

Registered Number: 4524387
England and Wales

VERONA FILM PARTNER 2 LTD

**ANNUAL REPORT AND UNAUDITED ACCOUNTS
YEAR ENDED 31 MARCH 2005**



VERONA FILM PARTNER 2 LTD

REPORT OF THE DIRECTORS 31 MARCH 2005

The directors present their annual report with the unaudited accounts of the company for the year ended 31 March 2005.

The company is dormant and has not traded during the year.

The following were directors of the company throughout the year:

P A McKenna
D M Reid
J L Boyton
K T J Mead
R H Patel

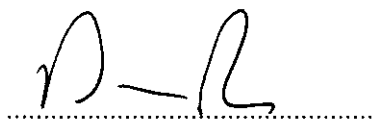
All the directors, except R H Patel, are directors of the ultimate parent company of the group and their interests in the share capital of the group are disclosed in the consolidated financial statements of that company.

R H Patel's beneficial interests in the issued share capital of Ingenious Media plc are as follows:

As at 31 March 2005 and on incorporation
Shares of Class

	'B'	'C'	'D'	'E'	'F'	'G'	'H'	'I'	'J'	'K'	'L'
R H Patel	425	286	237	237	198	198	198	198	198	198	197

Signed on behalf of the board of directors by:



D M REID

Company Secretary

Approved by the Board on:

23 September 2005

VERONA FILM PARTNER 2 LTD**BALANCE SHEET
AS AT 31 MARCH 2005**

	2005 £	2004 £
Fixed Assets		
Investments	1	1
Current Assets		
Amounts Owed by Group Undertakings	1	1
Creditors: Amounts falling due within one year		
Other Creditors	<u>(1)</u>	<u>(1)</u>
NET ASSETS	<u>1</u>	<u>1</u>
Capital and Reserves		
Called Up Share Capital		
Authorised 10,000, allotted and fully paid 1 ordinary share of £1	<u>1</u>	<u>1</u>
SHAREHOLDER'S FUNDS	<u>1</u>	<u>1</u>

For the financial year ended 31 March 2005, the company was entitled to exemption from audit under section 249AA(1) Companies Act 1985 (as a dormant company); and members have not required the company to obtain an audit of its accounts under section 249B(2). The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Act and preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the year and of its profit or loss for the financial year in accordance with the requirements of section 226 and which otherwise comply with the requirements of the Companies Act 1985, so far as applicable to the company.

Signed on behalf of the board of directors by:



R H PATEL

Director

Approved by the board on:

23 September 2005