

COMPANY REGISTRATION NUMBER 3668244

AARDMAN TRUSTEES LIMITED
ACCOUNTS

31 DECEMBER 2002



AARDMAN TRUSTEES LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

Board of directors	P D F Lord D A Sproxton
Company secretary	D A Sproxton
Registered office	Gas Ferry Road Bristol BS1 6UN
Accountants	Solomon Hare LLP Chartered Accountants Oakfield House Oakfield Grove Clifton Bristol BS8 2BN

AARDMAN TRUSTEES LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2002

The directors present their annual report together with the unaudited accounts of the company for the year ended 31 December 2002. The company is dormant and has not traded during the year.

The company acts as a corporate trustee to the Aardman Holdings Approved Profit Sharing Scheme.

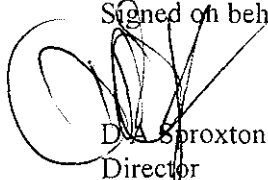
THE DIRECTORS AND THEIR INTERESTS IN SHARES OF THE COMPANY

The directors who served the company during the year were as follows:

P D F Lord
D A Sproxton

The company is a wholly owned subsidiary and the interests of group directors are disclosed in the accounts of the parent company.

Signed on behalf of the directors



D A Sproxton
Director

Approved by the directors on 26 August 2003

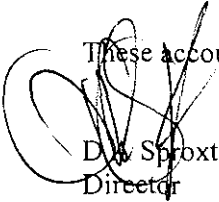
AARDMAN TRUSTEES LIMITED**BALANCE SHEET****31 DECEMBER 2002**

	Note	2002 £	2001 £
CURRENT ASSETS			
Debtors	2	2	2
TOTAL ASSETS		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Called-up equity share capital	4	2	2
EQUITY SHAREHOLDERS' FUNDS		<u>2</u>	<u>2</u>

Statements:

- (a) For the year ended 31 December 2002 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- (b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring the company keeps accounting records in accordance with section 221, and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit and loss for the financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the company.

These accounts were approved by the directors on 26 August 2003 and are signed on their behalf by:



D. Sproston
Director

The notes on page 4 form part of these accounts.

AARDMAN TRUSTEES LIMITED
NOTES TO THE ACCOUNTS
YEAR ENDED 31 DECEMBER 2002

1. DORMANT STATUS

The company was dormant (within the meaning of section 249AA of the Companies Act 1985) throughout the year ended 31 December 2002. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither a profit nor a loss.

2. DEBTORS

	2002	2001
	£	£
Amounts owed by group undertakings	<u>2</u>	<u>2</u>

3. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions provided by Financial Reporting Standard Number 8 from disclosing transactions with other wholly owned group companies on the grounds that it is itself a wholly owned subsidiary and its parent publishes consolidated accounts.

The company is controlled by its parent company, Aardman Holdings Limited which is itself controlled by D A Sproxtton and P D F Lord, directors of the company.

4. SHARE CAPITAL

Authorised share capital:

	2002	2001
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid:

	2002		2001	
	No	£	No	£
Ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>	<u>2</u>

5. ULTIMATE PARENT COMPANY

The ultimate parent company is Aardman Holdings Limited, a company registered in England.