

**Return of Final Meeting in a
Members' Voluntary Winding Up****Pursuant to Section 94 of the
Insolvency Act 1986**

To the Registrar of Companies

S.94

Company Number

03619904

Name of Company

365 Digital Media Limited

I/We Jeremy Simon Spratt
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

John David Thomas Milsom
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Note The copy account must be
authenticated by the written signature(s)
of the Liquidator(s)

give notice that a general meeting of the company was duly held ~~on~~/summoned for 14 December 2012 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and that the ~~same was done accordingly~~ / no quorum was present at the meeting

~~The meeting was held at KPMG LLP, 8 Salisbury Square, London EC4Y 8BB~~

The winding up covers the period from 23 June 2011 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows
No quorum was present at the meeting and the chairman noted the liquidators would accordingly Vacate their office and have their release, pursuant to section 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies

Signed

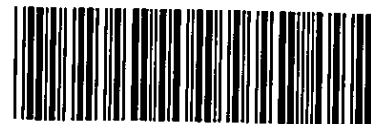


Date 18 December 2012

KPMG LLP
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Ref DB704A4634/PJL/NR/CMK

SATURDAY



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05/01/2013

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COMPANIES HOUSE

365 Digital Media Limited (in members' voluntary liquidation) ("the Company")

**Liquidators' final progress report for the period from 23 June 2011 to 14 December 2012
presented to the final meeting of members held on 14 December 2012**

Name	365 Digital Media Limited
Trading name / Former names	Temtalk Media Limited (until 30/11/06) Basic Point Limited (until 05/04/01)
Company number	03619904
Previous registered office	Grant Way, Isleworth, Middlesex TW7 5QD
Present registered office	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Joint liquidators	Jeremy Simon Spratt and John David Thomas Milsom
Joint liquidators' address	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Date of appointment	23 June 2011
Appointed by	Members

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
100.28*	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
			<u>NIL</u>
<u>100.28</u>			<u>NIL</u>

* See "Distributions" below

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed an intercompany debt of £100.28 due from 365 Media Group Limited ("365"). The debt has been distributed by assignment to the sole shareholder of the Company, Teamtalk Media Group Limited (in members' voluntary liquidation) ("TMG") (see "Distributions" below)

The Company had no known creditors. Notices to creditors to prove their claims in the liquidation were advertised in The London Gazette and The Times Newspaper on 5 July 2011. No creditors were forthcoming as a result of these advertisements.

Searches of the Index of Proprietors Names at HM Land Registry (in the Company's current and former names) proved negative.

Tax

All pre liquidation corporation tax matters were handled by BSKyB who prepared and submitted all outstanding returns to the date of the commencement of the liquidation to HM Revenue and Customs ("HMRC"). The joint liquidators sought and received confirmation from HMRC that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the liquidators calling a final meeting of members to conclude the liquidation.

A similar assurance was sought and received from HMRC in respect of PAYE and VAT matters.

Distributions

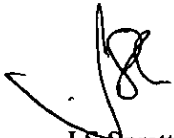
On 9 November 2012 the joint liquidators declared a first and final distribution of the assets of the Company to TMG, as the sole shareholder of the Company.

The distribution was at the rate of £1.0028 per £1 ordinary share and was effected by the assignment of the debt of £100.28 due to the Company by 365.

Joint liquidators' remuneration and expenses

A written resolution was passed on 23 June 2011 that the remuneration of the joint liquidators be fixed at their normal charging rates according to the time properly spent by them and members of their staff in attending to matters arising in the winding up of the Company

In the event, the liquidators' remuneration will be paid by BSkyB and accordingly no detailed analysis is included in this report



J S Spratt
Joint Liquidator