

MIDLAND WEEKLY MEDIA LIMITED

Report and Financial Statements

29 December 2002



MIDLAND WEEKLY MEDIA LIMITED

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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

T M Directors Limited

SECRETARY

T M Secretaries Limited

REGISTERED OFFICE

One Canada Square
Canary Wharf
London
E14 5AP

DIRECTORS' REPORT

The sole director presents its annual report and the audited financial statements for the year ended 29 December 2002.

ACTIVITIES

The company has not traded during the year.

REVIEW OF DEVELOPMENTS, FUTURE PROSPECTS AND FINANCIAL POSITION

The company made neither profit nor loss in the year (year ended 30 December 2001 - £Nil).

The director does not recommend the payment of a dividend (year ended 30 December 2001 - £Nil).

The financial position of the company is set out on page 3.

It is not envisaged that the company will commence trading during 2003.

DIRECTORS AND THEIR INTERESTS

The present membership of the Board is set out on page 1. There have been no changes to the membership of the Board of directors during the year or since the year end.

The ultimate parent company at 29 December 2002 was Trinity Mirror plc.

The sole director has had no interests in the shares of the Company, its fellow subsidiaries or its ultimate parent company at any time.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

During the year, the company has maintained cover for its directors and officers under a directors' and officers' liability insurance policy.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

United Kingdom company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for the system of internal control, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Board of Directors
and signed on behalf of the Board



T M DIRECTORS LIMITED

30th April 2003

BALANCE SHEET
29 December 2002

	Note	29 December 2002 £'000	30 December 2001 £'000
CURRENT ASSETS			
Debtors – amounts owed by group undertakings		16,011	16,011
NET ASSETS		<u>16,011</u>	<u>16,011</u>
CAPITAL AND RESERVES			
Called up share capital	4	3,500	3,500
Share premium account		1,500	1,500
Profit and loss account – distributable		2,021	2,021
Profit and loss account – non-distributable		8,990	8,990
EQUITY SHAREHOLDERS' FUNDS		<u>16,011</u>	<u>16,011</u>

The company has been dormant throughout the period and members have not required the company to obtain an audit in accordance with Section 249B (2) of the Companies Act 1985. Accordingly, the company is entitled to the exemption from audit under Section 249AA(1) of the Act.

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and preparing accounts 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 result for the financial year in accordance with the requirements of Section 226 of the Companies Act 1985, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Board of Directors on 30th April 2003.

Signed on behalf of the Board of Directors



T M DIRECTORS LIMITED

NOTES TO THE ACCOUNTS**Year ended 29 December 2002****1. ACCOUNTING POLICY**

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policy adopted is described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

2. PROFIT AND LOSS ACCOUNT

The company has not traded and has made neither profit nor loss during the current or preceding year, nor any other recognised gain or loss. Consequently no profit and loss account has been presented.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The company has no employees.

The corporate director received no remuneration from the company (2001: all directors £Nil), is not a member of any pension scheme (2001: six directors were members of the group's defined benefit pension arrangements) and has no options or interests in the company or its ultimate parent (2001: no directors exercised part of their share options in the ultimate parent company).

4. CALLED UP SHARE CAPITAL

	29 December 2002 £'000	30 December 2001 £'000
Authorised:		
3,501,000 ordinary shares of £1 each	3,501	3,501
	<u> </u>	<u> </u>
Called up, allotted and fully paid:		
3,500,062 ordinary shares of £1 each	3,500	3,500
	<u> </u>	<u> </u>

5. CAPITAL COMMITMENTS

At 29 December 2002 the company had no capital commitments (30 December 2001 - £Nil).

6. ULTIMATE PARENT COMPANY AND IMMEDIATE PARENT UNDERTAKING

In the opinion of the sole director, the company's ultimate parent company and controlling entity at 29 December 2002 was Trinity Mirror plc, a company registered in England and Wales. Copies of the group financial statements are available from its registered office at One Canada Square, Canary Wharf, London E14 5AP.

The immediate parent undertaking is Midland Newspaper Limited, a company registered in England and Wales.

7. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption included in Financial Reporting Standard No.8 "Related Party Disclosures" (para 3) for wholly owned subsidiaries not to disclose transactions with entities that are part of the group or investees of the group qualifying as related parties.