

Sky Poker Limited

Report and Financial Statements for the year to 30 June 2007

Registered number 5349114



Sky Poker Limited

Directors and Officers for the period from incorporation

Directors

Sky Poker Limited's ("the Company"'s) present Directors and those who served during the year are as follows

J R Murdoch
D J Darroch

Secretary

D J Gormley

Registered office

Grant Way
Isleworth
Middlesex
TW7 5QD

Auditors

Deloitte & Touche LLP
Chartered Accountants
London

Directors' Report

The Directors present their Report on the affairs of the Company, together with the Financial Statements and Independent Auditors' Report, for the year ended 30 June 2007

The Directors' report has been prepared in accordance with the special provision, related to small companies under section 246 (4) of the Companies Act 1985

Business review and principal activity

The Company is a wholly owned subsidiary of British Sky Broadcasting Group Plc ("BSkyB") and operates together with BSkyB's other subsidiaries, as a part of the Group

The Company's purpose is to act as an investment company. The Directors expect that there will be no major changes in the Company's activities in the following year

The audited financial statements for the year ended 30 June 2007 are set out on pages 5 to 10. The profit for the period was £27 (30 June 2006: £30). The balance sheet shows that the Company's shareholders' equity position at the end of the period was £1,057 (30 June 2006: £1,030). The Directors do not recommend the payment of a dividend.

There have been no significant events since the period end.

The Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business.

Principal risks and uncertainty

The Directors do not believe the business is exposed to credit, liquidity, cash flow risk or price risk.

Directors

The Directors who served throughout the period are shown on page 1.

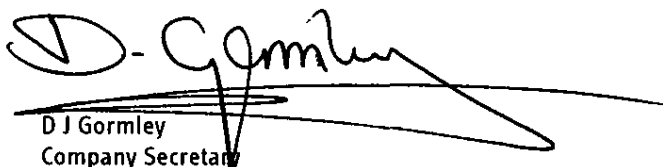
Auditors

Each of the people who are a Director at the date of approval of this annual report confirms that

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985.

By order of the Board,



D J Gormley
Company Secretary

Grant Way
Isleworth
Middlesex
TW7 5QD

19 March 2008

Sky Poker Limited
Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. The financial statements are required by law to be properly prepared in accordance with IFRSs as adopted by the European Union and the Companies Act 1985.

International Accounting Standard 1 requires that financial statements present fairly for each financial year the company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the preparation and presentation of financial statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs. However, directors are also required to

- properly select and apply accounting policies,
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information,
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance, and
- make an assessment of the company's ability to continue as a going concern.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and 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.

Independent Auditors' Report to the Members of Sky Poker Limited:

We have audited the financial statements of Sky Poker Limited for the year ended 30 June 2007 which comprise the Income Statement, the Statement of Recognised Income and Expense, the Balance Sheet, the Cash Flow Statement and the related notes 1 to 8. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, 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 members 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any further information outside the Annual Report.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgements 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

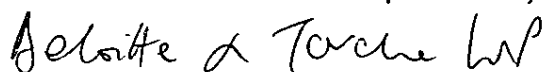
In our opinion:

- the financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the company's affairs as at 30 June 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.

Separate opinion in relation to IFRSs

As explained in Note 1 to the financial statements, the company in addition to complying with IFRSs as adopted by the European Union, has also complied with the IFRSs as issued by the International Accounting Standards Board.

In our opinion the financial statements give a true and fair view, in accordance with IFRSs, of the state of the company's affairs as at 30 June 2007 and of its profit for the year then ended.



Deloitte & Touche LLP

Chartered Accountants and Registered Auditors

London

19 March 2008

Sky Poker Ltd

Income Statement for the year to 30 June 2007

	Notes	Year to 30 June 2007 £	01 February 2005 to 30 June 2006 £
Investment income	2	27	30
Profit before tax	3	27	30
Taxation	4	-	-
Profit for the period		27	30

The accompanying notes are an integral part of this income statement.

Statement of Recognised Income and Expense for the year ended 30 June 2007

	Year to 30 June 2007 £	01 February 2005 to 30 June 2006 £
Profit for the period	27	30
Total recognised income and expense for the period	27	30

The accompanying notes are an integral part of this statement of recognised income and expense

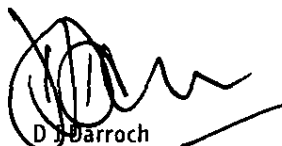
Sky Poker Limited

Balance Sheet as at 30 June 2007

	Notes	30 June 2007 £	30 June 2006 £
Current assets			
Cash and cash equivalents		1,057	1,030
Total assets		1,057	1,030
Shareholders' equity	6	1,057	1,030
Total liabilities and shareholders' equity		1,057	1,030

The accompanying notes are an integral part of this balance sheet

Signed on behalf of the Board


D. J. Darroch
Director

19 March 2008

Cash Flow Statement for the year ended 30 June 2007

	Year to 30 June 2007	01 February 2005 to 30 June 2006
	£	£
Cash flows from operating activities		
Interest received	27	30
Net cash from operating activities	27	30
Cash flows from financing activities		
Proceeds from the issue of share capital	-	1,000
Net cash from financing activities	-	1,000
Net increase in cash and cash equivalents	27	1,030
Cash and cash equivalents at the beginning of the year	1,030	-
Cash and cash equivalents at the end of the year	1,057	1,030

1 Accounting policies

The Company is a limited liability company incorporated in England and Wales, and domiciled in the United Kingdom ("UK")

a) Statement of compliance

These financial statements are prepared in accordance with IFRS (including International Accounting Standards ("IAS") and interpretations issued by the International Accounting Standards Board ("IASB") and its committees) as adopted for use in the European Union ("EU"), the Companies Act 1985 and Article 4 of the IAS Regulations

b) Basis of preparation

The financial statements have been prepared on an historical cost basis. The accounts have been prepared on a going concern basis.

The Company maintains a fiscal period ending on the Sunday nearest to 30 June. In the period from 1 July 2006 to 30 June 2007 this date was 1 July 2007.

The period ended 30 June 2007 consists of one year whereas the comparatives are for a seventeen month period, therefore the comparative amounts disclosed in the income statement, statement of recognised income and expense, cash flow statement and related notes are not entirely comparable.

c) Financial assets and liabilities

Financial assets and liabilities are initially recognised at fair value plus any directly attributable transaction costs. At each balance sheet date, the Company assesses whether there is any objective evidence that any financial asset is impaired. Financial assets and liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the financial asset or liability. Financial assets are derecognised from the balance sheet when the Company's contractual rights to the cash flows expire or the Company transfers substantially all the risks and rewards of the financial asset. Financial liabilities are derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

d) Cash and cash equivalents

Cash and cash equivalents include cash in hand and bank accounts.

e) Taxation

The Company's liability for current tax is based on taxable profits for the period, and is calculated using tax rates that have been enacted or substantively enacted at the balance sheet date.

f) Accounting standards, interpretations and amendments to published standards not yet effective

The Company has not yet adopted certain new standards, amendments and interpretations to existing standards, which have been published and are mandatory for the Company's accounting periods beginning on or after 1 July 2007, or later periods. These new standards are listed below:

- IFRS 7 "Financial Instruments: Disclosures" (effective from 1 July 2007)
- Amendment to IAS 1 "Presentation of Financial Statements – Capital Disclosures" (effective from 1 July 2007)
- Revised guide on Implementing IFRS 4 "Insurance Contracts" (effective from 1 July 2007)
- IFRIC 10 "Interim Financial Reporting and Impairment" (effective from 1 July 2007)
- IFRIC 12 "Service Concession Arrangements" (effective from 1 July 2008)
- IFRIC 13 "Customer Loyalty Programmes" (effective from 1 July 2008)
- IFRIC 14 "IAS 19 – The limit on a Defined Benefit Asset, Minimum Funding Requirement and their Interaction" (effective from 1 July 2008)
- Amendment to IAS 23 "Borrowing Costs" (effective from 1 July 2009)
- IFRS 8 "Operating Segments" (effective from 1 July 2009)

The Directors currently anticipate that the adoption of these standards, amendments and interpretations in future periods will not have a material impact on the financial statements of the Company other than additional disclosure requirements.

2. Investment income

	Year to 30 June 2007 £	01 February 2005 to 30 June 2006 £
Investment income		
Bank interest received	27	30

3 Profit before taxation

There were no staff costs during the year as the Company had no employees (30 June 2006 nil) Services are provided by employees of other companies within the Group with no charge being made for their services (30 June 2006 £nil) The Directors did not receive any remuneration during the year in respect of their services to the Company (30 June 2006 £nil)

Amounts paid to the auditors for audit services of £5,250 (2006 £5,000) were borne by another Group subsidiary in 2007 and 2006 No amounts for other services have been paid to the auditors

4. Taxation

No taxation charge was recognised in the period ended 30 June 2007

Reconciliation of effective tax rate

The taxation charge is lower than the expense that would have been charged using the standard rate of corporation tax in the UK (30%) applied to profit before tax The differences are explained below

	Year to 30 June 2007 £	01 February 2005 to 30 June 2006 £
Profit before tax	27	30
Profit before tax multiplied by standard rate of corporation tax in the UK of 30%	8	9
Effects of		
Group relief received for no consideration	(8)	(9)
Taxation	-	-

All taxation relates to UK corporation tax

5. Share capital

	30 June 2007 £	30 June 2006 £
Authorised		
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called-up and fully paid		
1,000 ordinary shares of £1 each	1,000	1,000

6. Reconciliation of shareholders' equity

	Share capital £	Retained earnings £	Total shareholders' equity £
At 1 February 2005	-	-	-
Issue of share capital	1,000	-	1,000
Profit for the period	-	30	30
At 30 June 2006	1,000	30	1,030
Profit for the year	-	27	27
At 30 June 2007	1,000	57	1,057

7. Related party transactions

On incorporation the Company issued 1,000 ordinary shares to British Sky Broadcasting Group plc for a consideration of £1,000. There have been no further transactions.

8. Ultimate parent undertaking

The Company is a wholly-owned subsidiary undertaking of the British Sky Broadcasting Group plc, a company incorporated in Great Britain and registered in England and Wales. The only group in which the results of the Company are consolidated is that headed by BSKyB.

The consolidated accounts of the Group are available to the public and may be obtained from the Company Secretary, British Sky Broadcasting Group plc, Grant Way, Isleworth, Middlesex TW7 5QD.