

The Western Telegraph Company Limited

**Directors' report and financial statements
For the year ended 31 March 2016**

Registered office:

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London
WC2N 4HG



Contents

| | Page |
|--|-------------|
| Directors' report | 2 |
| Statement of Directors' responsibilities | 3 |
| Profit and loss account | 4 |
| Balance sheet | 4 |
| Notes to the financial statements | 5 |

Directors' report

The Directors present their report and the financial statements of The Western Telegraph Company Limited (the "Company") for the year ended 31 March 2016.

Activities

The principal activity of the Company is to hold investments. Following the capitalisation of loans due to Cable and Wireless Plc in the year ended 31 March 2006, the Company has been dormant. There are no changes expected in the Company's business in the foreseeable future.

In accordance with FRS102 the Company has elected to retain its existing accounting policies as the Company has remained dormant throughout the year.

On 16 November 2015, the Board of Directors of the ultimate parent company, Cable & Wireless Communications Plc, entered into an agreement with Liberty Global plc to sell all issued and to be issued shares of Cable & Wireless Communications Plc pursuant to certain conditions, regulatory and other approvals (the "Transaction"). Effective 16 May 2016, the Transaction completed, Cable & Wireless Communications Plc was delisted from the London Stock Exchange and renamed Cable & Wireless Communications Limited ("CWC") and Liberty Global plc became the ultimate parent company.

Business review

The Company has met the requirements in Companies Act 2006 to obtain an exemption provided from the presentation of an Enhanced Business Review.

The Directors do not recommend payment of a dividend (2015 – \$nil).

Directors

The Directors who held office during the year and subsequent to the year end were:

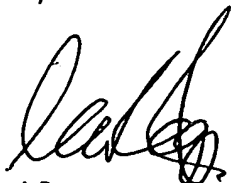
N I Cooper (resigned 21 May 2015)
C Underwood (resigned 16 May 2016)
E Martin (resigned 16 May 2016)
C Bracken (appointed 16 May 2016, resigned 20 September 2016)
J Evans (appointed 16 May 2016, resigned 20 September 2016)
L Pegg (appointed 20 September 2016)
B Stockwell (appointed 20 September 2016)

At the time this report is approved the Directors benefit from qualifying third party indemnity provisions.

Independent auditors

The Company has been dormant for the year ended 31 March 2016 and was therefore entitled to an exemption from audit under section 480 of the Companies Act 2006 and consequently no auditors have been appointed by the Directors.

By order of the Board



L Pegg
Company Secretary
29 September 2016

Statement of Directors' responsibilities

The Directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK Generally Accepted Accounting Practice (UK Accounting Standards) and applicable law.

Under company law, the Directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 adequate accounting records that are sufficient to show and explain the Company's transactions, 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 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Profit and loss account

For the year ended 31 March 2016

During the current and prior year the Company did not trade and received no income and incurred no expenditures. Consequently, the Company made neither a profit nor loss or any other recognised gains or losses in the current or prior year.

Balance sheet

As at 31 March 2016

| | Note | 2016 \$ | 2015 \$ |
|-----------------------------|------|--------------|--------------|
| Net assets | | - | - |
| Capital and reserves | | | |
| Called up share capital | 3 | 8,335,041 | 8,335,041 |
| Share premium account | | 47,568,675 | 47,568,675 |
| Profit and loss account | | (55,903,716) | (55,903,716) |
| Shareholders' funds | | - | - |

The accompanying notes on page 5 to 6 are an integral part of the financial statements of the Company.

For the year ended 31 March 2016 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the Board of Directors on 29 September 2016 and signed on its behalf by:

Belinda Stockwell

B Stockwell

Director

The Western Telegraph Company Limited

Registered number: 00006886

Notes to the financial statements

1. Accounting policies

The following principal accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

Basis of preparation

In accordance with FRS102 the Company has elected to retain its existing accounting policies as the Company has remained dormant in the year. The financial statements are prepared under the historical cost convention in accordance with applicable accounting standards under generally accepted accounting principles in the United Kingdom and the provisions of the Companies Act 2006. The financial statements are presented in US dollars.

The Directors have reviewed the financial position of the Company, including the arrangements with Group undertakings, and are satisfied that it remains appropriate to prepare the financial statements on a going concern basis.

2. Information regarding the Directors and employees

Directors' emoluments are borne by other Group companies in the current and prior year.

The Company had no employees during the year (2015: nil).

3. Called up share capital

| | 2016 \$ | 2015 \$ |
|---|------------------|------------------|
| Allotted, called up and fully paid | | |
| 5,600,000 ordinary stock units of £1 each | 8,335,040 | 8,335,040 |
| 1 ordinary share of £1 each | 1 | 1 |
| | <u>8,335,041</u> | <u>8,335,041</u> |

4. Movement on capital and reserves

| | Share Capital \$ | Share Premium \$ | Profit and loss account \$ | Total \$ |
|--------------------------------------|------------------------|------------------------|----------------------------------|-------------|
| At 1 April 2015 and 31 March 2016 | 8,335,041 | 47,568,675 | (55,903,716) | - |

Notes to the financial statements (continued)

5. Ultimate parent company

The Company's immediate parent undertaking is Cable & Wireless DI Holdings Limited, a company incorporated in England and Wales.

The Directors regard Cable & Wireless Communications Limited ("CWC"), a company registered in England and Wales, as the ultimate parent company and controlling undertaking at 31 March 2016.

6. Group organisation

The smallest and largest group in which the results of the Company are consolidated is that of CWC. The consolidated financial statements of CWC may be obtained from the Company Secretary, Cable & Wireless Communications Limited, 2nd Floor, 62 - 65 Chandos Place, London WC2N 4HG. No other group accounts include the results of the Company.

On 16 November 2015, the Board of Directors of Cable & Wireless Communications Plc entered into an agreement with Liberty Global plc to sell all issued and to be issued shares of Cable & Wireless Communications Plc pursuant to certain conditions, regulatory and other approvals (the "Transaction"). The Transaction was approved by the shareholders and Board of Directors of both Cable & Wireless Communications Plc and Liberty Global plc.

7. Post balance sheet events

Effective 16 May 2016, the Transaction completed, Cable & Wireless Communications Plc was delisted from the London Stock Exchange and renamed Cable & Wireless Communications Limited and Liberty Global plc became the ultimate parent company.