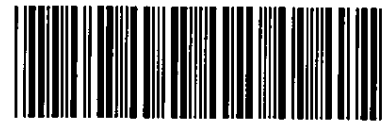


Mill Film Limited

**Directors' report and financial
statements**

**Registered number 3123160
31 December 2007**

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19/09/2008

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COMPANIES HOUSE

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Officers and professional advisers

Directors

Patrick Joseph	
Michael Wolfson	(Appointed 30/11/07)
Craig Mitchell	(Resigned 16/11/07)
Robin Shenfield	
Roy Trosh	(Resigned 02/02/07)

Secretary

Rod Dawson

Registered office

40-41 Great Marlborough Street
London W1F 7JQ

Bankers

Royal Bank of Scotland plc
Corporate & Commercial Banking
2 Waterhouse Square
138-142 Holborn
London EC1N 2TH

Solicitors

Dickson Minto
Royal London House
22/25 Finsbury Square
London EC2A 1DS

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2007

Principal activities

The company is dormant

Business review

During the current and prior year the company did not trade

Directors and directors' interests

The directors who served during the year and to the date of this report are shown on page 3

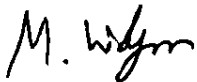
None of the directors serving at the year end had an interest in the share capital of the company at any time in the year

The directors' interests in the shares of Mill Digital Media Limited are disclosed in the directors' report for that company

Auditors

For the year ended 31 December 2007, the company was entitled to an audit exemption under section 249A(1) of the companies Act 1985

On behalf of the board



Michael Wolfson
Director

40-41 Great Marlborough Street
London
W1F 7JQ

25 April 2008

Balance sheet

at 31 December 2007

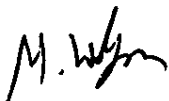
	Note	2007 £000	2006 £000
Net assets		-	-
Capital and reserves			
Called up share capital	1	-	-
Share premium account	2	5,650	5,650
Profit and loss account		(5,650)	(5,650)
Total shareholders' funds - equity		-	-

Audit Exemption Statement

For the year ended 31 December 2007, the company was entitled to exemption under section 249A(1) of the Companies Act 1985. No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2). The directors acknowledge their responsibility for

- i) Ensuring the company keeps accounting records which comply with section 221 and
- ii) 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 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 relating to accounts, so far as applicable to the company

These financial statements were approved by the board of directors on 25 April 2008 and were signed on its behalf by



Michael Wolfson
Director

Notes

1 Called up share capital

	2007 £	2006 £
<i>Authorised</i>		
1,000 (2006 1,000) ordinary shares of £1 each	1,000	1,000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
3 (2006 3) ordinary shares of £1 each	3	3
	<hr/>	<hr/>

2 Share premium and reserves

	Share premium account £000	Profit and loss account £000
Balance at 1 January 2006 and 31 December 2007	5,650	(5,650)
	<hr/>	<hr/>

3 Ultimate parent company

The company's immediate parent company at 31 December 2007 is The Mill (Facility) Limited. The company's ultimate parent company is Mill Acquisitions 1 Limited.

The largest group in which the results of the company are consolidated is that headed by Mill Acquisitions 1 Limited. The consolidated accounts of this company are available to the public and may be obtained from Companies House, Crown Way, Mandy, Cardiff CF4 3UZ. No other group accounts include the results of the company.