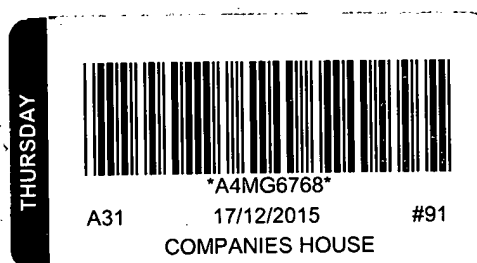


Company Registration No. 06017993 (England and Wales)

PEEL MEDIA MANAGEMENT LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015



PEEL MEDIA MANAGEMENT LIMITED

COMPANY INFORMATION

Directors

Neil Lees A.C.I.S.
John Whittaker
Paul Wainscott
A.C.I.S.
Steven Underwood
A.C.A.
David Glover

Company Secretary

Neil Lees A.C.I.S.

Company number

06017993

Registered office

Peel Dome
The Trafford Centre
Manchester
M17 8PL

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
Manchester
United Kingdom

Bankers

LLoyds Bank PLC

PEEL MEDIA MANAGEMENT LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Independent auditor's report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

PEEL MEDIA MANAGEMENT LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2015

The directors present their annual report and financial statements for the year ended 31 March 2015.

The company has taken advantage of the exemption for small companies under Section 419 (2) of the Companies Act 2006 in preparing the directors' report and from preparing a strategic report for the year ended 31 March 2015.

Principal activities

The principal activity of the company continued to be that of the provision of management services to Peel Media Limited, which owns the MediaCityUK development.

MediaCityUK is a long term development of Peel Media Group Limited, which is situated on 35 acres of waterfront land in Salford Quays, close to Manchester City Centre. Phase one of the development, totalling approx 18 acres, completed in June 2011. The remaining 17 acres, consists of a variety of serviced plots and undeveloped land that has the benefit of mixed use outline planning consent.

Results and dividends

The results for the year are set out on page 5.

The directors are not able to declare a dividend (2014: £nil).

Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in Note 1 of the financial statements.

Directors

The following directors have held office since 1 April 2014 and thereafter:

Neil Lees A.C.I.S.

John Whittaker

Paul Wainscott A.C.I.S.

Steven Underwood A.C.A.

David Glover

Auditor

In accordance with the company's articles, a resolution proposing that Deloitte LLP be reappointed as auditor of the company will be put at a General Meeting.

PEEL MEDIA MANAGEMENT LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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.

Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

On behalf of the board



Neil Lees A.C.I.S.

Director

14 December 2015

PEEL MEDIA MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBER OF PEEL MEDIA MANAGEMENT LIMITED

We have audited the financial statements of Peel Media Management Limited for the year ended 31 March 2015 which comprise the Profit and Loss account, the Statement of Total Recognised Gains and Losses, the 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 member, 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 member 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 member as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement as 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 and express an opinion on 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 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. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 31 March 2015 and of its loss 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 matter 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.

PEEL MEDIA MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF PEEL MEDIA MANAGEMENT LIMITED

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 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from preparing a strategic report.



Patrick Loftus (Senior Statutory Auditor)

for and on behalf of Deloitte LLP

14 December 2015

Chartered Accountants and Statutory Auditor

Manchester

United Kingdom

PEEL MEDIA MANAGEMENT LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2015

	Notes	2015 £'000	2014 £'000
Turnover	2	1,737	2,156
Cost of sales		(2,125)	(2,125)
Gross (loss)/profit		(388)	31
Administrative expenses		(1,531)	(2,079)
Operating loss	3	(1,919)	(2,048)
Interest payable and similar charges	4	(154)	(73)
Loss on ordinary activities before taxation		(2,073)	(2,121)
Tax on loss on ordinary activities	5	1,005	279
Loss for the year	11,12	(1,068)	(1,842)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The accompanying notes on pages 7-12 form an integral part of the financial statements.

PEEL MEDIA MANAGEMENT LIMITED

BALANCE SHEET

AS AT 31 MARCH 2015

	Notes	2015 £'000	£'000	2014 £'000	£'000
Fixed assets					
Tangible assets	6		25		-
Current assets					
Debtors	7	1,724		903	
Cash at bank and in hand		51		183	
		<u>1,775</u>		<u>1,086</u>	
Creditors: amounts falling due within one year	8	<u>(6,245)</u>		<u>(4,463)</u>	
Net current liabilities			<u>(4,470)</u>		<u>(3,377)</u>
Total assets less current liabilities and net assets			<u>(4,445)</u>		<u>(3,377)</u>
Capital and reserves					
Profit and loss account	11		<u>(4,445)</u>		<u>(3,377)</u>
Shareholder's funds	12		<u>(4,445)</u>		<u>(3,377)</u>

The accompanying notes on pages 7-12 form an integral part of the financial statements

Approved by the Board and authorised for issue on 14 December 2015



Neil Lees A.C.I.S.
Director

Company Registration No. 06017993

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2015

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The directors have received confirmation that Peel Media Group Limited ("Peel"), the divisions holding company, will continue to provide the necessary level of support to enable it to continue to operate for the foreseeable future. In considering the ability of Peel to provide any necessary support in the context of the uncertainties it faces as a result of the current economic climate, the directors have obtained an understanding of Peel's forecasts, the continuing availability of its facilities and its strategic and contingent plans.

Taking all these factors into account the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and therefore they continue to adopt the going concern bases in preparing the financial statements.

As permitted by Financial Reporting Standard No. 1 (revised) "Cash Flow Statements", the company has not prepared a cash flow statement as the company is a wholly owned subsidiary undertaking of the Peel Media Management (Holdings) Limited group of companies. Peel Media Management (Holdings) Limited is a company incorporated and registered in England and Wales which produces group financial statements in accordance with the Companies Act 2006, which include a consolidated group cash flow statement.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated) throughout the current and prior year.

1.3 Turnover

Charges for management services are accounted for on an accruals basis and recognised as the services are provided. Turnover is stated net of VAT.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Computer equipment	3 years
Fixtures, fittings & equipment	3 years

1.5 Pensions

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

1 Accounting policies

(Continued)

1.6 Taxation

Corporation tax payable is provided on taxable profits at the current rate.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as 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 a non-discounted basis.

1.7 Related party disclosure

The company has taken advantage of the exemption in paragraph 3(c) of Financial Reporting Standard No. 8 "Related Party Disclosures" and has not disclosed details of transactions with fellow wholly owned undertakings within the Peel Holdings Group Limited group of companies.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3 Operating loss

	2015	2014
	£'000	£'000

Operating loss is stated after charging:
Depreciation of tangible assets

4	-
<u>4</u>	<u>-</u>

Auditor's remuneration

Fees payable to the company's auditor for the audit of the company's annual financial statements
Tax compliance services

6	7
17	-
<u>23</u>	<u>7</u>

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

4	Interest payable	2015	2014
		£'000	£'000
	On amounts payable to group companies	154	73
		<u> </u>	<u> </u>
5	Taxation	2015	2014
		£'000	£'000
	Domestic current year tax		
	Adjustment to previous periods	(571)	-
	Receipt in respect of group relief	(434)	(279)
		<u> </u>	<u> </u>
	Total current tax	(1,005)	(279)
		<u> </u>	<u> </u>
	Factors affecting the tax credit for the year		
	Loss on ordinary activities before taxation	(2,073)	(2,121)
		<u> </u>	<u> </u>
	Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21.00% (2014 - 23.00%)	(435)	(488)
		<u> </u>	<u> </u>
	Effects of:		
	Non deductible expenses	4	-
	Depreciation in excess of capital allowances	1	-
	Movement in short term timing differences	(4)	-
	Adjustments to previous periods	(571)	209
		<u> </u>	<u> </u>
		(570)	209
		<u> </u>	<u> </u>
	Current tax credit for the year	(1,005)	(279)
		<u> </u>	<u> </u>

Tax losses carried forward for which deferred tax is not recognised amount to £nil (2014: £487,830). Realisation of this asset is dependent on the availability of suitable taxable profits in future periods, the timing of which is uncertain.

The Finance Act 2013, which was substantively enacted in July 2013, included provisions to reduce the rate of corporation tax to 20% with effect from 1 April 2015. Deferred tax balances have therefore been revalued to the lower rate of 20% in these financial statements.

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

6 Tangible fixed assets

	Computer equipment	Fixtures, fittings & equipment	Total
	£'000	£'000	£'000
Cost			
At 1 April 2014	-	-	-
Additions	12	17	29
At 31 March 2015	12	17	29
Depreciation			
At 1 April 2014	-	-	-
Charge for the year	2	2	4
At 31 March 2015	2	2	4
Net book value			
At 31 March 2015	10	15	25

7 Debtors

	2015 £'000	2014 £'000
Amounts owed by parent and fellow subsidiary undertakings	1,586	799
Amounts owed by related parties	100	-
Other debtors	-	76
Prepayments and accrued income	38	28
	1,724	903

8 Creditors: amounts falling due within one year

	2015 £'000	2014 £'000
Trade creditors	53	49
Amounts owed to parent and fellow subsidiary undertakings	5,770	4,325
Amounts owed to related parties	23	-
Other creditors	169	79
Accruals and deferred income	230	10
	6,245	4,463

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

9 Retirement Benefits

Defined contribution scheme

The total cost charged to the profit and loss account of £26,967 (2014: £69,610) represents contributions payable to these schemes by the company at rates specified in the rules of the plans.

As at 31 March 2015 contributions of £nil (2014: £19,375) due in respect of the current reporting period had not been paid over to the schemes.

	2015 £'000	2014 £'000
Contributions payable by the company for the year	27	70

10 Share capital

	2015 £	2014 £
Allotted, called up and fully paid		
- 2 ordinary shares of £1 each	2	2

11 Statement of movements on profit and loss account

	Profit and loss account £'000
Balance at 1 April 2014	(3,377)
Loss for the year	(1,068)
Balance at 31 March 2015	(4,445)

12 Reconciliation of movements in Shareholder's funds

	2015 £'000	2014 £'000
Loss for the financial year	(1,068)	(1,842)
Opening Shareholder's funds	(3,377)	(1,535)
Closing Shareholder's funds	(4,445)	(3,377)

PEEL MEDIA MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

13 Employees

Number of employees

There were no employees during the year apart from the directors.

Employment costs	2015 £'000	2014 £'000
Wages and salaries	629	1,855
Social security costs	72	200
Other pension costs	27	70
	<u>728</u>	<u>2,125</u>

The company acts as a management company and has nil employees (2014: 32) as from August 2014 the employees of the company were transferred to another company in the wider Peel group.

These costs are borne and recharged to other companies within the group where the services are provided.

14 Control

The ultimate holding company in the year ended 31 March 2015 was Tokenhouse Limited, a company incorporated in the Isle of Man. Tokenhouse Limited is controlled by the 1997 Billown Settlement.

The largest group of companies, of which the company is a member, that produces consolidated financial statements is Peel Holdings Group Limited, a company incorporated in the Isle of Man.

The smallest group of companies of which the company is a member, that produces consolidated financial statements, is Peel Media Management (Holdings) Limited, a company incorporated in England. Its group financial statements are available from the Company Secretary, Peel Dome, The Trafford Centre, Manchester, M17 8PL.

15 Related party relationships and transactions

Following the sale of 50% of the share capital of Peel Holdings (Media) Limited on 10 March 2015 it is no longer wholly owned by the Peel Holdings Group Limited group and as such is not covered by the FRS8 exemption from this date. The transactions of the company with Peel Holdings (Media) Limited and its subsidiaries from this date to the year end were as follows:

Rent payable to Peel Media Limited (£8,917) and management fee income from Peel Media Limited (£51,857). At 31 March 2015, the company had a debtor of £99,736 and a creditor of £23,250 with Peel Media Limited.