(Formerly Aardman Rights Limited)

ACCOUNTS

31 DECEMBER 2003

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COMPANIES HOUSE

0801 29/10/04

OFFICERS AND PROFESSIONAL ADVISERS

D A Sproxton P D F Lord **Board of directors**

Company secretary D A Sproxton

Gas Ferry Road Registered office

Bristol BS1 6UN

Accountants Solomon Hare LLP

Chartered Accountants

Oakfield House Oakfield Grove

Clifton Bristol BS8 2BN

DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2003

The directors present their annual report together with the unaudited accounts of the company for the year ended 31 December 2003. The company is dormant and has not traded during the year.

During the year the company changed its name from Aardman Rights Limited to Ratropolis Limited, with effect from 29th August 2003.

DIRECTORS

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

D A Sproxton

PDF Lord

The company is a wholly owned subsidiary and the interests of the 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 25 October 2004

BALANCE SHEET

31 DECEMBER 2003

	Note	2003 £	2002 £
CURRENT ASSETS Debtors	2	2	2
TOTAL ASSETS			
CAPITAL AND RESERVES Called-up equity share capital	4	2	2
EQUITY SHAREHOLDERS' FUNDS			

Statements:

- (a) For the year ended 31 December 2003 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 the 25 October 2004 and are signed on their behalf

Ď**VA,∕**≶proxton Director

The notes on page 4 form part of these accounts.

NOTES TO THE ACCOUNTS

YEAR ENDED 31 DECEMBER 2003

1. DORMANT STATUS

The company was dormant (within the meaning of section 249AA of the Companies Act 1985) throughout the year ended 31 December 2003. 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

	2003	2002
	£	£
Amounts owed by group undertakings	2	2

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 Sproxton and P D F Lord, directors of the company.

4. SHARE CAPITAL

Authorised share capital:

		2003		2002
		£		£
100 Ordinary shares of £1 each		100		100
•		z		
Allotted, called up and fully paid:				
• • •	2003		2002	
	No	£	No	£
Ordinary shares of £1 each	2	2	2	2

5. ULTIMATE PARENT COMPANY

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