

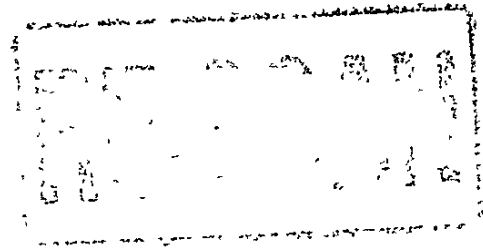
# TDI MAIL HOLDINGS LIMITED

## REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED  
31 DECEMBER 2010

REGISTERED NUMBER

03481652



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**TDIMAIL HOLDINGS LIMITED**  
**DIRECTORS' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2010**

The Directors present their report on the affairs of the Company, together with the financial statements for the year ended 31 December 2010

**Principal Activity**

The Company acts as a holding company and does not trade on its own behalf. The Directors do not recommend payment of a dividend (2009 £nil). As the Company has been dormant for a number of years, the Directors intend to dissolve the Company within the next twelve months.

**Directors and their Interests**

The Directors who held office during the year were

A. Dunning  
N. Thomas

No Director held any disclosable interest in the issued share capital of the Company during the period.

**Audit Exemption**

For the period ended 31 December 2010 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006. The members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

**Directors' responsibilities in respect of the preparation of financial statements**

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

1. select suitable accounting policies and then apply them consistently,
2. make judgements and accounting estimates that are reasonable and prudent,
3. state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
4. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

**TDIMAIL HOLDINGS LIMITED**

**DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010 (CONTINUED)**

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By Order of the Board

N Thomas

Director

London

15 September 2011

Registered Office

28 Jamestown Road, London, NW1 7BY

A handwritten signature in black ink, appearing to read 'N. Thomas', is written over the printed name of the director.

**TDIMAIL HOLDINGS LIMITED**  
**REGISTERED NUMBER: 03481652**  
**BALANCE SHEET AS AT 31 DECEMBER 2010**

	Note	<u>2010</u> £000	<u>2009</u> £000
<b>FIXED ASSETS</b>			
Investments	(2)	2,737	2,737
		—	—
<b>NET ASSETS</b>		2,737	2,737
		—	—
<b>CAPITAL AND RESERVES</b>			
Share Capital	(3)	100	100
Share premium	(3)	2,637	2,637
		—	—
<b>TOTAL EQUITY SHAREHOLDERS' FUNDS</b>		2,737	2,737
		—	—

The directors acknowledge their responsibility for

- 1 ensuring the Company keeps accounting records which comply with section 386, and
- 2 preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial period, and of its profit or loss for the financial period, in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as is applicable to the Company. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The financial statements on pages 3 to 5 were approved on 15 September 2011 and signed on behalf of the Board by

N Thomas



Director

15 September 2011

**TDIMAIL HOLDINGS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2010**

**1 ACCOUNTING POLICIES**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

**Basis of preparation**

The financial statements have been prepared on the going concern basis in accordance with applicable accounting standards and the Companies Act 2006 and under the historical cost convention. As a wholly-owned subsidiary of CBS Corporation, a company incorporated in the United States of America which prepares consolidated financial statements, the Company has taken exemption, under section 400 of the Companies Act 2006, from preparing consolidated financial statements.

The Company is exempt from the requirement of Financial Reporting Standard No. 1 (revised 1996) to prepare a cash flow statement as it was a wholly owned subsidiary undertaking of CBS Corporation at the year end and is included in the consolidated financial statements of that company.

The Company has taken advantage of the exemption provided under Financial Reporting Standard No. 8 (for subsidiary undertakings whose voting rights are more than 90% controlled within the group) from disclosing group related party transactions and balances. The financial statements of CBS Corporation, in which these results are included, are publicly available in the United States of America. There are no other related party transactions.

**2 FIXED ASSET INVESTMENTS**

Details of the Company's subsidiary undertakings are as follows:

<u>Name</u>	<u>Country of</u>	<u>Type of</u>	<u>Nominal</u>	<u>Principal</u>	
		<u>Incorporation</u>		<u>shares</u>	
Ripple Vale Holdings Ltd	British Virgin Islands	£1 Ordinary	100%	Holding company	
Sky Blue Investments Ltd	Jersey	£1 Ordinary	100%	Holding company	
ABC Outdoor Ltd (Formerly Viacom Outdoor Limited)	Northern Ireland	£1 Ordinary	49.9%	Dormant	

The remaining shares in ABC Outdoor Limited are held indirectly through Ripple Vale Holdings Limited (37.6%) and Sky Blue Investments Limited (12.5%).

**TDI MAIL HOLDINGS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2010 (CONTINUED)**

**3 CAPITAL AND RESERVES**

	<u>2010</u> £'000	<u>2009</u> £'000
<u>Called up share capital</u>		
Authorised – 100,000 ordinary shares of £1 each	100	100
	<hr/>	<hr/>
Allotted, called up and fully paid – 100,000 ordinary shares of £1 each	100	100
	<hr/>	<hr/>
<u>Share Premium</u>		
At 1 January and 31 December	2,637	2,637
	<hr/>	<hr/>

**4 HOLDING COMPANY**

The smallest group into which the Company was historically consolidated was headed by TDI Holdings Limited, a company registered in England and Wales. The Company has taken exemption, under section 400 of the Companies Act 2006, from preparing consolidated financial statements.

The Directors consider National Amusements Inc (the beneficial owner of the majority of CBS Corporation voting shares) to be the ultimate controlling company. Copies of the consolidated financial statements of CBS Corporation are available on-line at [cbscorporation.com](http://cbscorporation.com).