

Virgin EG Records Limited

Financial statements

31 March 2011

Registered No 961209



Virgin EG Records Limited

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Directors

D N Kassler

S P Naughton (appointed 15 April 2010)

R C Faxon (appointed 16 December 2010)

R C Prior (appointed 16 December 2010)

Secretary

TMF Corporate Administration Services Limited

Registered Office

27 Wrights Lane

London

W8 5SW

Profit and loss account

During the financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss.

No other gains and losses have been recognised in the current and the preceding financial year, and consequently, no separate statement of Total Recognised Gains and Losses has been presented.

Balance sheet

at 31 March 2011

	Notes	2011 £	2010 £
Current assets			
Debtors	2	1	1
Creditors amounts falling due within one year		-	-
Net current assets and net assets		1	1
Capital and reserves			
Called up share capital	3	1,924,158	1,924,158
Profit and loss account		(1,924,157)	(1,924,157)
Shareholders' funds		1	1

For the year ended 31 March 2011 the company was entitled to exemption from audit under s 480 Companies Act 2006 relating to dormant companies.

Directors' responsibilities

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the Board of Directors on 16th December 2011 and signed on its behalf by



S P Naughton
Director

16 December 2011

Notes to 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 these accounts

Basis of preparation

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

Under Financial Reporting Standard 1 (revised 1996) the company is exempt from the requirement to prepare a cash flow statement on the grounds that Maltby Capital Limited includes the company in its own published consolidated financial statements

2. Debtors

	2011	2010
	£	£
Amounts owed by group undertakings	1	1

3. Share capital

	2011	2010
	£	£
1,924,158 (2009 1,924,158) ordinary shares of £1 each	1,924,158	1,924,158

4. Ultimate parent undertaking

The company's immediate parent undertaking is Virgin Records Limited, a company incorporated in England and Wales. The ultimate parent undertaking and controlling party is TFCP Holdings Limited, a company registered in Guernsey. The parent undertaking of the largest group to consolidate these financial statements is Maltby Capital Limited.

On 1 February 2011, Maltby Investments Limited, an intermediate company owned by Maltby Capital Limited, sold Maltby Acquisitions Limited, an intermediate company, to Citibank. Maltby Acquisitions Limited became the ultimate holding company of the new group, which owned Virgin EG Records Limited. Subsequently Maltby Acquisitions Limited changed its name to EMI Group Worldwide Holdings Limited.

On 31 March 2011, a new holding company EMI Global Group Limited was established above EMI Group Worldwide Holdings Limited.

The ultimate parent undertaking and controlling party is CGI Private Equity LP LLC, registered in the state of Delaware, USA.

5. Post balance sheet events

On November 11th 2011, Citigroup Inc signed definitive agreements to sell EMI Recorded Music to Universal Music Group and EMI Music Publishing to an investor Group (the 'Investor Group') that comprised of Sony Corporation of America, the Estate of Michael Jackson, Mubadala Development Company PJSC, Jynwel Capital Limited, the Blackstone Group's GSO Capital Partners LP and David Geffen.

Notes to the financial statements

The transactions are subject to certain closing conditions, including the approval by relevant regulatory authorities and the separation of the two businesses. Additionally the sale of EMI Recorded Music is conditional on Citigroup taking over the responsibility for EMI's UK defined benefits pension scheme.

The sale agreements specify that the transactions must be completed in 22 months for Recorded Music and 12 months for Music Publishing. Failure to complete the sale on these specified timings will result in one or both businesses being retained by Citigroup.

On completion of the sale, the buyers will repay the outstanding debt from Citigroup for the business they are buying. After the completion of the sales, Universal Music Group will finance Recorded Music using its existing facilities. The Investor Group will raise new financing to fund Music Publishing.