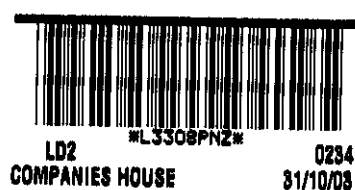


Registered Number: 3977488

UBMI Galaxy Limited

Financial statements
For the year ended 31 December 2002



UBMI Galaxy Limited

Financial statements For the year ended 31 December 2002

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UBMI Galaxy Limited

Directors' report For the year ended 31 December 2002

The directors present their report and the audited financial statements of the company for the year ended 31 December 2002.

Principal activities and review of business

During the year the company did not trade, incurred no liabilities and consequently made neither profit nor loss before taxation. The company is expected to remain inactive for the foreseeable future.

Results and dividends

The loss for the year after taxation amounts to £438,000 (2001 loss: £574,745). The directors do not recommend payment of a dividend (2001: £Nil).

Directors and their interests

The following directors held office during the year:

Crosswall Nominees Limited
UNM Investments Limited

Company Secretary:

Crosswall Nominees Limited

None of the directors holding office at the year end had any interest in the share capital of the company during the year, nor in the share capital of United Business Media plc ("UBM"), the ultimate parent company.

UBMI Galaxy Limited

Directors' report

For the year ended 31 December 2002 (Continued...)

EMPLOYEE INVOLVEMENT

The board recognises the value of communication with employees at all levels and this is further encouraged by various incentive and share ownership schemes.

DISABLED PEOPLE

The company pursues a policy of providing the same employment opportunities to disabled people as to others.

LAYING OF REPORT AND FINANCIAL STATEMENTS

The company has passed an elective resolution dispensing with the requirement to lay reports and financial statements before the company in general meeting.

Under the provisions of Section 253(2) Companies Act 1985 (as amended), a member has the right to require the reports and financial statements to be laid before the company in general meeting. The member must deposit notice of intention to exercise such right at the registered office of the company within twenty eight days of the date of this report.

AUDITORS

During the year PricewaterhouseCoopers resigned as auditors and Ernst & young LLP were appointed to fill the vacancy. The company has passed an elective resolution dispensing with the requirement to appoint auditors annually.

BY ORDER OF THE BOARD



Secretary

Date 30-10-03

Crosswall Nominees Ltd

UBMI Galaxy Limited

Statement of Directors' responsibilities For the year ended 31 December 2002

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit and loss of the company for that period. In preparing those financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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



For and on behalf of Crosswall Nominees Limited

Secretary

Date 30-10-03

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF UBMI GALAXY LIMITED FOR THE YEAR ENDED 31 DECEMBER 2002

We have audited the company's financial statements for the period ended 31 December 2002, which comprise Profit and Loss Account, Balance Sheet and the related notes 1 to 12. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's member, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to them in an auditors' 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 member as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF UBMI GALAXY LIMITED
FOR THE YEAR ENDED 31 DECEMBER 2002 (continued)

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young LLP

Ernst & Young LLP

Registered Auditor

London

31-10-03

UBMI Galaxy Limited

Profit and loss account For the year ended 31 December 2002

	Notes	2002 £	2001 £
Turnover		-	76,207
Net operating costs	2	-	(795,575)
Operating loss		-	(719,368)
Exceptional items	3	-	(71,188)
Loss on ordinary activities before taxation		-	(790,556)
Tax on loss on ordinary activities	5	(438,000)	215,811
Loss for the period	9	<u>(438,000)</u>	<u>(574,745)</u>

There have been no acquisitions or discontinued operations during the year.

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the result on ordinary activities before taxation and the retained loss for the year above, and the historical cost equivalents.

UBMI Galaxy Limited

Balance sheet As at 31 December 2002

	Notes	2002 £	2001 £
Current assets			
Debtors: amounts falling due within one year	6	730,368	1,168,368
Current liabilities			
Creditors: amounts falling due within one year	7	(6,095,360)	(6,095,360)
Net current liabilities		(5,364,992)	(4,926,992)
Net liabilities		<u>(5,364,992)</u>	<u>(4,926,992)</u>
Capital and reserves			
Called-up share capital	8	3	3
Share premium account	9	1,688,997	1,688,997
Profit and loss account	9	(7,053,992)	(6,615,992)
Total shareholder's funds	10	<u>(5,364,992)</u>	<u>(4,926,992)</u>

The financial statements on pages 6 to 13 were approved by the Board of Directors and were signed on its behalf by

On behalf of UNM Investments Limited



Director

Date

30 OCT 2003

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002

1 Principal accounting policies

(a) Basis of preparation

The financial statements have been prepared on a consistent basis in accordance with applicable Accounting Standards in the United Kingdom. A summary of the most important accounting policies is set out below.

The financial statements have been prepared under the going concern basis because a fellow group undertaking will provide continuing financial support to the company to allow it to meet its debts as they fall due for the foreseeable future.

(b) Basis of accounting

The financial statements are prepared in accordance with the historical cost convention.

The consolidated financial statements of UBM, the ultimate parent undertaking, include a cash flow statement, but no such statement is included in these financial statements, as permitted by Financial Reporting Standard Number 1 (FRS1).

During the year under review the company adopted FRS17 'Retirement Benefits' and FRS19 'Deferred taxation', neither of which required a revision to the comparative figures.

(c) Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less, or to receive more, tax.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002

2 Net operating costs

	2002	2001
	£	£
Other external charges	-	570,733
Employment costs	-	224,842
	<u>-</u>	<u>795,575</u>

Auditors remuneration is borne by a fellow group undertaking.

3 Exceptional items

	2002	2001
	£	£
Closure costs	-	71,188
	<u>-</u>	<u>71,188</u>

4 Employees and directors

(a) Employee information

The average monthly number of persons (including Executive Directors) employed by the company during the year was:

By activity:

	2002	2001
	Number	Number
Business Services	<u>-</u>	<u>3</u>

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002 (continued)

4 Employees and directors (continued)

(b) Employee information (continued)

Staff costs consist of:

	2002	2001
	£	£
Wages and salaries	-	193,773
Social security costs	-	27,376
Other pension costs	-	3,693
	<u>-</u>	<u>224,842</u>

(b) Directors' emoluments and interests

None of the directors were paid any emoluments in respect of services to the company.

None of the directors had any interests in the share capital of UBM.

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002 (continued)

5 Tax on profit on ordinary activities

(a) Analysis of tax (charge)/credit for the year	2002	2001
	£	£
UK corporation tax at 30% (2001: 30%)	-	215,811
Adjustment in respect of prior years: Current	(438,000)	-
	<u>(438,000)</u>	<u>215,811</u>
(b) Factors affecting the tax (credit)/charge for the year	2002	2001
	£	£
Loss on ordinary activities before tax	<u>-</u>	<u>790,556</u>
Loss on ordinary activities before tax multiplied by standard rate of corporation tax in the UK of 30%	-	237,167
Effect of:		
Exceptional item not taxable	-	(21,356)
Adjustments in relation to prior year	(438,000)	-
	<u>(438,000)</u>	<u>215,811</u>

6 Debtors: amounts falling due within one year

	2002	2001
	£	£
Corporation tax	<u>730,368</u>	<u>1,168,368</u>
	<u>730,368</u>	<u>1,168,368</u>

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002 (continued)

7 Creditors: amounts falling due within one year

	2002	2001
	£	£
Trade creditors and accruals	111,515	111,515
Amounts owed to group undertakings	5,983,845	5,983,845
	<u>6,095,360</u>	<u>6,095,360</u>

Amounts due to group undertakings are unsecured, interest free and repayable on demand.

8 Called up share capital

	2002	2001
	£	£
Authorised share capital		
1,000 ordinary £1 shares	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
3 ordinary £1 shares	<u>3</u>	<u>3</u>

9 Reserves

	Share Premium	Profit and Loss
	£	£
At 1 January 2002	1,688,997	(6,615,992)
Retained loss for the period	-	(438,000)
At 31 December 2002	<u>1,688,997</u>	<u>(7,053,992)</u>

UBMI Galaxy Limited
Notes to the financial statements
For the year ended 31 December 2002 (continued)

10 Reconciliation of movements in shareholder's funds

	2002	2001
	£	£
Loss for the financial year	<u>(438,000)</u>	<u>(574,745)</u>
Net increase/(reduction) in shareholder's funds	(438,000)	(574,745)
Opening equity shareholder's funds	<u>(4,926,992)</u>	<u>(4,352,247)</u>
Closing equity shareholder's funds	<u><u>(5,364,992)</u></u>	<u><u>(4,926,992)</u></u>

11 Related party transactions

In accordance with Financial Reporting Standard Number 8: Related Party Disclosure, the Company is exempt from disclosing transactions with entities that are part of the UBM group, or investees of the group qualifying as related parties, as it is a wholly owned subsidiary of a parent publishing consolidated financial statements.

12 Ultimate Parent Undertaking

The immediate parent undertaking is United Business Media Group Limited, which is registered in England and Wales.

The ultimate parent undertaking and controlling party is UBM, which is registered in England and Wales. UBM is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the accounts of UBM may be obtained from the Secretary at Ludgate House, 245 Blackfriars Road, London, SE1 9UY.