

CENTRAL EUROPEAN MEDIA ENTERPRISES LTD
Form 10-K/A
March 18, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 10-K/A
AMENDMENT NO.2 TO FORM 10-K**

**x ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934**

For the fiscal year ended December 31, 2003

**o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the transition period from _____ to _____

Commission File Number 0-24796

CENTRAL EUROPEAN MEDIA ENTERPRISES LTD.
(Exact name of registrant as specified in its charter)

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| BERMUDA (State or other jurisdiction of incorporation and organization) | N/A (IRS Employer Identification No.) |
| Clarendon House, Church Street, Hamilton (Address of principal executive offices) | HM CX Bermuda (Zip Code) |

Registrant's telephone number, including area code: 441-296-1431

Securities registered pursuant to Section 12(b) of the Act: NONE

Securities registered pursuant to Section 12(g) of the Act: NONE

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for each shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES x NO
o

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. x

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Securities

Exchange Act of 1934) Yes No

The aggregate market value of the voting stock of registrant held by non-affiliates of the registrant as of February 20, 2004 was approximately US\$ 397 million

Number of shares of Class A Common Stock outstanding as of February 20, 2004 : 20,045,766

Number of shares of Class B Common Stock outstanding as of February 20, 2004 : 7,334,736

EXPLANATORY NOTE

This is Amendment No. 2 to the Central European Media Enterprises Ltd. Annual Report on Form 10-K, as originally filed on February 25, 2004 and as amended by Form 10-K/A on March 12, 2004.

Modifications have been made only to Item 9A as set out below.

We have not updated the Annual Report on Form 10-K/A to modify disclosures in Annual Report on Form 10-K/A for events occurring subsequent to the original February 25, 2004 filing date. This Amendment No. 2 to the Annual Report on Form 10-K/A continues to speak as of February 25, 2004.

ITEM 9A. CONTROLS AND PROCEDURES

Our Chief Executive Officer and Chief Financial Officer evaluated the effectiveness of the design and operation of our disclosure controls and procedures as of the end of the period covered by this report. In the course of the audit process for our Romanian subsidiaries, in January 2004, errors were brought to our attention involving the closing of the year end book entries for the Romanian subsidiaries. These errors included an error of approximately \$407,000 with respect to the calculation of a provision for income taxes, an error of approximately \$290,000 in an intercompany balance and smaller errors in the estimate of accruals and prepayments and certain reclassification adjustments. The total income statement impact of these adjustments was a net charge of approximately \$870,000. Corrections were made to the Romanian submissions before they were consolidated into our financial statements and prior to mid-February 2004, at which time we determined that these incorrect entries were corrected. Taking these issues into account, and based on our evaluation as set forth above, the Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures are effective. We are training additional staff in Romania to ensure that our period end book entries are made in a timely and accurate manner.

Additionally, there were no changes in our internal controls over financial reporting that occurred in the fourth quarter of 2003 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Central European Media Enterprises Ltd.
By: /s/ Wallace Macmillan
Wallace Macmillan
Vice President – Finance

March 18, 2005