TDI (BP) LIMITED

REPORT OF THE DIRECTORS
AND
FINANCIAL STATEMENTS

FOR THE YEAR ENDED
31 DECEMBER 2004

REGISTERED NUMBER

2744326

TDI (BP) LIMITED
DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2004

The Directors present their report on the affairs of the Company, together with the financial statements and the Auditors' Report for the year ended 31 December 2004.

Principal Activity

The principal activity of the Company was that of a poster advertising contractor, operating primarily in relation to transportation systems. The Company trades under an agency agreement and no longer carries on any business itself. The Directors do not propose payment of a dividend (2003: £nil).

Directors and their Interests

The Directors who held office during the period were:

T. Goddard

No Director held any disclosable interest in the issued share capital of the company during the period.

Audit Exemption

In accordance with Section 249AA(1) of the Companies Act 1985, the company qualifies for exemption from audit.

Directors' responsibilities in respect of the preparation of financial statements

Company law requires the Directors to prepare financial statements for each financial year that 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. The directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2004 and that applicable accounting standards have been followed.

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

By Order of the Board
T Goddard
Director

London
23 August 2005

Registered Office
180 Oxford Street, London W1D 1NN

TDI (BP) LIMITED
BALANCE SHEET AS AT 31 DECEMBER 2004

	Note	2004 £000	2003 £000
CURRENT ASSETS			
Debtors	(3)	1,488	1,488
		1,488	1,488
Creditors: Amounts falling due within one year	(4)	(2,995)	(2,995)
NET CURRENT LIABILITIES		(1,507)	(1,507)
TOTAL ASSETS LESS CURRENT LIABILITIES		(1,507)	(1,507)
NET LIABILITIES		(1,507)	(1,507)
CAPITAL AND RESERVES			
Share Capital	(5)	250	250
Profit and loss account	(6)	(1,757)	(1,757)
TOTAL EQUITY SHAREHOLDERS' DEFICIT		(1,507)	(1,507)

For the year ended 31 December 2004 the company was entitled to audit exemption under Section 249AA(1) of the Companies Act 1985.

Under Section 249B(2) of that Act, the members of the company have not required the company to obtain an audit of its financial statements for the year ended 31 December 2004.

The directors acknowledge their responsibility for ensuring the company keeps accounting records which comply with Section 221 of the same Act, and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit or loss for the financial year in accordance with Section 226, and which otherwise comply with the requirements of the Companies Act relating to the accounts, so far as applicable to the company.

Signed on behalf of the Board

T Goddard Director
23 August 2005

TDI (BP) LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

1. ACCOUNTING POLICIES

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

Basis of Preparation

These financial statements have been prepared on the going concern basis, Viacom Outdoor Limited having undertaken to ensure that the company will be able to settle its liabilities as they fall due.

The company did not trade on its own account during the year. It therefore made neither profit nor loss and, accordingly, no profit and loss account is presented in these financial statements.

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

As a wholly-owned subsidiary of a company registered in England and Wales which prepares consolidated financial statements, the company is exempt, under section 228 of the Companies Act 1985, from preparing consolidated financial statements.

The Company is exempt from the requirement of Financial Reporting Standard No. 1 to prepare a cash flow statement as it was a wholly owned subsidiary undertaking of TDI Holdings Limited at the year end and its cash flows are included within the consolidated cash flow statement of that company

The company has taken advantage of the exemption provided under Financial Reporting Standard No. 8 (for subsidiary undertakings whose voting rights are more than 90% controlled within the group) from disclosing group related party transactions and balances. The financial statements of TDI Holdings Limited, in which these results are included, are publicly available.

2. FIXED ASSET INVESTMENTS

The company owns, directly or through subsidiaries, the whole of the issued share capital, consisting of £1 ordinary shares, of Metrobus Advertising Limited and TDI (FB) Limited, both of which are registered in England and Wales and neither of which companies trade.

3. DEBTORS

	2004	2003
	£000	£000
Due within one year:		
Amounts owed by group undertaking	1,488	1,488

TDI (BP) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004 (CONTINUED)

4. CREDITORS

	2004 £000	2003 £000
Amounts falling due within one year:		
Amounts owed to group undertaking	37	37
Amounts due to parent undertaking	2,958	2,958
	2,995	2,995

5. CALLED UP SHARE CAPITAL

	2004 £000	2003 £000
Authorised – 1,000,000 ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid – 250,000 ordinary shares of £1 each	250	250

6. RESERVES

	Profit & Loss Account £000
At 1 January and 31 December 2004	(1,757)

7. HOLDING COMPANY

The smallest group into which the company is consolidated is headed by TDI Holdings Limited, which is registered in England and Wales. The largest group into, which the company is consolidated, is headed by Viacom Inc., of the United States of America, a company listed on the New York Stock Exchange. The directors consider Viacom Outdoor Limited the immediate controlling company, and National Amusements Inc. the ultimate controlling company. Copies of the consolidated financial statements are available from 28 Jamestown Road, London, NW1 7BY.