

# **The Plaza Theatre Company**

## **Directors' Report and financial statements**

**Registered number 190740**

**31 December 2014**

WEDNESDAY



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30/09/2015

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COMPANIES HOUSE

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## Directors' Report

The directors present their report and the financial statements for the year ended 31 December 2014.

### Principal activity

The Plaza Theatre Company ("the Company") is dormant and had no trading in the year under review.

### Business review

The Company had no trading in the year under review.

### Financial results and dividends

The Company did not trade during the year (or in the prior period) and consequently has made neither a profit nor a loss. The directors do not recommend the payment of a dividend (2013: £nil).

The Company has no recognised gains or losses and therefore no Statement of Total Recognised Gains and Losses has been presented.

### Directors

The following were directors of the Company during the year:

|            |                             |
|------------|-----------------------------|
| AS Alker   |                             |
| PM Donovan | Appointed 14 February 2014  |
| AR Gavin   | Resigned 14 February 2014   |
| RJ Harris  | Resigned 31 May 2014        |
| MJ Way     | Appointed 22 September 2014 |

### Employee involvement

The Company has no employees. The directors receive no remuneration in respect of their services to the Company (2013: £nil).

### Auditor

The Company was dormant within the meaning of section 480 of the Companies Act 2006 throughout the period to 31 December 2014 and accordingly its accounts have not been audited.

By order of the board



AS Alker  
Director

25/09/15

St Albans House  
57-59 Haymarket  
London  
SW1Y 4QX

## **Statement of directors' responsibilities in respect of the Directors' Report and the financial statements**

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 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; 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

**Balance Sheet**  
*at 31 December 2014*

|                                      | <i>Note</i> | <b>2014</b><br><b>£000</b> | 2013<br>£000 |
|--------------------------------------|-------------|----------------------------|--------------|
| <b>Current assets</b>                |             |                            |              |
| Debtors: amounts due within one year | 3           | <b>294</b>                 | 294          |
|                                      |             | <hr/>                      | <hr/>        |
| <b>Net assets</b>                    |             | <b>294</b>                 | 294          |
|                                      |             | <hr/>                      | <hr/>        |
| <b>Capital and reserves</b>          |             |                            |              |
| Called up share capital              | 4           | <b>321</b>                 | 321          |
| Profit and loss account              | 5           | <b>(27)</b>                | (27)         |
|                                      |             | <hr/>                      | <hr/>        |
| <b>Shareholders' funds</b>           | 5           | <b>294</b>                 | 294          |
|                                      |             | <hr/>                      | <hr/>        |

The Company has remained dormant throughout the financial year, has received no income and incurred no expenditure, and consequently has made neither a profit nor a loss.

The directors:

(a) confirm that the Company was entitled to exemption under subsections (1) and (2) of section 480 of the Companies Act 2006 from the requirement to have its accounts for the financial year audited.

(b) confirm that members have not required the Company to obtain an audit of its accounts for that financial year in accordance with section 476 of that Act.

(c) acknowledge their responsibilities for:

(i) ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006, and

(ii) preparing accounts which give a true and fair view of the assets, liabilities and financial position of the Company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of sections 393 and 394 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the board of directors on **25<sup>th</sup>** September 2015 and were signed on its behalf by:



**AS Alker**  
*Director*

**25/09/15**

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

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

#### *Basis of preparation*

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

Under FRS 1 *Cash Flow Statements*, the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

As the Company is a wholly owned subsidiary of CIC Theatre Group and 100% of the Company's voting rights are controlled within the group headed by Odeon & UCI Cinemas Holdings Limited ("the Group"), the Company has taken advantage of the exemption contained in FRS 8 *Related Party Disclosures* and has therefore not disclosed transactions or balances with entities which form part of the Group. The consolidated financial statements of Odeon & UCI Cinemas Holdings Limited, within which this Company is included, can be obtained from the address given in note 6.

### 2 Remuneration of directors

Other than the directors the Company has no employees. In both the current and the prior period the directors' emoluments were borne by Odeon Cinemas Limited.

### 3 Debtors: amounts due within one year

|                                     | 2014<br>£000 | 2013<br>£000 |
|-------------------------------------|--------------|--------------|
| Amounts due from Group undertakings | 294          | 294          |
|                                     | <u>294</u>   | <u>294</u>   |

### 4 Called up share capital

|   | 2014<br>£000 | 2013<br>£000 |
|---|--------------|--------------|
| <i>Allotted, called up and fully paid</i> |              |              |
| 321,000 Ordinary shares of £1 each        | 321          | 321          |
|   | <u>321</u>   | <u>321</u>   |

### 5 Reconciliation of movement in shareholders' funds

|  | Ordinary share<br>capital<br>£000 | Profit &<br>loss account<br>£000 | Total<br>£000 |
|--|-----------------------------------|----------------------------------|---------------|
| Result for the year                      | -                                 | -                                | -             |
|  | <u>-</u>                          | <u>-</u>                         | <u>-</u>      |
| Net increase in shareholders' funds      | -                                 | -                                | -             |
| Shareholders' funds at beginning of year | 321                               | (27)                             | 294           |
|  | <u>321</u>                        | <u>(27)</u>                      | <u>294</u>    |
| Shareholders' funds at end of year       | 321                               | (27)                             | 294           |
|  | <u>321</u>                        | <u>(27)</u>                      | <u>294</u>    |

## **Notes** *(continued)*

### **6 Ultimate parent company and controlling party**

The directors regard Terra Firma Holdings Limited, a company registered in Guernsey, as the ultimate parent entity. The ultimate controlling party is Guy Hands.

The largest group to consolidate these financial statements is Odeon & UCI Cinemas Holdings Limited and the smallest group is United Cinemas International Acquisitions Limited.

Copies of these consolidated financial statements can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

### **7 Related parties**

The Company has taken advantage of the exemption granted by FRS 8 *Related Party Disclosures* not to disclose transactions with group entities where 100% of the voting rights are controlled within the group.

Terra Firma Investments (GP) 2 Limited, acting as general partner of the six limited partnerships which constitute the Terra Firma Capital Partners II Fund, Terra Firma Capital Partners II LP-H, TFCP II Co-Investment 2 LP and TFCP II Co-Investment 2A LP ("Terra Firma"), has the ability to exercise a controlling influence over the Company through the holding of shares in a parent of the Company. The directors therefore consider it to be a related party.