

COMPANY NUMBER: 3927883

LION FILMS LIMITED
DIRECTORS' REPORT
AND
ACCOUNTS
31ST DECEMBER, 2002



LION FILMS LIMITED
COMPANY INFORMATION

Directors

R. Bradley
N. Catliff
S. Meer
J. Mills

Secretary and Registered Office

J. Mills
Lion House,
191 Askew Road,
London W12 9AX.

Accountants

AGN Shipleys,
10 Orange Street,
Haymarket,
London WC2H 7DQ.

LION FILMS LIMITED

DIRECTORS' REPORT

The directors present their annual report and accounts for the year ended 31st December, 2002.

ACTIVITIES AND BUSINESS REVIEW

The company has not traded in the year to 31st December, 2002 and the directors do not anticipate trading to commence in the forthcoming year.

DIRECTORS

The directors who served during the year were:-

R. Bradley
N. Catliff
S. Meer
J. Mills

No director had any beneficial interest in the shares of the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are required by the Companies Act 1985 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company at the end of the financial period and of the result for that period. The directors consider that in preparing the financial statements the company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates and confirm that all applicable accounting standards have been followed. The financial statements have been prepared on a going concern basis.

The directors are responsible for ensuring that the company keeps proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the company and for ensuring that the financial statements comply with the Companies Act 1985. The directors also have responsibility 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


J. Mills
Director

5 MAY 2003

LION FILMS LIMITED**BALANCE SHEET****AT 31ST DECEMBER, 2002**

	Notes	2002 £	2001 £
CURRENT ASSETS			
Amount due from parent company		£2 ==	£2 ==
CAPITAL AND RESERVES			
Called up share capital	2	2	2
Profit and loss account		- —	- —
		£2 ==	£2 ==

The directors confirm that the company is exempt from audit under section 249AA(1) of the Companies Act 1985 and that no notice has been deposited under section 249B(2) of the Act requiring the company to obtain an audit of its accounts. The directors are responsible for ensuring that the company keeps accounting records which comply with section 221 of the Act and for 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 or loss for the financial year in accordance with section 226 of the Act, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the company.

5 MAY 2003
Approved by the Board on


J. Mills - Director

The notes on page 4 form part of these accounts.

LION FILMS LIMITED
NOTES TO THE ACCOUNTS
31ST DECEMBER, 2002

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention having regard to the following accounting policies:-

1.1 Profit and Loss Account

The company has not traded during the year or the preceding financial year. During these years, the company has received no income and incurred no expenditure and therefore made neither profit nor loss.

2. SHARE CAPITAL	2002	2001
Authorised		
1,000 ordinary shares of £1 each	£1,000 =====	£1,000 =====
Allotted and called up		
2 ordinary shares of £1 each	£2 =====	£2 =====

3. ULTIMATE PARENT UNDERTAKING

In the opinion of the directors the ultimate parent undertaking is Lion Television Limited, a company registered in the United Kingdom.