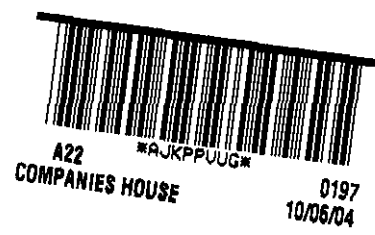


**MARKSTEAD LIMITED**

**Report and Financial Statements**

**28 December 2003**



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**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

T M Directors Limited

**SECRETARY**

T M Secretaries Limited

**REGISTERED OFFICE**

One Canada Square  
Canary Wharf  
London  
E14 5AP

**BANKERS**

Barclays Bank plc  
4 Water Street  
Liverpool  
L69 2DU

## **DIRECTORS' REPORT**

The sole director presents its annual report and financial statements for the year ended 28 December 2003.

### **ACTIVITIES**

The company has not traded during the year.

### **REVIEW OF DEVELOPMENTS, FUTURE PROSPECTS AND FINANCIAL POSITION**

The company made neither profit nor loss in the year (year ended 29 December 2002 - £Nil).

The director does not recommend the payment of a dividend (year ended 29 December 2002 - £Nil).

The financial position of the company is set out on page 3.

It is not envisaged that the company will commence trading during 2004.

### **DIRECTORS AND THEIR INTERESTS**

The present membership of the Board is set out on page 1. There have been no changes to the membership of the Board of directors during the year or since the year end.

The ultimate parent company at 28 December 2003 was Trinity Mirror plc.

The sole director has had no interests in the shares of the company, its fellow subsidiaries or its ultimate parent company at any time.

### **DIRECTORS' AND OFFICERS' LIABILITY INSURANCE**

During the year, the company has maintained cover for its directors and officers under a directors' and officers' liability insurance policy.

### **DIRECTORS' RESPONSIBILITIES**

United Kingdom 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 as at the end of the financial year and of the profit or loss of the company 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; 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 to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for the system of internal control, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the Board of Directors  
and signed on behalf of the Board



T M DIRECTORS LIMITED

Date: 7th June 2004

**BALANCE SHEET**  
**28 December 2003**

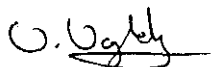
	Note	28 December 2003		29 December 2002	
		£'000	£'000	£'000	£'000
<b>FIXED ASSETS</b>					
Investments	4		-		-
<b>CURRENT ASSETS</b>					
Debtors	5	142		142	
<b>CREDITORS: amounts falling due</b>					
Within one year	6	(434)		(434)	
<b>NET CURRENT LIABILITIES</b>			(292)		(292)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			(292)		(292)
<b>CAPITAL AND RESERVES</b>					
Called up share capital	7		429		429
Profit and loss account deficit			(721)		(721)
<b>EQUITY SHAREHOLDERS' DEFICIT</b>			(292)		(292)

The company has been dormant throughout the period and members have not required the company to obtain an audit in accordance with Section 249B (2) of the Companies Act 1985. Accordingly, the company is entitled to the exemption from audit under Section 249AA(1) of the Act.

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its result for the financial year in accordance with the requirements of Section 226 of the Companies Act 1985, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Board of Directors on 7<sup>th</sup> June 2004.

Signed on behalf of the Board of Directors



T M DIRECTORS LIMITED

**NOTES TO THE ACCOUNTS**  
**Year ended 28 December 2003**

**1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Basis of preparation**

*The ultimate parent company has undertaken to provide continued financial support and the directors, therefore, are satisfied that the going concern basis of preparation is appropriate.*

**Investments**

Fixed asset investments are stated at cost unless, in the opinion of the directors, there has been impairment in value, in which case an appropriate adjustment is made.

**Cash flow statement**

*The company is not presenting a cash flow statement in accordance with the exemption for small companies in FRS 1 - Cash Flow Statements.*

**Capital instruments**

*Capital instruments are accounted for in accordance with the principles of FRS 4 issued by the Accounting Standards Board and are classified as equity share capital, non-equity share capital, minority interest or debt as appropriate.*

**2. PROFIT AND LOSS ACCOUNT**

The company has not traded during the year and made neither a profit nor a loss during the current or preceding year, nor any other recognised gains or losses. Consequently no profit and loss account has been presented.

**3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

The company has no employees.

The corporate director received no remuneration from the company (2002: £Nil), is not a member of any pension scheme (2002: same) and has no options or interests in the company or its ultimate parent (2002: same).

**NOTES TO THE ACCOUNTS (continued)**  
**Year ended 28 December 2003**

**4. INVESTMENTS**

	<b>Subsidiary undertaking £</b>
<b>Cost</b>	
At beginning and end of year	142
<b>Provisions</b>	
At beginning of year	(142)
Created during year	-
At end of year	(142)
<b>Net book value</b>	
At 28 December 2003	-
At 29 December 2002	-

The company holds 100% of the ordinary share capital and voting rights of the following companies, both of which are registered in England and Wales.

<b>Name</b>	<b>Principal activity</b>
Ad-Mag (North East) Limited	Newspaper publishing
Chargestake Limited	Newspaper publishing

In the opinion of the directors the aggregate value of the shares in and amounts owed from the subsidiary undertaking is not less than the aggregate of the amounts at which they are stated in the company's balance sheet.

**5. DEBTORS**

	<b>28 December 2003 £'000</b>	<b>29 December 2002 £'000</b>
Amounts owed by group undertakings		
Fellow subsidiaries	142	142

**6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>28 December 2003 £'000</b>	<b>29 December 2002 £'000</b>
Amounts owed to group undertakings		
Fellow subsidiaries	434	434

**NOTES TO THE ACCOUNTS (continued)**  
**Year ended 28 December 2003**

**7. CALLED UP SHARE CAPITAL**

	<b>28 December 2003 £</b>	<b>29 December 2002 £</b>
Authorised		
100 A ordinary shares of £1 each	100	100
429,156 B ordinary shares of £1 each	429,156	429,156
100 C ordinary shares of £1 each	100	100
	<u>429,356</u>	<u>429,356</u>
Called up, allotted and fully paid		
100 A ordinary shares of £1 each	100	100
429,156 B ordinary shares of £1 each	429,156	429,156
100 C ordinary shares of £1 each	100	100
	<u>429,356</u>	<u>429,356</u>

**8. CAPITAL COMMITMENTS**

At 28 December 2003 the company had no capital commitments (year ended 29 December 2002 - £Nil).

**9. ULTIMATE PARENT COMPANY AND IMMEDIATE PARENT UNDERTAKING**

In the opinion of the sole director, the company's ultimate parent company and controlling entity at 28 December 2003 was Trinity Mirror plc, a company registered in England and Wales. Copies of the group financial statements are available from its registered office at One Canada Square, Canary Wharf, London, E14 5AP. Trinity Mirror plc is the parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared.

The immediate parent undertaking is Newcastle Chronicle & Journal Limited, a company registered in England and Wales.

**10. RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemption included in Financial Reporting Standard No. 8 "Related Party Disclosures" (para 3) for wholly owned subsidiaries not to disclose transactions with entities that are part of the group or investees of the group qualifying as related parties.