

MOLTON PRODUCTION LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

Period from 1 April 2008 to 5 April 2009



Company Registration Number
6027803 (England and Wales)

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THE COMPANY AND ITS ADVISORS

Directors	J L Boyton D M Reid
Secretary	S J Cruickshank
Registered Office	12 Plumtree Court London EC4A 4HT
Registered Number	6027803 (England and Wales)
Auditors	Shipleys LLP Chartered Accountants and Registered Auditors 10 Orange Street Haymarket London WC2H 7DQ
Business Address	15 Golden Square London W1F 9JG

**DIRECTORS' REPORT
FOR THE PERIOD ENDING 5 April 2009**

The directors present their annual report and audited financial statements of Molton Production Limited (the "Company") for the period from 1 April 2008 to 5 April 2009.

Principal Activity

The principal activity of the Company is the production of television programmes as a member of Ingenious Broadcasting 2 LLP (the "Partnership").

Review of the Business

The Company made a loss after tax of £3 (2008: £nil).

The net assets of the Company at 5 April 2009 were £97 (2008: £100).

The directors consider the Company's performance during the period to be satisfactory, and will continue to monitor the trading activities undertaken through the Partnership and the performance of the operator.

Business Review

The directors have not presented a Business Review, as the Company is exempt from doing so under Section 246(4) of the Companies Act 1985.

Directors

The directors holding office during the period and subsequently were as follows:

	Appointment date	Resignation date
J L Boyton	-	-
S E Ford	-	9 May 2008
D M Reid	9 May 2008	-

DIRECTORS' REPORT (CONTINUED)

5 April 2009

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and Financial Statements in accordance with applicable law and regulation.

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 United Kingdom accounting standards (United Kingdom Generally Accepted Accounting Practice and applicable law). The financial statements are required by law to give a true and fair view of the state of the affairs of the Company and of the profit or loss of the Company for that period. In preparing the 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;
- state whether applicable United Kingdom accounting standards have been followed; 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 enable them to ensure that the financial statements comply with the Companies Act. 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.

Auditors

In so far as the directors are aware:

- There is no relevant audit information of which the Company's auditors are unaware and;
- The directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the 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.

In the absence of a notice proposing that the appointment be terminated, the auditors, Shipleys LLP, will be deemed to be re-appointed in accordance with Section 386 of the Companies Act 1985.

Approved by the Board and signed on its behalf by



S J CRUICKSHANK

Secretary

- 9 JUL 2009

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MOLTON PRODUCTION LIMITED

We have audited the financial statements of Molton Production Limited for the period ended 5 April 2009 which comprises the profit and loss account, the balance sheet and the related notes 1 -11. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant United Kingdom 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, in accordance with the relevant financial reporting framework, and are properly prepared in accordance with the Companies Act 1985. We report to you whether in our opinion the information given in the directors' report is consistent with the financial statements. We also 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 directors' report and the other information contained in the annual report for the above year as described in the contents section and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MOLTON PRODUCTION LIMITED (CONTINUED)

Basis of audit opinion

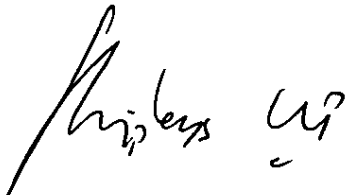
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the 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 circumstances of the Company, 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 United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 5 April 2009 and of the loss for the period 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.



SHIPLEYS LLP
Chartered Accountants and Registered Auditors

10 Orange Street
Haymarket
London
WC2H 7DQ

- 9 JUL 2009

MOLTON PRODUCTION LIMITED

PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED 5 APRIL 2009

	Notes	Period 1 Apr 08 to 5 Apr 09 £	Period 13 Dec 06 to 31 Mar 08 £
Share of loss of associated partnerships	4	(3)	-
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(3)	-
Taxation on loss on ordinary activities	5	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION AND ACCUMULATED LOSS FOR THE PERIOD		(3)	-

All of the Company's activities relate to continuing operations.

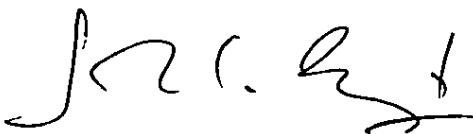
There are no recognised gains and losses other than those shown above and therefore no separate statement of total recognised gains and losses has been presented.

MOLTON PRODUCTION LIMITED

BALANCE SHEET AS AT 5 April 2009

	Notes	Period Ended 5 April 2009 £	Period Ended 31 March 2008 £
Fixed Assets			
Investments	4	97	100
Current Assets			
Debtors	6	-	100
Creditors: Amounts falling due within one year	7	-	(100)
NET CURRENT ASSETS		-	-
TOTAL ASSETS LESS CURRENT LIABILITIES		97	100
Capital and Reserves			
Called up Share Capital	8	100	100
Profit and Loss Account	9	(3)	-
SHAREHOLDER'S FUNDS	10	97	100

The financial statements were approved by the board and authorised for issue on 9 JUL 2009
They were signed on behalf of the board of directors by:



J L BOYTON
Director

**NOTES TO THE ACCOUNTS
FOR THE PERIOD ENDING 5 APRIL 2009**

1. STATEMENT OF ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have been applied consistently throughout the period.

Basis of Accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

Cash Flow Statement

The financial statements do not include a cash flow statement because the Company, as a wholly owned subsidiary, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 'Cash Flow Statements'.

Investment in Partnership

The fixed asset investment reflects the Company's share of the net assets of the Partnership at the period end, and is stated at the lower of cost and net realisable value. The Company's share of the Partnership's net profit for the year is included in the profit and loss account.

2. AUDITORS' REMUNERATION

Auditors' remuneration of £230 was borne by Ingenious Media Investments Limited, a company within the Ingenious Media Holdings plc group.

3. DIRECTORS AND EMPLOYEES

The Company did not have any employees during the period. The directors did not receive any remuneration for their services during the period.

**NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE PERIOD ENDING 5 APRIL 2009**

4. INVESTMENTS

	2009 £	2008 £
Cost / Share of Net Assets		
At 1 April 2008	100	-
Movement during the period		
Capital paid	-	100
Share of Partnership's loss	(3)	-
At 5 April 2009	97	100

The investment represents the interest in the Partnership. The Partnership was formed under the Limited Liability Partnership Act 2000 to develop, produce and exploit a high quality portfolio of television programmes. Its place of business and head office address is 15 Golden Square, London, W1F 9JG, United Kingdom. The Partnership made a net loss of £249,159 (2008: £4,388,192) during the period to 5 April 2009.

The directors do not consider there to have been any indications as to an impairment in the carrying value of the investment; it is therefore carried at cost plus any share of profits or losses.

5. TAXATION

a. The tax charge on the loss on ordinary activities for the period was as follows:

	Period 1 Apr 08 to 5 Apr 09 £	Period 13 Dec 06 to 31 Mar 08 £
Current tax charge for the period	-	-
Total tax charge	-	-

b. Factors affecting the tax charge for the period

	Period 1 Apr 08 to 5 Apr 09 £	Period 13 Dec 06 to 31 Mar 08 £
Loss on ordinary activities before taxation	(3)	-
Loss on ordinary activities for the period multiplied by the standard rate of corporation tax of 21%	(1)	-
Effects of:		
Adjustment to share of Partnership loss	1	-
Current tax charge for the period	-	-

NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE PERIOD ENDING 5 APRIL 2009

6. DEBTORS

	2009 £	2008 £
Amounts owed by shareholders	-	100
	-	100

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2009 £	2008 £
Due to Partnership	-	100
	-	100

8. SHARE CAPITAL

	Authorised			
	2009 £	No.	2008 £	No.
Ordinary shares of £1 each	10,000,000	10,000,000	10,000,000	10,000,000
	Allotted			
	2009 £	No.	2008 £	No.
Ordinary shares of £1 each	100	100	100	100
	Called up and fully paid			
	2009 £	No.	2008 £	No.
Ordinary shares of £1 each	100	100	-	-

**NOTES TO THE ACCOUNTS (CONTINUED)
FOR THE PERIOD ENDING 5 APRIL 2009**

9. STATEMENT OF MOVEMENTS ON PROFIT AND LOSS ACCOUNT

	Period 1 Apr 08 to 5 Apr 09 £
At 1 April 2008	-
Accumulated loss for the financial period	(3)
At 5 April 2009	(3)

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	Period 1 Apr 08 to 5 Apr 09 £	Period 11 Dec 06 to 31 Mar 08 £
Loss for the financial period after taxation	(3)	-
Share capital issued at par	-	100
Net movement in shareholder's funds	(3)	100
Opening shareholder's funds	100	-
Closing shareholder's funds	97	100

11. CONTROLLING PARTY

During the period ended 5 April 2009 the Company was a wholly owned subsidiary of Ingenious Holdings Limited, a company registered in England and Wales. Ingenious Holdings Limited's ultimate parent company is Ingenious Media Holdings plc. Ingenious Media Holdings plc is the only parent undertaking for which group accounts are prepared.

The consolidated financial statements of Ingenious Media Holdings plc can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

During the period, Ingenious Media Holdings plc was under the control of P A McKenna.