Registered Number
05061787

Virgin Media Finance PLC

Reports and Financial Statements

31 December 2017

SATURDAY

A7FHT55U
A23 29/09/2018 #21
COMPANIES HOUSE

Virgin Media Finance PLC
Contents

	Page
Group Financial Statements of Virgin Media Finance PLC	
Directors and Officers	1
Strategic Report	2 to 8
Directors' Report	9 to 11
Statement of Directors' Responsibilities	12
Independent Auditor's Report to the Members of Virgin Media Finance PLC	13 to 16
Group Income Statement and Statement of Comprehensive Income	17
Group Balance Sheet	18
Group Statement of Changes in Equity	19
Group Cash Flow Statement	20
Notes to the Group Financial Statements	21 to 69
Parent Company Financial Statements of Virgin Media Finance PLC	
Company Balance Sheet	70
Company Statement of Changes in Equity	71
Notes to the Company Financial Statements	72 to 80

Virgin Media Finance PLC

Directors and Officers

Directors
R D Dunn
M O Hifzi
T Mockridge

Company Secretary
G E James

Auditors
KPMG LLP
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA

Registered Office
Bartley Wood Business Park
Hook
Hampshire
RG27 9UP

Virgin Media Finance PLC
Strategic Report
for the year ended 31 December 2017

The directors present their Strategic Report on the group for the year ended 31 December 2017.

For the purposes of this Strategic Report, Directors' Report and financial statements, the Virgin Media Finance PLC group will be referred to as "the group", Virgin Media Finance PLC the entity will be referred to as "the company", the group headed by Virgin Media Inc. will be referred to as "the Virgin Media group", and the group headed by Liberty Global plc will be referred to as "the Liberty Global group".

The company is a wholly-owned subsidiary undertaking of Virgin Media Inc. ("Virgin Media") which is itself a wholly-owned subsidiary of Liberty Global plc ("Liberty Global").

During 2015, Liberty Global undertook various financing transactions in connection with certain internal reorganisations of its broadband and wireless communications businesses in Europe. As part of these reorganisations, on 12 February 2015, the group acquired a 65% controlling interest in Virgin Media Ireland Ltd. (VM Ireland) and its subsidiaries from a subsidiary of Liberty Global outside of the Virgin Media group. On 2 November 2017, the group acquired the remaining 35% non-controlling interest of VM Ireland from a subsidiary of Liberty Global outside of the Virgin Media group through the acquisition of VM Ireland Group Limited (VMIGL), formerly known as LG Ireland Group Limited, from Liberty Global Europe 2 Limited (LG Europe 2), the immediate parent of Virgin Media Inc. The group accounted for these transactions as common control transfers at carryover basis and give effect to these transactions for all periods presented. The group also completed two small acquisitions during 2016. These transactions impact the comparability of the group's 2017 and 2016 results of operations.

PRINCIPAL ACTIVITIES
The Virgin Media group operates under the Virgin Media brand in the United Kingdom (U.K.) and Ireland.

The group provides video, broadband internet, fixed-line telephony and mobile services in the UK and Ireland to both residential and business-to-business (B2B) customers. The group is one of the largest providers of video, broadband internet and fixed-line telephony services in terms of the number of customers in the UK and Ireland. The group believes its advanced, deep-fibre cable access network enables it to offer faster and higher quality broadband services than its digital subscriber line, or DSL, competitors. As a result, it provides its customers with a leading, next-generation broadband service and one of the most advanced interactive television services available in the UK and Irish markets.

The group provides mobile services to its customers using a third-party network through mobile virtual network operators (MVNO) arrangements.

In addition, through the Virgin Media Business brand, the group offers a broad portfolio of B2B voice, data, internet, broadband and managed services solutions to small businesses, medium and large enterprises and public sector organisations in the UK and Ireland.

At 31 December 2017, the group provided services to approximately 5.9 million residential cable customers on its network. The group is also one of the largest MVNO by number of customers, providing mobile telephony services to 2.5 million contract mobile customers and 0.5 million prepay mobile customers over third party networks. At 31 December 2017, 82% of residential customers on the group's cable network received multiple services and 62% were "triple-play" customers, receiving broadband internet, video and fixed-line telephony services from the group.

Liberty Global is the world's largest international TV and broadband company with operations in 12 European countries. Its substantial scale and commitment to innovation enables it to develop market-leading products delivered through next-generation networks that, as of 31 December 2017, connected over 22 million customers subscribing to 46 million television, broadband internet and telephony services. In addition at 31 December 2017, Liberty Global served over 6 million mobile subscribers and offered WiFi service across 10 million access points.

The principal activity of the company is to facilitate the group's financing structure by implementing the group's capital management policies, making and facilitating external borrowings and holding investments in subsidiary companies. The company's investments include substantially all of the Virgin Media group's trading operating companies.

The group's reporting segments are based on its method of internal reporting to Liberty Global and the information used by its chief executive officer, who is the chief operating decision maker, or CODM, to evaluate segment performance and make capital allocation decisions.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

For the year ended 31 December 2017, revenue increased by 3.1% to £4,831.8 million from £4,686.1 million in 2016 primarily as result of an increase in residential cable revenue and B2B revenue partially offset by a reduction in mobile revenue. See further discussion of revenue under *'Performance against Key Performance Indicators'* below.

Cost of sales increased by 2.7% to £1,445.7 million for the year ended 31 December 2017, from £1,408.2 million in 2016. The increase is mainly attributable to the net impact of acquisitions and a disposal. In addition there was an increase in programming and copyright costs primarily due to higher costs for certain premium and basic content including higher costs for sports rights. Mobile handset and other device costs have also increased due to the net effect of a higher average cost per handset sold offset by lower mobile handset and other device sales volumes.

Gross profit increased by 3.3% to £3,386.1 million for the year ended 31 December 2017, from £3,277.9 million for the year ended 31 December 2016 primarily due to the reasons detailed above. Gross margin has increased by 0.2% to 70.1% for the year ended 31 December 2017 from 69.9% for year ended 2016.

Administrative expenses increased by 5.6% to £2,493.2 million for the year ended 31 December 2017, from £2,360.3 million for the year ended 31 December 2016. This was partly driven by increased depreciation associated with property and equipment additions related to the installation of customer premises equipment, the expansion and upgrade of the group's networks and other capital initiatives. In addition there was an increase in related party fees and allocations related to corporate services performed by Liberty Global of £129.4 million and £110.9 million during 2017 and 2016 respectively. These charges generally related to management, finance, legal, technology and other corporate and administrative services provided to the group's subsidiaries.

Finance income increased slightly to £848.7 million for the year ended 31 December 2017, from £846.4 million for the year ended 31 December 2016. Higher interest income arising on increased related party loan receivables from other Liberty Global group undertakings was offset by the impact of the strengthening of the pound sterling against the US dollar in 2017 compared to a weakening in 2016, which resulted in lower foreign exchange gains in 2017 than gains made on the fair value of the derivative financial instruments in 2016.

Finance costs decreased to £1,119.1 million for the year ended 31 December 2017 from £1,518.4 million for the year ended 31 December 2016. The decrease in costs was principally driven by the impact of the strengthening of the pound sterling against the US dollar in 2017 compared to a weakening in 2016, which resulted in lower losses on the fair value of derivative financial instruments in 2017 than foreign exchange losses in 2016. In addition there was an overall increase in interest payable due to higher average outstanding third party debt.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS (continued)

Performance against Key Performance Indicators

Revenue

Residential and B2B revenue includes both subscription and non-subscription revenue.

Cable subscription revenue includes amounts received from subscribers for ongoing services. Cable non-subscription revenue includes, among other items, channel carriage fees, installation revenue, late fees and revenue from the sale of equipment.

Residential mobile subscription revenue includes amounts received from subscribers for ongoing services. Residential mobile non-subscription revenue includes, among other items, interconnect revenue and revenue from sales of mobile handsets and other devices.

B2B subscription revenue represents revenue from Small Office Home Office (SOHO) subscribers. SOHO subscribers pay a premium price to receive expanded service levels along with video, broadband internet, fixed-line telephony or mobile services that are the same or similar to the mass marketed products offered to residential subscribers. B2B non-subscription revenue includes revenue from business broadband internet, video, fixed-line telephony, mobile and data services offered to medium to large enterprises and, on a wholesale basis, to other operators.

Other revenue primarily includes broadcasting revenue.

Revenue by major category for the years ended 31 December 2017 and 2016 was as follows:

Revenue:	**2017 £ million**	2016 £ million	Increase/ (decrease)
Residential revenue			
Cable	**3,420.0**	3,323.1	2.9 %
Mobile	**604.8**	614.3	(1.5)%
Total residential revenue	**4,024.8**	3,937.4	2.2 %
B2B Revenue	**747.0**	698.8	6.9 %
Other revenue	**60.0**	49.9	20.2 %
	4,831.8	4,686.1	3.1 %

The increase in residential cable revenue is due to an increase in both the average number of RGUs [1] ("Revenue Generating Units") and increased ARPU [2] ("Average Revenue per Unit").:

- Total RGUs increased due to the net effect of an increase in the average number of broadband internet video and fixed-line telephony RGUs, offset by declines in the average number of video RGUs in Ireland.
- The increase in ARPU is primarily attributable to the net effect of higher ARPU from broadband internet, offset by lower ARPU from video and fixed-line telephony services and the impact of a change in the regulations governing payment handling fees that the group charges its customers.

(1) RGU A Revenue Generating Unit is separately a Basic Video Subscriber, Enhanced Video Subscriber, Internet Subscriber or Telephony Subscriber. A home, residential multiple dwelling unit, or commercial unit may contain one or more RGUs

(2) (ARPU) Average Revenue Per Unit is the average monthly subscription revenue (subscription revenue excludes interconnect fees, channel carriage fees, mobile handset sales, late fees and installation fees) per average customer relationship or mobile subscriber, as applicable

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS (continued)

For the year ended 31 December 2017, mobile revenue decreased to £604.8 million from £614.3 million in 2016. The decrease in mobile revenue relates to the net effect of lower ARPU in the U.K. due to decline in customers with higher APRU subsidised handset contracts partially offset by a growth of customers under the lower ARPU contracts.

The increase in B2B subscription revenue is primarily due to an increase in the average number of broadband internet SOHO RGUs in the U.K.

The increase in other revenue is largely due to an increase in broadcasting revenue in Ireland.

Summary residential cable statistics

Selected statistics for the group's residential cable customers are shown below:

	2017	2016
Total cable customers	**5,698,300**	5,553,400
Cable products:		
Video	**3,969,700**	3,886,100
Fixed-line telephone	**4,631,800**	4,578,200
Broadband internet	**5,302,800**	5,111,600
Total cable products	**13,904,300**	13,575,900
Cable products per customer (i)	**2.4x**	2.4x
Triple play penetration	**62.1%**	62.0%
Cable ARPU (ii)	**£50.66**	£50.42

(i) Each telephone, television and broadband internet subscriber directly connected to the Virgin Media group's network counts as one product. Accordingly, a subscriber who receives both telephone and television services counts as two products. Products may include subscribers receiving some services for free or at a reduced rate in connection with promotional offers.

(ii) Cable ARPU is calculated by dividing the average monthly subscription revenue (excluding installation, late fees, interconnect and mobile services revenue) for the indicated period, by the average of the opening and closing number of Customer Relationships for the period.

The total number of cable products grew to 13,904,300 at 31 December 2017 from 13,575,900 at 31 December 2016, representing a net increase in products of 328,400.

Summary mobile statistics

Selected statistics for the group's mobile customers are shown below:

	2017	2016
Postpaid mobile customers (i)	**2,538,400**	2,383,700
Prepaid mobile customers (i)	**514,300**	638,600
Total mobile customers	**3,052,700**	3,022,300
Mobile ARPU (ii)	**£10.10**	£11.21

(i) Postpaid Mobile Subscribers represent the number of active SIM cards relating to either a mobile service or a mobile broadband contract. Customers are considered as active if they have entered into a contract for a minimum 30-day period and have not been disconnected. Prepaid Mobile Subscribers are considered active if they have made an outbound call or text in the preceding 30 days.

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS (continued)

(ii) Mobile monthly average revenue per user ("Mobile ARPU") is calculated by dividing the average monthly mobile subscription revenue (excluding handset revenue, activation and late fees) for the indicated period by the average of the opening and closing balances of total mobile subscribers in service for the period.

The group added 154,700 postpaid subscribers in 2017. Growth in postpaid subscriptions was offset by a lower prepaid base, resulting in an overall increase in the group's mobile base of 30,400 in 2017.

FINANCING

As of 31 December 2017 the group had £13,129.2 million of financial liabilities compared with £12,749.2 million as at 31 December 2016. The principal changes to financial liabilities during the year are discussed as follows:

In January 2017, the group issued £675.0 million principal amount of 2027 VM 5.0% Senior Secured Notes. The net proceeds from the 2027 VM 5.0% Senior Secured Notes were used to redeem in full the £640.0 million outstanding principal amount under the April 2021 VM Sterling Senior Secured Notes.

In February 2017, the group launched an offer (the Exchange Offer) to exchange the January 2021 VM Sterling Senior Secured Notes for the 2025 VM 6.0% Sterling Senior Secured Notes. The Exchange Offer was consummated on 21 March 2017 and £521.3 million aggregate principal amount of the January 2021 VM Sterling Senior Secured Notes was exchanged for £521.3 million principal amount of the 2025 VM 6.0% Sterling Senior Secured Notes.

In February 2017, the group entered into a new £865.0 million term loan facility (VM Facility J). The net proceeds from VM Facility J were used to prepay in full the £849.4 million outstanding principal amount under VM Facility E.

In November 2017, we entered into three new term loan facilities (VM Facility K principal amount $3,400.0 million, VM Facility L principal amount £400.0 million and VM Facility M principal amount £500.0 million). The net proceeds from the term loans were used to prepay in full the:

- $3,400.0 million (£2,514.0 million) outstanding principal amount under VM Facility I and;
- £865.0 million outstanding principal amount under VM Facility J.

DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES

The group is exposed to volatility in its cash flows and earnings resulting from changes in interest rates and foreign currency exchange rates. The group has entered into various derivative instruments with a number of counterparties to manage this volatility of its cash flows and earnings.

The group has entered into cross-currency interest rate swaps to manage interest rate and foreign exchange rate currency exposures resulting from the variable and fixed rates of interest paid on dollar denominated debt obligations and movements in fair value on certain of its U.S. dollar denominated debt. Additionally, the group has entered into interest rate swaps to manage interest rate exposures resulting from the variable rates of interest paid on sterling denominated debt obligations and movements in fair value on certain of its sterling denominated debt. The group has also entered into U.S. dollar forward rate contracts to manage foreign exchange rate currency exposures related to certain committed and forecasted purchases. See note 22 to the group financial statements for further information on the group's derivative instruments.

PRINCIPAL RISKS AND UNCERTAINTIES

Financial risk management

Details of the financial risks and how they are managed are outlined in note 21 to the financial statements. The principal financial risks faced by the group are credit risk, interest rate risk, foreign exchange rate risk and liquidity risk.

Principal non-financial risks

Virgin Media Finance PLC is a member of the Virgin Media group, which manages the principal non-financial risks and uncertainties and is headed by Virgin Media Inc. These risks, among others, are discussed in more detail in Virgin Media Inc.'s annual report. The principal non-financial risks include the following:

- economic and business conditions and industry trends in the markets in which we operate;
- the competitive environment in the cable television, broadband and telecommunications industries in the U.K. and Ireland including competitor responses to our products and services;
- instability in global financial markets, including sovereign debt issues in the European Union (EU) and related fiscal reforms;
- consumer disposable income and spending levels, including the availability and amount of individual consumer debt;
- changes in consumer television viewing preferences and habits;
- consumer acceptance of our existing service offerings, including our digital video, broadband internet, fixed-line telephone and mobile and B2B service offerings, and of new technology, programming alternatives and other products and services that we may offer in the future;
- the group's ability to manage rapid technological changes;
- the group's ability to maintain or increase the number of subscriptions to our digital video, broadband internet, fixed-line telephone and mobile service offerings and our average revenue per household;
- the group's ability to provide satisfactory customer service, including support for new and evolving products and services;
- the group's ability to maintain or increase rates to our subscribers or to pass through increased costs to our subscribers;
- the impact of the group's future financial performance, or market conditions generally, on the availability, terms and deployment of capital;
- changes in, or failure or inability to comply with, government regulations in the markets in which the group operates and adverse outcomes from regulatory proceedings;
- government intervention that impairs the group's competitive position, including any intervention that would open the group's broadband distribution networks to competitors and any adverse change in the group's accreditations or licenses;
- the group's ability to obtain regulatory approval and satisfy other conditions necessary to close acquisitions and dispositions, and the impact of conditions imposed by competition and other regulatory authorities in connection with acquisitions;
- the group's ability to successfully acquire new businesses and, if acquired, to integrate, realize anticipated efficiencies from, and implement our business plan with respect to, the businesses we have acquired or that we expect to acquire;
- changes in laws or treaties relating to taxation, or the interpretation thereof, in the markets in which the group operate;

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

- changes in laws and government regulations that may impact the availability and cost of capital and the derivative instruments that hedge certain of the group's financial risks;
- the ability of suppliers and vendors (including our third-party wireless network providers under the group's MVNO arrangements) to timely deliver quality products, equipment, software, services and access;
- the availability of attractive programming for our digital video services and the costs associated with such programming;
- uncertainties inherent in the development and integration of new business lines and business strategies;
- the group's ability to adequately forecast and plan future network requirements, including the costs and benefits associated with the Network Extension;
- the availability of capital for the acquisition and/or development of telecommunications networks and services;
- problems the group may discover post-closing with the operations, including the internal controls and financial reporting process, businesses we acquire;
- leakage of sensitive customer data;
- the outcome of any pending or threatened litigation;
- the loss of key employees and the availability of qualified personnel;
- changes in the nature of key strategic relationships with partners and joint venturers;
- adverse changes in public perception of the "Virgin" brand, which we and others license from Virgin Group Limited, and any resulting impacts on the goodwill of customers toward the group; and
- events that are outside of the group's control, such as political unrest in international markets, terrorist attacks, malicious human acts, natural disasters, pandemics and other similar events.

FUTURE OUTLOOK

The directors will continue to review management policies in light of changing trading and market conditions. Further detail of the future outlook of the group, including consideration of the impact of the U.K. referendum in June 2016 and the withdrawal from the European Union, is provided in Virgin Media Inc.'s financial statements and annual report for 2017, which are available from the company secretary at Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP and at Liberty Global's website at https://www.libertyglobal.com /investors/fixed-income-filings/virgin-media.

On behalf of the board



R D Dunn
Director
26 June 2018

Virgin Media Finance PLC
Directors' Report
for the year ended 31 December 2017

The directors present their report and the financial statements for the group and company for the year ended 31 December 2017.

RESULTS AND DIVIDENDS

The group made a profit for the year, after tax, of £480.1 million (2016: profit of £118.5 million). The directors have not recommended the payment of a dividend (2016: £nil).

DIRECTORS AND THEIR INTERESTS

The directors who served during the year and thereafter were as follows:

R D Dunn

T Mockridge

M O Hifzi

P Buttery (resigned 1 March 2017)

The directors of the company have been indemnified against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision is in force for directors serving during the financial year and as at the date of approving the Directors' Report.

EMPLOYMENT POLICIES AND DISABLED EMPLOYEES

Virgin Media remains committed to the continuing introduction and practice of progressive employment policies which reflect changing business, social and employee needs.

Virgin Media aims to ensure that everyone connected to it is treated fairly and equally, whether they are a current or former member of staff, job applicant, customer or supplier.

Nobody should be discriminated against, either directly or indirectly, on the grounds of gender, gender reassignment, marital status, pregnancy, race, ethnic origin, colour, nationality, national origin, disability, sexual orientation, religion or belief, age, political affiliation or trade union membership. The policy applies to anyone who works for, who has worked for or who applies to work for Virgin Media or its partners. That means permanent, temporary, casual or part-time staff, anyone on a fixed-term contract, agency staff and consultants working with Virgin Media, ex-employees and people applying for jobs. This applies to all aspects of employment, including recruitment and training.

Virgin Media gives full consideration to applications from employees with disabilities where they can adequately fulfil the requirements of the job. Depending on their skills and abilities, employees with a disability have the same opportunities for promotion, career development and training as other employees. Where existing employees become disabled, it is Virgin Media's policy to provide continuing employment wherever practicable in the same or an alternative position and to provide appropriate training to achieve this aim.

In line with Liberty Global's 'Code of Business Conduct', the group's employees and directors are expected to display responsible and ethical behaviour, to follow consistently both the meaning and intent of this Code and to act with integrity in all of the group's business dealings. Managers and supervisors are expected to take such action as is necessary and appropriate to ensure that the group's business processes and practices are in full compliance with the Code.

Employee Involvement

The Virgin Media group is dedicated to increasing the practical involvement of individuals in the running of its business. It seeks to achieve this as follows:

- all employees are encouraged to understand the aims of the Virgin Media group and of their own business area and to contribute to improving business performance through their knowledge, experience, ideas and suggestions. This requires strong communication to ensure that employees are briefed as widely as possible about activities and developments across Virgin Media. The online news channel, open forums, newsletters and team meetings play important roles in this, as do the development of people management skills and the ongoing conversations about performance and development which underpin mid-year and year-end reviews;

EMPLOYMENT POLICIES AND DISABLED EMPLOYEES (continued)

- the Virgin Media group ensures that all employees are involved and consulted through "Voice" which operates at a national, divisional and local level. It enables employees and employers to have an open and transparent relationship with a flow of information. It is focused around sharing information, involving employees in decision making, gaining access to knowledge and experience or resolving differences of opinion. Involving employees in decision making enhances confidence and job satisfaction, creates a sense of belonging and empowerment, reduces stress and impacts positively on wellbeing.

The Virgin Media group fosters a team spirit among employees and their greater involvement by offering participation in bonus or local variable reward schemes and team development opportunities. Virgin Media also operates various recognition schemes which are designed to reward employees for behaviours which are consistent with the Virgin Media values and has a volunteering scheme which allows employees to take a day each year to volunteer with a charity or organisation of their choice.

ENVIRONMENTAL AND SUSTAINABILITY POLICIES

Virgin Media is committed to growing a responsible and sustainable business. This means ensuring that the group's growth and its contribution to the U.K. is delivered in a way that's good for people and the environment.

In 2017, Virgin Media maintained its focus on progressing the five 2020 sustainability goals. Virgin Media continues to grow without increasing its carbon footprint, with a 9% reduction since 2014. In addition to maintaining a zero waste to landfill logistics supply chain, solid progress has been made towards zero office waste to landfill, with 15% being sent to landfill in 2017 compared to 27% the prior year.

The group's Digital for Good strategy was further bolstered by launching a new three year partnership with Scope, the disability charity, with the aim of supporting one million disabled people in getting into and staying in work by the end of 2020.

By 2020 Virgin Media aims to:

- Nurture an engaged workforce which represents the diversity of the group's customers and communities
- Improve the sustainability performance of every new product
- Grow the group's business without increasing the carbon footprint
- Create the opportunities for 100,000 small businesses to grow in the UK's economy through digital
- Support 1 million disabled people in getting into and staying in work by the end of 2020

Each of the goals is owned by a member of the Virgin Media Executive Committee and we have a dedicated Sustainability team which facilitates and communicates the group's progress to becoming a more sustainable business.

Virgin Media communicates updates on performance and key highlights through its dedicated sustainability website: www.virginmedia.com/sustainability.

GOING CONCERN

As Virgin Media Finance PLC is either a direct or indirect parent of substantially all of the trading companies in the Virgin Media group, these consolidated financial statements include substantially all of the trade and assets of the overall Virgin Media group. Whilst forecasts and projections, which take account of reasonably possible changes in trading performance, have not been prepared at a Virgin Media Finance PLC group level, they have been prepared for the Virgin Media group as a whole. These forecasts and projections showed that cash on hand, together with cash from operations and the undrawn revolving credit facility, are expected to be sufficient for the Virgin Media group's and hence the group's cash requirements through to at least 30 June 2019.

Taking into account these forecasts and projections and after making enquiries, the directors have a reasonable expectation the group has adequate support and resources to continue in operational existence for the foreseeable future.

For these reasons the directors continue to adopt the going concern basis in preparing these financial statements.

Virgin Media Finance PLC
Directors' Report
for the year ended 31 December 2017

CORPORATE GOVERNANCE

The group is committed to conducting business with honesty, integrity and respect. Corporate governance affects the way the group directs its relationship with its stakeholders. The group believes that the highest standards of corporate governance are essential to the group's business integrity and performance. The group has adopted a number of policies and procedures to support solid corporate governance in every area of the group's operations.

Corporate Governance Guidelines adopted by the Liberty Global Board of Directors serve as a framework for Board governance over the affairs of the group for the benefit of its shareholders. These include Code of Business Conduct, Code of Ethics, Audit Committee Charter, Compensation Committee Charter, Nominating and Corporate Governance Committee Charter and Succession Planning Committee Charter.

Further information on Corporate Governance is available to the public on Liberty Global's website at www.libertyglobal.com/cr under the heading "Corporate Responsibility". The information on the website is not part of this report.

DISCLOSURE OF INFORMATION TO THE AUDITOR

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information required by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the group's auditor, each director has taken all the steps that he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITOR

KPMG LLP will be re-appointed under section 487(2) of the Companies Act 2006.

Signed on behalf of the board of directors



M O Hifzi
Director

Approved by the directors on 26 June 2018

Virgin Media Finance PLC
Statement of Directors' Responsibilities
for the year ended 31 December 2017

The directors are responsible for preparing the group and parent company financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare group and parent company financial statements for each financial year. Under that law they are required to prepare the group financial statements in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU) and applicable law and have elected to prepare the parent company financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework.*

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and parent company and of their profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant, reliable and prudent;
- for the group financial statements, state whether they have been prepared in accordance with IFRSs as adopted by the EU;
- for the parent company financial statements, state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the directors are also responsible for preparing a Strategic Report and a Directors' Report that complies with that law and those regulations.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent Auditor's Report to the Members of Virgin Media Finance PLC

1 Our opinion is unmodified

We have audited the financial statements of Virgin Media Finance plc ("the Company") for the year ended 31 December 2017 which comprise the group income statement and statement of comprehensive income, group balance sheet, group statement of changes in equity, group cash flow statement, company balance sheet, company statement of changes in equity and the related notes, including the accounting policies in note 2 of the group financial statements and note 1 of the company financial statements.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2017 and of the Group's profits for the year then ended;
- the group financial statements have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union;
- the parent Company financial statements have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Group in accordance with, UK ethical requirements including the FRC Ethical Standard as applied to listed entities. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

2 Key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In arriving at our audit opinion above, the key audit matters, in decreasing order of audit significance, were as follows.

Group: Capitalisation of costs associated with construction and installation activities

The Risk – Overstatement of Profits

Capitalisation of both internal and external costs incurred (part of which is included in the net book value of plant, property and equipment of £5,062.0 m (2016: £4,619.9 m)) associated with the capital projects undertaken by the group involve estimation of the amount of time and costs that should be capitalised. The most significant risk is that the group may inappropriately capitalise construction and installation costs. The key risks in determining if construction and installation costs qualify for recognition as an asset, include whether the costs are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the group; it is probable that future economic benefits associated with the item will flow to the group, and if the cost can be measured reliably.

Our response

Our procedures included:

Control operations – We evaluated the design, implementation and tested operating effectiveness of key internal controls in place used for identifying which construction and installation costs should be capitalised.

Personnel interviews – We challenged the amount of internal costs capitalised during the year by comparing to budgets, interviewing department heads to determine the level of time individuals have spent on capital items, and analysed the changes to significant estimates utilised by the group to determine the amount of internal costs to be capitalised (if any), and other changes in the business with a potential impact on cost capitalisation during the year.

Tests of details – For both internal and external costs capitalised we selected a sample of plant, property and equipment additions on costs capitalised and assessed the nature of the costs thereby assessing the appropriateness of the group's cost capitalisation conclusions.

Parent Company: Recoverability of the Company's investments in subsidiaries

The risk – low risk/high value:
The carrying amount of the Company's investments in subsidiaries of £4,513.6 m (2016: £4,513.6 m) represents 82% of the company's total assets. The recoverability is not at a high risk of significant misstatement or subject to significant judgement. However, due to their materiality in the context of the financial statements, this is considered to be the area that had the greatest effect on our overall audit of the parent company.

Our response

Our procedures included:

Tests of detail: We tested the company's investment impairment model. This assigns a recoverable amount to each subsidiary based on its net current assets and an allocation of the Virgin Media group valuation performed by an external expert. KPMG then compared this valuation to the carrying value of each investment.

Assessing subsidiary audits: We perform individual statutory audits on certain key subsidiaries. We have considered the results of that work on those subsidiaries' profits and net assets.

3 Our application of materiality and an overview of the scope of our audit

Materiality for the group financial statements as a whole was set at £50,000,000 (2016: £40,000,000), determined with reference to a benchmark of revenue of £4,831,800,000, of which it represents 1.0% (2016: 0.9%).
Materiality for the parent Company financial statements as a whole was set at £40,000,000 (2016: £40,000,000), determined with reference to a benchmark of Company total assets, of which it represents 0.7% (2016: 0.7%).
We agreed to report to management any corrected or uncorrected identified misstatements exceeding £2,500,000, in addition to other identified misstatements that warranted reporting on qualitative grounds.

The group's reporting components comprise the UK and Ireland, we subjected the UK component to a full scope audit for group purposes and the Irish component to specified risk-focused audit procedures. The latter was not individually financially significant enough to require a full scope audit for group purposes, but did present specific individual risks that needed to be addressed.

The components within the scope of our work accounted for the percentages illustrated below:

	2017		2016	
	£m		£m	
UK	4,467.1	92%	4,361.5	93%
Ireland	364.7	8%	324.6	7%
Total	4,831.8	100%	4,686.1	100%

Independent Auditor's Report to the Members of Virgin Media Finance PLC

4 We have nothing to report on going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

5 We have nothing to report on the other information in the Reports and Financial Statements

The directors are responsible for the other information presented with the financial statements. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Strategic report and directors' report

Based solely on our work on the other information:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

6 We have nothing to report on the other matters on which we are required to report by exception

Under the Companies Act 2006, we are required to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

7 Respective responsibilities

Directors' responsibilities

As explained more fully in their statement set out on page 12, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Group and parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

Independent Auditor's Report to the Members of Virgin Media Finance PLC

8 The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



Katharine L'Estrange (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA
28 June 2018

Virgin Media Finance PLC
Group Income Statement and Statement of Comprehensive Income
for the year ended 31 December 2017

	Notes	2017 £ million	2016 £ million
Revenue	3	4,831.8	4,686.1
Cost of sales		(1,445.7)	(1,408.2)
Gross profit		3,386.1	3,277.9
Administrative expenses		(2,493.2)	(2,360.3)
Group operating profit	4	892.9	917.6
Finance income	7	848.7	846.4
Finance costs	8	(1,119.1)	(1,518.4)
Net finance costs		(270.4)	(672.0)
Profit before taxation		622.5	245.6
Tax expense	9	(142.4)	(127.1)
Profit for the year		480.1	118.5
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Actuarial gains/(losses) on defined benefit pension plans	28	13.8	(2.2)
Tax on defined benefit pension plans	9	(1.5)	(0.2)
		12.3	(2.4)
Items that will or may be subsequently reclassified to profit or loss			
Impact of movements in cash flow hedges	22	8.3	14.2
Tax on cash flow hedges	9	0.1	(0.2)
Exchange differences on the retranslation of foreign operations		(9.3)	(17.5)
		(0.9)	(3.5)
Total comprehensive income for the year		491.5	112.6

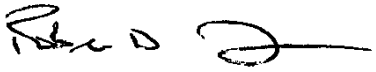
The notes on pages 21 to 69 form part of the financial statements.

All results relate to continuing operations.

Virgin Media Finance PLC
Group Balance Sheet
as at 31 December 2017

	Notes	31 December 2017	31 December 2016
		£ million	£ million
Non-current assets			
Intangible assets	10	2,590.2	2,467.3
Property, plant and equipment	11	5,062.0	4,619.9
Financial assets	13	5,554.2	5,647.0
Trade and other receivables	14	130.4	139.6
Deferred tax assets	9	1,702.2	1,843.3
Defined benefit pension plan asset	28	70.6	37.6
		15,109.6	14,754.7
Current assets			
Financial assets	13	226.9	95.8
Trade and other receivables	14	634.6	538.4
Inventories	15	52.6	38.7
Cash and short term deposits	16	23.1	20.9
		937.2	693.8
Total assets		16,046.8	15,448.5
Current liabilities			
Trade and other payables	17	(1,620.7)	(1,620.7)
Financial liabilities	18	(1,901.1)	(1,491.1)
Provisions	20	(6.0)	(9.3)
		(3,527.8)	(3,121.1)
Non-current liabilities			
Trade and other payables	17	(49.1)	(60.8)
Financial liabilities	18	(11,228.1)	(11,258.1)
Provisions	20	(133.9)	(116.0)
Defined benefit pension plan liability	28	(9.3)	(15.4)
		(11,420.4)	(11,450.3)
Total liabilities		(14,948.2)	(14,571.4)
Net assets		1,098.6	877.1
Capital and reserves			
Equity share capital	23, 25	0.1	0.1
Share premium account	25	3,323.2	3,323.2
Treasury share reserve	25	(2,880.2)	(2,880.2)
Other capital reserves	25	(2,099.1)	(1,832.3)
Unrealised gains and losses	25	(0.4)	(8.8)
Foreign currency translation reserve	25	4.7	14.0
Retained earnings		2,750.3	2,261.1
Total equity		1,098.6	877.1

The notes on pages 21 to 69 form part of the financial statements.
These financial statements were approved by the directors on 26 June 2018 and are signed on their behalf by:



R D Dunn
Director

Company Registration Number: 05061787

Virgin Media Finance PLC
Group Statement of Changes in Equity
for the year ended 31 December 2017

	Attributable to owners of the parent							
	Equity share capital	**Share premium account**	**Treasury share reserve**	**Other capital reserves**	**Unrealised gains and losses**	**Foreign currency translation reserve**	**Retained earnings**	**Total equity**
	£ million	**£ million**	**£ million**	**£ million**	**£ million**	**£ million**	**£ million**	**£ million**
At 1 January 2016	0.1	3,323.2	(2,880.2)	(1,836.1)	(22.8)	31.6	2,145.5	761.3
Total comprehensive income	-	-	-	-	14.0	(17.6)	116.2	112.6
Tax on share based payments	-	-	-	-	-	-	(0.6)	(0.6)
Capital contribution	-	-	-	3.8	-	-	-	3.8
At 31 December 2016	0.1	3,323.2	(2,880.2)	(1,832.3)	(8.8)	14.0	2,261.1	877.1
Accounting change (Note 24)	-	-	-	-	-	-	(4.1)	(4.1)
At 1 January 2017 (as adjusted for accounting change)	0.1	3,323.2	(2,880.2)	(1,832.3)	(8.8)	14.0	2,257.0	873.0
Total comprehensive income	-	-	-	-	8.4	(9.3)	492.4	491.5
Tax on share based payments	-	-	-	-	-	-	0.9	0.9
VM Ireland acquisition (Note 12)	-	-	-	(268.2)	-	-	-	(268.2)
Capital contribution	-	-	-	1.4	-	-	-	1.4
At 31 December 2017	0.1	3,323.2	(2,880.2)	(2,099.1)	(0.4)	4.7	2,750.3	1,098.6

The notes on pages 21 to 69 form part of the financial statements.

See note 25 for an explanation of each reserve.

Virgin Media Finance PLC
Group Cash Flow Statement
for the year ended 31 December 2017

	Notes	2017 £ million	2016 £ million
Operating activities			
Profit for the year		480.1	118.5
Adjustments to reconcile profit for the year attributable to equity holders of the parent to net cash inflow from operating activities			
Depreciation of property, plant and equipment	11	992.7	961.9
Amortisation of intangible assets	10	110.5	79.1
Net finance costs		367.8	351.3
Share-based payments		19.2	25.1
Income taxes		145.3	125.6
Gains on disposal of property, plant and equipment		(0.5)	(0.3)
Unrealised losses/(gains) on derivative instruments		603.2	(520.7)
Non-cash foreign exchange movements		(537.9)	915.6
Decrease in trade and other receivables		131.2	96.6
Increase in inventories		(13.9)	(9.9)
Increase in prepayments and other assets		(25.1)	(18.7)
Increase in trade and other payables		17.8	27.4
Increase in accruals, deferred income and other current liabilities		168.7	58.4
Decrease in deferred income and other long term liabilities		(11.7)	(13.0)
(Decrease)/increase in provisions		(12.2)	13.7
Net cash inflow provided by continuing operating activities		1,955.1	2,092.1
Net cash inflow from operating activities		2,435.2	2,210.6
Investing activities			
Purchase of property, plant and equipment		(488.3)	(539.7)
Loans to parent and group undertakings		(1,299.1)	(1,439.9)
Proceeds on sale of property, plant and equipment		0.5	0.7
Acquisition net of cash acquired		-	(34.1)
Interest received		316.3	289.8
Net cash outflow from investing activities		(1,470.6)	(1,723.2)
Financing activities			
Interest paid		(602.0)	(657.9)
Settlement of cross currency interest rate swaps		(44.5)	(6.3)
New borrowings, net of financing fees		3,060.4	5,539.2
Repayment of borrowings		(3,349.0)	(5,313.1)
Capital lease payments		(27.0)	(48.4)
Net cash outflow from financing activities		(962.1)	(486.5)
Effect of exchange rate changes on cash and cash equivalents		(0.3)	(0.1)
Net increase in cash and cash equivalents		2.2	0.8
Cash and cash equivalents at 1 January	16	20.9	20.1
Cash and cash equivalents at 31 December	16	23.1	20.9

The notes on pages 21 to 69 form part of the financial statements.

1 Authorisation of financial statements and statement of compliance with IFRS

The consolidated financial statements of Virgin Media Finance PLC for the year ended 31 December 2017 were authorised for issue by the board of directors on 26 June 2018 and the Group Balance Sheet was signed on the board's behalf by R D Dunn. Virgin Media Finance PLC is a public limited company incorporated and domiciled in England & Wales. The company's shares are not publicly traded although the Senior Notes issued by the company are registered on the Luxembourg Stock Exchange.

2 Accounting policies

The principal accounting policies adopted by the group are set out below and have all been applied consistently throughout the current year and the preceding year except as discussed below.

Basis of preparation
The group's financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union as they apply to the financial statements of the group for the year ended 31 December 2017 and applied in accordance with the Companies Act 2006. The separate financial statements of the parent company are prepared under Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

The financial statements are prepared on the going concern basis because, after making enquiries, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. As Virgin Media Finance PLC is either a direct or indirect parent of substantially all of the trading companies in the Virgin Media group, these consolidated financial statements include substantially all of the trade and assets of the overall Virgin Media group. Whilst forecasts and projections, which take account of reasonably possible changes in trading performance, have not been prepared at a Virgin Media Finance PLC group level, they have been prepared for the Virgin Media group as a whole. These forecasts and projections showed that cash on hand, together with cash from operations and the undrawn revolving credit facility, are expected to be sufficient for the Virgin Media group's and hence the group's cash requirements through to at least 30 June 2019.

The group financial statements are presented in pound sterling and all values are rounded to the nearest one hundred thousand pounds, except when otherwise indicated.

The accounting policies which follow set out those policies which apply in preparing the group's financial statements for the year ended 31 December 2017.

Foreign exchange movements have been presented within finance income and/or costs and reserves to align with the nature of how these gains and/or losses arise.

Common control transfer
During 2015, Liberty Global undertook various financing transactions in connection with certain internal reorganisations of its broadband and wireless communications businesses in Europe. As part of these reorganisations, on 12 February 2015, the group acquired a 65% controlling interest in Virgin Media Ireland Ltd. (VM Ireland) and its subsidiaries from a subsidiary of Liberty Global outside of the Virgin Media group. On 2 November 2017, we acquired the remaining 35% non-controlling interest of VM Ireland from a subsidiary of Liberty Global outside of the Virgin Media group through the acquisition of VM Ireland Group Limited (VMIGL), formerly known as LG Ireland Group Limited, from Liberty Global Europe 2 Limited (LG Europe 2), the immediate parent of Virgin Media Inc. The group accounted for these transactions as common control transfers at carryover basis and give effect to these transactions for all periods presented.

New standards, amendments and interpretations adopted by the group
In the current year, the group has reviewed the amendments to IFRSs and a new interpretation issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2017. The group early adopted the final amendments to IFRS 2 'Share-based Payment' on 1 January 2017. Further details on the impact of this have been included in note 24.

New standards, amendments and interpretations not adopted
The following standards and interpretations have been issued with an effective date for accounting periods beginning after the date of these financial statements:

2 Accounting policies (continued)

International Accounting Standards (IAS/IFRSs/IFRICs)		*Effective Date*
IFRS 15 Revenue from Contracts with Customers	Revised guidance on the recognition of Revenue from Contracts with Customers	1 January 2018
IFRS 9 Financial Instruments	Revised guidance for classification of Financial Instruments	1 January 2018
IFRS 16 Leases	Revised guidance on the recognition, measurement and disclosure of leases	1 January 2019

The directors have assessed the impact of these standards on the financial statements as set out below:

IFRS 15, 'Revenue from contracts with customers' deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a good or service and thus has the ability to direct the use and obtain the benefits from the good or service. The standard replaces IAS 18 'Revenue' and IAS 11 'Construction contracts' and related interpretations. The standard is effective for annual periods beginning on or after 1 January 2018 and earlier application is permitted. The group has assessed the impact of IFRS 15 and concluded it is not material to the group.

IFRS 9, 'Financial Instruments' includes revised guidance surrounding the measurement of financial instruments, a new expected credit loss model for calculating impairment of financial assets and new general hedge accounting requirements. The standard is effective for annual periods beginning on or after 1 January 2018 and earlier application is permitted. The group is assessing the impact of IFRS 9.

IFRS 16 specifies how to recognise, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17. IFRS 16 was issued in January 2016 and applies to annual reporting periods beginning on or after 1 January 2019. The group is assessing the impact of IFRS 16.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the group.

Judgements and key sources of estimation uncertainty
The preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The nature of estimation means that actual outcomes could differ from those estimates.

The most significant judgments and estimations used by management in the process of applying the group's accounting policies are discussed below:

Impairment of intangible assets
Goodwill and intangible assets with indefinite lives are assessed for impairment annually and when such indicators exist.

When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of these cash flows. Where fair value less cost to sell is used, the valuation must represent the fair value of the cash-generating unit in an orderly transaction between market participants under current market conditions, less costs to sell.

Deferred tax assets
Deferred tax assets are recognised for unused tax losses and allowances to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

2 Accounting policies (continued)

Details of the measurement of the group's deferred tax asset recognition and measurement are provided in note 9.

Property, plant and equipment
Depreciation is provided on all property, plant and equipment, other than freehold land, on a straight-line basis at rates calculated to write off the cost of each asset over the shorter of its leasing period or estimated useful life. Useful lives are reviewed annually and where adjustments are required, these are made prospectively.

The nature and amount of labour and other costs to be capitalised with respect to construction and installation activities involves significant judgment. In addition to direct external and internal labour and materials, the group also capitalise other costs directly attributable to the group's construction and installation activities, including dispatch costs, quality-control costs, vehicle-related costs and certain warehouse-related costs. The capitalisation of these costs is based on time sheets, time studies, standard costs, call tracking systems and other verifiable means that directly link the costs incurred with the applicable capitalisable activity. The group continuously monitor the appropriateness of its capitalisation policies and update the policies when necessary to respond to changes in facts and circumstances, such as the development of new products and services, and changes in the manner that installations or construction activities are performed.

Fair value measurement of financial instruments
Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument.

Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (see note 22).

Basis of consolidation
Subsidiaries are entities controlled by the group. The group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. In assessing control, the group takes into consideration potential voting rights. The acquisition date is the date on which control is transferred to the acquirer. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Acquisitions under common control
Business combinations between entities that are under common control are accounted for at book value. The assets and liabilities acquired or transferred are recognised or derecognised at the carrying amounts previously recognised in the group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within the group equity and any gain/loss arising is recognised directly in equity.

Transactions eliminated on consolidation
Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Foreign currency translation
The group's consolidated financial statements are presented in pound sterling, which is also the parent company's functional currency. Transactions in foreign currencies are initially recorded in the local entity's functional currency by applying the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All exchange differences are included in the Group Income Statement, except where hedge-accounting is applied and for differences on monetary assets and liabilities that form part of the group's net investment in a foreign operation. These are recorded directly in equity until the disposal of the net investment, at which time they are reclassified from equity to profit or loss.

2 Accounting policies (continued)

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Goodwill
Business combinations, other than common control business combinations, are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the group. The group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

Costs related to acquisitions, other than those associated with the issue of debt or equity securities, are expensed as incurred.

When the excess is negative any gain on bargain purchase is recognised in profit or loss immediately.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

On a transaction-by-transaction basis, the group elects to measure non-controlling interests, which have both present ownership interests and are entitled to a proportionate share of net assets of the acquiree in the event of liquidation, either at its fair value or at its proportionate interest in the recognised amount of the identifiable net assets of the acquiree at the acquisition date. All other non-controlling interests are measured at their fair value at the acquisition date.

Property, plant and equipment
Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. The cost includes costs directly attributable to making the asset capable of operating as intended. Property, plant and equipment acquired through business combinations is initially recorded at fair value on acquisition.

Depreciation is provided on all property, plant and equipment, other than freehold land, on a straight-line basis at rates calculated to write off the cost of each asset over the shorter of its leasing period or estimated useful life as follows:

Network assets, cable plant and equipment

Network assets	-	3 - 30 years

Network assets includes construction in progress which is not depreciated and comprises of materials, consumables and direct labour relating to network construction and is stated at the cost incurred in bringing each product to its present location and condition, as follows:

Raw materials and consumables	-	Purchase cost
Work in progress	-	Cost of direct materials and labour

Other fixed assets:

Property held under finance lease	-	Period of lease
Freehold property, other than land	-	30 years
Leasehold improvements	-	20 years or, if less, the term of the lease
Furniture and fixtures	-	5 - 12 years
Computer equipment	-	3 - 5 years
Motor vehicles	-	5 years

2 Accounting policies (continued)

Labour costs relating to the design, construction and development of the network, capital projects, and related services are capitalised and depreciated on a straight-line basis over the life of the relevant assets.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. The useful lives and residual values are reviewed annually and where adjustments are required these are made prospectively.

Impairment of intangible assets and property, plant and equipment
In accordance with IAS 36 *'Impairment of Assets'*, the group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognised in the Group Income Statement in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed, other than on goodwill, only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised.

Provisions for liabilities and charges
Provisions are recorded when the group has a legal or constructive obligation as a result of a past event for which it is probable that the group will be required to settle by an outflow of economic benefits and for which a reliable estimate of the amount of the obligation can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Where the effect of the time value of money is material, the amount of the provision is the present value of the expenditures expected to be required to settle the obligation.

Leases
Assets held under finance leases, which transfer to the group substantially all of the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease, with a corresponding liability being recognised for the lower of the fair value of the leased asset and the present value of the minimum lease payments. Lease payments are apportioned between the reduction of the lease liability and finance charges in the Group Income Statement so as to achieve a constant rate of interest on the remaining balance of the liability. Assets held under finance leases are generally depreciated over the estimated useful life of the asset; certain assets held under finance leases are depreciated over the lease term where this is shorter than the estimated useful life.

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases and rentals payable are charged in the Group Income Statement on a straight line basis over the lease term.

Interest bearing loans and borrowings
All loans and borrowings are initially recognised at fair value less directly attributable transaction costs.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance income and finance costs.

2 Accounting policies (continued)

Finance costs which are incurred in connection with the issuance of debt are deferred and set off against the borrowings to which they relate. Deferred finance costs are amortised over the term of the related debt using the effective interest method.

Derivative financial instruments and hedging
The group has established policies and procedures to govern the management of its exposure to interest rate and foreign currency exchange rate risks, through the use of derivative financial instruments, including interest rate swaps, cross currency interest rate swaps and foreign currency forward rate contracts.

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value at each balance sheet date.

Derivatives are recognised as financial assets when the fair value is positive and as liabilities when the fair value is negative.

The foreign currency forward rate contracts, interest rate swaps and cross-currency interest rate swaps are valued using internal models based on observable inputs, counterparty valuations or market transactions in either the listed or over-the counter markets, adjusted for non-performance risk. Non-performance risk is based upon quoted credit default spreads for counterparties to the contracts and swaps. Derivative contracts which are subject to master netting arrangements are not offset and have not provided, nor require, cash collateral with any counterparty.

While these instruments are subject to the risk of loss from changes in exchange rates and interest rates, these losses would generally be offset by gains in the related exposures. Financial instruments are only used to hedge underlying commercial exposures. The group does not enter into derivative financial instruments for speculative trading purposes, nor does it enter into derivative financial instruments with a level of complexity or with a risk that is greater than the exposure to be managed.

For derivatives which are designated as hedges the hedging relationship is documented at its inception. This documentation identifies the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how effectiveness will be measured throughout its duration. Such hedges are expected at inception to be highly effective.

The group designates certain derivatives as either fair value hedges, when hedging exposure to variability in the fair value of recognised assets or liabilities or firm commitments, or as cashflow hedges, when hedging exposure to variability in cash flows that are either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction.

Derivatives that are not part of an effective hedging relationship, as set out in IAS 39, must be classified as held for trading and measured at fair value through profit or loss.

The treatment of gains and losses arising from revaluing derivatives designated as hedging instruments depends upon the nature of the hedging relationship and are treated as follows:

Cash flow hedges
For cash flow hedges, the effective portion of the gain or loss on the hedging instrument is recognised directly in Other Comprehensive Income, while the ineffective portion is recognised in the Group Income Statement. Amounts taken to Other Comprehensive Income are reclassified to the Group Income Statement when the hedged transaction is recognised in the Group Income Statement, such as when a forecast sale or purchase occurs, in the same line of the Group Income Statement as the recognised hedged item. Where the hedged item is the cost of a non-financial asset or liability, the gains and losses previously accumulated in equity are transferred to the initial measurement of the cost of the non-financial asset or liability. If a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Group Income Statement. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, amounts previously recognised in Other Comprehensive Income remain in equity until the forecast transaction occurs and are reclassified to the Group Income Statement.

2 Accounting policies (continued)

Fair value hedges
For fair value hedges, the changes in the fair value of the hedging instrument are recognised in the Group Income Statement immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the line of the Group Income Statement relating to the hedged item.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, then the fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

Inventories
Inventory consists of goods for resale and programing inventories which are valued at the lower of cost or net realisable value using the first-in, first-out (FIFO) method. Cost represents the invoiced purchase cost of inventory. Net realisable value is based on judgements, using currently available information about obsolete, slow moving or defective inventory. Based upon these judgements and estimates, which are applied consistently from period to period, an adjustment is made to state the carrying amount of inventory held for resale at the lower of cost and net realisable value.

Trade and other receivables
Trade receivables are recognised and carried at the lower of their original invoiced value and recoverable amount. Where the time value of money is material, receivables are carried at amortised cost. Provision is made where there is objective evidence that the group will not be able to recover balances in full.

Cash and short term deposits
Cash and short-term deposits in the Group Balance Sheet comprise cash at banks and in hand and short-term deposits with an original maturity of three months or less. For the purpose of the Group Cash Flow Statement, cash and cash equivalents consist of cash and short term deposits as defined above, net of outstanding bank overdrafts.

Tax
Current income tax
Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the income statement. The directors periodically evaluate positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establish provisions where appropriate. Income tax is charged or credited to Other Comprehensive Income if it relates to items that are charged or credited to Other Comprehensive Income.

Deferred tax
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

2 Accounting policies (continued)

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss.

Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Pensions
The group contributes to the Virgin Media sponsored group personal pension plans for eligible employees. Contributions to these schemes are recognised in the Group Income Statement in the period in which they become payable, in accordance with the rules for each of the plans.

The group operates three defined benefit pension plans, which require contributions to be made to separately administered funds. The plans are closed to new entrants.

The regular cost of providing benefits under the defined benefit plans is attributed to individual years using the projected unit credit method. Variations in pension cost, which are identified as a result of actuarial valuations, are amortised over the average expected remaining working lives of employees in proportion to their expected payroll costs. Past service costs are recognised in the income statement on a straight-line basis over the vesting period or immediately if the benefits have vested.

When a settlement (eliminating all obligations for benefits already accrued) or a curtailment (reducing future obligations as a result of a material reduction in the scheme membership or a reduction in future entitlement) occurs, the obligation and related scheme assets are re-measured using the current actuarial assumptions and the resultant gain or loss recognised in the Group Income Statement during the period in which the settlement or curtailment occurs.

The interest element of the defined benefit pension cost represents the change in present value of scheme obligations resulting from the passage of time and is determined by applying the discount rate to the opening present value of the benefit obligation, taking into account material changes in the obligation during the year. The expected return on scheme assets is based on an assessment made at the beginning of the year of long term market returns on scheme assets, adjusted for the effect of fair value of the scheme assets of contributions received and benefits paid during the year. The difference between the expected return on scheme assets and the interest cost is recognised in the Group Income Statement.

2 Accounting policies (continued)

Actuarial gains and losses are recognised in full in the Group Statement of Comprehensive Income in the period in which they occur.

The defined benefit pension asset or liability in the Group Balance Sheet comprises the total for each scheme of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less any past service cost not yet recognised and less the fair value of scheme assets out of which the obligations are to be settled directly. Fair value is based on market price information and, in the case of quoted securities, is the published bid price.

Revenue recognition
Revenue is recognised to the extent that it is realised or realisable and earned. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates and VAT. The following criteria must also be met before revenue is recognised:

- persuasive evidence of an arrangement exists between the group and the group's customer;
- delivery has occurred or the services have been rendered;
- the price for the service is fixed or determinable; and
- recoverability is reasonably assured.

Residential
Fixed-line telephone, mobile telephone, video and internet subcription revenues are recognised as the services are provided to customers. Adjustments are made at the end of each period to defer revenue relating to services billed in advance and to accrue for earned but unbilled services.

Revenue from prepaid mobile customers is recorded as deferred revenue prior to commencement of the services and is recognised within revenue as the services are rendered.

Rental revenue in respect of line rentals provided to customers is recognised on a straight-line basis over the term of the rental agreement.

Business
Revenues from connectivity services are recognised as services are provided. Rental revenues in respect of line rentals provided to customers are recognised on a straight-line basis over the term of the rental agreement.

Installation revenues are generally not considered to be a separable service and are recognised over the contract term.

Other income
Interest income is recognised as interest accrues according to the effective interest method which uses the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount.

Residential installation revenues are recognised at the time the installation has been completed to the extent that those fees are less than the direct selling costs, which is generally the case. Installation fees in excess of direct selling costs are deferred and amortised over the expected life of the customer's connection.

Mobile handset and other equipment revenues are recognised when the goods have been delivered and title has passed. Equipment revenue is stated net of discounts earned through service usage.

Broadcast revenue consists primarily of the sale of airtime, including programme sponsorship and related promotional activities which is recognised at the time commercials are broadcast and over the period the promotional activities take place, net of applicable agency commissions.

2 Accounting policies (continued)

Share-based payments
The company is an indirect, wholly-owned subsidiary of Virgin Media Inc. and Liberty Global plc. The company has no share-based compensation plans. Employees render services in exchange for shares or rights over shares (equity-settled transactions) of Liberty Global plc common stock.

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date which they are granted. The fair value of options and share appreciation rights are determined using the Black-Scholes model. The fair value of restricted share units is determined using either the share price at the grant date or the Monte Carlo model, depending on the conditions attached to the restricted share units being granted. These transaction costs are recognised, together with a corresponding increase in either equity or amounts owed to parent undertakings, over the service period, or, if applicable, over the period in which any performance conditions are fulfilled, which ends on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognised for equity settled transactions at each reporting date, until the vesting date, reflects the extent to which the vesting period has expired and the number of awards that are estimated to ultimately vest, in the opinion of management at that date and based on the best available information.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market vesting condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

3 Segment information

The principal activity of the company is to facilitate the group's financing structure by implementing the group's capital management policies, making and facilitating external borrowings and holding investments in subsidiary companies. The company's investments include substantially all of the Virgin Media group's trading operating companies.

The Virgin Media group's reporting segments are based on its method of internal reporting to the Liberty Global group and the information used by its chief executive officer, who is the chief operating decision maker ("CODM"), to evaluate segment performance and make capital allocation decisions.

It has been determined that the Virgin Media group comprises a single operating segment. This reflects how the CODM reviews the results of the group's business based on revenue and profitability measures.

There is no material difference between the revenue presented to the CODM and the revenue of the Virgin Media Finance PLC group. Revenue for the group was £4,831.8 million (2016 - £4,686.1 million) and was entirely derived from the sale of goods and services.

Geographic Locations
The group's revenue by geographic location is set out below:

	2017 £ million	2016 £ million
U.K.	4,467.1	4,361.5
Ireland	364.7	324.6
Total	4,831.8	4,686.1

4 Group operating profit

This is stated after charging/(crediting):

	2017 £ million	2016 £ million
Depreciation of property, plant and equipment	970.6	922.8
Depreciation of assets held under finance leases and hire purchase contracts	22.1	39.1
Total depreciation	992.7	961.9
Amortisation of intangible assets	110.5	79.1
Operating lease payments - minimum lease payments	14.9	15.8
- rent of premises	29.7	33.9
Total operating lease payments recognised as an expense	44.6	49.7
Gain on disposal of property, plant and equipment	(0.5)	(0.3)
Gain on disposal of non-cable operations	-	(0.3)
Cost of inventories recognised within cost of sales	183.6	167.2

5 Auditor's remuneration

The group paid the following amounts to its auditors in respect of the audit of the financial statements and for other services provided to the group.

Fees paid to the auditor for audit and other services to the company are not disclosed in its individual accounts as the group accounts are required to disclose such fees on a consolidated basis.

Fees payable to the company's auditors and their associates for other services represents fees payable for services in relation to other statutory filings or engagements that are required to be carried out by the group's auditors.

	2017 £ '000	2016 £ '000
Audit services:		
Statutory audit services - audit of the parent company and group financial statements	482.0	482.0
Fees payable to the company's auditors and their associates for other services:		
Statutory audit services - statutory accounts of the company's subsidiaries	173.6	173.6
	655.6	655.6

6 Staff costs and directors' emoluments

(a) Staff costs

	2017 £ million	2016 £ million
Wages and salaries	551.6	557.7
Social security costs	56.7	53.6
Pension costs - defined benefit scheme	1.0	-
Pension costs - defined contribution scheme	22.4	22.7
Total staff costs	631.7	634.0

Included in wages and salaries is a total expense for share-based payments of £18.9 million (2016 - £28.3 million), all of which arises from transactions accounted for as equity-settled share-based payment transactions.

Further information on compensation of key management personnel is disclosed in the related party transactions (note 29).

(b) Average staff numbers

The average monthly number of employees during the year was:

	2017 No.	2016 No.
Consumer	7,468	8,139
Support, Technology and Innovation	3,211	2,569
Business	2,439	2,555
Lightning	880	779
Mobile	63	50
Total staff numbers	14,061	14,092

(c) Directors' emoluments

	2017 £ '000	2016 £ '000
Directors' remuneration	1,897	2,689
Amounts receivable under long term incentive plans	1,895	4,676
Total remuneration	3,792	7,365
Company contributions paid to money purchase pension plans	70	85
Highest paid director:		
Remuneration (including awards receivable under long term incentive plans)	1,829	2,905
Company contributions paid to money purchase pension plans	10	18
	1,839	2,923

	2017 No.	2016 No.
Number of directors accruing benefits under money purchase plans	2	2
Number of directors who exercised share options under schemes operated by ultimate parent company	4	4
Number of directors with shares received or receivable under long term incentive plans	4	4

There were no other transactions with directors during the year.

7 Finance income

	2017 £ million	2016 £ million
Interest on amounts due from group undertakings	0.5	0.4
Interest on amounts due from related parties	318.9	289.4
Gain on foreign exchange	525.2	-
Gain on derivative financial instruments	-	555.4
Interest on pensions	1.0	0.6
Other finance income	3.1	0.6
Total finance income	848.7	846.4

Other finance income and interest on amounts due from group undertakings and related parties are recognised using the effective interest rate method in accordance with IAS 39 *'Financial Instruments: Recognition and Measurement'*.

8 Finance costs

	2017 £ million	2016 £ million
Interest payable on:		
Senior credit facility and vendor financing	197.3	130.8
Senior notes	411.6	450.3
Loans from parent undertakings	7.7	8.9
Loans from related parties	0.3	-
Loss on derivative financial instruments	433.0	-
Loss on foreign exchange	-	858.9
Loss on debt extinguishment	60.6	61.0
Interest payable on finance leases	5.4	6.1
Unwinding of discounts on provisions	1.5	1.5
Other interest and fees	1.7	0.9
Total finance costs	1,119.1	1,518.4

Interest payable is recognised using the effective interest rate method.

For the year ended 31 December 2017, loss on extinguishment of debt was £60.6 million (2016 - £61.0 million) and related to the redemption premium paid and the write off of deferred financing costs as a result of the redemption of the senior notes, senior secured notes and senior credit facilities from refinancing activities during the year (see note 18).

9 Tax

(a) Tax expense on profit before tax

	2017 £ million	2016 £ million
Current income tax:		
UK taxes	1.8	1.5
Foreign taxes	-	(0.2)
	1.8	1.3
Deferred income tax:		
Reduction in future tax rate	-	108.4
Origination and reversal of temporary differences	140.6	17.4
	140.6	125.8
Total tax expense in Group Income Statement	142.4	127.1

(b) Reconciliation of the total tax expense in the Group Income Statement

Group Income Statement tax expense reconciliation to the standard rate of corporation tax in the U.K. of 19.25% (2016 – 20.00%):

	2017 £ million	2016 £ million
Accounting profit before income tax	622.5	245.6
Accounting profit multiplied by the UK standard rate of corporation tax of 19.25% (2016 - 20.0%)	119.8	49.1
Expenses not deductible for tax purposes	0.9	8.8
Utilisation of tax losses and other deductions	26.8	(39.0)
Foreign taxes	-	(0.2)
Other	6.0	0.2
Movement in deferred tax assets due to change in tax rate	-	108.4
Adjustment relating to prior years	(11.1)	(0.2)
Total tax expense recognised in the group income statement	142.4	127.1

(c) Reconciliation of the total tax expense

	2017 £ million	2016 £ million
Tax recognised in equity	0.5	1.0
Tax recognised in the Group Income Statement	142.4	127.1
Total tax expense	142.9	128.1

9 Tax (continued)

(d) Recognised deferred tax

Recognised deferred tax assets at 31 December 2017 and 31 December 2016 were as follows:

	2017 £ million	2016 £ million
UK deferred tax assets:		
Net operating losses	133.6	157.3
Derivative instruments	6.9	4.5
Depreciation and amortisation	1,539.2	1,662.8
Other	22.5	18.7
Total UK deferred tax assets	1,702.2	1,843.3

Transactions took place within the Virgin Media Group during 2016 and 2017 with the result that certain entities are no longer considered to be dual resident. The entities impacted are now taxed in the US under the US Controlled Foreign Company ("CFC") regime. The Virgin Media entities that file US tax returns, however, sit within the Virgin Media group but outside the group. The company itself is a CFC for US tax purposes.

The group has determined it probable that in future it will generate sufficient pre-tax profits to utilise substantially all of its deferred tax assets related to unclaimed capital allowances.

(e) Unrecognised deferred tax

Deferred tax assets in respect of the following amounts have not been recognised as there is not currently persuasive evidence that there will be suitable taxable profits against which these timing differences will reverse.

	2017 £ million	2016 £ million
Net operating losses	558.3	767.8
Capital losses	12,102.9	12,102.9
Other timing differences	207.1	294.0
	12,868.3	13,164.7

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2016) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly. The deferred tax assets and liabilities have been calculated using the now enacted rate of 17% (2016 – 17%).

9 Tax (continued)

(f) Movement in deferred tax balances

Movements in deferred tax during the year:

	1 January 2017 £ million	Recognised in income £ million	Recognised in equity £ million	31 December 2017 £ million
Depreciation and amortisation	1,662.8	(123.6)	-	1,539.2
Derivative instruments	4.5	2.3	0.1	6.9
Net operating losses	157.3	(23.7)	-	133.6
Other	18.7	4.4	(0.6)	22.5
	1,843.3	(140.6)	(0.5)	1,702.2

Movements in deferred tax during the prior year:

	1 January 2016 £ million	Recognised in income £ million	Recognised in equity £ million	31 December 2016 £ million
Depreciation and amortisation	1,702.6	(39.8)	-	1,662.8
Derivative instruments	11.0	(6.3)	(0.2)	4.5
Net operating losses	217.3	(60.0)	-	157.3
Other	39.2	(19.7)	(0.8)	18.7
	1,970.1	(125.8)	(1.0)	1,843.3

10 Intangible assets

(a) Summary of intangible assets

	Goodwill £ million	IT Software £ million	Other £ million	Total £ million
Cost				
At 1 January 2016	2,252.0	369.4	17.1	2,638.5
Additions	9.3	135.2	4.6	149.1
Disposals	-	(77.8)	-	(77.8)
Effect of movement in exchange rates	30.4	-	-	30.4
At 31 December 2016 and 1 January 2017	2,291.7	426.8	21.7	2,740.2
Transfers	-	29.1	-	29.1
Additions	-	199.2	-	199.2
Disposals	-	(69.1)	-	(69.1)
Effect of movement in exchange rates	8.4	-	-	8.4
At 31 December 2017	2,300.1	586.0	21.7	2,907.8
Accumulated amortisation and impairment				
At 1 January 2016	138.0	133.3	0.3	271.6
Amortisation charge	-	79.0	0.1	79.1
Disposals	-	(77.8)	-	(77.8)
At 31 December 2016 and 1 January 2017	138.0	134.5	0.4	272.9
Transfers	-	3.3	-	3.3
Amortisation charge	-	109.7	0.8	110.5
Disposals	-	(69.1)	-	(69.1)
At 31 December 2017	138.0	178.4	1.2	317.6
Net book value				
At 31 December 2017	2,162.1	407.6	20.5	2,590.2
At 31 December 2016	2,153.7	292.3	21.3	2,467.3

The amortisation charge has been recognised through administrative expenses in the Group Income Statement.

(b) Impairment of goodwill and intangible assets with indefinite lives

Goodwill is not amortised, but is tested for impairment annually or more frequently if circumstances indicate a possible impairment exists in accordance with IAS 36 *'Impairment of Assets'*.

Goodwill is allocated to Cash Generating Units (CGUs), the assets of which are separately operated and monitored, and are judged to independently generate cash inflows. Management considers that there is only one CGU relating to the group's cable network which is the core operating asset used to deliver services.

The group comprises substantially all of the assets of the Virgin Media group. The fair value less costs to sell the Virgin Media group determined in 2013 on its acquisition by Liberty Global confirmed the recoverable amount of goodwill was in excess of its carrying value. The Virgin Media group has continued to be profitable and the likelihood of the current recoverable amount being less than the current carrying amount is considered remote. As a result, no impairment to goodwill was required for the years ended 31 December 2017 and 2016.

11 Property, plant and equipment

	Network assets £ million	Other £ million	Total £ million
Cost			
At 1 January 2016	11,885.1	1,239.9	13,125.0
Additions	993.3	200.0	1,193.3
On acquisition of subsidiary	6.0	8.1	14.1
Effect of movement in exchange rates	70.9	8.4	79.3
Disposals	(248.4)	(76.0)	(324.4)
At 31 December 2016 and 1 January 2017	12,706.9	1,380.4	14,087.3
Additions	1,338.5	114.8	1,453.3
Transfers	2.6	(29.1)	(26.5)
Effect of movement in exchange rates	22.2	2.7	24.9
Disposals	(569.1)	(138.6)	(707.7)
At 31 December 2017	13,501.1	1,330.2	14,831.3
Depreciation			
At 1 January 2016	7,874.4	912.7	8,787.1
Provided during the year	867.6	94.3	961.9
Effect of movement in exchange rates	33.2	5.5	38.7
Disposals	(244.4)	(75.9)	(320.3)
At 31 December 2016 and 1 January 2017	8,530.8	936.6	9,467.4
Provided during the year	875.4	117.3	992.7
Transfers	1.7	(3.3)	(1.6)
Effect of movement in exchange rates	10.8	1.7	12.5
Disposals	(565.9)	(135.8)	(701.7)
At 31 December 2017	8,852.8	916.5	9,769.3
Net book value			
At 31 December 2017	4,648.3	413.7	5,062.0
At 31 December 2016	4,176.1	443.8	4,619.9

Assets held under finance leases
Included in the net book value of property, plant and equipment is £59.6 million (2016 - £89.9 million) in respect of assets held under finance leases and similar hire purchase contracts. Accumulated depreciation on these assets is £40.3 million (2016 - £92.9 million) and the charge for the year was £22.1 million (2016 - £39.1 million).

The group did not capitalise any borrowings costs during the year.

Included in 'Other' are the following net book values:

	2017 £ million	2016 £ million
Freehold land and buildings	55.4	72.1
Leasehold land and buildings	30.5	31.3
Leasehold improvements	86.6	87.5
	172.5	190.9

12 Investments

Investments in subsidiaries
Details of the investments in which the group holds at least 20% of the nominal value of any class of share capital, all of which are unlisted, are detailed in note 30.

The group acquired the remaining 35% interest in VM Ireland in November 2017. It had previously acquired 65% of VM Ireland in February 2015 and accounted for it as a common control transfer.

The remaining 35% of VM Ireland was acquired for a total consideration of £268.2 million through the creation of a related-party loan from a fellow subsidiary of Liberty Global. The related-party loan, including accrued interest of £0.3 million, was subsequently cash settled during 2017.

13 Financial assets

	2017 £ million	2016 £ million
Non-current		
Restricted cash	0.1	0.1
Deferred financing costs	11.7	9.4
Derivative instruments (see note 22)	476.5	966.3
Amounts owed by related parties	5,065.9	4,671.2
	5,554.2	5,647.0
Current		
Derivative instruments (see note 22)	226.9	95.8
	226.9	95.8

Amounts owed by related parties are in respect of loan notes receivable from Liberty Global Europe 2 Limited, a wholly owned subsidiary of Liberty Global plc that sits outside of the Virgin Media group, have an aggregate principal balance of £5,065.9 million (2016: £4,671.2 million). These compromise of principal amount outstanding of £2,174.6 million (2016: £2,174.6 million) which incur interest at a rate of 8.5% repayable in April 2023 and £2,891.3 million (2016: £2,496.6 million) at a rate of 5.145% (subject to adjustment) repayable in July 2023.

14 Trade and other receivables

	2017 £ million	2016 £ million
Non-current		
Prepayments and accrued income	16.7	24.3
Other receivables	113.7	115.3
	130.4	139.6
Current		
Trade receivables	411.7	402.3
Amounts owed by parent and group undertakings	20.5	-
Amounts owed by related parties	83.2	51.2
Prepayments and accrued income	119.2	84.9
	634.6	538.4

Prepayments and accrued income classified as non-current include long term telecommunications contracts with terms in excess of one year.

Current amounts owed by related parties are unsecured and repayable on demand.

14 Trade and other receivables (continued)

Trade receivables are non-interest bearing, are generally on 30-90 day terms and are stated net of provision for non-recoverability. The group's trade and other receivables have been reviewed for indicators of impairment and it was concluded that a provision for non-recoverability of £33.1 million (2016 - £29.7 million) was required. The carrying value of trade receivables is considered to be a fair approximation of fair value. Movements in the provision for impairment of receivables were as follows:

	£ million
At 1 January 2016	22.5
Charge for the year	25.5
Utilised	(18.3)
At 31 December 2016	29.7
Charge for the year	25.6
Utilised	(22.2)
At 31 December 2017	33.1

The ageing analysis of trade receivables is as follows:

	Total £ million	Neither past due nor impaired £ million	Balances past due			
			<30 days £ million	30 - 60 days £ million	60 - 90 days £ million	>90 days £ million
31 December 2017	411.7	261.7	61.7	26.4	20.9	41.0
31 December 2016	402.3	267.3	58.0	20.8	15.9	40.3

15 Inventories

	2017 £ million	2016 £ million
Goods for resale	31.0	24.3
Programming inventory	21.6	14.4
Total Inventory	52.6	38.7

16 Cash and short term deposits

	2017 £ million	2016 £ million
Cash at bank and in hand	23.0	20.8
Short-term deposits	0.1	0.1
	23.1	20.9

Cash at bank earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the group, and earn interest at the respective short-term deposit rates. The fair value of cash and cash equivalents including overdrawn cash book balances at 31 December 2017 was £23.1 million (2016 - £20.9 million).

17 Trade and other payables

	2017 £ million	2016 £ million
Current		
Trade payables	382.4	364.6
VAT, payroll taxes and social security costs	133.5	119.5
Interest payable to parent and group undertakings	-	0.5
Interest payable	185.1	187.8
Amounts owed to parent and group undertakings	27.7	34.4
Amounts owed to related party	13.4	28.9
Accruals and deferred income	878.6	885.0
	1,620.7	1,620.7

Trade payables are non-interest bearing and generally repayable on terms of up to 60 days. Trade payables, interest payable and amounts owed to group undertakings are financial liabilities which are excluded from note 18.

Amounts owed to group undertakings and related parties are unsecured and repayable on demand.

	2017 £ million	2016 £ million
Non-current		
Other long term payables	49.1	60.8
	49.1	60.8

18 Financial liabilities

	2017 £ million	2016 £ million
Current		
Current obligations under finance lease and hire purchase contracts (see note 19)	10.9	27.3
Current instalments due on other debt	54.0	46.6
Loan notes due to parent and group undertakings	-	396.6
Derivative instruments (see note 22)	56.0	44.6
Vendor financing	1,780.2	976.0
	1,901.1	1,491.1
Non-current		
Non-current obligations under finance lease and hire purchase contracts (see note 19)	47.5	47.1
Non-current instalments due on senior credit facility	3,383.6	3,555.0
Senior notes	2,199.2	2,295.3
Senior secured notes	4,905.5	5,138.6
Non-current instalments due on other debt	261.0	28.3
Derivative instruments (see note 22)	396.8	193.8
Vendor financing	34.5	-
	11,228.1	11,258.1
Total financial liabilities	13,129.2	12,749.2

18 Financial liabilities (continued)

Borrowings at 31 December were repayable as follows:

	2017 £ million	2016 £ million
Amounts falling due:		
Within one year	1,834.2	1,022.6
In more than one year but not more than five years	889.1	1,786.4
In more than five years	9,965.5	9,322.0
	12,688.8	12,131.0
Less: issue costs	(70.8)	(91.2)
Total borrowings	12,618.0	12,039.8
Financial liabilities not classed as borrowings	511.2	709.4
Total financial liabilities	13,129.2	12,749.2

Financial liabilities not classed as borrowings include amounts payable to parent and group undertakings, obligations under finance leases and hire purchase contracts, interest rate swaps and cross-currency interest rate swaps.

Loans repayable in more than five years are as follows:

Loans repayable after 5 years:	2017 £ million	2016 £ million
Senior notes	2,016.3	2,318.5
Senior secured notes	4,427.2	3,380.1
Senior credit facilities	3,409.8	3,595.1
Other debt	112.2	28.3
	9,965.5	9,322.0

Vendor financing
The group enters into vendor financing arrangements to finance certain property and equipment additions and operating costs. The amounts owed pursuant to these arrangements are interest bearing and include VAT which was paid on the group's behalf by the vendor. Repayments of vendor financing obligations are included in the repayment of borrowings in the Group Cash Flow Statement.

18 Financial liabilities (continued)

Senior notes

	2017 £ million	2016 £ million
Senior notes consist of:		
U.S. Dollar		
5.25% senior notes due 2022 (principal at maturity $95 million)	70.2	76.9
4.875% senior notes due 2022 (principal at maturity $119 million)	87.7	96.1
6.375% senior notes due 2023 (principal at maturity $530 million)	391.9	429.4
6.00% senior notes due 2024 (principal at maturity $500 million)	369.7	405.0
5.75% senior notes due 2025 (principal at maturity $400 million)	295.8	324.0
	1,215.3	1,331.4
Sterling		
5.125% senior notes due 2022 (principal at maturity £44 million)	44.1	44.1
7.00% senior notes due 2023 (principal at maturity £250 million)	250.0	250.0
6.375% senior notes due 2024 (principal at maturity £300 million)	300.0	300.0
	594.1	594.1
Euro		
4.5% senior notes due 2025 (principal at maturity €460 million)	408.9	393.0
Less: issue costs	(19.1)	(23.2)
Total senior notes	2,199.2	2,295.3

Senior secured notes

	2017 £ million	2016 £ million
Senior secured notes consist of:		
U.S. Dollar		
5.25% senior secured notes due 2021 (principal at maturity $448 million)	372.2	405.8
5.5% senior notes due 2025 (principal at maturity $425 million)	314.2	344.3
5.25% senior notes due 2026 (principal at maturity $1,000 million)	742.4	813.6
5.5% senior notes due 2026 (principal at maturity $750 million)	554.6	607.5
	1,983.4	2,171.2
Sterling		
6.00% senior secured notes due 2021 (principal at maturity £640 million)	-	640.0
5.5% senior secured notes due 2021 (principal at maturity £107 million)	127.0	740.6
5.5% senior secured notes due 2025 (principal at maturity £387 million)	387.0	387.0
5.125% senior secured notes due 2025 (principal at maturity £300 million)	300.0	300.0
6.00% senior secured notes due 2025 (principal at maturity £521 million)	526.5	-
5.00% senior secured notes due 2027 (principal at maturity £675 million)	675.0	-
4.875% senior secured notes due 2027 (principal at maturity £525 million)	525.0	525.0
6.25% senior secured notes due 2029 (principal at maturity £400 million)	402.5	402.7
	2,943.0	2,995.3
Less: issue costs	(20.9)	(27.9)
Total senior secured notes	4,905.5	5,138.6

On 26 April 2016 Virgin Media Secured Finance issued $750.0 million principal amount of 5.5% senior secured notes due 2026. The net proceeds were used to repay, in full, the outstanding amount under the Virgin Media Revolving Credit Facility held by a fellow group undertaking and for general corporate purposes.

In January 2017, Virgin Media Secured Finance issued the 2027 VM 5.0% Senior Secured Notes. The net proceeds from the 2027 VM 5.0% Senior Secured Notes were used to redeem in full the £640.0 million outstanding principal amount under the April 2021 VM Sterling Senior Secured Notes. In connection with these transactions, a loss on debt modification and extinguishment, net, of £31.0 million was recognised. This loss includes the payment of £25.3 million of redemption premiums and the write-off of £5.7 million of unamortized discount and deferred financing costs.

18 Financial liabilities (continued)

In February 2017, Virgin Media Secured Finance launched an offer (the Exchange Offer) to exchange the January 2021 VM Sterling Senior Secured Notes for the 2025 VM 6.0% Sterling Senior Secured Notes. The Exchange Offer was consummated on 21 March 2017 and £521.3 million aggregate principal amount of the January 2021 VM Sterling Senior Secured Notes was exchanged for £521.3 million aggregate principal amount of the 2025 VM 6.0% Sterling Senior Secured Notes. The January 2021 VM Sterling Senior Secured Notes were exchanged for the 2025 VM 6.0% Sterling Senior Secured Notes in a non-cash transaction, other than the payment of accrued and unpaid interest on the exchanged January 2021 VM Sterling Senior Secured Notes. In connection with these transactions, a loss on debt modification and extinguishment, net, of £5.1 million was recognised. This loss includes the write off of £4.1 million of unamortized premiums and the payment of £1.0 million of third-party costs.

Senior credit facility

The non-current instalments due on the senior credit facility consists of:	2017 £ million	2016 £ million
U.S. Dollar		
VM Facility I		
LIBOR + 2.75% senior credit facility due 2025 (principal at maturity $3,400 million)	-	2,747.3
VM Facility K		
LIBOR + 2.50% senior credit facility due 2026 (principal at maturity $3,400.0 million)	2,510.8	-
Sterling		
VM Facility E		
LIBOR+ 3.5% senior credit facility due 2023 (principal at maturity £849 million)	-	847.8
VM Facility L		
LIBOR+ 3.25% senior credit facility due 2027 (principal at maturity £400.0 million)	400.0	-
VM Facility M		
LIBOR+ 3.25% senior credit facility due 2027 (principal at maturity £500.0 million)	499.0	-
	3,409.8	3,595.1
Less: issue costs	(26.2)	(40.1)
Senior credit facility due after more than one year	3,383.6	3,555.0
The current instalment of the senior credit facility consists of:		
VM Revolving Facility		
LIBOR+ 2.75% revolving facility	-	-
Total senior credit facility	3,383.6	3,555.0

In December 2016, Virgin Media Bristol LLC entered into VM Facility I for $3,400.0 million. VM Facility I was issued at 99.75% of par and is subject to a LIBOR floor of 0.0%. The net proceeds from VM Facility I were used to repay:

- in full the $1,855.0 million (£1,502.6 million) outstanding principal amount under VM Facility F;
- in full the $900.0 million (£729.0 million) outstanding principal amount under the April 2021 VM U.S. Dollar Senior Secured Notes;
- £350.0 million of the £900.0 million outstanding principal amount under the April 2021 VM Sterling Senior Secured Notes; and
- in full the £100.0 million outstanding principal amount under VM Facility D.

In connection with the December 2016 refinancing, the group recognised a loss on debt modification and extinguishment of £61.0 million; this includes the payment of £40.9 million redemption premium, the write off of £18.5 million deferred financing costs and the write off of unamortised discount of £1.6 million.

18 Financial liabilities (continued)

In February 2017, Virgin Media SFA Finance Limited entered into a new £865.0 million term loan facility (VM Facility J). The net proceeds from VM Facility J were used to prepay in full the £849.4 million outstanding principal amount under VM Facility E. In connection with these transactions, we recognized a loss on debt modification and extinguishment, net, of £1.8 million related to the write-off of unamortized discounts and deferred financing costs.

In November 2017, VM Bristol LLC entered into VM Facility K and Virgin Media SFA Finance Limited entered into both VM Facility L and VM Facility M. The net proceeds from VM Facility K, VM Facility L and VM Facility M were used to prepay:

- in full the $3,400.0 million (£2,514.0 million) outstanding principal amount under VM Facility I; and
- in full the £865.0 million outstanding principal amount under VM Facility J.

In connection with these transactions, we recognized a loss on debt modification and extinguishment, net, of £22.7 million related to the write off of unamortized discounts and deferred financing costs.

The VM Credit Facility requires that certain members of the Virgin Media Borrowing Group that generate not less than 80% of such group's EBITDA (as defined in the VM Credit Facility) in any financial year, guarantee the payment of all sums payable under the VM Credit Facility and such group members are required to grant first-ranking security over all or substantially all of their assets to secure the payment of all sums payable. In addition, the holding company of each borrower must give a share pledge over its shares in such borrower.

At 31 December 2017, all term loan facilities had been drawn and the group had drawn £nil (2016: £nil) of its £675.0 million revolving credit facility.

In addition to mandatory prepayments which must be made for certain disposal proceeds (subject to certain de minimis thresholds), the lenders may cancel their commitments and declare the loans due and payable after 30 business days following the occurrence of a change of control in respect of Virgin Media Investment Holdings Limited, subject to certain exceptions.

The VM Credit Facility contains certain customary events of default, the occurrence of which, subject to certain exceptions and materiality qualifications, would allow the lenders to (i) cancel the total commitments, (ii) accelerate all outstanding loans and terminate their commitments there under and/or (iii) declare that all or part of the loans be payable on demand. The VM Credit Facility contains certain representations and warranties customary for facilities of this type, which are subject to exceptions, baskets and materiality qualifications.

The VM Credit Facility restricts the ability of certain members of the Virgin Media Borrowing Group to, among other things, (i) incur or guarantee certain financial indebtedness, (ii) make certain disposals and acquisitions and (iii) create certain security interests over their assets, in each case, subject to carve-outs from such limitations.

The VM Credit Facility requires the borrowers to observe certain affirmative undertakings or covenants, which covenants are subject to materiality and other customary and agreed exceptions. In addition, the VM Credit Facility also requires compliance with various financial covenants such as Senior Net Debt to Annualised EBITDA and Total Net Debt to Annualised EBITDA, each capitalised term as defined in the VM Credit Facility.

In addition to customary default provisions, the VM Credit Facility provides that any event of default with respect to indebtedness of £50.0 million or more in the aggregate of the company, and its subsidiaries is an event of default under the VM Credit Facility.

The VM Credit Facility permits certain members of the Virgin Media Borrowing Group to make certain distributions and restricted payments to its parent company (and indirectly to Liberty Global) through loans, advances or dividends subject to compliance with applicable covenants.

18 Financial liabilities (continued)

Restrictions
The agreements governing the senior notes and the senior credit facility significantly, and, in some cases, absolutely restrict the group's ability and the ability of most of its subsidiaries to:

- incur or guarantee additional indebtedness;
- pay dividends or make other distributions, or redeem or repurchase equity interests or subordinated obligations;
- make investments;
- sell assets, including shares in subsidiaries;
- create liens;
- enter into agreements that restrict the restricted subsidiaries' ability to pay dividends, transfer assets or make intercompany loans;
- merge or consolidate or transfer substantially all of the group's assets; and
- *enter into transactions with affiliates.*

19 Leases and hire purchase contracts

Obligations under finance leases and hire purchase contracts
The group uses finance leases and hire purchase contracts to acquire plant and equipment. These leases have terms of renewal but no material purchase options or escalation clauses. Renewals are at the option of the lessee. Future minimum lease payments under finance leases and hire purchases contracts are as follows:

	2017 £ million	2016 £ million
Future minimum payments due:		
Not later than one year	14.5	31.4
After one year but not more than five years	25.1	24.2
After five years	134.6	136.9
	174.2	192.5
Less: finance charges allocated to future periods	(115.8)	(118.1)
Present value of minimum lease payments	58.4	74.4

The present value of minimum lease payments is analysed as follows:

	2017 £ million	2016 £ million
Amounts falling due:		
Not later than one year	10.9	27.3
After one year but not more than five years	12.9	12.9
After five years	34.6	34.2
	58.4	74.4

Operating lease agreements where the group is lessee

Future minimum rentals payable under non-cancellable operating leases are as follows:

	Land & buildings		Other	
	2017 £ million	2016 £ million	2017 £ million	2016 £ million
Not later than one year	26.1	31.1	8.0	7.4
After one year but not more than five years	69.4	83.7	20.0	13.3
After five years	47.3	59.6	1.2	2.4
	142.8	174.4	29.2	23.1

19 Leases and hire purchase contracts (continued)

The group has entered into commercial leases on certain properties, motor vehicles and items of machinery. These leases have varied durations, some can be exited with as little as two months' notice whilst the terms of some run indefinitely until notice is served.

20 Provisions

	Property related costs £ million	Other provisions £ million	Total £ million
At 31 December 2016 and 1 January 2017			
Current	1.0	8.3	9.3
Non-current	113.4	2.6	116.0
	114.4	10.9	125.3
Established during the year	4.9	18.2	23.1
Used during the year	(3.9)	(22.0)	(25.9)
Revisions in cashflow estimates	(0.5)	-	(0.5)
Movement in discount rate	17.9	-	17.9
At 31 December 2017	132.8	7.1	139.9
Analysed as:			
Current	2.7	3.3	6.0
Non-current	130.1	3.8	133.9
	132.8	7.1	139.9

Property related costs
Property related costs expected to be incurred are mainly in relation to dilapidations costs on leasehold properties. The majority of the costs are expected to be incurred over the next 25 years.

Other provisions
Other provision elements mainly consist of National Insurance contributions on share options and restricted stock unit grants and redundancy costs resulting from restructuring programmes.

21 Financial Risk Management Objectives and Policies

The group's principal financial liabilities, other than derivatives, comprise bank loans (senior credit facility), senior notes, senior secured notes, finance leases, vendor financing, trade payables, hire purchase contracts and loans made to parent and fellow group undertakings. With the exception of trade payables the main purpose of the financial liabilities is to raise finance for the Virgin Media group's operations. The group has various financial assets such as trade receivables and cash and short term deposits, which arise directly from its operations.

The group is exposed to various market risks, including credit risk, foreign exchange rate risk, liquidity risk and interest rate risk. Market risk is the potential loss arising from adverse changes in market rates and prices. As some of the group's indebtedness accrues interest at variable rates there is exposure to volatility in future cash flows and earnings associated with variable interest payments.

Interest and principal obligations on some indebtedness are in U.S. dollars and Euros. As a result the group has exposure to volatility in future cash flows and earnings associated with changes in foreign exchange rates on payments of interest and principal amounts on a portion of its indebtedness.

The group has entered into various derivative instruments to manage interest rate risk, and foreign exchange risk with respect to the U.S. dollar, comprising of interest rate swaps, cross-currency interest rate swaps and foreign currency forward contracts. The objective is to reduce the volatility of the group's cash flows and earnings caused by changes in underlying rates.

21 Financial Risk Management Objectives and Policies (continued)

The main risks arising from the group's financial liabilities are described below:

Interest rate risk
The group is subject to interest rate risk because it has substantial indebtedness at variable rates of interest. At 31 December 2017, before taking into account hedging instruments, interest is determined on a variable basis on £3,409.8 million (2016 - £3,595.1 million) or 27% (2016 - 30%) of indebtedness, relating solely to amounts drawn down on the senior credit facilities. The group aims to reduce the volatility of its cash flows and earnings as a result of fluctuations in interest rates through the use of derivative financial instruments.

Interest rate risk profile of financial assets
The group's financial assets include cash on money market deposit at call, seven day and monthly rates, and amounts owed by parent undertakings and related parties charged at variable interest rates.

Sensitivity analysis of changes in interest rates
Interest rate risks are presented by way of a sensitivity analysis in accordance with IFRS 7 *'Financial Instruments: Disclosures'*. These show the effects of changes in market interest rates on interest payments, interest income and expense, other components and, as appropriate, equity. The interest rate sensitivity analyses are based on the following assumptions:

- Changes in market interest rates of non-derivative financial instruments with fixed interest rates only affect income if measured at fair value. As such, all financial instruments with fixed interest rates that are carried at amortised cost are not subject to interest rate risk as defined by IFRS 7.

- Changes in market interest rates affect the interest income or expense of non-derivative variable-interest financial instruments, the interest payments of which are not designated as hedged items of cash flow hedges against interest rate risks. As a consequence, they are included in the calculation of interest rate sensitivities.

- Changes in the market interest rate of interest rate derivatives (interest rate swaps and cross-currency interest rate swaps) that are not part of a hedging relationship as set out in IAS 39 *'Financial Instruments: Recognition and Measurement'* affect gains or losses on derivatives and are therefore taken into consideration in the calculation of interest rate sensitivities.

- Foreign currency forward rate contracts are not subject to interest rate risks and therefore do not affect interest rate sensitivities.

Based on debt at 31 December 2017, including amounts owed to and due from parent and group undertakings, and taking into consideration hedging instruments, a 0.25% movement in market interest rates would result in an annual increase or decrease in the gross interest income/expense of £7.2 million (2016 - a 0.25% movement in market interest rates would result in an annual increase or decrease in the gross interest income/expense of £6.2 million). Movements in gross interest expense would be recognised in finance income and finance costs in the Group Income Statement.

Foreign currency exchange rate risk
The group is also subject to foreign currency exchange risks because interest and principal obligations with respect to a portion of its indebtedness is denominated in U.S. dollars and euros. To the extent that the pound declines in value against the U.S. dollar and the euro, the effective cost of servicing U.S. dollar and euro denominated debt will be higher. Changes in the exchange rate result in foreign currency gains or losses.

As of 31 December 2017 the group had £5,709.5 million (2016 - £6,249.9 million), or 45% (2016 – 52%) of external indebtedness, denominated in U.S. dollars and £408.9 million (2016 - £393.0 million), or 3% (2016 – 3%) of external indebtedness, denominated in euros (see note 18). The group has a programme in place to mitigate the risk of losses arising from adverse changes in foreign currency exchange rates which uses a number of derivative financial instruments. When taking into consideration cross currency interest rate swaps and foreign currency forward rate contracts, the majority of external debt is hedged against foreign currency exchange rate risk.

21 Financial Risk Management Objectives and Policies (continued)

For the year ended 31 December 2017 the group had foreign currency gains of £525.2 million (2016 – losses of £858.9 million).

The gains for the year ended 31 December 2017 were primarily due to the strengthening of the sterling pound relative to the U.S. dollar in respect of the U.S. dollar denominated debt issued by the group, partially offset by the U.S. dollar denominated debt advanced to group undertakings. The losses for the year ended 31 December 2016 were primarily due to the weakening of the sterling pound relative to the U.S. dollar in respect of the U.S. dollar denominated debt issued by the group, partially offset by the U.S. dollar denominated debt advanced to group undertakings.

Sensitivity analysis of changes in foreign currency exchange rates
For the presentation of market risks, IFRS 7, *'Financial Instruments: Disclosures'* requires sensitivity analysis that shows the effects of hypothetical changes of foreign currency exchange rates of relevant risk variables on profit or loss and shareholders' equity. The periodic effects are determined by relating the hypothetical changes in risk variables to the balance of financial instruments at the reporting date. It is assumed that the balance at the reporting date is representative of the year as a whole.

Currency risks are defined by IFRS 7 as arising on account of financial instruments being denominated in a currency other than the functional currency and being of a monetary nature. Relevant risk variables are generally all non-functional currencies in which the group has financial liabilities, excluding amounts due to parent undertakings.

The currency sensitivity analysis is based on the following assumptions:

Major non-derivative monetary financial instruments (liquid assets, receivables and finance lease liabilities) are directly denominated in the functional currency. There are therefore no foreign exchange fluctuations in respect of these instruments which have an effect on profit or loss or shareholders' equity. Interest income and expense from financial instruments are also either recorded in the functional currency or transferred to the functional currency using derivatives.

The group has a number of derivative instruments with various counterparties to manage its exposure to changes in foreign currency exchange rates. Exchange rate fluctuations, on which the financial instruments are based, affect gains or losses on derivatives in the finance income or finance costs lines, respectively, of the Group Income Statement.

The following table demonstrates the sensitivity to a reasonably possible change in the pound sterling against U.S. dollar and euro exchange rates with all other variables remaining constant, of the group's profit before tax. Due to foreign exchange translation of monetary assets and liabilities, the impact of translating the net assets of foreign operations into sterling is excluded from the sensitivity analysis:

	Increase/ decrease in exchange rates	Effect on profit/(loss) before tax £ million
2017		
Sterling/U.S. dollar	+20%	957.4
Sterling/U.S. dollar	-20%	(1,436.0)
Sterling/euro	+20%	69.6
Sterling/euro	-20%	(104.4)
2016		
Sterling/U.S. dollar	+20%	1,049.6
Sterling/U.S. dollar	-20%	(1,574.3)
Sterling/euro	+20%	66.9
Sterling/euro	-20%	(100.3)

21 Financial Risk Management Objectives and Policies (continued)

Liquidity risk and capital management
The company is a wholly owned subsidiary and its ultimate parent company is Liberty Global plc. Capital management policies are operated at a Virgin Media group level by the management of Liberty Global plc. The agreements that govern the Virgin Media group's indebtedness set out financial maintenance tests and restrictive covenants, and it is the policy of the Virgin Media group to maintain adequate headroom against these tests and covenants.

The Virgin Media group's business is capital intensive and the Virgin Media group is highly leveraged. The Virgin Media group has significant cash requirements for operating costs, capital expenditure and interest expense. The level of the Virgin Media group's capital and operating expenditures are affected by significant amounts of capital required to connect customers to the network, expand and upgrade the network and offer new services. Cash on hand, together with cash from operations and an undrawn credit facility, are expected to be sufficient for the Virgin Media group's cash requirements through to 30 June 2019. The Virgin Media group has significant scheduled repayments that may need to be financed through means other than reliance on cash flow from operations, such as raising additional debt or equity, refinancing the existing facility, possible loans from parent undertakings or related parties, sale of assets or other means. It may not be possible to obtain adequate financing, or sell assets at all, or on favourable terms, or the terms of the senior credit facility or senior notes may prevent the Virgin Media group from incurring additional indebtedness or selling assets.

As of 31 December 2017 the group had £12,676.4 million of external debt (including finance leases, vendor financing and net of deferred finance costs) outstanding, compared to £12,114.2 million as of 31 December 2016 and cash and cash equivalents of £23.1 million compared to £20.9 million at 31 December 2016.

The principal amount outstanding under the senior credit facility at 31 December 2017 was £3,409.8 million (2016 - £3,595.1 million). The senior credit facility comprises two term facilities denominated in pounds sterling of £400.0 million and £499.0 million respectively (2016 – one term facility of £847.8 million), one term facility denominated in U.S. dollar of £2,510.8 million (2016 - £2,747.3 million) and a revolving facility of £675.0 million (2016 - £675.0 million). At 31 December 2017, £3,383.6 million (2016 - £3,555.0 million) of the term facilities had been drawn. The group had £675.0 million available of its revolving credit facility for bank guarantees and standby letters of credit.

As a result of the refinancing steps described in note 18, and in the prior year, the group no longer has any scheduled principal payments on its senior notes and senior credit facility until 2021. However, if the group was unable to meet repayment conditions or service these obligations through cash flows from operations, then it would need to secure additional funding such as raising additional debt or equity, refinancing the existing facility, selling assets or using other means. It may not be possible to obtain financing or sell assets, at all or on favourable terms, or the group may be contractually prevented by the terms of its senior notes or senior credit facility from incurring additional indebtedness or selling assets.

21 Financial Risk Management Objectives and Policies (continued)

A maturity analysis of financial liabilities, outstanding at 31 December, showing the remaining contractual undiscounted amounts payable, including interest commitments, is shown below:

2017	Less than 1 year £ million	1 to 5 years £ million	Greater than 5 years £ million	Total £ million
Senior credit facility, senior notes and senior secured notes	592.2	3,366.5	10,901.3	14,860.0
Vendor financing	1,862.4	213.5	88.0	2,163.9
Finance lease and hire purchase contracts	14.5	25.1	134.6	174.2
Derivative contracts	56.0	75.9	320.9	452.8
2016				
Senior credit facility, senior notes and senior secured notes	638.9	3,872.5	10,831.0	15,342.4
Vendor financing	976.0	-	-	976.0
Finance lease and hire purchase contracts	31.4	24.2	136.9	192.5
Derivative contracts	44.6	35.8	158.0	238.4

The above amounts exclude other financial liabilities, such as trade payables, which are all repayable in less than one year. Amounts owed to parent and group undertakings have also been excluded as they are repayable on demand.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The group's financial instruments that are exposed to concentrations of credit risk consist primarily of cash, trade receivables and derivative contracts.

At 31 December 2017, the group had £23.1 million (2016 - £20.9 million) in cash and cash equivalents. These cash and cash equivalents are on deposit with a number of major financial institutions and, as part of the Virgin Media group's cash management process, regular evaluations of the credit standing of these institutions are performed using a range of metrics. The group has not experienced any losses in cash balances and management do not believe it is exposed to any significant credit risk on its cash balances.

Concentrations of credit risk with respect to trade receivables are limited because of the large number of customers and their distribution across a wide geographic area. The Virgin Media group performs credit evaluations of its business customers' financial condition and generally does not require collateral. No single group or customer represents greater than 10% of total accounts receivable.

Concentrations of credit risk with respect to derivative contracts are focused within a limited number of international financial institutions with which the Virgin Media group transacts and relate only to derivatives with recorded asset balances. The Liberty Global group performs regular reviews of the financial institutions with which it transacts as to their credit worthiness and financial condition. The group includes a credit risk adjustment based upon the credit default swap spread in the valuation of derivative instruments, however, the group does not expect there to be any significant non-performance risks associated with its counterparties.

22 Financial Instruments

Derivative Instruments and Hedging Activities - financial risk management

The company and group have obligations in a combination of U.S. dollars, euros, and pounds sterling at fixed and variable interest rates. As a result the group is exposed to variability in its cash flows and earnings resulting from changes in foreign currency exchange rates and interest rates.

The group's objective in managing its exposure to interest rates and foreign currency exchange rates is to decrease the volatility of its earnings and cash flows caused by changes in the underlying rates. The group has established policies and procedures to govern these exposures and has entered into derivative financial instruments including interest rate swaps, cross-currency interest rate swaps and foreign currency forward rate contracts. Subsidiaries of Virgin Media Finance PLC hold financial instruments which hedge the foreign currency risk of debt issued by its ultimate parent company Virgin Media Inc. It is the group's policy not to enter into derivative financial instruments for speculative trading purposes, nor to enter into derivative financial instruments with a level of complexity or with a risk that is greater than the exposure to be managed. The amounts below include amounts relating to short term as well as long term payables.

With the exception of a limited number of foreign currency forward contracts, the group has elected not to designate derivative instruments as accounting hedges, although these remain economic hedges.

The fair values of derivative financial instruments recognised in the Group Balance Sheet are as follows:

	2017 £ million	2016 £ million
Included within current assets:		
Fair value hedges		
Interest rate swaps	19.8	19.2
Cross-currency interest rate swaps	10.2	11.6
Derivatives not designated as hedges		
Interest rate swaps	153.0	1.1
Cross-currency interest rate swaps	35.0	49.0
Foreign Currency Forward Contract	8.9	14.9
	226.9	95.8
Included within non-current assets:		
Fair value hedges		
Interest rate swaps	41.9	60.7
Cross-currency interest rate swaps	60.3	100.0
Derivatives not designated as hedges		
Interest rate swaps	8.0	1.7
Cross-currency interest rate swaps	366.3	794.2
Foreign Currency Forward Contract	-	9.7
	476.5	966.3
Included within current liabilities:		
Derivatives not designated as hedges		
Interest rate swaps	52.6	41.7
Cross-currency interest rate swaps	2.6	2.9
Foreign Currency Forward Contract	0.8	-
	56.0	44.6
Included within non-current liabilities:		
Derivatives not designated as hedges		
Interest rate swaps	255.8	137.2
Cross-currency interest rate swaps	140.9	56.5
Foreign Currency Forward Contract	0.1	0.1
	396.8	193.8

22 Financial Instruments (continued)

Cross-currency interest rate swaps - hedging the principal and interest payments of senior notes and senior credit facility

The terms of the group's outstanding cross-currency interest rate swaps, which are used to mitigate the interest and foreign exchange rate risks relating to the pound sterling value of principal and interest payments on U.S. dollar and Euro denominated senior notes and senior secured notes at 31 December 2017, were as follows:

Final maturity date of hedges	Hedge type	Notional amount due from counterparty million	Notional amount due to counterparty million	Weighted average remaining life
January 2023	Not designated	$400.0	€339.6	5.0
April 2019 - January 2025	Not designated	$8,485.1	£5,567.6	5.9
January 2021	Fair value	$447.8	£276.7	3.0
October 2019 - January 2025	Not designated	£2,396.1	$3,450.0	7.0

Interest rate swaps - hedging of interest rate sensitive obligations

As of 31 December 2017, the group had outstanding interest rate swap agreements to manage the exposure to variability in future cash flows on the interest payments associated with its senior credit facility which accrues at variable rates based on LIBOR. The group has also entered into interest rate swap agreements to manage its exposure to changes in the fair value of certain debt obligations due to interest rate fluctuations. The interest rate swaps allow the group to receive or pay interest based on six month LIBOR or fixed rates in exchange for payments or receipts of interest at six month LIBOR or fixed rates.

The terms of the group's outstanding interest rate swap contracts at 31 December 2017 were as follows:

Final maturity date of hedge	Hedge type	*Notional amount due from counterparty million*	*Notional amount due to counterparty million*	*Weighted average remaining life*
October 2018 - January 2026	Not designated	£21,158.5	£21,151.7	5.0
January 2025	Not designated	$3,400.0	$3,400.0	7.1
January 2021	Fair value	£628.4	£628.4	3.0

The notional amounts of multiple derivative instruments that mature within the same calendar month are shown in aggregate.

Interest rate swaptions

The group has entered into various interest rate swap options (swaptions), which give the right, but no obligation, to enter into certain interest rate swap contracts at set dates in the future, with each such contract having a life of no more than three years. At the transaction date, the strike rate of each of these contacts was above the corresponding market rate.

The terms of outstanding interest rate swap option contracts at 31 December 2017 were as follows:

Final maturity date	Hedge type	Notional amount due from counterparty million	Notional amount due to counterparty million	Weighted average remaining life	Weighted average strike rate %
October 2022 - January 2026	Not designated	£5,312.0	£5,312.0	6.2	2.45

22 Financial Instruments (continued)

Basis Swaps

The terms of outstanding basis swap contracts at 31 December 2017 were as follows:

Final maturity date	Hedge type	Notional amount due from counterparty million	Notional amount due to counterparty million	Weighted average remaining life
July 2018 - July 2019	Not designated	£900.0	£900.0	0.8
January 2019	Not designated	$3,400.4	$3,400.4	1.0

Foreign currency forward options and forward contracts

The group has entered into external foreign currency forward options and foreign currency forward contracts in order to manage foreign currency exposure risk with respect to Indian rupee (INR) and Philippine peso (PHP).

Foreign currency forward options
The following foreign currency forward options with a third party were in place at 31 December 2017:

Exchange currency	Notional amount million
Indian rupee	£3.0
Philippine peso	£4.4

Foreign currency forward contracts
The following foreign currency forward contracts with a related party were in place at 31 December 2017:

Maturity dates	Currency purchase forward million	Currency sold forward million
January 2018 - December 2018	€60.0	£47.4
January 2018 - February 2019	$57.1	£40.5

Cash flow hedges

With the exception of a limited number of foreign currency forward contracts, the group has elected not to designate derivative instruments as accounting hedges, although these remain economic hedges. The group has recognised effective portion of gains on losses in the unrealised gains and losses in the Group Statement of Comprehensive Income as result of historic derivative instruments that were designated as cash flow hedges and hedges of commercial operational contracts.

Changes in the fair values of derivative instruments are recorded as gains or losses on derivative instruments in the Group Income Statement in the period in which they occur. The following table presents movements in Other Comprehensive Income related to cash flow hedges for the year ended 31 December 2017:

	Total £ million	Cross currency interest rate swaps £ million	Tax effect £ million
Balance at 31 December 2016	(8.8)	(29.6)	20.8
Amounts recognised in Statement of Comprehensive Income reclassified to earnings	8.3	8.3	-
Tax effect recognised	0.1	-	0.1
Balance at 31 December 2017	(0.4)	(21.3)	20.9

22 Financial Instruments (continued)

Included within amounts reclassified to earnings is £8.3 million of net losses that have been recycled from the cash flow hedge reserve through the income statement in respect of swaps for which either designation was revoked, or the hedged instrument was settled as part of refinancing activities.

Fair value hedges

For derivative instruments that are designated and qualify as fair value accounting hedges, the gain or loss on derivatives is recognised in the Group Income Statement in the period in which they occur, together with any changes in the fair value of the hedged debt obligations due to changes in the hedged risks.

Fair values of financial assets and liabilities

Set out below is a comparison by category of carrying values and fair values of the group's financial assets and financial liabilities, where different, as at 31 December:

	2017 Carrying value £ million	2017 Fair value £ million	2016 Carrying value £ million	2016 Fair value £ million
Senior credit facility	(3,383.6)	(3,461.6)	(3,555.0)	(3,624.6)
5.25% U.S. dollar senior notes due 2022	(70.6)	(68.9)	(77.4)	(68.9)
4.875% U.S. dollar senior notes due 2022	(88.0)	(86.9)	(96.7)	(85.7)
5.125% pound sterling senior notes due 2022	(44.3)	(44.4)	(44.4)	(44.8)
7.0% pound sterling senior notes due 2023	(247.3)	(262.8)	(246.8)	(271.3)
6.375% U.S. dollar senior notes due 2023	(387.6)	(406.2)	(423.7)	(447.0)
6.375% pound sterling senior notes due 2024	(298.1)	(322.3)	(297.9)	(318.4)
6% U.S. dollar senior notes due 2024	(366.8)	(380.4)	(401.3)	(415.7)
4.5% euro senior notes due 2025	(404.9)	(428.3)	(388.7)	(407.2)
5.75% U.S. dollor senior notes due 2025	(293.5)	(300.5)	(321.1)	(323.4)
6.0% pound sterling senior secured notes due 2021	-	-	(634.0)	(668.0)
5.50% pound sterling senior secured notes due 2021	(106.8)	(120.1)	(634.0)	(697.1)
5.25% U.S. dollar senior secured notes due 2021	(335.7)	(349.5)	(369.4)	(385.0)
5.5% pound sterling senior secured notes due 2025	(385.6)	(402.6)	(385.4)	(401.5)
5.5% U.S. dollar senior notes due 2025	(313.2)	(323.8)	(342.9)	(350.3)
5.125% pound sterling senior secured notes due 2025	(297.6)	(313.4)	(297.3)	(308.4)
6.0% pound sterling senior secured notes due 2025	(525.8)	(597.4)	-	-
5.25% U.S. dollar senior secured notes due 2026	(740.8)	(754.0)	(811.7)	(803.0)
5.5% U.S. dollar senior secured notes due 2026	(549.8)	(569.9)	(601.6)	(608.6)
4.875% pound sterling senior secured notes due 2027	(523.2)	(536.1)	(523.0)	(516.5)
5.0% pound sterling senior secured notes due 2027	(671.2)	(687.3)	-	-
6.25% pound sterling senior secured notes due 2029	(400.7)	(430.2)	(400.8)	(421.5)

The carrying values of amounts not listed above approximate their fair values.

The group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities.
Level 2 Unadjusted quoted prices in active markets for similar assets or liabilities; or
Unadjusted quoted prices for identical or similar assets or liabilities in markets that are not active; or
Inputs other than quoted prices that are observable for the asset or liability.
Level 3 Unobservable inputs for the asset or liability.

The group endeavours to utilise the best available information in measuring fair value. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

22 Financial Instruments (continued)

As at 31 December 2017, the fair value of the financial instruments held by the group is as follows:

	Level 1 £ million	Level 2 £ million	Level 3 £ million	Total £ million
Financial assets at fair value				
Cash, short term deposits and restricted cash	23.2	-	-	23.2
Cross-currency interest rate swaps	-	471.8	-	471.8
Interest rate swaps	-	222.4	0.3	222.7
Foreign currency forward rate contracts	-	8.9	-	8.9
	23.2	703.1	0.3	726.6
Financial liabilities at fair value				
Senior credit facility	3,461.6	-	-	3,461.6
Senior notes	2,300.7	-	-	2,300.7
Senior secured notes	5,084.3	-	-	5,084.3
Cross-currency interest rate swaps	-	143.5	-	143.5
Interest rate swaps	-	307.4	1.0	308.4
Foreign currency forward rate contracts	-	0.9	-	0.9
	10,846.6	451.8	1.0	11,299.4

In estimating the fair value of other financial instruments, the group used the following methods and assumptions:

Cash and short term deposits, and restricted cash: The carrying amounts reported in the Group Balance Sheet approximate fair value due to the short maturity and nature of these financial instruments.

Derivative financial instruments: As a result of the group's financing activities, it is exposed to market risks from changes in interest and foreign currency exchange rates, which may adversely affect its operating results and financial position. When deemed appropriate, the group minimises risks from interest and foreign currency exchange rate fluctuations through the use of derivative financial instruments. The foreign currency forward rate contracts, interest rate swaps (excluding swaptions) and cross-currency interest rate swaps are valued using broker quotations, or market transactions in either the listed or over-the counter markets, adjusted for non-performance risk. As such, these derivative instruments are classified within level 2 of the fair value hierarchy. Due to the lack of Level 2 inputs for the swaption valuations, the group believe these valuations fall under Level 3 of the fair value hierarchy.

Senior notes, senior secured notes and credit facility: The fair values of the senior credit facility, senior notes and senior secured notes in the above table are based on the quoted market prices in active markets for the underlying third party debt and incorporate non-performance risk. Accordingly, the inputs used to value the senior notes and senior secured notes are classified within level 1 of the fair value hierarchy.

During the year, there were no transfers between Level 1 and Level 2 and no transfers into or out of Level 3.

23 Equity share capital

	2017 £ '000	2016 £ '000
Allotted, called up and fully paid:		
92,456 ordinary shares of £1 each	92	92

24 Share-based payments

The group's employees are entitled to partake in Liberty Global plc share-based schemes. These share schemes consist of stock options and performance plans including stock appreciation rights ("SARs"), performance-based share appreciation rights ("PSARs"), restricted stock, restricted stock units ("RSUs") and performance share units ("PSUs"). The schemes provide share based compensation to individuals under the conditions describe below. The grant date fair values for options, share appreciation rights (SARs) and performance-based share appreciation rights (PSARs) are estimated using the Black-Scholes option pricing model, and the grant date fair values for restricted share units (RSUs) and performance-based restricted share units (PSUs) are based upon the closing share price of Liberty Global ordinary shares on the date of grant. We calculate the expected life of options and SARs granted by Liberty Global to employees based on historical exercise trends. The arrangements are equity settled with the employees. Liberty Global recharges the group for share schemes made available to the group employees.

Full detailed information on the group's share based payments are disclosed in the financial statements of Virgin Media Inc. which are available on Liberty Global's website at www.libertyglobal.com.

The income statement charge for share based payments for the year was £18.9 million (2016: £28.3 million).

Accounting change

In June 2016, the International Accounting Standards Board (IASB) issued final amendments to IFRS 2 'Share-based Payment'. This simplifies several aspects of the accounting for share-based payment transactions, including income tax consequences, classification of awards as either equity or liabilities and classification within the statement of cash flows. The group early adopted IFRS 2 on 1 January 2017. As a result of adopting this standard, the group recognised a cumulative effect adjustment to accumulated deficit as of 1 January 2017. The cumulative effect adjustment, which totalled £4.1 million, represents the tax effect of deductions in excess of the financial reporting expense for share-based compensation that were not previously recognized for financial reporting purposes as these tax benefits were not realized as a reduction of income taxes payable.

Liberty Global Share Incentive Plans

As of 31 December 2017, Liberty Global was authorized to grant incentive awards under the Liberty Global 2014 Incentive Plan. Generally, the compensation committee of Liberty Global's board of directors may grant non-qualified share options, SARs, restricted shares, RSUs, cash awards, performance awards or any combination of the foregoing (collectively, awards). Ordinary shares issuable pursuant to awards made under these incentive plans will be made available from either authorised but unissued shares or shares that have been issued but reacquired by Liberty Global. Awards may be granted at or above fair value in any class of ordinary shares. The maximum number of Liberty Global ordinary shares with respect to which awards may be issued under the Liberty Global 2014 Incentive Plan is 105 million (of which no more than 50.25 million shares may consist of Class B ordinary shares), subject to anti-dilution and other adjustment provisions in the respective plan. As of 31 December 2017, the Liberty Global 2014 Incentive Plan had 56,671,902 ordinary shares available for grant.

Awards (other than performance-based awards) under the (i) Liberty Global 2014 Incentive Plan and (ii) VM Incentive Plan after June 7, 2013 generally (a) vest 12.5% on the six month anniversary of the grant date and then vest at a rate of 6.25% each quarter thereafter and (b) expire seven years after the grant date. RSUs vest on the date of the first annual general meeting of Liberty Global shareholders following the grant date. These awards may be granted at or above fair value in any class of ordinary shares. No further awards will be granted under the VM Incentive Plan.

Liberty Global Performance Awards

The following is a summary of the material terms and conditions with respect to Liberty Global's performance-based awards for certain executive officers and key employees for which awards were granted under the Liberty Global Incentive Plan and the Virgin Media Incentive Plan.

24 Share-based payments (continued)

Liberty Global PSUs

In March 2015, Liberty Global's compensation committee approved the grant of PSUs to executive officers and key employees (the 2015 PSUs). The performance plan for the 2015 PSUs covered a two-year period ending 31 December 2016 and included a performance target based on the achievement of a specified compound annual growth rate (CAGR) in a consolidated operating cash flow metric (as defined in the applicable underlying agreement). The performance target was adjusted for events such as acquisitions, dispositions and changes in foreign currency exchange rates that affect comparability (OCF CAGR), and the participant's annual performance ratings during the two-year performance period. Participants earned 99.5% of their targeted awards under the 2015 PSUs, which vested 50% on each of 1 April 2017 and 1 October 2017.

In February 2016, Liberty Global's compensation committee approved the grant of PSUs to executive officers and key employees (the 2016 PSUs) pursuant to a performance plan that is based on the achievement of a specified OCF CAGR during the three-year period ended 31 December 2018. The 2016 PSUs require delivery of a compound annual growth rate of the group's consolidated OCF CAGR of 6.0% during the three-year performance period, with over- and under-performance payout opportunities should the OCF CAGR exceed or fail to meet the target, as applicable. The performance payout may be adjusted at the compensation committee's discretion for events that may affect comparability, such as changes in foreign currency exchange rates and accounting principles or policies. A performance range of 75% to 167.5% of the target OCF CAGR will generally result in award recipients earning 75% to 300% of their target 2016 PSUs, subject to reduction or forfeiture based on individual performance. The earned 2016 PSUs will vest 50% on each of 1 April 2019 and 1 October 2019.

Liberty Global Challenge Performance Awards

Effective 24 June 2013, Liberty Global's compensation committee approved the Challenge Performance Awards, which consisted solely of PSARs for Liberty Global's senior executive officers and a combination of PSARs and PSUs for other executive officers and key employees. Each PSU represented the right to receive one Liberty Global or LiLAC Class A or Class C ordinary share, as applicable. The performance criteria for the Challenge Performance Awards was based on the participant's performance and achievement of individual goals in each of the years 2013, 2014 and 2015. As a result of satisfying performance conditions, 100% of the then outstanding Challenge Performance Awards vested and became fully exercisable on 24 June 2016. The PSARs have a term of seven years and base prices equal to the respective market closing prices of the applicable class on the grant date.

Virgin Media Stock Incentive Plans

Equity awards were granted to certain of the group's employees, prior to Liberty Global's acquisition of Virgin Media in June 2013, under certain incentive plans maintained and administered by the group and no new grants will be made under these incentive plans. The equity awards granted include stock options, restricted shares, RSUs and performance awards. Awards under the VM Incentive Plan have a 10-year term and become fully exercisable within five years of continued employment.

25 Reserves

Equity share capital
The balance classified as share capital represents the nominal value on issue of the company's equity share capital, comprising £1 ordinary shares.

Share premium account
Share premium represents the amount of consideration received for the company's equity share capital in excess of the nominal value of shares issued.

Treasury share reserve
The treasury share reserve was created as a result of the group wide restructure involving the company and fellow Virgin Media group companies.

25 Reserves (continued)

Other capital reserves comprising merger reserve and capital contributions
The results of subsidiary undertakings acquired through group reorganisations have given rise to the requirement to make adjustments on consolidation in the merger reserve.

Unrealised gains and losses
This reserve records the portion of gain or loss on hedging instruments that are determined to be effective hedges, and the exchange differences on retranslation of foreign operations.

Foreign currency translation reserve
This reserve records the gain or loss on the retranslation of subsidiary undertakings with functional currencies other than pound sterling.

Retained earnings
This reserve records all current and prior period retained profit and losses.

26 Capital commitments

	2017 £ million	2016 £ million
Amounts contracted for but not provided in the accounts	415.6	413.9

27 Contingent liabilities

The group's application of VAT with respect to certain revenue generating activities has been challenged by the U.K. tax authorities. The group has estimated the maximum exposure in the event of an unfavorable outcome to be £46.7 million as of 31 December 2017. No portion of this exposure has been accrued by the group as the likelihood of loss is not considered to be probable. A court hearing was held at the end of September 2014 in relation to the U.K. tax authorities' challenge and the timing of the court's decision is uncertain.

On 19 March 2014, the U.K. government announced a change in legislation with respect to the charging of VAT in connection with prompt payment discounts such as those that the group offer to fixed-line telephony customers. This change, which took effect on 1 May 2014, impacted the group and some of the group's competitors. The U.K. tax authority issued a decision in the fourth quarter of 2015 challenging the application of the prompt payment discount rules prior to the 1 May 2014 change in legislation. The group has appealed this decision. As part of the appeal process, the group were required to make aggregate payments of £67.0 million, which included the challenged amount of £63.7 million and related interest of £3.3 million. The aggregate amount paid does not include penalties, which could be significant in the unlikely event that penalties were to be assessed. This matter will likely be subject to court proceedings that could delay the ultimate resolution for an extended period of time. No portion of this potential exposure has been accrued by the group as the likelihood of loss is not considered to be probable.

28 Pension and other post-retirement benefits

The group operates two defined benefit schemes in the U.K., the NTL Pension Plan and the 1999 ntl Pension Scheme, and one defined benefit scheme in Ireland, Virgin Media Ireland Limited Defined Benefit Plan, which provide both pensions in retirement and death benefits to members. Pension benefits are related to the members' final salary at retirement and their length of service.

Defined contribution plans
The group contributes to the Virgin Media sponsored group personal pension plans of eligible employees. Contributions are charged to the Group Income Statement as they become payable, in accordance with the rules of the plans.

Contributions to the defined contribution plans during the period were £22.4 million (2016 - £22.7 million). The amount of outstanding contributions at 31 December 2017 included within current liabilities was £3.0 million (2016 - £3.1 million).

28 Pension and other post-retirement benefits (continued)

Defined benefit plans
The group recognises any actuarial gains and losses in each period in the Group Statement of Comprehensive Income.

- **1999 ntl Pension Scheme**

A subsidiary, Virgin Media Limited, operates a funded pension plan providing defined benefits ("1999 ntl Pension Plan"). The plan has never been opened to new entrants except when the plan began and subsequently on 31 May 2007, on both occasions new members were transferred from other existing plans. The Plan was closed to future accrual on 31 January 2014. The assets of the plan are held separately from those of the company, being invested in units of exempt unit trusts. The plan is funded by the payment of contributions to separately administered trust funds. The pension costs are determined with the advice of independent qualified actuaries on the basis of triennial valuations using the projected unit credit method.

- **NTL Pension Plan**

A subsidiary, Virgin Media Limited, operates a funded pension plan providing defined benefits ("NTL Pension Plan"). The pension plan was closed to new entrants as of 6 April 1998. The Plan was closed to future accrual on 31 January 2014. The assets of the plan are held separately from those of the company, in an independently administered trust. The plan is funded by the payment of contributions to this separately administered trust. The pension costs are determined with the advice of independent qualified actuaries on the basis of triennial valuations using the projected unit credit method.

- **Virgin Media Ireland Limited Defined Benefit Plan**

A subsidiary, Virgin Media Ireland Limited, operates a funded pension plan providing defined benefits ("Virgin Media Ireland Limited Defined Benefit Plan" previously called the "UPC Communications Ireland Limited Defined Benefit Plan"). The Plan was closed to future accrual on 31 July 2015. The assets of the plan are held separately from those of the company, in an independently administered trust. The plan is funded by the payment of contributions to this separately administered trust. The pension costs are determined with the advice of independent qualified actuaries on the basis of triennial valuations using the projected unit credit method.

The plans' assets are measured at fair value. The plans' liabilities are measured using the projected unit method and discounted at the current rate of return on a high quality corporate bond.

The table below provides summary information on the group's defined benefit plans:

	2017 £ million	2016 £ million
Projected benefit obligation	(623.6)	(628.7)
Fair value of plan assets	684.9	650.9
Net asset	61.3	22.2
Net periodic pension cost/(credit)	-	(0.6)
Net defined benefit (liability)/asset represented by:		
Net defined benefit liability	(9.3)	(15.4)
Net defined benefit asset	70.6	37.6
	61.3	22.2

28 Pension and other post-retirement benefits (continued)

Movements in the defined benefit assets and liabilities can be shown as follows:

	Defined benefit obligation				Fair value of plan assets				Net defined benefit (liability)/asset			
	2017 £ million		2016 £ million		2017 £ million		2016 £ million		2017 £ million		2016 £ million	
	UK	Ireland	UK	Ireland	UK	Ireland	UK	Ireland	UK	Ireland	UK	Ireland
Balance at 1 January	(592 1)	(36.6)	(471.8)	(27.9)	629.1	21.8	484 2	17.0	37.0	(14.8)	12.4	(10.9)
Included in income statement												
Current Admin/service cost	-	-	-	-	(1.0)	-	-	-	(1 0)	-	-	-
Past service cost	-	-	-	-	-	-	-	-	-	-	-	-
Interest (cost)/income	(15 1)	(0.7)	(17.4)	(0.9)	16.4	0.4	18.4	0.5	1 3	(0.3)	1.0	(0 4)
Included in OCI												
Actuarial (loss)/gain arising from:												
Changes in demographic assumptions	9.2	0.7	-	-	-	-	-	-	9.2	0.7	-	-
Changes in financial assumptions	*(5.4)*	*1.4*	*(117.4)*	*(3 9)*	-	-	-	-	(5.4)	1.4	(117.4)	(3.9)
Experience adjustments	(7 1)	1 1	0.9	0.2	-	-	-	-	(7.1)	1.1	0.9	0.2
Return on plan assets excluding interest income	-	-	-	-	12 5	1.4	117.7	0.3	12.5	1 4	117.7	0.3
Other												
Contributions paid by the employer	-	-	-	-	24.1	1.7	22.4	1 6	24.1	1 7	22.4	1.6
Contributions paid by the employee	-	-	-	-	-	-	-	-	-	-	-	-
Effects of movements in exchange rates	-	(1.4)	-	(4.5)	-	0.9	-	2 8	-	(0.5)	-	(1.7)
Benefits paid	21 7	0.8	13.6	0.4	(21.7)	(0.8)	(13.6)	(0.4)	-	-	-	-
Balance at 31 December	**(588.8)**	**(34.7)**	**(592.1)**	**(36.6)**	**659.4**	**25.4**	**629.1**	**21.8**	**70.6**	**(9.3)**	**37.0**	**(14.8)**

1999 ntl Pension Scheme and NTL Pension Plan have been disclosed within the "UK" figures.

Virgin Media Ireland Limited Defined Benefit Plan is shown within the "Ireland" figures.

28 Pension and other post-retirement benefits (continued)

The group's pension plan weighted-average asset allocations by asset category and by fair value hierarchy level at 31 December 2017 and 31 December 2016 were as follows:

2017	Long term rate of return	Level 1 £ million	Level 2 £ million	Level 3 £ million	Total £ million
UK					
Equities	5.7%	100.8			100.8
Property	5.7%			3.5	3.5
Corporate bonds	2.4%	35.8			35.8
Government bonds	1.6%	114.5			114.5
Hedge funds	5.2%	110.1	70.2		180.3
Insurance policy (buy-in)	2.4%			190.1	190.1
Cash and other	1.7%	8.8		25.6	34.4
Total market value of assets		370.0	70.2	219.2	659.4
Present value of plan liabilities					(588.8)
Net pension asset/(liability)					70.6

	Long term rate of return	Level 1 £ million	Level 2 £ million	Level 3 £ million	Total £ million
Ireland					
Equities	2.1%	11.4	-	-	11.4
Debt instruments	2.1%	9.6	-	-	9.6
Cash and other	2.1%	4.4	-	-	4.4
Total market value of assets		25.4	-	-	25.4
Present value of plan liabilities					(34.7)
Net pension asset/(liability)					(9.3)

28 Pension and other post-retirement benefits (continued)

2016	Long term rate of return	Level 1 £ million	Level 2 £ million	Level 3 £ million	Total £ million
UK					
Equities	5.9%	144.0			144.0
Property	5.4%			4.9	4.9
Corporate bonds	2.6%	21.6			21.6
Government bonds	1.9%	179.2			179.2
Hedge funds	5.4%	108.6	23.7		132.3
Insurance policy (buy-in)	2.6%			108.7	108.7
Cash and other	1.5%	3.1		35.3	38.4
Total market value of assets		456.5	23.7	148.9	629.1
Present value of plan liabilities					(592.1)
Net pension asset/(liability)					37.0

	Long term rate of return	Level 1 £ million	Level 2 £ million	Level 3 £ million	Total £ million
Ireland					
Equities	1.9%	11.3	-	-	11.3
Debt instruments	1.9%	6.5	-	-	6.5
Cash and other	1.9%	4.0	-	-	4.0
Total market value of assets		21.8	-	-	21.8
Present value of plan liabilities					(36.6)
Net pension asset/(liability)					(14.8)

The trustees of NTL Pension Plan purchased an insurance contract that will pay an income stream to the plan which is expected to match all future cash outflows in respect of certain liabilities. The fair value of this insurance contract is presented as an asset of the plan and is measured based on the future cash flows to be received under the contract discounted using the same discount rate used to measure the associated liabilities.

Actuarial assumptions
The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages):

	2017		2016	
	UK	Ireland	UK	Ireland
Discount rate	2.4%	2.1%	2.6%	1.9%
Future salary increases	3.2%	0.0%	3.5%	0.0%
Deferred revaluation	2.2%	1.5%	2.5%	1.5%

The assumption for future salary increases is no longer applicable for the Virgin Media Ireland Limited Defined Benefit Plan after 31 July 2015 as the Plan was closed to future accrual from this date and benefits are no longer linked to salaries. Members of the U.K. pension schemes who remained employed by the group retain their salary link for revaluation of their deferred benefits.

28 Pension and other post-retirement benefits (continued)

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 65-year old to live for a number of years as follows:

	2017		2016	
	UK	Ireland	UK	Ireland
Current pensioner aged 65 (male)	22.6	22.3	23.0	22.9
Current pensioner aged 65 (female)	24.2	24.4	24.9	25.0
Future retiree upon reaching 65 (male)	23.9	24.0	24.8	25.2
Future retiree upon reaching 65 (female)	25.6	26.0	26.8	27.3

Sensitivity analysis
The calculation of the defined benefit obligation is sensitive to the assumptions set out above. The following table summarises how the impact on the defined benefit obligation at the end of the reporting period would have increased/(decreased) as a result of a change in the respective assumptions by one percent.

	2017		2016	
	UK	Ireland	UK	Ireland
Discount rate	(24.4)	(1.7)	(25.5)	(1.7)
Inflation	3.4	0.4	3.2	0.6

In valuing the liabilities of the UK pension fund at 31 December 2017, mortality assumptions have been made as indicated below. If life expectancy had been changed to assume that all members of the fund lived for one year longer, the value of the reported liabilities at 31 December 2017 would have increased by £23.7 million before deferred tax for the UK pensions. Life expectancy sensitivity assessment has not been carried out on the Virgin Media Ireland Limited Defined Benefit Plan.

The above sensitivities are based on the average duration of the benefit obligation determined at the date of the last full actuarial valuation at 31 December 2017 and 1 January 2016 respectively for the UK and Ireland. These are applied to adjust the defined benefit obligation at the end of the reporting period for the assumptions concerned. Whilst the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation to the sensitivity of the assumptions shown.

Funding
The group expects to contribute £19.3 million to the defined benefit pension plans in 2018.

29 Related party transactions

During the year, the group entered into transactions in the ordinary course of business with other related parties. Transactions entered into during the year, and trading balances outstanding at 31 December with other related parties, are as follows:

Related party	Services rendered to related party £ million	Services rendered by related party £ million	Interest charged to related party £ million	Interest charged by related party £ million	Amounts owed by related party £ million	Amounts owed to related party £ million
Parent undertakings						
2017	-	-	-	(4.7)	-	(27.7)
2016	-	-	-	(0.3)	-	(193.4)
Fellow subsidiary undertakings						
2017	54.2	-	0.5	(3.0)	20.5	-
2016	51.3	-	0.4	(8.6)	-	(238.1)
Liberty Global group undertakings						
2017	-	(129.4)	318.9	(0.3)	83.2	(13.4)
2016	-	(110.9)	289.4	-	51.2	(28.9)

29 Related party transactions (continued)

Parent undertakings
The group is headed by Virgin Media Inc. and has been indebted to the group, which receives interest income according to the terms of each loan agreement. The group recharges the ultimate parent company for certain costs directly attributed to the operations of that company including allocable payroll and related expenses.

Fellow subsidiary undertakings
The net recovery of debts by Virgin Media Limited relating to the customers of fellow subsidiary undertakings, namely ntl Kirklees and ntl Glasgow, through centralised debt collection and treasury operations, generates trading balances which are offset by operating expenses and capital purchases that are also recharged by Virgin Media Limited. Virgin Media Limited is an indirect subsidiary of the company whilst ntl Kirklees and ntl Glasgow are both outside the group headed by the company.

Liberty Group undertakings
The company's ultimate parent is Liberty Global plc which also controls the group and the Virgin Media group. Certain debt raised by the group has been passed up to Liberty Global entities that sit outside the Virgin Media group. The debt of £5,065.9 million (see note 13) attracts interest which Liberty Global entities pay to the group according to the terms of each loan arrangement.

Terms and conditions of transactions with related parties
The terms of the loans payable to parent undertakings are as outlined in note 18. Certain expenses are specifically attributable to each company in the group. Where costs are incurred by Virgin Media Limited on behalf of other group companies, expenses are allocated to the other group companies on a basis that, in the opinion of the directors, is reasonable.

Compensation of key management personnel (including directors)
The compensation paid or payable to key management for employee services is shown below:

	2017 £ million	2016 £ million
Short-term employee benefits	3.9	3.5
Post-employment benefits	0.1	0.1
Non-equity incentive plan	1.0	1.2
Share based payments	2.9	6.6
	7.9	11.4

Key management represents directors and members of Virgin Media's Executive Committee.

30 Principal subsidiary undertakings

The investments in which the group held at least 20% of the nominal value of any class of share capital, all of which are unlisted, are as follows. All are registered in England and Wales unless otherwise noted.

Subsidiary		*Holding*	*Proportion of voting rights and shares held*	*Principal activites*
Direct shareholdings of Virgin Media Finance PLC				
VMFH Limited		Ordinary	100%	Dormant
Virgin Media Investment Holdings Limited		Ordinary	100%	Holding
Indirect shareholdings				
BCMV Leasing Limited	Φ	Ordinary	100%	Leasing
Bitbuzz UK Limited		*Ordinary*	*100%*	Telecoms
Cable Adnet Limited	Φ	Ordinary	100%	Dormant
Channel 6 Broadcasting Limited	Ψ	Ordinary	100%	Telecoms
Cullen Broadcasting Limited	Ψ	Ordinary	100%	Telecoms
Flextech (1992) Limited	Γ	Ordinary	100%	Dormant
Imminus (Ireland) Limited	Ψ	Ordinary	100%	Telecoms
Jewel Holdings	Φ	Ordinary	100%	Dormant
Kish Media Limited	Ψ	Ordinary	100%	Telecoms
M&NW Network II Limited	Φ	Ordinary	100%	Telecoms
M&NW Network Limited	Φ	Ordinary	100%	Telecoms
Matchco Limited		Ordinary	76%	Dormant
NTL (Triangle) LLC	Ξ	Common stock	100%	Holding
ntl (YorCan) Limited	Φ	Ordinary	100%	Dormant
ntl (York) Limited	Φ	Ordinary	100%	Dormant
ntl Bolton Cablevision Holding Company	Φ	Ordinary	100%	Holding
ntl Business Limited		Ordinary	100%	Holding
ntl CableComms Bolton	Γ	Ordinary	100%	Telecoms
ntl CableComms Bolton Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Bromley	Γ	Ordinary	100%	Telecoms
ntl CableComms Bromley Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Derby	Γ	Ordinary	100%	Telecoms
ntl CableComms Derby Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Greater Manchester Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Group Limited		Ordinary	100%	Holding
NTL CableComms Group, LLC	Ξ	Common stock	100%	Telecoms
ntl CableComms Limited	Φ	Ordinary	100%	Telecoms
ntl CableComms Surrey Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Sussex	Γ	Ordinary	100%	Telecoms
ntl CableComms Sussex Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Wessex	Γ	Ordinary	100%	Telecoms
ntl CableComms Wessex Leasing Limited	Φ	Ordinary	100%	Leasing
ntl CableComms Wirral Leasing Limited	Φ	Ordinary	100%	Leasing
ntl Derby Cablevision Holding Company	Φ	Ordinary	100%	Holding
ntl Midlands Holdings Limited		Ordinary	100%	Holdings
ntl Midlands Leasing Limited	Φ	Ordinary	100%	Leasing
ntl Pension Trustees Limited		Ordinary	100%	Dormant
ntl South Wales Limited	Φ	Ordinary	100%	Dormant
ntl Wirral Telephone and Cable TV Company Leasing Limited	Φ	Ordinary	100%	Leasing
Sheffield Cable Communications Limited	Γ	Ordinary	100%	Telecoms
Smallworld Cable Limited	Γ	Ordinary	100%	Telecoms
Smashedatom Limited		Ordinary	60%	Dormant
Telewest Communications (Central Lancashire) Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Cumbernauld) Limited	ΣΓ	Ordinary	100%	Dormant
Telewest Communications (Dumbarton) Limited	ΣΓ	Ordinary	100%	Telecoms
Telewest Communications (Falkirk) Limited	ΣΓ	Ordinary	100%	Dormant
Telewest Communications (Fylde & Wyre) Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Liverpool) Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Midlands and North West) Leasing Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Midlands) Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Motherwell) Limited	ΣΓ	Ordinary	100%	Telecoms
Telewest Communications (Southport) Limited	Φ	Ordinary	100%	Dormant

30 Principal subsidiary undertakings (continued)

			Proportion of voting rights and shares held	*Principal activites*
Indirect Shareholdings (continued)		*Holding*		
Subsidiary				
Telewest Communications (St Helens & Knowsley) Limited	Φ	Ordinary	100%	Telecoms
Telewest Communications (Telford) Limited	Φ	Ordinary	100%	Dormant
Telewest Communications (Wigan) Limited	Φ	Ordinary	100%	Dormant
Tullamore Beta Limited	Ψ	Ordinary	100%	Telecoms
TVThree Enterprises Limited	Ψ	Ordinary	100%	Telecoms
TVThree Sales Limited	Ψ	Ordinary	100%	Telecoms
TV3 Television Network Limited	Ψ	Ordinary	100%	Telecoms
UPC Broadband Ireland Limited	Ψ	Ordinary	100%	Trading
Virgin Media Bristol LLC	Ξ	Common stock	100%	Holding
Virgin Media Business Limited		Ordinary	100%	Telecoms
Virgin Media Investments Limited		Ordinary	100%	Telecoms
Virgin Media Ireland Limited	Ψ	Ordinary	100%	Trading
Virgin Media Limited		*Ordinary*	*100%*	Telecoms
Virgin Media Payments Limited		Ordinary	100%	Collections
Virgin Media Properties II Limited		Ordinary	100%	Properties
Virgin Media Properties Limited		Ordinary	100%	Properties
Virgin Media Senior Investments Limited		Ordinary	100%	Trading
Virgin Media Senior Secured Notes Issuer Plc		Ordinary	100%	Finance
Virgin Media Wholesale Limited		Ordinary	100%	Holding
Virgin Mobile Telecoms Limited		Ordinary	100%	Telecoms
Virgin Net Limited	Γ	Ordinary	100%	Dormant
VM Telewest Holdings Limited		Ordinary	100%	Holdings
W Television Leasing Limited	Φ	Ordinary	100%	Leasing
X-TANT Limited	Γ	*Ordinary*	*100%*	Telecoms
Indirect shareholdings - guaranteed under Section 394(C) of the Companies Act 2006				
Avon Cable Investments Limited		Ordinary	100%	Dormant
Birmingham Cable Corporation Limited		Ordinary	100%	Dormant
Cable Internet Limited		Ordinary	100%	Dormant
CableTel Herts and Beds Limited		Ordinary	100%	Dormant
CableTel Northern Ireland Limited	β	Ordinary	100%	Dormant
CableTel Surrey and Hampshire Limited		Ordinary	100%	Dormant
Crystal Palace Radio Limited		Ordinary	100%	Dormant
Filegale Limited		Ordinary	100%	Dormant
Flextech Limited		*Ordinary*	*100%*	*Dormant*
ntl (Aylesbury and Chiltern) Limited		Ordinary	100%	Dormant
ntl (Broadland) Limited		Ordinary	100%	Dormant
ntl (CWC) Corporation Limited		Ordinary	100%	Dormant
ntl (South East) Limited		Ordinary	100%	Dormant
ntl (V)		Ordinary	100%	Dormant
ntl South Central Limited		Ordinary	100%	Dormant
ntl Trustees Limited		Ordinary	100%	Dormant
Telewest Communications Cable Limited		Ordinary	100%	Dormant
Telewest Workwise Limited		Ordinary	100%	Dormant
Virgin Media Employee Medical Trust Limited		Ordinary	100%	Dormant
Virgin Media PCHC Limited (Previously Flextech T Limited)		Ordinary	100%	Dormant
Virgin Media PCHC II Limited (Previously CableTel (UK) Limited)		Ordinary	100%	Dormant
Virgin Mobile Group (UK) Limited		Ordinary	100%	Dormant
Virgin Mobile Holdings (UK) Limited		Ordinary	100%	Dormant
Indirect shareholdings - guaranteed under Section 479(C) of the Companies Act 2006				
BCMV Limited		Ordinary	100%	Telecoms
Birmingham Cable Limited		Ordinary	100%	Telecoms
Blue Yonder Workwise Limited		Ordinary	100%	Telecoms
Cable London Limited		Ordinary	100%	Holding
Cable on Demand Limited		Ordinary	100%	Telecoms
Diamond Cable Communications Limited		Ordinary	100%	Holding
Eurobell (Holdings) Limited		Ordinary	100%	Holding

30 Principal subsidiary undertakings (continued)

Indirect shareholdings - guaranteed under Section 479(C) of the Companies Act 2006 (continued)

		Holding	*Proportion of voting rights and shares held*	*Principal activites*
Subsidiary				
Flextech Broadband Limited		Ordinary	100%	Holding
Flextech Interactive Limited		Ordinary	100%	Holding
General Cable Limited		Ordinary	100%	Telecoms
General Cable Programming Limited		Ordinary	100%	Telecoms
ntl (B) Limited		Ordinary	100%	Holding
ntl (CWC) Limited		Ordinary	100%	Holding
ntl CableComms Cheshire		Ordinary	100%	Telecoms
ntl CableComms East Lancashire		Ordinary	100%	Telecoms
ntl CableComms Greater Manchester		Ordinary	100%	Telecoms
ntl CableComms Holdings No 1 Limited		Ordinary	100%	Holding
ntl CableComms Holdings No 2 Limited		Ordinary	100%	Holding
ntl CableComms Solent		Ordinary	100%	Telecoms
ntl CableComms Surrey		Ordinary	100%	Telecoms
ntl CableComms Wirral		Ordinary	100%	Telecoms
ntl Cambridge Limited		Ordinary	100%	Telecoms
ntl Communications Services Limited		Ordinary	100%	Telecoms
ntl Manchester Cablevision Holding Company		Ordinary	100%	Holding
ntl Midlands Limited		Ordinary	100%	Telecoms
ntl National Networks Limited		Ordinary	100%	Telecoms
ntl Rectangle Limited		Ordinary	100%	Telecoms
ntl Telecom Services Limited		Ordinary	100%	Dormant
ntl UK Telephone and Cable TV Holding Company Limited		Ordinary	100%	Holding
ntl Victoria Limited		Ordinary	100%	Telecoms
ntl Wirral Telephone and Cable TV Company		Ordinary	100%	Telecoms
Telewest Communications (Cotswolds) Limited		Ordinary	100%	Telecoms
Telewest Communications (Dundee & Perth) Limited	Σ	Ordinary	100%	Telecoms
Telewest Communications (Glenrothes) Limited	Σ	Ordinary	100%	Dormant
Telewest Communications (London South) Limited		Ordinary	100%	Telecoms
Telewest Communications (Midlands and North West) Limited		Ordinary	100%	Telecoms
Telewest Communications (North East) Limited		Ordinary	100%	Investment
Telewest Communications (Scotland Holdings) Limited	Σ	Ordinary	100%	Dormant
Telewest Communications (Scotland) Limited	Σ	Ordinary	100%	Telecoms
Telewest Communications (South East) Limited		Ordinary	50%	Investment
Telewest Communications (South Thames Estuary) Limited		Ordinary	50%	Telecoms
Telewest Communications (South West) Limited		Ordinary	100%	Dormant
Telewest Communications (Tyneside) Limited		Ordinary	100%	Telecoms
Telewest Communications Holdco Limited		Ordinary	100%	Holding
Telewest Communications Holdings Limited		Ordinary	100%	Holding
Telewest Communications Networks Limited		Ordinary	100%	Holding
Telewest Limited		Ordinary	100%	Holding
The Cable Corporation Limited		Ordinary	100%	Holding
The Yorkshire Cable Group Limited		Ordinary	100%	Holding
Theseus No.1 Limited		Ordinary	100%	Telecoms
Theseus No.2 Limited		Ordinary	100%	Telecoms
Virgin Media Finco Limited		Ordinary	100%	Finance
Virgin Media Secretaries Limited		Ordinary	100%	Finance
Virgin Media Secured Finance PLC		Ordinary	100%	Finance
Virgin Media SFA Finance Limited		Ordinary	100%	Finance
Virgin Wifi Limited		Ordinary	100%	Telecoms
VM Ireland Group Limited (Previously LG Ireland Group Limited)	Ψ	Ordinary	100%	Holding
VM Transfers (No 4) Limited		Ordinary	100%	Dormant
VM Transfers (No 5) Limited		Ordinary	100%	Holding
VMIH Sub Limited		Ordinary	100%	Holding
VMWH Limited		Ordinary	100%	Holding
Windsor Television Limited		Ordinary	100%	Telecoms
Yorkshire Cable Communications Limited		Ordinary	100%	Telecoms

30 Principal subsidiary undertakings (continued)

All companies are registered at Bartley Wood Business Park, Hook, Hampshire, RG27 9UP, unless otherwise noted below:

β Unit 3, Blackstaff Road, Kennedy Way Industrial Estate, Belfast, BT11 9AP
Ψ Building P2, EastPoint Business Park, Clontarf, Dublin 3
Σ 1 South Gyle Crescent Lane, Edinburgh, EH12 9EG
Ξ 251 Little Falls Drive, Wilmington, DE 19808. These entities are registered in the USA.

Φ Application made for strike off subsequent to the year end
Γ Placed in Members Voluntary Liquidation subsequent to the year end

The company has issued a guarantee under Section 479(C) of the Companies Act 2006 for the year ended 31 December 2017 in respect of the subsidiaries listed above in section "Indirect shareholdings – guaranteed under Section 479(C) of the Companies Act 2006". The company guarantees all outstanding liabilities to which the subsidiary company is subject to at 31 December 2017, until they are satisfied in full and the guarantee is enforceable against the company by any person to whom the subsidiary company is liable in respect of those liabilities. These active subsidiaries have taken advantage of the exemption from audit of individual accounts for the year ended 31 December 2017 by virtue of Section 479(A) of the Companies Act 2006.

The guarantee under Section 479(C) of the Companies Act 2006 is in respect of the above subsidiaries, the majority of which are 100% owned, either directly or indirectly.

The company will issue a guarantee under Section 394(C) of the Companies Act 2006 for the year ended 31 December 2017 in respect of the wholly owned dormant subsidiaries listed above in section "Indirect shareholdings – guaranteed under Section 394(C) of the Companies Act 2006". The company guarantees all outstanding liabilities to which the subsidiary company is subject to at 31 December 2017, until they are satisfied in full and the guarantee is enforceable against the company by any person to whom the subsidiary company is liable in respect of those liabilities. These dormant subsidiaries have taken advantage of the exemption from preparing individual accounts for the year ended 31 December 2017 by virtue of Section 394(A) of the Companies Act 2006.

The guarantee under Section 394(C) of the Companies Act 2006 is in respect of the above subsidiaries, the majority of which are 100% owned, either directly or indirectly.

31 Parent undertaking and controlling party

The company's immediate parent undertaking is Virgin Media Communications Limited.

The smallest and largest group of which the company is a member and in to which the company's accounts were consolidated at 31 December 2017 are Virgin Media Inc. and Liberty Global plc, respectively.

The company's ultimate parent undertaking and controlling party at 31 December 2017 was Liberty Global plc.

Copies of the Virgin Media group accounts referred to above which include the results of the company are available from the company secretary, Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

In addition copies of the consolidated Liberty Global plc accounts are available on Liberty Global's website at www.libertyglobal.com.

Virgin Media Finance PLC
Company Balance Sheet
as at 31 December 2017

	Notes	2017 £ million	2016 £ million
Fixed assets			
Investments	3	4,513.6	4,513.6
		4,513.6	4,513.6
Current assets			
Debtors (due after one year)	4	982.6	1,352.9
Debtors (due within one year)	4	19.4	21.5
Cash at bank and in hand		-	-
		1,002.0	1,374.4
Creditors: amounts falling due within one year	5	(5,185.9)	(5,434.5)
Net current liabilities		(4,183.9)	(4,060.1)
Total assets less current liabilities		329.7	453.5
Creditors: amounts falling due after more than one year	6	(2,199.2)	(2,295.3)
Net liabilities		(1,869.5)	(1,841.8)
Capital and reserves			
Share capital	8	0.1	0.1
Share premium account	9	3,323.2	3,323.2
Capital contribution	9	5.0	5.0
Treasury shares reserve	9	(2,880.2)	(2,880.2)
Profit and loss account	9	(2,317.6)	(2,289.9)
Deficit		(1,869.5)	(1,841.8)

The notes on pages 72 to 80 form part of the financial statements.
The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 June 2018.



R D Dunn
Director

Company Registration Number: 05061787

Virgin Media Finance PLC
Company Statement of Changes in Equity
as at 31 December 2017

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017

	Share capital £ million	Share premium account £ million	Capital contribution £ million	Treasury shares reserve £ million	Profit and loss account £ million	Total £ million
At 1 January 2017	0 1	3,323.2	5 0	(2,880.2)	(2,289.9)	(1,841.8)
Comprehensive income for the year						
Loss for the year	-	-	-	-	(27.7)	(27.7)
Total comprehensive income for the year	-	-	-	-	(27.7)	(27.7)
As at December 2017	0.1	3,323.2	5.0	(2,880.2)	(2,317.6)	(1,869.5)

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016

	Share capital £ million	Share premium account £ million	Capital contribution £ million	Treasury shares reserve £ million	Profit and loss account £ million	Total £ million
At 1 January 2016	0.1	3,323.2	5 0	(2,880.2)	(659.4)	(211.3)
Comprehensive income for the year						
Loss for the year	-	-	-	-	(1,630.5)	(1,630.5)
Total comprehensive income for the year	-	-	-	-	(1,630.5)	(1,630 5)
At 31 December 2016	*0 1*	3,323.2	5.0	(2,880.2)	(2,289.9)	(1,841 8)

The notes on pages 72 to 80 form part of these financial statements.

Virgin Media Finance PLC
Notes to the Company Financial Statements
for the year ended 31 December 2017

1 Accounting policies

Virgin Media Finance plc (the "company") is a private company incorporated, domiciled and registered in England in the UK. The registered number is 05061787 and the registered address is Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

A summary of the principal accounting policies is set out below. All accounting policies have been applied consistently, unless noted below.

Basis of accounting

These financial statements were prepared on a going concern basis, and under the historical cost basis in accordance with the Companies Act 2006 and the Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 have been applied.

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006, and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

The company's ultimate parent undertaking, Liberty Global plc, includes the company in its consolidated financial statements. The consolidated financial statements of Liberty Global plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Liberty Global's website at www.libertyglobal.com.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures, where required equivalent disclosures are included within the company's consolidated financial statements:

- a cash flow statement and related notes;
- comparative period reconciliations for share capital;
- disclosures in respect of related party transactions with fellow group undertakings;
- disclosures in respect of capital management;
- the effects of new but not yet effective IFRSs;
- disclosures in respect of the compensation of key management personnel; and
- disclosures of transactions with a management entity that provides key management personnel services to the company.

As the consolidated financial statements of the company include the equivalent disclosures, the company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 Share Based Payments in respect of group settled share based payments; and
- certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

No profit and loss account is presented by the company as permitted by Section 408 of the Companies Act 2006.

Going concern
After making suitable enquiries and obtaining the necessary assurances from Virgin Media Inc., a wholly owned subsidiary of Liberty Global plc and the intermediate holding company which heads the Virgin Media group, that sufficient resources will be made available to meet any liabilities as they fall due should the company's income not be sufficient, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although at the date of approval of these financial statements they have no reason to believe that it will not do so. On this basis the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

Accounting policies (continued)

Cash and cash equivalents
Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Foreign currencies
Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. The resulting exchange differences are taken to the profit and loss account.

Interest bearing loans and borrowings
All loans and borrowings are initially recognised at fair value less directly attributable transaction costs.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance income and finance costs.

Finance costs which are incurred in connection with the issuance of debt are deferred and set off against the borrowings to which they relate. Deferred finance costs are amortised over the term of the related debt using the effective interest method.

Investments
Investments are recorded at cost, less provision for impairment as appropriate. The company assesses at each reporting date whether there is an indication that an investment may be impaired. If any such indication exists, the company makes an estimate of the investment's recoverable amount. Where the carrying amount of an investment exceeds its recoverable amount, the investment is considered impaired and is written down to its recoverable amount. A previously recognised impairment loss is reversed only if there was an event not foreseen in the original impairment calculations, such as a change in use of the investment or a change in economic conditions. The reversal of impairment loss would be to the extent of the lower of the recoverable amount and the carrying amount that would have been determined had no impairment loss been recognised for the investment in prior years.

Derivative financial instruments and hedging
The group has established policies and procedures to govern the management of its exposure to interest rate and foreign currency exchange rate risks, through the use of derivative financial instruments, including interest rate swaps, cross-currency interest rate swaps and foreign currency forward rate contracts.

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value at each balance sheet date.

Derivatives are recognised as financial assets when the fair value is positive and as liabilities when the fair value is negative. The foreign currency forward rate contracts, interest rate swaps and cross-currency interest rate swaps are valued using internal models based on observable inputs, counterparty valuations or market transactions in either the listed or over-the-counter markets, adjusted for non-performance risk. Non-performance risk is based upon quoted credit default spreads for counterparties to the contracts and swaps. Derivative contracts which are subject to master netting arrangements are not offset and have not provided, nor require, cash collateral with any counterparty.

While these instruments are subject to the risk of loss from changes in exchange rates and interest rates, these losses would generally be offset by gains in the related exposures. Financial instruments are only used to hedge underlying commercial exposures. The group does not enter into derivative financial instruments for speculative trading purposes, nor does it enter into derivative financial instruments with a level of complexity or with a risk that is greater than the exposure to be managed.

Accounting policies (continued)

For derivatives which are designated as hedges the hedging relationship is documented at its inception. This documentation identifies the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how effectiveness will be measured throughout its duration. Such hedges are expected at inception to be highly effective.

The group designates certain derivatives as either fair value hedges, when hedging exposure to variability in the fair value of recognised assets or liabilities or firm commitments, or as cashflow hedges, when hedging exposure to variability in cash flows that are either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction.

Derivatives that are not part of an effective hedging relationship, as set out in IAS 39, must be classified as held for trading and measured at fair value through profit or loss.

The treatment of gains and losses arising from revaluing derivatives designated as hedging instruments depends upon the nature of the hedging relationship and are treated as follows:

Cash flow hedges
For cash flow hedges, the effective portion of the gain or loss on the hedging instrument is recognised directly in Other Comprehensive Income, while the ineffective portion is recognised in profit or loss. Amounts taken to Other Comprehensive Income are reclassified to the profit and loss account when the hedged transaction is recognised in profit or loss, such as when a forecast sale or purchase occurs, in the same line of the profit and loss account as the recognised hedged item. Where the hedged item is the cost of a non-financial asset or liability, the gains and losses previously accumulated in equity are transferred to the initial measurement of the cost of the non-financial asset or liability.

If a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, amounts previously recognised in Other Comprehensive Income remain in equity until the forecast transaction occurs and are reclassified to the profit and loss account.

Fair value hedges
For fair value hedges, the changes in the fair value of the hedging instrument are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the line of the profit and loss account relating to the hedged item.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, then the fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

Judgements in applying accounting policies and key sources of estimation uncertainty

In the process of applying the company's accounting policies which are described above, management has not made any critical judgements that have a significant effect on the amounts recognised in the financial statement, except for:

Carrying value of investments
Investments are held at cost less any necessary provision for impairment. Where the impairment assessment did not provide any indication of impairment, no provision is required. If any such indications exist, the carrying value of an investment is written down to its recoverable amount.

Accounting policies (continued)

Fair value measurement of financial instruments
Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument.

Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (see note 7).

Recoverability of intercompany debtors
Intercompany debtors are stated at their recoverable amount less any necessary provision. Recoverability of intercompany debtors is assessed annually and a provision is recognised if any indications exist that the debtor is not considered recoverable.

2 Loss attributable to members of the parent company

The loss in the accounts of the parent company was £27.7 million (2016: loss of £1,630.5 million).

3 Investments

	£ million
Cost and net book value:	
At 1 January 2017 and 31 December 2017	4,513.6

Details of the principal investments in which the group or the company holds at least 20% of the nominal value of any class of share capital, all of which are unlisted, can be seen in note 30 to the consolidated financial statements.

In the opinion of the directors the aggregated value of the investments in subsidiary undertakings is not less than the amount at which they are stated in the financial statements.

4 Debtors

	2017 £ million	2016 £ million
Due after one year		
Loan notes due from group undertakings	943.7	1,279.8
Derivative financial assets	38.9	73.1
	982.6	1,352.9
Due within one year		
Interest receivable on loan notes due from group undertakings	13.5	14.7
Amounts owed by group undertakings	1.5	-
Derivative financial assets	4.4	6.8
	19.4	21.5

Loans advanced to group undertakings are repayable on demand but are not expected to be recovered in full within one year. The loans advanced to group undertakings include U.S. dollar denominated loans of $828.0 million (2016 - $827.3 million) which had a carrying value of £612.3 million (2016 - £670.1 million) at the balance sheet date.

Other amounts owed by group undertakings are interest free and are repayable on demand.

5 Creditors: amounts falling due within one year

	2017 £ million	2016 £ million
Interest on loan notes due to group undertakings	102.5	88.1
Interest payable on senior notes	37.5	39.2
Amounts owed to group undertakings	84.9	162.0
Loan notes due to group undertakings	4,961.0	5,145.2
	5,185.9	5,434.5

The loan notes advanced by group undertakings comprise pound sterling denominated loans of £873.1 million (2016: £976.9 million) and U.S. dollar denominated loans of $5,528.5 million (2016: $5,145.8 million), which had a carrying value of £4,087.9 million (2016: £4,168.3 million) at the balance sheet date.

Amounts owed to and loan notes due to group undertakings are payable on demand as they do not include an unconditional right to defer payment and hence are included in creditors falling due within one year.

6 Creditors: amounts falling due after more than one year

	2017 £ million	2016 £ million
Senior notes	2,199.2	2,295.3

Borrowings are repayable as follows:

	2017 £ million	2016 £ million
Amounts falling due:		
In more than two years but not more than five years	201.1	-
In more than five years	1,998.1	2,295.3
	2,199.2	2,295.3

Borrowings not wholly repayable within five years are as follows:

	2017 £ million	2016 £ million
Senior notes	1,998.1	2,295.3

6 Creditors: amounts falling due after more than one year (continued)

Total borrowings comprise:

	2017 £ million	2016 £ million
5.25% U.S. dollar senior notes due 2022	70.2	76.9
4.875% U.S. dollar senior notes due 2022	87.7	96.1
5.125% Sterling senior notes due 2022	44.1	44.1
7.00% Sterling senior notes due 2023	250.0	250.0
6.375% U.S. dollar senior notes due 2023	391.9	429.3
6.00% U.S. dollar senior notes due 2024	369.7	405.0
6.375% Sterling dollar senior notes due 2024	300.0	300.0
5.75% US dollar senior notes due 2025	295.8	324.0
4.5% Euro senior notes due 2025	408.9	393.0
	2,218.3	2,318.4
Less issue costs	(19.1)	(23.1)
Total senior notes	2,199.2	2,295.3

The company has the following senior notes in issue as at 31 December 2017:

1) 5.25% senior notes due 15 February 2022 – the principal amount at maturity is $95.0 million. Interest is payable semi-annually on 15 February and 15 August commencing 15 August 2012.

2) 4.875% senior notes due 15 February 2022 – the principal amount at maturity is $118.7 million. Interest is payable semi-annually on 15 February and 15 August commencing 15 February 2013.

3) 5.125% senior notes due 15 February 2022 – the principal amount at maturity is £44.1 million. Interest is payable semi-annually on 15 February and 15 August commencing 15 February 2013.

4) 7.00% senior notes due 15 April 2023 - the principal amount at maturity is £250.0 million. Interest is payable semi-annually on 15 April and 15 October commencing 15 October 2013.

5) 6.375% senior notes due 15 April 2023 – the principal amount at maturity is $530.0 million. Interest is payable semi-annually on 15 April and 15 October commencing 15 October 2013.

6) 6.00% senior notes due 15 October 2024 – the principal amount at maturity is $500.0 million. Interest is payable semi-annually on 15 April and 15 October commencing 15 April 2015.

7) 6.375% senior notes due 15 October 2024 – the principal amount at maturity is £300.0 million. Interest is payable semi-annually on 15 April and 15 October commencing 15 April 2015.

8) 5.75% senior noted due 15 January 2025 – the principal amount at maturity is $400.0 million. Interest is payable semi-annually on 15 January and 15 July commencing 15 July 2015.

9) 4.5% senior notes due 15 January 2025 – the principal amount at maturity is €460.0 million. Interest is payable semi-annually on 15 January and 15 July commencing 15 July 2015.

Virgin Media Inc., a parent company of the company, and all the intermediate holding companies, guarantee the senior notes on a senior basis. Virgin Media Investment Holdings Limited, a direct wholly-owned subsidiary of the company, guarantees the senior notes on a senior subordinated basis and has no significant assets of its own other than its investments in its subsidiaries. The company has given a full and unconditional guarantee of all amounts payable under the terms of the Virgin Media group's senior secured credit facility and senior secured notes.

7 Financial Instruments

	2017 £ million	2016 £ million
Financial assets		
Financial assets measured at fair value through profit or loss	43.3	79.9
Financial assets that are debt instruments measured at amorised cost	958.7	1,294.5
	1,002.0	1,374.4
Financial liabilities		
Financial liabilities measured at amortised cost	(7,385.1)	(7,729.8)
	(7,385.1)	(7,729.8)

Financial assets measured at fair value through profit or loss comprise cash at bank and cross currency interest rate swaps.

Financial assets measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise senior secured notes net of issue costs, interest payable on senior notes, amounts owed to group undertakings, accruals and deferred income.

The group manages its treasury operations on a group basis and consequently, derivative financial instruments are designed to mitigate the risks experienced by the group as a whole rather than as a specific company. The group has obligations in a combination of U.S. dollars and sterling at fixed and variable interest rates. As a result, the group is exposed to variability in its cash flows and earnings resulting from changes in foreign currency exchange rates and interest rates.

The group's objective in managing its exposure to interest rate and foreign currency exchange rates is to decrease the volatility of it earnings and cash flows caused by changes in the underlying rates. The group has established policies and procedures to govern these exposures and has entered into derivative financial instruments including interest rate swaps, cross-currency interest swaps and foreign currency forward rate contracts. It is the group's policy not to enter into derivative financial instruments for speculative trading purposes, nor to enter into derivative financial instruments with a level of complexity or with a risk that is greater than the exposure to be managed. The amounts below include amounts relating to short term as well as long term creditors.

Financial and operational risk management is undertaken as part of the group's operations as a whole. These are considered in more detail in the consolidated financial statements of the group.

The derivative financial instruments held by the company are recorded at fair value on the balance sheet in accordance with IAS39 "Financial instruments: recognition and measurement". The fair values of these derivative financial instruments are valued using internal models based on observable inputs, counterparty valuations, or market transactions in either the listed or over-the counter markets, adjusted for non-performance risk.

Cross currency interest rate swaps

The company holds the following outstanding swap agreement with another company within the Virgin Media group:

Final maturity date	Hedge type	Notional amount due from counterparty $000	Notional amount due to counterparty £000	Weighted average interest rate due from counterparty	Weighted average interest rate due to counterparty
April 2023	Not designated	530,000	399,896	6.375%	6.000%

8 Share capital

	2017 £'000	2016 £'000
Allotted, called up and fully paid:		
92,456 ordinary shares of £1 each	92	92

9 Reserves

Share capital
The balance classified as share capital represents the nominal value on issue of the company's share capital, comprising £1 ordinary shares.

Share premium account
Share premium represents the amount of consideration received for the company's share capital in excess of the nominal value of shares issued.

Capital contribution
The £5 million capital contribution was received from Virgin Media Communications Limited as part of a comprehensive group restructuring in 2006.

Treasury shares reserve
The treasury share reserve represents the amount of the company's equity share capital together with share premium held by VMFH Limited, which is a wholly owned subsidiary of Virgin Media Finance PLC. VMFH Limited acquired 19.7% of the company's shares from Virgin Media Communications Limited on 29 December 2014. The company subsequently acquired 100% of the share capital of VMFH Limited from Virgin Media Communications Limited.

Profit and loss account
Includes all current and prior period retained profits and losses.

10 Auditor's and directors' remuneration

Fees paid to KPMG LLP and its associates for non-audit services to the parent company itself are not disclosed in the individual accounts of Virgin Media Finance PLC because group financial statements are prepared which disclose such fees on a consolidated basis.

The directors received no remuneration for qualifying services as directors of this company. All directors' remuneration is paid and disclosed in the financial statements of Virgin Media Limited.

11 Guarantees

The company, along with fellow group undertakings, is party to a senior secured credit facility with a syndicate of banks. As at 31 December 2017, this comprised term facilities that amounted to £3,410 million (2016: £3,595 million) and an outstanding balance of £nil (2016: £nil) which was borrowed under a revolving facility of £675 million (2016: £675 million). Borrowings under the facilities are secured against the assets of certain members of the group including those of this company.

In addition, a fellow group undertaking has issued senior secured notes which, subject to certain exceptions, share the same guarantees and security which have been granted in favour of the senior secured credit facility. The amount outstanding under the senior secured notes at 31 December 2017 amounted to £4,870 million (2016: £5,024 million). Borrowings under the notes are secured against the assets of certain members of the group including those of this company.

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

12 Parent undertaking and controlling party

The company's immediate parent undertaking is Virgin Media Communications Limited.

The smallest and largest groups of which the company is a member and in to which the company's accounts were consolidated at 31 December 2017 are Virgin Media Finance PLC and Liberty Global plc, respectively.

The company's ultimate parent undertaking and controlling party at 31 December 2017 was Liberty Global plc.

Copies of group accounts referred to above which include the results of the company are available from the company secretary, Virgin Media, Bartley Wood Business Park, Hook, Hampshire, RG27 9UP.

In addition copies of the consolidated Liberty Global plc accounts are available on Liberty Global's website at www.libertyglobal.com.