

COMPANY REGISTRATION NUMBER 06405600

EMI Music Publishing Finance (UK) Limited
Annual Report and Consolidated Financial Statements
For the Year Ended 31 March 2019



EMI Music Publishing Finance (UK) Limited
Annual Report and Consolidated Financial Statements
Year ended 31 March 2019

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EMI Music Publishing Finance (UK) Limited

Officers and Professional Advisers

Year ended 31 March 2019

The Board of Directors G R Henderson (appointed on 14 November 2018)
T F Kelly (appointed on 31 March 2019)
T W Major (appointed on 31 March 2019)
J J Platt (appointed on 31 March 2019)
M N Bandier (appointed on 14 November 2018, resigned on 31 March 2019)
G K Mool (appointed on 14 November 2018, resigned on 31 March 2019)
J S Puzio (appointed on 14 November 2018, resigned on 31 March 2019)
F Crummins (resigned on 14 November 2018)
D H Johnson (resigned on 14 November 2018)

Company secretary TMF Corporate Administration Services Limited

Registered office 30 Golden Square
London
United Kingdom
W1F 9LD

Independent auditors BDO LLP
Chartered Accountants and Statutory Auditors
55 Baker Street
London
W1U 7EU

EMI Music Publishing Finance (UK) Limited**Strategic Report****Year ended 31 March 2019**

The Directors present the Strategic Report of EMI Music Publishing Finance (UK) Limited (the "Company") and its subsidiary undertakings (together the "Group") for the year ended 31 March 2019, detailing the main factors impacting upon the business during the year and a review of progress. The comparatives are for year ended 31 March 2018.

On 30 July 2018, Sony Corporation of America ("SCA"), a US corporation that is ultimately owned by Sony Corporation (Japan) ("Sony"), acquired the remaining 25.104% membership interest in Nile Acquisition LLC ("NALLC") from the Estate of Michael Joseph Jackson. Immediately following the acquisition, SCA contributed the membership interest down the chain to its wholly-owned subsidiary, Sony Music Holdings Inc. ("SMHI"). As a result of the foregoing transactions, NALLC became a wholly-owned subsidiary of SMHI, and an indirect subsidiary of Sony Corporation.

On 14 November 2018, SMHI acquired the remaining 60.166% partnership interest in DH Publishing L.P., a Cayman Islands limited partnership, from Nile Acquisition Holding Co. Ltd, an investor consortium led by Mubadala Investment Company. On 15 November 2018, SMHI contributed the limited partnership interest to NALLC. As a result of the foregoing transactions, DH Publishing L.P. became a wholly-owned subsidiary of NALLC, and an indirect subsidiary of Sony Corporation.

As a result of the two acquisitions, the Company's ultimate parent and controlling party is Sony Corporation.

Principal activities and business review

The Company is a wholly owned subsidiary of EMI Music Publishing Group International B.V. and is part of the Sony Corporation Group. Sony Corporation is the ultimate parent undertaking.

The principal activity of the Company is that of a finance company. There has not been any change to the principal activity of the Company during the year ended 31 March 2019 or subsequently. The Directors do not anticipate any change to the principal activity of the Company during the next year.

The principal activity of the Group continued to be that of music publishing. There has not been any change to the principal activity of the Group during the year ended 31 March 2019 or subsequently. The Directors do not anticipate any change to the principal activity of the Group during the next year.

As stated in the Consolidated Income Statement and Statement of Other Comprehensive Income on page 11 the Group made a profit before taxation of £79,267,000 in the year to 31 March 2019 compared with the previous year's loss before taxation of £1,537,000. Included in the profit before taxation in the year to 31 March 2019 is a foreign exchange gain of £38,125,000 (2018: £56,824,000 loss).

In the Consolidated Balance Sheet shown on page 12, the net assets of the Group have increased by 128% from a net asset position the prior year.

	Group			Company		
	2019 £'000	2018 £'000	Change %	2019 £'000	2018 £'000	Change %
Profit/(loss) before taxation	79,267	(1,537)	5,257.3	43,954	(56,648)	177.6
Profit/(loss) for the financial year	71,843	(3,246)	2,313.3	43,229	(56,684)	176.3
Total equity	256,646	111,914	129.3	(261,940)	(319,134)	17.9
NPS for the financial year	51,722	51,468	0.5	-	-	-
Operating profit	18,232	40,043	(54.5)	(68)	(32)	112.5

Future developments

The Directors do not anticipate any significant changes to the Company or the Group activity in the foreseeable future.

EMI Music Publishing Finance (UK) Limited

Strategic Report (continued)

Year ended 31 March 2019

Principal risks and uncertainties

The principal risks and uncertainties facing the Company and Group concern the shift in the types of revenue sources in the worldwide market for recorded music, whose value increased overall by 9.7% in 2018, according to data from the IFPI. As physical sales and digital downloads have declined, digital subscription services have subsidised this loss and fuelled the growth in the whole market. As this change from physical revenue to streaming occurs, we still remain dependent on identifying, signing and retaining talented songwriters whose new releases are well received and whose music will continue to generate revenues for years to come. Competition for such talent is intense and our financial results would be adversely affected if we fail to identify, sign and retain songwriters. External bodies such as local third-party collection societies, have a significant influence on some of our revenues. Mechanical and Performance rates as well as distribution rules are usually set by performing rights societies through board approval and as such may result in the setting of rates at levels lower than we would wish and may therefore adversely affect our ability to increase profitability.

Financial risk management

The Company's and Group's operations expose it to certain financial risks, primarily comprised of credit, liquidity, cash flow and price risk.

The Company and Group are part of Sony Corporation's administration agreement with Sony/ATV (the "Administrator") whereby the Administrator follows the agreed upon processes in conformity with generally accepted industry standards.

Cash flow risk

The Company and Group maintains large reserves of cash. The Company's and Group's cash is managed in accordance with the Administration agreement.

Liquidity risk

Credit checks performed on potential customers ensure the Company's and Group's current assets are sufficiently liquid to enable it to pay its bills and fund its current liabilities. The Company and Group have short term debtors, repayable on demand.

Recoverability of investments in subsidiaries

The Company is a holding company so has a large portfolio of investments. In accordance with FRS 102.27 Impairment of Assets, if there are impairment indicators the carrying values of investments have been compared to their recoverable amounts, represented by their net realisable value, and impaired where appropriate.

Credit risk

The Company and Group have long term debtors. The risk that a debtor may fail to meet its repayment obligations is low because all of the debt is held and managed by the Sony Corporation group.

EMI Music Publishing Finance (UK) Limited

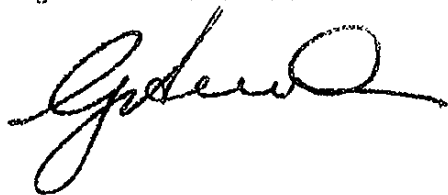
Strategic Report (continued)

Year ended 31 March 2019

Key performance indicators

Key performance indicators ("KPIs") are designed to indicate how the Company and Group has performed on key ratios, and the Company and Group uses NPS margin and operating margin as the key performance indicators which are most appropriate. The Directors are satisfied with the performance of the Group and Company against these KPIs throughout the financial year.

Signed on behalf of the Directors

A handwritten signature in black ink, appearing to read 'G R Henderson', with a large, stylized loop at the end.

G R Henderson
Director

30 Golden Square
London
United Kingdom
W1F 9LD

Approved by the Directors on 30 DECEMBER 2019

EMI Music Publishing Finance (UK) Limited

Directors' Report

Year ended 31 March 2019

The Directors present their annual report and audited consolidated financial statements for the year ended 31 March 2019. The comparatives are for the year ended 31 March 2018.

Going concern

The Directors of the Sony Corporation group have prepared consolidated group financial projections for a period of more than twelve months from the date of approval of these financial statements. After considering these financial projections, the Directors have concluded that they have a reasonable expectation that the Company and Group has adequate resources to continue as a going concern for the foreseeable future and as a result have prepared these financial statements on a going concern basis.

Additionally Sony Corporation, has agreed to provide financial support to the Company and Group in order that it can continue to trade and meet its liabilities as they fall due.

Results and dividends

The Group profit for the financial year amounted to £71,843,000 (2018: £3,246,000 loss). The Directors have not recommended a dividend for the year (2018: £nil).

Future developments

Further details relating to the future developments of the Company and Group can be found in the Strategic Report on page 2.

Directors

The Directors who served the Company during the year and up to the date of signing this report are listed on page 1.

Qualifying third party indemnity provisions

The Directors benefited from the qualifying third party indemnity provisions in place during the financial year and at the date of this report.

Political contributions

The Company made no political donations or incurred any political expenditure during the year (2018: £nil).

Disclosure of information to the auditor

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 of which the Company's and the Group's auditors are unaware, and each Director has taken all steps that he or she ought to have taken as a Director in order to make himself or herself aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

EMI Music Publishing Finance (UK) Limited

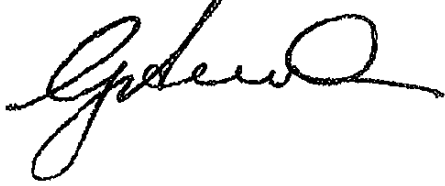
Directors' Report (continued)

Year ended 31 March 2019

Independent auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and BDO LLP will therefore continue in office.

Signed on behalf of the Directors

A handwritten signature in black ink, appearing to read 'G R Henderson', written over a horizontal line.

G R Henderson
Director

30 Golden Square
London
United Kingdom
W1F 9LD

Approved by the Directors on 30 December 2019

EMI Music Publishing Finance (UK) Limited

Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements

Year ended 31 March 2019

The Directors are responsible for preparing the Strategic Report, 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 Group and Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practices (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 Group and Company and of the profit or loss of the Group and 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; 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 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.

EMI Music Publishing Finance (UK) Limited

Independent Auditor's Report to the Members of EMI Music Publishing Finance (UK) Limited

Year ended 31 March 2019

Opinion

We have audited the financial statements of EMI Music Publishing Finance (UK) Limited ("the Parent Company") and its subsidiaries ("the Group") for the year ended 31 March 2019 which comprise Consolidated Income Statement and Statement of Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement, and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice)

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 March 2019 and of the Group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Group or Parent Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

EMI Music Publishing Finance (UK) Limited

**Independent Auditor's Report to the Members of EMI Music Publishing Finance (UK) Limited
(continued)**

Year ended 31 March 2019

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report and Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion;

- adequate accounting records have not been kept by the Parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Parent Company 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.

Responsibilities of Directors

As explained more fully in the Statement of Directors Responsibilities, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Parent Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

EMI Music Publishing Finance (UK) Limited

**Independent Auditor's Report to the Members of EMI Music Publishing Finance (UK) Limited
(continued)**

Year ended 31 March 2019

Use of our report

This report is made solely to the Parent Company's members, 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 Parent 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 Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

BDO LLP

Andrew Viner (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London, UK

30 DEC 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

EMI Music Publishing Finance (UK) Limited**Consolidated Income Statement and Statement of Other Comprehensive Income****Year ended 31 March 2019**

	<i>Note</i>	2019 £'000	2018 £'000
Turnover	3	215,132	206,687
Cost of sales		(165,745)	(156,651)
Gross profit		49,387	50,036
Administrative expenses		(31,153)	(10,000)
(Expense)/income from shares in group undertakings		(2)	7
Operating profit	4	18,232	40,043
Interest receivable and similar income	7	96,279	54,892
Interest payable and similar expense	8	(35,244)	(96,472)
Profit/(loss) before taxation		79,267	(1,537)
Tax on profit/(loss)	9	(7,424)	(1,709)
Profit/(loss) and total comprehensive income/(expense)		71,843	(3,246)

The notes on pages 17 to 34 form part of these financial statements.

All activities are classed as continuing for the current and prior years.

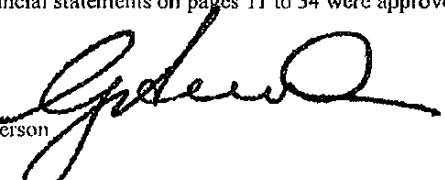
There were no items of comprehensive income in the current or prior year.

EMI Music Publishing Finance (UK) Limited**Consolidated Balance Sheet****Year ended 31 March 2019**

	<i>Note</i>	2019 £'000	2018 £'000
Fixed assets			
Intangible assets	<i>10</i>	3,646	4,895
Tangible fixed assets	<i>11</i>	211	377
		<u>3,857</u>	<u>5,272</u>
Current assets			
Debtors (including £932,585,000 (2018: £833,453,000) falling due after more than one year)	<i>13</i>	1,159,073	1,013,392
Cash at bank and in hand		24,274	47,461
		<u>1,183,347</u>	<u>1,060,853</u>
Creditors: amounts falling due within one year	<i>14</i>	(369,299)	(355,574)
Net current assets		<u>814,048</u>	<u>705,279</u>
Total assets less current liabilities		<u>817,905</u>	<u>710,551</u>
Creditors: amounts falling due after more than one year	<i>15</i>	(561,259)	(598,637)
Net assets		<u>256,646</u>	<u>111,914</u>
Capital and reserves			
Called up share capital	<i>18</i>	5,651	5,651
Share premium account		753	753
Other reserves		242,286	169,397
Retained earnings/(deficit)		7,956	(63,887)
Shareholders' funds		<u>256,646</u>	<u>111,914</u>

The notes on pages 17 to 34 form part of these financial statements.

These financial statements on pages 11 to 34 were approved by the Board of Directors on 30 DEC 19 and signed on their behalf by:



G R Henderson
Director

Company Registration Number: 06405600

EMI Music Publishing Finance (UK) Limited**Company Balance Sheet****Year ended 31 March 2019**

	<i>Note</i>	2019 £'000	2018 £'000
Fixed assets			
Investments	12	239,650	239,650
Current assets			
Debtors (including £816,777,000 (2018: £720,336,000) falling due after more than one year)	13	908,488	779,101
Cash at bank and in hand		15,117	40,192
		<u>923,605</u>	<u>819,293</u>
Creditors: amounts falling due within one year	14	<u>(393,908)</u>	<u>(388,184)</u>
Net current assets		<u>529,697</u>	<u>431,109</u>
Total assets less current liabilities		<u>769,347</u>	<u>670,759</u>
Creditors: amounts falling due after more than one year	15	<u>(1,031,287)</u>	<u>(989,893)</u>
Net liabilities		<u>(261,940)</u>	<u>(319,134)</u>
Capital and reserves			
Called up share capital	18	5,651	5,651
Share premium account		753	753
Other reserves		183,362	169,397
Retained deficit		<u>(451,706)</u>	<u>(494,935)</u>
Shareholders' deficit		<u>(261,940)</u>	<u>(319,134)</u>

The notes on pages 17 to 34 form part of these financial statements.

As permitted by section 408 of the Companies Act 2006, the Company has not presented its own Income Statement and Statement of Other Comprehensive Income and related notes. The Company's profit for the year was £43,229,000 (2018: £56,684,000 loss).

These financial statements were approved by the Board of Directors on 30 DEC 19 and signed on their behalf by:

G R Henderson
Director

Company Registration Number: 06405600

EMI Music Publishing Finance (UK) Limited**Consolidated Statement of Changes in Equity****Year ended 31 March 2019**

	Called up share capital £'000	Share premium account £'000	Other reserves £'000	Retained earnings/ (deficit) £'000	Shareholders' funds £'000
Balance at 1 April 2017	5,651	753	169,397	(60,641)	115,160
Total comprehensive expense for the year					
Loss for the financial year	-	-	-	(3,246)	(3,246)
Total comprehensive expense for the year	-	-	-	(3,246)	(3,246)
Balance at 31 March 2018	5,651	753	169,397	(63,887)	111,914
Balance at 1 April 2018	5,651	753	169,397	(63,887)	111,914
Total comprehensive income for the year					
Profit for the financial year	-	-	-	71,843	71,843
Total comprehensive income for the year	-	-	-	71,843	71,843
Transactions with owners, recorded directly in equity					
Capital contribution	-	-	72,889	-	72,889
Total contributions by and distributions to owners	-	-	72,889	-	72,889
Balance at 31 March 2019	5,651	753	242,286	7,956	256,646

A loan due to a group entity has been forgiven during the year, this has been recognised as a capital contribution during the year.

The notes on pages 17 to 34 form part of these financial statements.

EMI Music Publishing Finance (UK) Limited**Company Statement of Changes in Equity****Year ended 31 March 2019**

	Called up share capital £'000	Share premium account £'000	Other reserves £'000	Retained deficit £'000	Shareholders' deficit £'000
Balance at 1 April 2017	5,651	753	169,397	(438,251)	(262,450)
Total comprehensive expense for the year					
Loss for the financial year	-	-	-	(56,684)	(56,684)
Total comprehensive expense for the year	-	-	-	(56,684)	(56,684)
Balance at 31 March 2018	5,651	753	169,397	(494,935)	(319,134)
Balance at 1 April 2018	5,651	753	169,397	(494,935)	(319,134)
Total comprehensive income for the year					
Profit for the financial year	-	-	-	43,229	43,229
Total comprehensive income for the year	-	-	-	43,229	43,229
Transactions with owners, recorded directly in equity					
Capital contribution	-	-	13,965	-	13,965
Total contributions by and distributions to owners	-	-	13,965	-	13,965
Balance at 31 March 2019	5,651	753	183,362	(451,706)	(261,940)

A loan due to a group entity has been forgiven during the year, this has been recognised as a capital contribution during the year.

The notes on pages 17 to 34 form part of these financial statements.

EMI Music Publishing Finance (UK) Limited**Consolidated Cash Flow Statement****Year ended 31 March 2019**

	<i>Note</i>	2019 £'000	2018 £'000
Cash flows from operating activities			
Profit/(loss) for the year		71,843	(3,246)
<i>Adjustments for:</i>			
Amortisation of intangible fixed assets	10	1,735	1,386
Depreciation of tangible fixed assets	11	166	171
Interest receivable and similar income	7	(58,154)	(54,892)
Interest payable and similar charges	8	35,244	39,648
Foreign exchange (gain)/loss	7	(38,125)	56,824
Taxation	9	7,424	1,709
		<u>20,133</u>	<u>41,600</u>
Decrease in debtors		51,143	14,862
Increase/(Decrease) in creditors due within one year		42,051	(678,174)
(Decrease)/increase in creditors due after more than one year		<u>(47,744)</u>	<u>620,604</u>
		65,583	(1,108)
Tax paid		<u>(1,363)</u>	<u>(1,689)</u>
Net cash from/(used in) operating activities		<u>64,220</u>	<u>(2,797)</u>
Cash flows from investing activities			
Acquisition of other intangible fixed assets	10	<u>(486)</u>	<u>(162)</u>
Net cash used in investing activities		<u>(486)</u>	<u>(162)</u>
Cash flows from financing activities			
Issue/(repayment) of loans from fellow group undertakings		<u>(86,921)</u>	<u>17,000</u>
Net cash (used in)/from financing activities		<u>(86,921)</u>	<u>17,000</u>
Net (decrease)/increase in cash and cash equivalents		<u>(23,187)</u>	<u>14,041</u>
Cash and cash equivalents at 1 April		<u>47,461</u>	<u>33,420</u>
Cash and cash equivalents at 31 March		<u>24,274</u>	<u>47,461</u>

The notes on pages 17 to 34 form part of these financial statements.

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements

Year ended 31 March 2019

1 Accounting policies

EMI Music Publishing Finance (UK) Limited ("the Company") is a private company limited by shares, incorporated, domiciled and registered in England and Wales in the United Kingdom. The registered number is 06405600 and the registered address is 30 Golden Square, London, United Kingdom, W1F 9LD.

These Group and parent company financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland ("FRS 102"). The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The parent company is included the consolidated financial statements, and is considered to be a qualifying entity under FRS 102 paragraphs 1.8. to 1.12. The following exemptions available under FRS 102 in respect of certain disclosures for the parent company financial statements have been applied:

- The reconciliation of the number of shares outstanding from the beginning to the end of the period has not been included a second time;
- No separate parent company Cash Flow Statement with related notes is included;
- Key Management Personnel compensation has not been included a second time; and
- Certain disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 2.

Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom.

Going concern

The Group has made a profit for the financial year of £71,843,000 (2018: £3,246,000 loss) and has net current assets of £814,048,000 (2018: £705,279,000) at the reporting date.

The financial statements are prepared on the going concern basis as the ultimate parent company, Sony Corporation, has agreed to provide financial support to the Company and Group in order that it can continue to trade and meet its liabilities as they fall due. This support will continue whilst the Company remains a member of the Sony Corporation group, and for a period of at least one year from the date of signing the Company's financial statements.

The Company and Group operates as part of the Sony Corporation and have provided a guarantee to the Group's lender, as such the Company and Group are affected by the terms of the group's banking facilities. The continued availability of existing bank facilities requires the group to comply with the covenants set out in those bank facilities.

After considering these financial projections, the Directors have concluded that they have a reasonable expectation that the Company and Group have adequate resources to continue as a going concern for the foreseeable future and as a result have prepared these financial statements on a going concern basis.

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

1 Accounting policies (continued)

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary undertakings made up to 31 March 2019.

A subsidiary is an entity that is controlled by the parent. The results of subsidiary undertakings are included in the Consolidated Income Statement from the date that control commences until the date that control ceases. Control is established when the Company has the power to govern the operating and financial policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable.

An associate is an entity in which the Group has significant influence, but not control, over the operating and financial policies of the entity. Significant influence is presumed to exist when the investors holds between 20% and 50% of the equity voting rights.

A joint venture is a contractual arrangement undertaking in which the Group exercises joint control over the operating and financial policies of the entity. Where the joint venture is carried out through an entity, it is treated as a jointly controlled entity. The Group's share of the profits less losses of associates and of jointly controlled entities is included in the Consolidated Income Statement and its interest in their net assets is recorded on the Balance Sheet using the equity method.

Under Section 408 of the Companies Act 2006 the Company is exempt from the requirement to present its own Income Statement. The profit for the year was £43,229,000 (2018: £56,684,000 loss).

In the parent financial statements, investments in subsidiaries, jointly controlled entities and associates are carried at cost less impairment.

Related party transactions

The Company is exempt under the terms of FRS 102.33 Related Party Disclosures from disclosing related party transactions with entities that are part of the Sony Corporation group or investees of the Sony Corporation group provided that any subsidiary which is party to the transaction is wholly owned by the group.

Classification of financial instruments issued by the Group

In accordance with FRS 102.22, financial instruments issued by the Group are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the Group to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Group; and
- where the instrument will or may be settled in the entity's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the entity's own equity instruments or is a derivative that will be settled by the entity exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the entity's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Basic financial instruments

Trade and other debtors/creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

1 Accounting policies (continued)

Basic financial instruments (continued)

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Investments

Investments in subsidiaries, jointly controlled entities and associates are carried at cost less impairment.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Intangible assets

Copyrights that are acquired by the Group are stated at cost less accumulated amortisation and accumulated impairment losses.

Amortisation

Amortisation is charged to the Income Statement on a straight-line basis over the licence period or estimated useful lives of intangible assets. Intangible assets are amortised from the date they are available for use. The estimated useful lives are as follows:

- Copyrights 5 - 20 years

The Company reviews the amortisation period and method when events and circumstances indicate that the useful life may have changed since the last reporting date.

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

The Company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation

Depreciation is charged to the Income Statement on a straight-line basis over the estimated useful lives at each tangible fixed asset.

The estimated useful lives are as follows:

- Computer equipment software 5 years
- Office machinery, furniture and fittings 5-10 years
- Fixtures and fittings 5-10 years

Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since last annual reporting date in the pattern by which the company expects to consume an asset's future economic benefits.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****1 Accounting policies (continued)****Impairment***Financial assets (including trade and other debtors)*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

Employee benefits*Defined contribution plans and other long term employee benefits*

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the Income Statement in the periods during which services are rendered by employees.

Turnover

The Group's turnover is wholly attributable to its principal activity and the directors do not believe that any part of the Group's worldwide market is significantly different from any other.

Turnover consists of income from copyrights and is recorded when reported to the Group by the relevant source, or when the Company reasonably estimates that the income has been earned from a relevant source. Turnover is stated after deducting all commissions and any sales related taxes levied on turnover.

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

I Accounting policies (continued)

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the Income Statement except to the extent that it relates to items recognised directly in Equity or Other Comprehensive Income, in which case it is recognised directly in Equity or Other Comprehensive Income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the Balance Sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for:

- differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and
- differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference.

Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the Balance Sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Transactions in foreign currencies are translated to the Group Companies' functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the Income Statement.

Expenses

Interest receivable and interest payable

Interest payable and similar expenses include interest payable and net foreign exchange losses that are recognised in the Income Statement (see foreign currency accounting policy).

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method. Foreign currency gains or losses are reported on a net basis.

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

2 Accounting estimates and judgements

The Group and Company makes estimates and judgements concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. These estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Impairment of investments in subsidiaries and non-financial assets

The Group and Company conducts impairment reviews of investments in subsidiaries and non-financial assets whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually in accordance with the relevant accounting standards. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Group and Company to estimate the value in use which is based on future cash flows, and a suitable discount rate in order to calculate the present value. Where the actual future cash flows are less than expected, an impairment loss may arise. Management believe that any reasonable possible changes in the assumptions used in the impairment reviews would not affect management's view on impairment at current year end.

Accrued income, writer royalties and advances

The Company uses estimates to calculate writer royalties due for the second half of the year for all the royalty receipts and uses industry standard rates to estimate the royalty accruals.

Writer advances provisions were made during the year based on calculations used in the Company and across other affiliated companies that determine the recoverability advances.

Depreciation of tangible fixed assets

The Group determines the estimated useful lives, residual values and related depreciation charges for its tangible fixed assets with reference to the estimated periods that the Group intends to derive future economic benefits from the use of these assets. Management will revise the depreciation charge where useful lives or residual values are materially different from those previously estimated. Actual economic lives may differ from estimated useful lives and actual residual values may differ from estimated residual values. Periodic review could potentially result in a change in depreciable lives and residual values and therefore depreciation expenses in the future periods.

Amortisation of intangible fixed assets

The Group determines the estimated useful lives, residual values and related amortisation charges for its purchased rights in copyrights with reference to their licence periods or estimated periods that the Group intends to derive future economic benefits from the use of these assets. Management will revise the amortisation charge where useful lives or residual values are materially different from those previously estimated. Actual economic lives may differ from estimated useful lives and actual residual values may differ from estimated residual values. Periodic review could potentially result in a change in amortisable lives and residual values and therefore amortisation expenses in the future periods.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****3 Turnover**

The turnover is attributable to the one principal activity of the Group.

An analysis of turnover by geographical market is given below:

	2019 £'000	2018 £'000
United Kingdom	65,902	72,748
Rest of Europe	98,516	87,869
USA	34,494	29,566
Rest of the World	16,220	16,504
	<u>215,132</u>	<u>206,687</u>

4 Operating profit

	2019 £'000	2018 £'000
Included in profit is the following:		
Auditor's remuneration - audit of these financial statements	217	185
Amortisation of intangible assets	1,735	1,386
Depreciation of tangible fixed assets	166	171
Expenses associated with the sale of the EMI group to Sony Corporation	<u>20,308</u>	<u>-</u>

5 Directors' remuneration

The Directors who are also the key management, received no remuneration from the Group for their services during the year (2018: £nil).

The Directors were remunerated by a member of the Sony Corporation Group for their services to the Group as a whole.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****6 Staff numbers and costs**

The monthly average number of persons employed by the Group (including Directors) during the year, analysed by category, was as follows:

	2019 Number	2018 Number
Marketing and professional divisions	32	33
Service divisions	36	39
	<u>68</u>	<u>72</u>

The aggregate payroll costs of these persons were as follows:

	2019 £'000	2018 £'000
Wages and salaries	5,886	6,082
Social security costs	762	789
Other pension costs	463	462
	<u>7,111</u>	<u>7,333</u>

7 Interest receivable and similar income

	2019 £'000	2018 £'000
Foreign exchange gains	38,125	-
Interest receivable from Group undertakings	58,154	54,813
Other interest receivable	-	79
	<u>96,279</u>	<u>54,892</u>

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****8 Interest payable and similar expense**

	2019 £'000	2018 £'000
Foreign exchange losses	-	56,824
Interest payable to Group undertakings	35,244	39,648
	<u>35,244</u>	<u>96,472</u>

9 Taxation**Total tax expense recognised in the Income Statement**

	2019 £'000	2018 £'000
<i>Current tax</i>		
Current tax on profit/(loss) for the year	8,418	-
Adjustments in respect of prior years	-	46
Foreign tax suffered	134	1,689
Total current tax	<u>8,552</u>	<u>1,735</u>
<i>Deferred tax</i>		
Origination and reversal of timing differences	6,699	52
Previously unrecognised tax losses	(7,122)	(78)
Effect of changes in tax rates	(705)	-
Total deferred tax	<u>(1,128)</u>	<u>(26)</u>
Total tax	<u><u>7,424</u></u>	<u><u>1,709</u></u>

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****9 Taxation (continued)****Reconciliation of effective tax rate**

	2019	2018
	£'000	£'000
Profit/(loss) or the year	71,843	(3,246)
Total tax expense	7,424	1,709
Profit/(loss) before taxation	79,267	(1,537)
Tax using the UK corporation tax rate of 19% (2018: 19%)	15,061	(292)
<i>Effect of</i>		
Fixed asset differences	4	11
Expenses not deductible for tax purposes	51	10
Income not taxable	1	-
Other permanent differences	-	(315)
Group relief claimed	-	(2,647)
Foreign tax suffered	134	1,689
Adjustments in respect of prior years	-	(32)
Previously unrecognised tax losses	(7,122)	-
Effect of changes in tax rates	(705)	342
Deferred tax not recognised	-	2,943
Total tax	7,424	1,709

Unrecognised deferred tax asset

At the Balance Sheet date the Group had an unrecognised deferred tax asset of £462,523 (2018: £6,925,216) in relation to tax deductions as a result of excess interest deductions and capital allowances available for offset against future profits.

Factors affecting future tax charge

Reductions in the main rate of UK corporation tax from 20% (effective 1 April 2015) to 19% and 18% (effective from 1 April 2017 and 1 April 2020 respectively) were substantively enacted at the Balance Sheet date. Further reductions to 17% (effective 1 April 2020) were substantively enacted on 6 September 2016. This will reduce the Company's future current tax charge accordingly.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****10 Intangible assets**

Group	Copyrights £'000
Cost	
At 1 April 2018	39,160
Additions	486
At 31 March 2019	39,646
Amortisation and impairment	
At 1 April 2018	34,265
Amortisation for the year	1,735
At 31 March 2019	36,000
Net book value	
At 31 March 2019	3,646
At 31 March 2018	4,895

The Company has no intangible assets.

11 Tangible fixed assets

Group	Office machinery, furniture and fittings £'000	Fixtures and fittings £'000	Computer equipment software £'000	Total £'000
Cost				
At 31 March 2018	160	1,158	4,645	5,963
At 31 March 2019	160	1,158	4,645	5,963
Depreciation and impairment				
At 1 April 2018	152	792	4,642	5,586
Depreciation charge for the year	3	160	3	166
At 31 March 2019	155	952	4,645	5,752
Net book value				
At 31 March 2019	5	206	-	211
At 31 March 2018	8	366	3	377

The Company has no tangible fixed assets.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****12 Fixed asset investments**

Company	Shares in group undertakings £'000
Cost	
At 1 April 2018	239,650
At 31 March 2019	239,650
Net book value	
At 31 March 2019	239,650
At 31 March 2018	239,650

In the opinion of the Directors, the aggregate value of the investments is at least equal to their carrying value.

Principal subsidiary undertakings

The subsidiary undertakings listed below are exempt from the Companies Act 2006 requirements relating to the audit of their individual financial statements by virtue of Section 479A of the Act as this Company has guaranteed the subsidiary Companies under Section 479C of the Act.

The Company has the following investments in subsidiaries, associates and joint ventures whose activity is that of music publishing.

Subsidiary undertaking	Country of Incorporation	Company number	Class of share held	Ownership 2019 %	Ownership 2018 %
EMI Music Publishing Limited (A)†	UK	00594758	Ordinary	100	100
EMI Songs Limited (A)†	UK	00874639	Ordinary	100	100
EMI Music Publishing Tunes Limited (A)†	UK	01782046	Ordinary	100	100
EMI United Partnership Limited (A)†	UK	01688838	Ordinary	100	100
EMI Music Publishing Europe Limited (A)†	UK	00291686	Ordinary	100	100
EMI MP UK Spareco 167 Limited (B)(C)†	UK	06449766	Ordinary	100	100
Acton Green Music Limited (A)	UK	01186681	Ordinary	100	100
Bardell Smith Publishing Limited (A)	UK	01182469	Ordinary	100	100
Cinderella Music Limited (B)(C)	UK	00722348	Ordinary	100	100
EMI Music Publishing Copyright Holdings Limited (B)(C)	UK	02200692	Ordinary	100	100
EMI Melodies Limited (A)	UK	01512980	Ordinary	100	100
Laurel Music Company Limited (B)(C)	UK	00657872	Ordinary	100	100
Loma Music Company Limited (B)(C)	UK	00667372	Ordinary	100	100
Mercury Music Co Limited (B)(C)	UK	00570882	Ordinary	100	100
Motor Music Limited (A)	UK	01318708	Ordinary	100	100
And Son Music Limited (A)	UK	01305920	Ordinary	100	100
Ardmore & Beechwood Limited (A)	UK	00606756	Ordinary	100	100
B.Feldman & Co. Limited (A)	UK	00414515	Ordinary	100	100
Berry Music Co Limited (B)(C)	UK	00543038	Ordinary	100	100
Big Ben Music Limited (A)	UK	01013566	Ordinary	100	100
Biot Music Limited (B)(C)	UK	01835949	Ordinary	100	100
Dix Limited (B)(C)	UK	00184742	Ordinary	100	100

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****12 Fixed asset investments (continued)**

Subsidiary undertaking	Country of incorporation	Company number	Class of share held	Ownership 2019 %	Ownership 2018 %
Donna Music Limited (B)(C)	UK	00835501	Ordinary	100	100
EMI Film & Theatre Music Limited (A)	UK	00970812	Ordinary	100	100
EMI Harmonies Limited (A)	UK	00970422	Ordinary	100	100
EMI Music Publishing Mills Music Limited (B)(C)	UK	00746968	Ordinary	100	100
EMI Multimood Music Limited (B)(C)	UK	00746959	Ordinary	100	100
Francis Day & Hunter Limited (A)	UK	00203742	Ordinary	100	100
General Music UK Limited (A)	UK	01840398	Ordinary	100	100
Gloucester Place Music Limited (A)	UK	01492259	Ordinary	100	100
Hit & Run Music (Publishing) Limited (A)	UK	01333197	Ordinary	100	100
Arcadia 99 Limited (A)	UK	02041330	Ordinary	100	100
Charisma Music Publishing Co. Limited(The) (A)	UK	01211507	Ordinary	100	100
K.P.M. Music Limited (B)(C)	UK	00660023	Ordinary	100	100
DGI Library Limited (A)	UK	04617391	Ordinary	100	100
The Ded Good Music Library Limited (A)	UK	03426791	Ordinary	100	100
Keith Prowse Music Publishing Company Limited (B)(C)	UK	00553066	Ordinary	100	100
Lawrence Wright Music Company Limited (B)(C)	UK	00269300	Ordinary	100	100
Levels Songs Limited (A)	UK	06607524	Ordinary	100	100
Music House (International) Limited (A)	UK	01994142	Ordinary	100	100
Nisbet and Beck Music Limited (A)	UK	01383392	Ordinary	100	100
Sam Fox Publishing Company (London) Limited (B)(C)	UK	00217080	Ordinary	100	100
Screen Gems-EMI Music Limited (B)(C)	UK	00188714	Ordinary	100	100
Peter Maurice Music Company Limited(The) (A)	UK	00250282	Ordinary	100	100
Themes International (Music) Limited (A)	UK	01090387	Ordinary	100	100
Delabel Music Publishing (UK) Limited (A)	UK	04128736	Ordinary	100	100
Robbins Music Corporation Limited (B)(C)	UK	00511653	Ordinary	100	100
Peers Music Limited (A)	UK	00730403	Ordinary	100	100
Play MusicFinder Limited (B)(C)	UK	04302889	Ordinary	100	100
Purple Fox Limited (A)	UK	07931888	Ordinary	100	100
Purple Firefly Limited (B)(C)	UK	07968779	Ordinary	100	100
Manchester Music Limited (B)(C)	UK	00871015	Ordinary	100	100
EMI Paradise Music Limited*	UK	00691827	Ordinary	67	67
Touch it Music Production Limited (A)	UK	05888398	Ordinary	100	100
Moss Rose Music Limited (A)	UK	00787741	Ordinary	100	50
Hit and Run Music (Publishing) Inc. (A)	USA		Ordinary	100	100
Hidden Pun Music Inc (A)	USA		Ordinary	100	100
Charisma Music Publishing USA Inc. (A)	USA		Ordinary	100	100

(A) Subsidiaries that are exempt from audit by virtue of S479A of the Companies Act 2006.

(B) Dormant subsidiaries that are exempt from preparing individual accounts by virtue of S394A of the Companies Act 2006.

(C) Dormant subsidiaries that are exempt from filing with the registrar individual accounts by virtue of S448A of the Companies Act 2006.

† Directly owned

* Ordinary share capital held (where different to voting rights held) by EMI Music Publishing Limited or its subsidiary undertakings. EMI Paradise Music Limited (50% of share capital held) is included as a subsidiary since EMI Music Publishing Limited has control through the proportion of voting rights held.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****12 Fixed asset investments (continued)**

The following are the principal undertakings in which the Company's interest as at 31 March 2019 is more than 20%, and whose activity is that of music publishing.

	Country of Incorporation	Class of share held	Ownership 2019 %	Ownership 2018 %
Associated undertakings - associates				
Box & Cox Publications Limited (A)	UK	Ordinary	24	24
British Lion Music Limited (A)	UK	Ordinary	40	40
Hermusic Limited	UK	Ordinary	40	40
Associated undertakings - joint ventures				
Kennedy Street Music Limited	UK	Ordinary	50	50

The registered office address of all subsidiary and associated undertakings incorporated in the UK is 30 Golden Square, London, W1F 9LD.

The registered office address of all subsidiary and associated undertakings incorporated in the USA is 245 Fifth Avenue, Suite 1101, New York, NY 10016-8720, USA.

13 Debtors

Group	2019 £'000	2018 £'000
Trade debtors	5,274	13,697
Amounts owed by Group undertakings	1,035,325	900,223
Other debtors	-	19
Prepayments and accrued income	116,890	99,453
Deferred tax asset	1,584	-
	<u>1,159,073</u>	<u>1,013,392</u>
 Due within one year	 226,488	 179,939
Due after more than one year	932,585	833,453
	<u>1,159,073</u>	<u>1,013,392</u>

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****13 Debtors (continued)**

Company	2019 £'000	2018 £'000
Amounts owed by Group undertakings	907,343	779,101
Deferred tax asset	1,145	-
	<u>908,488</u>	<u>779,101</u>
Due within one year	91,711	58,765
Due after more than one year	816,777	720,336
	<u>908,488</u>	<u>779,101</u>

Amounts owed by group undertakings are unsecured, bear interest at 2% - 3% and have loan terms of between 1 year and 3 years.

Amounts owed by group undertakings of longer than 1 year contain clauses denying the repayment of the principal balance at any time.

Prepayments and accrued income amounts relate to advances paid to artists less the provisions made against those balances, and an estimate of accrued income at the Balance Sheet date.

14 Creditors: amounts falling due within one year

Group	2019 £'000	2018 £'000
Trade creditors	135,761	125,381
Amounts owed to Group undertakings	217,282	221,264
Taxation and social security	11,569	3,907
Accruals and deferred income	4,687	5,022
	<u>369,299</u>	<u>355,574</u>
Company	2019 £'000	2018 £'000
Trade creditors	94	51
Amounts owed to Group undertakings	391,945	388,064
Taxation and social security	1,870	69
	<u>393,909</u>	<u>388,184</u>

Amounts owed to Group undertakings are unsecured, bear interest at 1.5% - 3% and have a 1 year term for repayment.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****15 Creditors: amounts falling due after more than one year**

Group	2019 £'000	2018 £'000
Amounts owed to Group undertakings	561,259	598,637
	<u>561,259</u>	<u>598,637</u>
Company	2019 £'000	2018 £'000
Amounts owed to Group undertakings	1,031,287	989,893
	<u>1,031,287</u>	<u>989,893</u>

Amounts owed to Group undertakings are unsecured, bear interest at 1.5% - 3% and have a 3 year term for repayment.

16 Deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

Group	Assets		Liabilities		Net	
	2019 £'000	2018 £'000	2019 £'000	2018 £'000	2019 £'000	2018 £'000
Fixed asset timing differences	(375)	-	-	-	(375)	-
Unused tax losses	(1,209)	-	-	-	(1,209)	-
Net tax (assets) / liabilities	<u>(1,584)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,584)</u>	<u>-</u>
Company	Assets		Liabilities		Net	
	2019 £'000	2018 £'000	2019 £'000	2018 £'000	2019 £'000	2018 £'000
Unused tax losses	(1,145)	-	-	-	(1,145)	-
Net tax (assets) / liabilities	<u>(1,145)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,145)</u>	<u>-</u>

17 Employee benefit**Defined contribution scheme**

The Group operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Group to the scheme and amounted to £463,283 (2018: £462,038).

There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

EMI Music Publishing Finance (UK) Limited**Notes to the Financial Statements (continued)****Year ended 31 March 2019****18 Capital and reserves**

Share capital	2019	2018
	£	£
Allotted and called up		
5,650,818 (2018: 5,650,818) Ordinary shares of £1 each at 1 April and 31 March	<u>5,650,818</u>	<u>5,650,818</u>
Reserves		
<i>Called up share capital</i>		
Represents the nominal value of shares issued		
<i>Share Premium account</i>		
Represents the excess paid over the nominal value of shares issued.		
<i>Retained earnings/(deficit)</i>		
Represents the reserves for net gains and losses recognised in the Income Statement.		
<i>Other reserves</i>		
Represents capital contributions.		

19 Financial instruments**Group - Carrying amount of financial instruments****The carrying amount of financial assets and liabilities include:**

	2019	2018
	£'000	£'000
Financial assets measured at amortised cost		
Cash and cash equivalents	24,274	47,461
Trade and other debtors	5,274	13,716
Amounts owed by group undertakings	1,035,325	900,223
Accrued income	51,839	49,475
	<u>1,116,712</u>	<u>1,010,875</u>
Financial liabilities measured at amortised cost		
Trade and other creditors	135,761	125,381
Amounts owed to group undertakings	778,541	819,901
Accruals	3,209	4,219
	<u>917,511</u>	<u>949,501</u>

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

20 Ultimate parent company and parent company of larger group

The ultimate parent undertaking and controlling party of the Company up to 14 November 2018 was DH Publishing, L.P., a partnership registered in the Cayman Islands. Subsequent to 14 November the ultimate parent and controlling party was Sony Corporation, a company registered in Japan.

The largest and smallest group in which the results of the Company are consolidated is that headed by Sony Corporation. The consolidated financial statements of these groups are available to the public and may be obtained from 1-7-1 Konan Minato-ku, Tokyo, Japan, 108-0075.

21 Subsequent events

On 28 October 2019 the Company allotted and issued 3,829,026 ordinary shares of £1.00 at par value to Sony Corporation.