

COMPANY REGISTRATION NUMBER 2678883

Flextech Distribution Limited
Financial Statements
31 December 2008



Flextech Distribution Limited

Balance Sheet

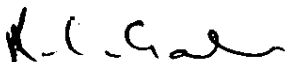
31 December 2008

	Note	2008 £000	2007 £000
Current assets			
Debtors	3	6,550	6,550
Total assets		<u>6,550</u>	<u>6,550</u>
Capital and reserves			
Called-up equity share capital	5	1	1
Share premium account	6	1,114	1,114
Profit and loss account		5,435	5,435
Shareholders' funds		<u>6,550</u>	<u>6,550</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 30 September 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 4 form part of these financial statements.

Flextech Distribution 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

Accounting convention

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

3. Debtors

	2008	2007
	£000	£000
Amounts owed by group undertakings	<u>6,550</u>	<u>6,550</u>

Amounts owed by group undertakings are stated after deducting an impairment provision of £1,408,000 (2007 - £1,408,000). Amounts owed by group undertakings are interest free and repayable on demand but are not expected to be recovered in full within one year. The reported book values of these debtors as at 31 December 2008 are potentially £102,000 above their fair values, which are estimated to be £6,448,000 at the balance sheet date.

4. 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 amount outstanding, which as at 31 December 2008 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.

On 3 June 2009 and 21 July 2009 Virgin Media Finance PLC, a parent undertaking, issued 9.5% Senior Notes due in 2016. The proceeds of the issues, together with existing cash balances, were used to repay £1,012.1 million of the Virgin Media group's obligations under its senior credit facility.

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

5. Share capital

Authorised share capital:

	2008	2007
	£000	£000
1,000 Ordinary shares of £1 each	<u>1</u>	<u>1</u>

Flextech Distribution Limited

Notes to the Financial Statements

Year ended 31 December 2008

5. Share capital (continued)

Allotted, called up and fully paid:

	2008		2007	
	No	£000	No	£000
Ordinary shares of £1 each	<u>1,000</u>	<u>1</u>	<u>1,000</u>	<u>1</u>

6. Reconciliation of shareholders' funds and movement on reserves

	Share capital	Share premium account	Profit and loss account	Total shareholders' funds
	£000	£000	£000	£000
At 1 January 2007	<u>1</u>	<u>1,114</u>	<u>5,435</u>	<u>6,550</u>
At 31 December 2007 and 1 January 2008	<u>1</u>	<u>1,114</u>	<u>5,435</u>	<u>6,550</u>
At 31 December 2008	<u>1</u>	<u>1,114</u>	<u>5,435</u>	<u>6,550</u>

7. Parent undertaking and controlling party

The company's immediate parent undertaking is Flextech Media Holdings Limited.

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.