Ordinary	100%	Funding
ntl Streetusual Services Limited	UK	Ordinary	100%	Funding
ntl Streetunique Projects Limited	UK	Ordinary	100%	Funding
ntl Streetvision Services Limited	UK	Ordinary	100%	Funding
ntl Streetvital Services Limited	UK	Ordinary	100%	Funding
ntl Streetwarm Services Limited	UK	Ordinary	100%	Funding
ntl Streetwide Services Limited	UK	Ordinary	100%	Funding
ntl Strikeagent Trading Limited	UK	Ordinary	100%	Funding
ntl Strikeapart Trading Limited	UK	Ordinary	100%	Funding
ntl Strikeamount Trading Limited	UK	Ordinary	100%	Funding

4. Debtors

	2008	2007
	£	£
Amounts owed by group undertakings	<u>27,171,003</u>	<u>27,171,003</u>

Amounts owed by group undertakings are interest free and stated after deducting an impairment provision of £25,812,615 (2007 - £25,812,615). Amounts owed by group undertakings are repayable on demand but are not expected to be recovered in full within one year.

5. Creditors: Amounts falling due within one year

	2008	2007
	£	£
Amounts owed to group undertakings	<u>27,171,000</u>	<u>27,171,000</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

6. Contingent liabilities

The company, along with fellow group undertakings, is party to a senior secured credit facility with a syndicate of banks under which it has guaranteed the borrowings of certain Virgin Media group companies. At 31 December 2008, the maximum contingent liability represented by outstanding borrowings by these companies amounted to approximately £4,289 million (2007 - £4,905 million). Borrowings under the facility are secured against the assets of certain members of the group including those of the company.

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

ntl UK Telephone and Cable TV Holding Company Limited

Notes to the Financial Statements

Year ended 31 December 2008

7. Share capital

Authorised share capital:

	2008	2007
	£	£
2 Ordinary shares of £0.50 each	1	1
1,000 Deferred shares of £1 each	1,000	1,000
	<u>1,001</u>	<u>1,001</u>

Allotted, called up and fully paid:

	2008		2007	
	No	£	No	£
Ordinary shares of £0.50 each	2	1	2	1
Deferred shares of £1 each	2	2	2	2
	<u>4</u>	<u>3</u>	<u>4</u>	<u>3</u>

The ordinary shares were issued and fully paid at a value of US\$1 each.

Shareholders' voting rights

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

US\$1 ordinary shares

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

£1 deferred shares

No right to attend, and speak, or vote at all general meetings of the company.

Dividends and distributable profits

Distributable profits are allocated on the following basis:

US\$1 ordinary shares

Ordinary shareholders are not entitled to any dividends, but are entitled to 100% of the remaining distributable profits on winding up.

£1 deferred shares

Deferred shareholders are entitled to dividends, but have no entitlement to any of the remaining distributable profits on winding up.

8. Parent undertaking and controlling party

The company's immediate parent undertaking is NTL UK CableComms Holdings, Inc.

The smallest and largest groups of which the company is a member and for which group accounts have been drawn up are those headed by Virgin Media Finance PLC and Virgin Media Inc., respectively.

The company's ultimate parent undertaking and controlling party at 31 December 2008 was Virgin Media Inc., a company incorporated in the state of Delaware, United States of America.

Copies of all sets of group accounts, which include the results of the company, are available from the Secretary, Virgin Media, 160 Great Portland Street, London, W1W 5QA.