

News International Associated Services Limited

**Report and Financial Statements
27 June 2010**

Registered number: 2213952

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Directors' report

For News International Associated Services Limited for the year ended 27 June 2010 (registered number 2213952)

The Directors present their annual report on the affairs of News International Associated Services Limited ("The Company") together with the financial statements and auditors' report for the 52 weeks ended 27 June 2010 ("The year")

Principal activity

The Company acts as an agent for companies in the Newscorp Investments group. The external revenue earned (net of commission) and costs are transferred to the relevant group companies for which a management charge is made.

During the year, the Newscorp Investment group carried out a review of its management charges to other group companies. This has resulted in a reduction in the management charge that News International Associated Services Limited recharges other group companies for providing its agency services.

Business review

A business review has not been completed for the Company because it is defined under Section 382 of the Companies Act 2006 as a small company.

Principal risks and uncertainties facing the business

A summary of the principal risks and uncertainties facing the Company has not been completed because it is defined under Section 382 of the Companies Act 2006 as a small company.

Going concern

The Company has financial resources and contracts with customers and suppliers across different geographic areas and industries, including with other entities within the Newscorp Investments group. As a consequence, the Directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Results and dividends

The Company's profit for the financial year was £128,000 (2009 - £1,445,000).

No dividend has been paid during the year (2009 - £447,000) and the Directors do not recommend the payment of a final dividend (2009 - £Nil).

Directors and their interests

The Directors of the Company who served during the year were as follows:

R Brooks (appointed 23 July 2009)
M C Gill
C A Milner
S L Panuccio
C Stone

Except as noted above, all Directors served throughout the year and are still Directors at the date of this report.

The Articles of Association do not require Directors to retire either by rotation or in the year of appointment.

Directors indemnity provisions

News Corporation has indemnified one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the Directors' Report.

Directors' report - continued

Charitable and political contributions

The Company has made no charitable or political donations in the year (2009 - £Nil)

Auditors

The Directors have passed a resolution to dispense with the requirement to reappoint auditors annually. Ernst & Young LLP are deemed to be reappointed as auditors in the absence of a notice that the appointment is to be terminated.

Statement of Directors' responsibilities

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 its profit and loss 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,
- state whether applicable 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 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 2006. 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.

Directors' statement of disclosure of information to auditors

The Directors who were members of the Board at the time of approving the Directors' report are listed on page 1. Having made enquiries of fellow Directors and of the Company's auditors, each of these Directors confirms that

- to the best of each Director's knowledge and belief, there is no information relevant to the preparation of their report of which the Company's auditors are unaware, and
- each Director has taken all steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board



M C Gill
Director

3 Thomas More Square
London
E98 1XY

19 November 2010

Independent Auditors' report

To the members of News International Associated Services Limited

We have audited the financial statements of News International Associated Services Limited for the year ended 27 June 2010 which comprise the Profit and Loss Account, Balance Sheet and the related notes 1 to 15. 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 Chapter 3 of part 16 of the Companies Act 2006. 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 auditor's 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

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 27 June 2010 and of the company's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the company's financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.

Ernst & Young LLP

Tony McCartney (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Cambridge

24/11/2010

Profit and loss account
For the year ended 27 June 2010

	Notes	2010 £'000	2009 £'000
Turnover	2	407	1,498
Gross profit		407	1,498
Other operating income	3	18	5
Profit on ordinary activities before taxation	4	425	1,503
Tax on profit on ordinary activities	6	(297)	(58)
Profit for the financial year	12	128	1,445

There are no recognised gains or losses other than the profit attributable to shareholders of the Company of £128,000 in the year ended 27 June 2010 (2009 - £1,445,000)

Details of movements on reserves are shown in note 12

All operations of the Company continued throughout both years and no operations were acquired or discontinued

The notes to the financial statements are an integral part of this profit and loss account

Balance sheet

As at 27 June 2010

	Notes	2010 £'000	2009 £'000
Current assets			
Debtors	8	16,017	15,470
Cash at bank and in hand	10	948	43
		<hr/>	<hr/>
		16,965	15,513
Creditors: Amounts falling due within one year	11	(15,392)	(14,068)
		<hr/>	<hr/>
Net current assets		1,573	1,445
		<hr/>	<hr/>
Net assets		1,573	1,445
		<hr/>	<hr/>
Equity capital and reserves			
Called-up share capital	12	-	-
Profit and loss account	12	1,573	1,445
		<hr/>	<hr/>
Equity shareholders' funds	12	1,573	1,445
		<hr/>	<hr/>

The financial statements on pages 4 to 11 were approved by the Board of Directors on 19 November 2010 and signed on its behalf by



M C Gill
Director

19 November 2010

The notes to the financial statements are an integral part of this balance sheet

Notes to the financial statements

27 June 2010

1 Principal accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with United Kingdom Generally Accepted Accounting Principles

The financial statements of the Company are made up to the Sunday closest to the 30 June each year. Consequently, the financial statements for the current period cover 52 weeks ended 27 June 2010.

In preparing the financial statements for the current year, the Company has adopted early FRS 30 'Heritage Assets' which becomes mandatory for all accounting periods beginning on or after 1 April 2010. As the Company does not hold any heritage assets, the adoption of FRS 30 has no impact on the financial statements.

The principal accounting policies have been applied consistently throughout the year and the preceding year.

Going concern

The Company has financial resources and contracts with customers and suppliers across different geographic areas and industries, including with other entities within the NewsCorp Investments group. As a consequence, the Directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Cash flow statement

The Company is exempt from the requirement of FRS 1 'Cash Flow Statements' to include a cash flow statement as part of its financial statements because it is a wholly owned subsidiary undertaking of a body corporate, and a consolidated cash flow statement is included in the financial statements of News Corporation, the ultimate parent company.

Foreign currency

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

In preparing these financial statements, the treatment of foreign currency differences have been restated. All foreign exchange gains and losses arising from the Companies operations are now shown within the operating profit of the Company.

Turnover

Turnover is the net amount receivable by the Company in the ordinary course of its business, excluding value added tax, trade discounts and other sales related taxes.

Revenue is recognised as services are provided to other group undertakings.

Notes to the financial statements - continued

1 Principal accounting policies - continued

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax

Deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Related party transactions

As a wholly owned subsidiary undertaking of News Corporation whose financial statements are publicly available, the Company has taken advantage of the exemption in FRS 8 'Related Party Disclosures' not to disclose transactions with other wholly owned members of the group headed by News Corporation

2 Turnover

The Company's turnover is derived, for both the current and prior year, entirely from management charges to other group undertakings in the United Kingdom

3 Other operating income

	2010 £'000	2009 £'000
Exchange difference	18	5

4 Profit on ordinary activities before taxation

Other members of the Newscorp Investments group provide the Company with administrative and support services, for which no charge is made

The Directors of the Company received no remuneration for their services to the Company during the year (2009 - £Nil) The Directors received emoluments for their services provided to other group undertakings as disclosed in the financial statements of those companies

The Company has no employees (2009 - None)

Notes to the financial statements - continued

5 Auditors' remuneration

	2010 £'000	2009 £'000
Audit of the financial statements	6	6

Auditors' remuneration, including amounts in respect of non-audit services, is borne by another group undertaking

Fees paid to the Company's auditors, Ernst & Young LLP, for services other than statutory audit of the Company are disclosed in the financial statements of News International Limited

6 Tax on profit on ordinary activities

a) The tax charge is made up as follows

	2010 £'000	2009 £'000
<i>Deferred tax (note 9)</i>		
Current year movement at 28% (2009 - 28%)	135	58
Prior year movement at 28% (2009 - 28%)	162	-
	<u>297</u>	<u>58</u>

b) Factors affecting current tax charge

The tax assessed on the profit on the ordinary activities for the year is £Nil (2009 - £Nil). The difference between the tax assessed and the standard rate of corporation tax in the UK of 28% (2009 - 28%) is explained below

	2010 £'000	2009 £'000
Profit on ordinary activities before tax	425	1,503
Corporation tax at 28% (2009 - 28%)	119	421
Other timing differences	(135)	(58)
Group relief (claimed)/surrendered	16	(363)
	<u>-</u>	<u>-</u>
Total current tax	-	-

c) Factors affecting future tax charge

The Chancellor announced in the emergency budget on 22 June 2010 that the standard rate of UK Corporation Tax will be reduced from 28% to 27% from 1 April 2011, and there will be progressive annual reductions of a further 1% until a rate of 24% is reached with effect from 1 April 2014. The Finance Act (No 2) 2010 received Royal Assent on 27 July 2010, with the first of the rate reductions being substantively enacted from 21 July 2010 under UK GAAP.

Notes to the financial statements - continued

7 Dividends

	2010 £'000	2009 £'000
Equity dividends paid on ordinary shares		
£Nil per ordinary share (2009 - £223,500 per ordinary share)	-	447

8 Debtors

	2010 £'000	2009 £'000
Amounts falling due within one year		
Trade debtors	15,381	12,739
Due from group undertakings	623	2,367
Sundry debtors	-	54
Deferred tax (note 9)	13	310
	<u>16,017</u>	<u>15,470</u>

9 Deferred tax

The deferred tax included in the balance sheet is as follows

	2010 £'000	2009 £'000
Included in debtors (note 8)	13	310

A deferred tax asset has been recognised as the Directors are of the opinion that the level of future taxable profits and deferred tax liabilities within the NewsCorp Investments group will be sufficient to utilise the deferred tax asset being recognised

The movement in deferred taxation during the current year is as follows

	£'000
Beginning of the year	310
Debited to profit and loss account	
Prior year adjustment	(162)
Current year movement	(135)
	<u>13</u>
End of the year	

Deferred taxation is provided at 28% (2009 - 28%) as follows

	2010 £'000	2009 £'000
Other timing differences	13	310

Notes to the financial statements - continued

10 Cash at bank and in hand

The Newscorp Investments group operates a collective overdraft facility with its bankers, which allows individual companies in the Newscorp Investments group to overdraw subject to an agreed limit not being exceeded in aggregate. This facility is guaranteed by News Corporation.

11 Creditors: Amounts falling due within one year

	2010 £'000	2009 £'000
Bank overdraft (note 10)	-	1,986
Due to group undertakings	13,178	7,968
Taxation and social security	2,179	3,972
Other creditors	35	142
	<hr/> 15,392	<hr/> 14,068

12 Equity capital and reserves

a) Called-up equity share capital

	2010 £	2009 £
Authorised 100 ordinary shares of £1 each	100	100
Allotted and fully-paid 2 ordinary shares of £1 each	<hr/> 2	<hr/> 2

b) Reserves

	Profit and loss account £'000
Beginning of the year	1,445
Profit for the financial year	128
End of the year	<hr/> 1,573

Notes to the financial statements - continued

12 Equity capital and reserves - continued

c) Reconciliation of movements in shareholders' funds

	2010 £'000	2009 £'000
Profit for the financial year	128	1,445
Equity dividends paid on ordinary shares	-	(447)
Net addition to shareholders' funds	128	998
Opening shareholders' funds	1,445	447
Closing shareholders' funds	1,573	1,445

13 Guarantees

Under a collective group banking facility the Company has given multilateral guarantees in respect of bank overdrafts of other companies in the Newscorp Investments group

14 Related party transactions

During the year the Newscorp Investments group held a 50% investment in Globrix Limited, which was a joint venture. During the year, the Company raised invoices to third parties on behalf of Globrix Limited with a market value of £456,000 (2009 - £655,000) at a cost of £456,000 (2009 - £655,000). The total amount due to Globrix Limited on 27 June 2010 was £Nil (2009 - £206,000).

On 29 November 2009, The Newscorp Investment group, disposed of its 50% investment in Globrix Limited.

During the year, the Company raised invoices to third parties on behalf of Milkround Online Limited, a subsidiary of News Corporation, with a market value of £3,176,000 (2009 £3,141,000) at a cost of £3,176,000 (2009 - £3,141,000). The total amount due to Milkround Online Limited at 27 June 2010 was £433,000 (2009 - £314,000.)

15 Ultimate parent company

The Company's immediate parent company is News International Limited, a company incorporated in England.

The ultimate parent company is News Corporation, a company incorporated in Delaware.

The smallest and largest group in which the results of the Company are consolidated is that of headed by News Corporation, whose principal place of business is at 1211 Avenue of the Americas, New York, NY10036. The consolidated financial statements of this group are available to the public and may be obtained from 3 Thomas More Square, London E98 1XY.