

**THE PERFECT POSTER COMPANY LIMITED**  
(Registered Number: 1131184)

**ANNUAL REPORT**

**28 DECEMBER 2001**



**THE PERFECT POSTER COMPANY LIMITED**

**DIRECTORS' REPORT AND ACCOUNTS**

**52 WEEKS ENDED 28 DECEMBER 2001**

**DIRECTORS' REPORT**

The Directors submit their report and the financial statements of the Company for the 52 weeks ended 28 December 2001.

**REVIEW OF THE BUSINESS AND DIVIDENDS**

The Company did not trade during the 52-week period under review, or in the prior period

The Directors do not recommend payment of a dividend (2000: £Nil).

**DIRECTORS**

The following Directors served during the year:

L P Healy  
B M A Hopkins  
J J Parkinson  
A J Round

None of the Directors had any beneficial interest in the shares of the Company during the year. The interests of the Directors, who are not directors of Independent News & Media PLC, the Company's ultimate parent undertaking, in the share options of that company at the beginning (or date of appointment, if later) and end of the year were:

	At 29 December 2000	Granted During Year	Exercised During Year	At 28 December 2001	Weighted Average Exercise Price
A J Round	350,000	40,000	-	390,000	€2.37

The interests of the other Directors, who are also directors of Independent News & Media PLC, in the shares and share options of that company, are disclosed in that company's accounts.

**THE PERFECT POSTER COMPANY LIMITED**

**DIRECTORS' REPORT AND ACCOUNTS**

**52 WEEKS ENDED 28 DECEMBER 2001**

**DIRECTORS' REPORT (Continued)**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the Directors to prepare accounts 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 accounts, 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 accounting standards have been followed, subject to any material departures disclosed and explained in the accounts.
- Prepare the accounts 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 accounts 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.

**AUDITORS**

A resolution to re-appoint PricewaterhouseCoopers as auditors to the Company will be put to the Annual General Meeting.

By order of the Board



**A J Round**  
**Company Secretary**

**Date:** 28/10/02

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
THE PERFECT POSTER COMPANY LIMITED**

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

**Respective responsibilities of Directors and auditors**

The Directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards 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 United Kingdom auditing standards issued by the Auditing Practices Board.

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 if, in our opinion, the Directors' report is not consistent with the financial statements, if 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 transactions is not disclosed.

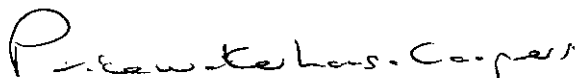
**Basis of audit opinion**

We conducted our audit in accordance with auditing standards 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 of the state of the Company's affairs at 28 December 2001 and of its result for the 52 weeks then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
1 Embankment Place  
London WC2N 6RH

28 October 2002

**THE PERFECT POSTER COMPANY LIMITED**

**PROFIT AND LOSS ACCOUNT**

**52 WEEKS ENDED 28 DECEMBER 2001**

	Note	52 weeks ended 28 December 2001 £	52 weeks ended 29 December 2000 £
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	-	-
Taxation		<u>-</u>	<u>-</u>
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		-	-
Additional finance costs of non - equity shares	8	<u>(3,250)</u>	<u>(3,250)</u>
<b>RETAINED PROFIT ATTRIBUTABLE TO SHAREHOLDERS</b>		(3,250)	(3,250)
Additional finance costs of non - equity shares	8	<u>3,250</u>	<u>3,250</u>
<b>RETAINED PROFIT FOR THE YEAR</b>		-	-
<b>ACCUMULATED PROFIT BROUGHT FORWARD</b>		<u>3,792,057</u>	<u>3,792,057</u>
<b>RETAINED PROFIT CARRIED FORWARD</b>		<u>3,792,057</u>	<u>3,792,057</u>

There are no recognised gains or losses other than the profit for the financial year and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the retained profit for the year stated above and their historical cost equivalents.

**The notes on pages 6 to 7 form part of these accounts.**

THE PERFECT POSTER COMPANY LIMITED

BALANCE SHEET

AS AT 28 DECEMBER 2001

	Note	28 December 2001 £	29 December 2000 £
<b>CURRENT ASSETS</b>			
Debtors	3	3,824,560	3,824,560
		<hr/>	<hr/>
<b>TOTAL ASSETS</b>		<u>3,824,560</u>	<u>3,824,560</u>
 <b>CAPITAL AND RESERVES</b>			
Represented by:			
Called up share capital	4	32,503	32,503
Profit and loss account		<u>3,792,057</u>	<u>3,792,057</u>
		<u>3,824,560</u>	<u>3,824,560</u>
 Comprising:			
Equity interests	4	3,723,997	3,727,247
Non - equity interests	4	<u>100,563</u>	<u>97,313</u>
<b>SHAREHOLDER'S FUNDS INCLUDING NON-EQUITY INTERESTS</b>	6	<u>3,824,560</u>	<u>3,824,560</u>

Approved by the Board on 28 October 2002.



**A J Round**  
Director

The notes on pages 6 to 7 form part of these accounts.

**THE PERFECT POSTER COMPANY LIMITED**

**NOTES TO THE ACCOUNTS FOR THE 52 WEEKS ENDED 28 DECEMBER 2002**

**1 ACCOUNTING POLICIES**

- a) The accounts are prepared under the historical cost convention, in accordance with the going concern concept, and comply with applicable accounting standards on a basis consistent with the previous year.
- b) The financial year ends on the last Friday nearest 31 December. Periodically this results in a fifty-three week year.

**2 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION**

**Auditors' Remuneration**

Auditors' remuneration is borne by the parent company.

**Directors' Emoluments and Employees**

No Director received any emoluments from the Company in respect of services during the year (2000: Nil).

Full details of the Directors emoluments in respect of their services to the Group can be found in the financial statements of Independent News & Media (UK) Limited and Independent News & Media PLC.

There were no employees during the year (2000: Nil).

**3 DEBTORS**

	2001 £	2000 £
Amounts owed by parent undertaking	3,824,560	3,824,560
	3,824,560	3,824,560

Amounts owed by parent undertaking are non-interest bearing, unsecured and repayable on demand.

**4 CALLED UP SHARE CAPITAL**

	Authorised		Allotted and fully paid	
	2001	2000	2001	2000
	£	£	£	£
Equity shares:				
Ordinary £1 shares	5,000	5,000	3	3
Non - equity shares:				
'A' redeemable cumulative £1 Preference shares	45,000	45,000	-	-
'B' redeemable cumulative £1 Preference shares	32,500	32,500	32,500	32,500
	82,500	82,500	32,503	32,503

The preference shares have priority on dividends and payment of capital. However they have no voting rights unless the fixed preferential dividend remains unpaid. The preference shares are redeemable at the option of the Company.

## THE PERFECT POSTER COMPANY LIMITED

### NOTES TO THE ACCOUNTS FOR THE 52 WEEKS ENDED 28 DECEMBER 2001

#### 5 ARREARS OF CUMULATIVE PREFERENCE DIVIDEND

The dividends in arrears on the 'B' 10% redeemable cumulative preference shares at 28 December 2001 amount to £68,063 (2000: £64,813).

#### 6 RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2001 £	2000 £
Loss attributable to shareholders	(3,250)	(3,250)
Additional finance costs of non - equity shares	3,250	3,250
Opening shareholder's funds	<u>3,824,560</u>	<u>3,824,560</u>
Closing shareholder's funds	<u>3,824,560</u>	<u>3,824,560</u>

#### 7 CASH FLOW STATEMENT

The Company is exempt from producing a cash flow statement under Financial Reporting Standard 1 as it is wholly owned by a parent undertaking established under the law of a member state of the European Community. The parent undertaking prepares consolidated financial statements, including a consolidated cash flow statement, which includes all subsidiary undertakings. These financial statements are drawn up in accordance with companies legislation promulgated within the Republic of Ireland.

#### 8 ULTIMATE HOLDING COMPANY AND RELATED PARTY TRANSACTIONS

The Company is a wholly owned subsidiary of Independent News & Media (UK) Limited, a company incorporated in Great Britain and registered in England. The ultimate holding company is Independent News & Media PLC, a company incorporated in the Republic of Ireland.

As permitted by paragraph 3(c) of FRS8 - Related Party Disclosures, transactions with other entities in the Group are not disclosed.

The only consolidated accounts produced that include the results of the Company are those of Independent News & Media PLC. A copy of those accounts can be obtained from Independent House, 2023 Bianconi Avenue, Citywest Business Campus, Naas Road, Dublin 24, Ireland.