Premium TV Broadband Limited

Report and Financial Statements

31 December 2004

A28 **ARFLH??B** 0498

Registered No. 5160610

Directors

A S I Daw R A Schmitz

Secretary

A S I Daw

Registered Office

Sussex House Plane Tree Crescent Feltham Middlesex TW13 7HE

Directors' report

The directors present their report and financial statements for the period since incorporation on 23 June 2004 until 31 December 2004.

Principal activity, review of the business and future development

The company has not traded in the period. It was incorporated on 23 June 2004 as Deriplan Limited and changed its name to Premium TV Broadband Limited on 11 August 2004.

Directors and their interests

The directors who held office during the period ended 31 December 2004 and thereafter were as follows:

R W L Henwood

Company Directors Limited (appointed 23 June 2004, resigned 23 June 2004)

(appointed 23 June 2004, resigned 10 June 2005)

R A Schmitz

(appointed 23 June 2004)

A S I Daw

(appointed 10 June 2005)

ASI Daw

Secretary

21 July 2005

Statement of directors' responsibilities in respect of the financial statements

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 or 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.

Balance sheet

at 31 December 2004

Current assets	Notes	31 December 2004 £
Cash at bank and in hand		1
Capital and reserves		
Called up share capital	1	1

The company was dormant (within the meaning of section 250 of the Companies Act 1985) throughout the period ended 31 December 2004.

The notes on page 5 form part of these financial statements.

The financial statements were approved by the board of directors on 21 July 2005.

For the period ended 31 December 2004 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985. No member has required the company to obtain an audit of its accounts for the period in question in accordance with section 249B(2). The directors acknowledge their responsibility for:

- Ensuring the company keeps accounting records which comply with section 221;
 and
- ii) Preparing accounts which give a true and fair view of the state of affairs of the company at 31 December 2004 in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

R A Schmitz Director 21 July 2005

Notes to the financial statements

at 31 December 2004

1. Share capital

Share Capital	Number	2004 £
Authorised Ordinary shares of £1 each	1,000	1,000
	Number	2004 £
Allotted, called up and fully paid Ordinary shares of £1 each	1	1

¹ ordinary shares of £1 each was issued on incorporation for a cash consideration of £1.

2. Ultimate parent undertaking

The ultimate parent undertaking for which group financial statements are drawn up and of which the company is a member is PTV, Inc., a company incorporated in the United States of America. Copies of the consolidated financial statements are available from the Secretary, PTV, Inc., Riverview at Purchase, 287 Bowman Avenue, Purchase, NY 10577, USA.

The immediate parent undertaking, for which group accounts are drawn up, is Premium TV Limited, a company incorporated in England and Wales.