Fanfare Music Company Limited

Directors' report and financial statements

for the year ended 31 August 2007

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Company information

Directors C N Wright

R J H Lascelles

A J Mollett

(appointed 31 October 2007)

Secretary A J Mollett

Company number 619076

Registered office The Chrysalis Building

Bramley Road

London W10 6SP

Auditors KPMG Audit Plc

8 Salisbury Square

London EC4 8BB

United Kingdom

Business address The Chrysalis Building

Bramley Road

London W10 6SP

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Directors' report for the year ended 31 August 2007

The directors present their report and the audited financial statements for the year ended 31 August 2007

Principal activity

The principal activity of the company is music publishing. The directors do not anticipate any change in this activity over the coming year.

Results and dividends

The result for the year £Nil (2006 £Nil) is set out in the profit and loss account on page 5

The directors do not recommend the payment of a dividend in the year ended 31 August 2007 (2006 £Nil)

Directors

The directors who served during the year and to the date of this report are stated below

C N Wright

N R Fenton

(resigned 31 October 2007)

R J H Lascelles

A J Mollett

(appointed 31 October 2007)

Statement of Directors' Responsibilities

The directors are responsible for preparing 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) The financial statements are required by law to give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year In preparing these financial statements the directors are required to

- select suitable accounting policies and 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,
- 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors' report for the year ended 31 August 2007

continued

Disclosure of information to auditors

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

In accordance with Section 384 of the Companies Act 1985, a resolution for the re-appointment of KPMG Audit Plc as auditors of the company is to be proposed at the forthcoming Annual General Meeting

This report was approved by the Board on 27 Line 2008 and signed on its behalf by

A J Mollett

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Secretary



KPMG Audit Plc

8 Salisbury Square London EC4Y 8BB United Kingdom

Independent auditors' report to the members of Fanfare Music Company Limited

We have audited the financial statements of Fanfare Music Company Limited for the year ended 31 August 2007 which comprise the Profit and Loss Account, the Balance Sheet and the related notes These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members 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 members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 1

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the Fanfare Music Company Limited (continued)

Opinion

In our opinion

• the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 August 2007 and of its result for the year then ended,

27 June 2008

- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

KPMG Audit Plc

Chartered Accountants
Registered Auditor

Kang Andir Re

8 Salisbury Square London EC4Y 8BB United Kingdom

Profit and loss account for the year ended 31 August 2007

		Continuing operations	
		2007	2006
	Notes	£	£
Turnover		4,536	2,232
Cost of sales		(1,754)	(797)
Gross profit		2,782	1,435
Administrative expenses		(7,167)	(5,935)
Operating result		(4,385)	(4,500)
Interest receivable and similar income	4	4,385	4,500
Profit on ordinary activities before and after taxation	2	-	-

There is no difference between the historical cost result and that reported in the profit and loss account.

There are no recognised gains or losses other than the results recognised in the current and prior year.

The notes on pages 7 to 11 form an integral part of these financial statements.

Balance sheet as at 31 August 2007

		2007		2006	
	Notes	£	£	£	£
Fixed assets					
Investments	7		37,502		37,502
Current assets					
Debtors	8	1,973		1,973	
		1,973		1,973	
Creditors amounts falling					
due within one year	9	(39,469)		(39,469)	
Net current liabilities			(37,496)		(37,496)
Net assets			6 		6
Capital and reserves					
Called up share capital	10		6		6
Profit and loss account			-		-
Shareholders' funds			6		6

The financial statements were approved by the Board on 27 Line Leve and signed on its behalf by

R PH Lascelles

Director

Notes to the financial statements for the year ended 31 August 2007

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 under the historical cost convention and in accordance with applicable accounting standards. The following policies have been consistently applied

Going concern

The accounts have been prepared on a going concern basis in view of the fact that Chrysalis PLC, has formally indicated that it will provide sufficient funding to the company to enable to meet its liabilities as they fall due, for at least the next twelve months

Group accounts

The company is exempt by virtue of s228 of the Companies Act 1985 from the requirement to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group. The company's results are included in the consolidated accounts of Chrysalis Group PLC, registered in England and Wales.

Turnover

Turnover represents music publishing royalties (excluding value added tax) and relates wholly to the company's principal activity undertaken in the UK

Music publishing royalties

Music publishing royalties derived from the inclusion of the company's copyrights on recorded music products or from performance are recognised when they are earned by the company from the relevant collection society or record company. Royalties derived from the synchronisation of the company's copyrights on television programmes, films or advertisements are recognised as earned. Any unrecouped royalty advances received are carried forward until the end of the relevant contract period

Royalties payable are expensed on an accruals basis except that advances payable are carried forward within trade and other receivables where they relate to proven artists or song writers and where it is estimated that sufficient future royalties will be recouped against those advances. Advances paid to unproven songwriters are written off in the income statement in the year they are incurred

Investments

Investment in subsidiary is stated at cost less amounts written off

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date and the gains or losses on transaction are included in the profit and loss account.

Notes to the financial statements for the year ended 31 August 2007

continued

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19

Chrysalis Group PLC entities are able to relieve their taxable losses by surrendering them to other group companies where capacity to utilise those losses exists. There is an agreement between members of the group that such losses will be purchased and paid for by the recipient company. Where there is reasonable certainty that taxable losses can be utilised the group relief receivable is included in the taxation charge or credit for the year.

2.	Notes to the profit and loss account	2007	2006
	- -	£	£
	Result on ordinary activities before taxation is stated after charging		
	Auditors' remuneration		
	- audit of these financial statements	1,271	580

3. Directors' emoluments

The directors received no remuneration from the company for services during the year (2006 nil)

The company did not have any other employees and as a result incurred no staff costs (2006 £nil)

R J H Lascelles and C N Wright received remuneration from Chrysalis Group PLC, which is disclosed in the financial statements of that company

N R Fenton received remuneration from Chrysalis Group PLC which is included in the total payroll costs of that company

4.	Interest receivable and similar income	2007 £	2006 £
	Management fees receivable	4,385	4,500

Notes to the financial statements for the year ended 31 August 2007

continued

5. Taxation

No tax charge arises as there are no taxable profits in either the current or prior year

6. Deferred taxation

Deferred tax has not been provided for at 31 August 2007 (2006 £nil) on the basis that there are no timing differences at the end of the year

		Shares in
7.	Fixed asset investments	group
		undertaking
		£
	Shares:	
	Cost	
	At beginning and end of year	37,502
	Provisions	
	At beginning and end of year	-
	Net book values	
	At 31 August 2007	37,502
	At 31 August 2006	37,502

The investment is in 100% of the ordinary share capital of Tin Pan Alley Music Limited, a company incorporated in England and Wales

	Country of Incorporation	Principal activity	Class and Percentage of shares held
Subsidiary undertakings			
Tin Pan Alley Music Limited	England and Wales	Music publishing	100% Ordinary shares

In the opinion of the directors the investment in the company's subsidiary is worth at least the amount at which it is stated in the company's balance sheet

Notes to the financial statements for the year ended 31 August 2007

continued

8.	Debtors	2007 £	2006 £
	Trade debtors	1,973 =	1,973
9.	Creditors: amounts falling due	2007	2006
	within one year	£	£
	Trade creditors	3,667	2,045
	Amounts owed to group undertakings	34,887	35,824
	Accruals and deferred income	915	1,600
		39,469	39,469
10.	Share capital	2007	2006
	•	£	£
	Authorised equity		
	100 Ordinary shares of £1 each	100	100
	Allotted, called up and fully paid equity		
	6 Ordinary shares of £1 each	6	6

11. Cash flow statement

The company is exempt from the requirement of Financial Reporting Standard No 1 (revised 1996) on the grounds that its parent undertaking, Chrysalis Group PLC, includes the company in its own published consolidated financial statements

12. Related party transactions

As the company is a wholly owned subsidiary of Chrysalis Group PLC, the company has taken advantage of the exemption contained in Financial Reporting Standard 8 Related Party Disclosure and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Chrysalis Group PLC, within which the company is included, can be obtained from the address given in note 14. There were no other related party transactions.

Notes to the financial statements for the year ended 31 August 2007

continued

13. Contingent liabilities

The company has not adopted amendments to FRS 26 in relation to financial guarantee contracts which apply for periods commencing on or after 1 January 2006

Where the company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company considers these to be insurance arrangements, and accounts for them as such. In this respect, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

14. Ultimate parent company

Fanfare Music Company Limited is a wholly owned subsidiary of Global Chrysalis Music Publishing Company Limited, a company incorporated in England and Wales

At the balance sheet date, the ultimate parent company was Chrysalis Group PLC, which is incorporated in Great Britain, and registered in England and Wales The consolidated accounts of Chrysalis Group Plc may be obtained from The Secretary, Chrysalis Group PLC, The Chrysalis Building, Bramley Road, London W10 6SP

15. Post balance sheet events

On 10 December 2007, the ordinary shares of Chrysalis PLC ('the company') were admitted to trading on the London Stock Exchange PLC's main market for listed securities. This occurred as part of a scheme of arrangement under which the Company replaced Chrysalis Group PLC as the listed parent entity of the group and £96.5m was returned to shareholders