DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Parent fd: 492259.

COMPANY REGISTRATION NUMBER 06405600

EMI Music Publishing Finance (UK) Limited

Annual Report and Consolidated Financial Statements

For the Year Ended 31 March 2020

TUESDAY

AA1CPB7D

A24 30/03/2021 #216

COMPANIES HOUSE

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Company Registration Number 06405600

EMI Music Publishing Finance (UK) Limited

Annual Report and Consolidated Financial Statements

Year ended 31 March 2020

CONTENTS	PAGE
Officers and Professional Advisers	1
Strategic Report	2
Directors' Report	5
Statement of Directors' Responsibilities in Respect of the Annual Report and the Financial Statements	8
Independent Auditor's Report to the Members of EMI Music Publishing Finance (UK) Limited	9
Consolidated Profit and Loss Account and Other Comprehensive Income	12
Consolidated Balance Sheet	13
Company Balance Sheet	14
Consolidated Statement of Changes in Equity	15
Company Statement of Changes in Equity	16
Consolidated Cash Flow Statement	17
Notes to the Financial Statements	18

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Company Registration Number 06405600

EMI Music Publishing Finance (UK) Limited

Officers and Professional Advisers

Year ended 31 March 2020

The Board of Directors	G R Henderson T F Kelly T W Major J J Platt
Company secretary	TMF Corporate Administration Services Limited
Registered office	22 Berners Street London W1T 3LP
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 40 Claredon Road Watford Hertfordshire WD17 1JJ

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Strategic Report

Year ended 31 March 2020

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 2020, detailing the main factors impacting upon the business during the year and a review of progress. The comparatives are for year ended 31 March 2019.

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 2020. Please refer to the future developments section below for details of the changes to the Company' trading activities.

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 2020 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 Profit and Loss Account and Other Comprehensive Income on page 12 the Group made a profit before taxation of £75,985,000 in the year to 31 March 2020 compared with the previous year's profit before taxation of £79,684,000. Included in the profit before taxation in the year to 31 March 2020 is a foreign exchange gain of £32,733,000 (2019: £38,125,000) (see note 8).

In the Consolidated Balance Sheet shown on page 13, the net assets of the Group have increased by 24.4% on prior year to £325,011,000 (2019: £261,172,000).

	Group			Company		
		Restated				
	2020	2019	Change	**2020**	2019	Change
	£'000	£'000	%	**£'000**	£'000	%
Profit before taxation	**75,985**	79,684	(4.6)	**26,397**	43,954	(39.9)
Profit for the financial year	**60,014**	72,260	(16.9)	**21,398**	43,229	(50.5)
Shareholders' funds/(deficit)	**325,011**	261,172	24.4	**(236,717)**	(261,940)	9.6
NPS for the financial year	**50,101**	51,722	(3.1)	**-**	-	-
Operating profit/(loss)	**31,642**	18,649	69.7	**(126)**	(68)	(85.3)

Future developments

The Group

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

The Company

The Directors of the Company have made a strategic decision to reduce the Company's trading activities in the next 12 months. This will be achieved by settling all intercompany loan balances; it is expected this will be completed by 30 June 2021. Subsequently the Company's principal activity will change from a finance company to that of a holding company in the Sony Corporation Group.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

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 8.2% in 2019, according to data from the IFPI. As physical sales and digital downloads have declined, digital subscription streaming 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 song writers. 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. To date the music industry has not been significantly impacted from the effects of COVID-19.

Financial risk management

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

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. Short-term deposits with related parties represent overnight deposits with Sony Global Treasury Services PLC, which are swept back to the financial statements of the company as/when needed for cash management purposes. Interest is paid monthly on these deposits.

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 short 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.

Brexit risk

In a referendum held on 23 June 2016, the UK resolved to leave the European Union ('EU'). On 31 January 2020, the UK left the EU, with effect from 1 January 2021 the UK government has negotiated the terms of the trade deal with the EU.

The Brexit trade deal may create global economic uncertainty, which may affect the Groups's risk profile through introducing potentially significant new uncertainties and instability in the music sector. However at the date of singing this report the Directors do not expect a significant impact on the Group as a result of changes in law and regulations caused by Brexit.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

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 Net Publisher Share margin "NPS" (being royalty income less royalty expense) and operating margin as the key performance indicators which are most appropriate. These ratios are shown on page 2. The Directors are satisfied with the performance of the Group and Company against these KPIs throughout the financial year.

Section 172 (1) Statement

The Directors have a duty to promote the success of the Group which is a key consideration when determining the Group's strategy. The Directors will ensure they have suitable access to information in order to allow them to make informed business decisions. The Directors consider whether they possess enough information regarding the stakeholder interests which are affected by their actions and the longer-term impact. In instances when the Directors do not have all the information relevant to make a decision, it is important to consider the expertise of others and care is taken to assess the source, quality and quantity of all information available.

The Directors will continue to promote a culture which considers the interests of all stakeholders. The Directors needs to manage the Group's business relationships with suppliers, customers and HM Revenue and Customs ("HMRC). This includes engaging with external stakeholders that share the EMI Music Publishing Finance (UK) Limited dedication to conducting business in a legal, ethical, and socially responsible manner. In order to deliver the best possible value for the Group and mitigate the risk to the Group.

Signed on behalf of the Directors

T W Major
Director

DocuSigned by:
70C3E7168B66447

22 Berners Street
London
W1T 3LP

Approved by the Directors on 25-Mar-21

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Directors' Report

Year ended 31 March 2020

The Directors present their annual report and audited consolidated financial statements for the year ended 31 March 2020. The comparatives are for the year ended 31 March 2019.

Going concern

The Group

The Group has made a profit for the financial year of £60,014,000 (2019: £72,260,000), has net current assets of £304,670,000 (2019: £818,574,000) and net assets of £325,011,000 (2019: £261,172,000) at the reporting date.

The financial statements of the EMI Music Publishing Group have been prepared on the going concern basis.

The ultimate parent company, Sony Corporation, has agreed to provide financial support to the Group for it to continue trading and meet its liabilities as they fall due. This support will continue whilst the Group remains a member of the Sony Corporation Group, and for a period of at least one year from the date of signing the Group's financial statements.

Given the current uncertain economic environment, caused largely by COVID-19, the Directors have carried out a review of the business and have compared the forecast future performance and anticipated cashflows.

The Directors have considered the Group's net assets, COVID-19, the Group's ongoing cash requirements, the recoverable amounts of intangible assets, the recoverability of both trade debtors and amounts owed by group undertakings and the letter of support received from Sony Corporation.

As a result of the review, the Directors are confident the Group has sufficient resources to continue as a going concern for at least 12 months from the date of signing these financial statements and on this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

The Company

The Directors of the Company have made a strategic decision to reduce the Company's trading activities in the next 12 months. This will be achieved by settling all intercompany loan balances and it is expected this will be completed by 30 June 2021. Subsequently the Company's principal activity will change from a finance company to a holding company within the Sony Corporation Group.

The Company made a profit for the financial year of £21,398,000 (2019: £43,229,000), has net current liabilities of £476,367,000 (2019:£529,697,000 net current assets) and has net liabilities of £236,717,000 (2019: £261,940,000) at the reporting dated.

These financial statements have been prepared on a going concern basis. In preparing the financial statements the Directors have taken into account all information that could reasonably be expected to be available for the following 12 months from the date of signing the financial statements and beyond.

Given the current uncertain economic environment, caused largely by COVID-19, the Directors have carried out a review of the business and have compared the forecast future performance and anticipated cashflows.

The ultimate parent company, Sony Corporation, has agreed to provide financial support to the Company for it to continue trading 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 Group's financial statements.

The Directors have considered the Company's net assets, COVID-19, the Company's ongoing cash requirements, the recoverable amounts of intangible assets, the recoverability of amounts owed by group undertakings and the letter of support received from Sony Corporation.

As a result of the review, the Directors are confident the Company has sufficient resources to continue as a going concern for the foreseeable future.

Results and dividends

The Group profit for the financial year amounted to £60,014,000 (2019: £72,260,000). The Directors have not recommended a dividend for the year (2019: £nil).

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Future developments

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

Financial risk management

Further details relating to the financial risk management of the Company and Group can be found in the Strategic Report on page 3.

Subsequent events

Please see note 25 for details of the Company and Group's events after the reporting date.

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 (2019: £nil).

Greenhouse gas emissions

We understand the obligations under Streamlined energy and carbon reporting ('SECR'). The disclosures in accordance with the requirements for large companies under these new regulation including calculated GHG emissions arising from business activities in the reporting fiscal year 1 April 2019 to 31 March 2020 are disclosed in Columbia Pictures Corporation Limited and Columbia Pictures Corporation Limited have operational control of the building. Sony Music Publishing (UK) Limited had a sublease with Sony Columbia Pictures Corporation Limited and the rental amount included services and utilities. Sony Music Publishing (UK) Limited then recharged EMI Music Publishing Limited group a portion of these costs.

Copies of the Columbia Pictures Corporation Limited financial statements can be obtained from;
https://www.gov.uk/government/organisations/companies-house.

Engagement with suppliers, customers and others in a business relationship with the company

In the Strategic report, within the Section 172 (1) Statement on page 4, The Directors have summarised how they have engaged with suppliers, customers and others in a business relationship.

Disclosure of information to the 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 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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Directors' Report (continued)

Year ended 31 March 2020

Independent auditors

During the year, BDO LLP resigned as auditors; and on 27 July 2020 PricewaterhouseCoopers LLP were appointed as auditors.

Pursuant to Section 487 of the Companies Act 2016, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

Signed on behalf of the Directors

DocuSigned by:
70C3E7168B66447

T W Major
Director

22 Berners Street
London
W1T 3LP

Approved by the Directors on 25-Mar-21

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

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

Year ended 31 March 2020

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 parent company financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 parent company and of the groups profit or loss for that period. In preparing each of the Group and parent company 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;
- assess the Group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

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

Report on the audit of the financial statements

Opinion

In our opinion, EMI Music Publishing Finance (UK) Limited's group financial statements and parent company financial statements (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 2020 and of the group's profit and cash flows for the year then ended;;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Consolidated Financial Statements (the "Annual Report"), which comprise: the consolidated and company balance sheets as at 31 March 2020; the consolidated profit and loss account and other comprehensive income, the consolidated cash flow statement, and the consolidated and company statements of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's and parent company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Reporting on other information (continued)

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

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 year ended 31 March 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and parent company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of Directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements set out on page 8, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the parent company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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
- certain disclosures of directors' remuneration specified by law are not made; or
- the parent company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Amy York (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Watford
26 March 2021

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Consolidated Profit and Loss Account and Other Comprehensive Income

Year ended 31 March 2020

	Note	2020 £'000	Restated 2019 £'000
Turnover	4	**229,001**	218,983
Cost of sales		**(179,856)**	(169,179)
Gross profit		**49,145**	49,804
Administrative expenses		**(17,498)**	(31,153)
Expense from shares in group undertakings		**(5)**	(2)
Operating profit	5	**31,642**	18,649
Interest receivable and similar income	8	**55,898**	96,279
Interest payable and similar expense	9	**(11,555)**	(35,244)
Profit before taxation		**75,985**	79,684
Tax on profit	10	**(15,971)**	(7,424)
Profit and total comprehensive income for the year		**60,014**	72,260

The notes on pages 18 to 36 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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

Company Registration Number 06405600

EMI Music Publishing Finance (UK) Limited

Consolidated Balance Sheet

As at 31 March 2020

	Note	2020 £'000	Restated 2019 £'000
Fixed assets			
Intangible assets	11	**20,292**	3,646
Tangible assets	12	**49**	211
		20,341	3,857
Current assets			
Debtors (including £nil (2019: £932,585,000) falling due after more than one year)	14	**898,095**	1,202,333
Cash at bank and in hand	15	**61,451**	24,274
		959,546	1,226,607
Creditors: amounts falling due within one year	16	**(654,876)**	(408,033)
Net current assets		**304,670**	818,574
Total assets less current liabilities		**325,011**	822,431
Creditors: amounts falling due after more than one year	17	**-**	(561,259)
Net assets		**325,011**	261,172
Capital and reserves			
Called up share capital	20	**-**	5,651
Share Premium Account		**-**	753
Other reserves		**72,889**	242,286
Profit and Loss Account		**252,122**	12,482
Total shareholders' funds		**325,011**	261,172

The notes on pages 18 to 36 form part of these financial statements.

These financial statements on pages 12 to 36 were approved by the Board of Directors on 25-Mar-21 and signed on their behalf by:

DocuSigned by:
79C3E7168B66447...
T W Major
Director
Company Registration Number: 06405600

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Company Balance Sheet

As at 31 March 2020

	Note	2020 £'000	2019 £'000
Fixed assets			
Investments	13	**239,650**	239,650
Current assets			
Debtors (including £nil (2019: £816,777,000) falling due after more than one year)	14	**558,692**	908,488
Cash at bank and in hand	15	**11,034**	15,117
		569,726	923,605
Creditors: amounts falling due within one year	16	**(1,046,093)**	(393,908)
Net current (liabilities)/assets		**(476,367)**	529,697
Total assets less current liabilities		**(236,717)**	769,347
Creditors: amounts falling due after more than one year	17	**-**	(1,031,287)
Net liabilities		**(236,717)**	(261,940)
Capital and reserves			
Called up share capital	20	**-**	5,651
Share Premium Account		**-**	753
Other reserves		**13,965**	183,362
Profit and Loss Account		**(250,682)**	(451,706)
Total shareholders' deficit		**(236,717)**	(261,940)

The notes on pages 18 to 36 form part of these financial statements.

As permitted by section 408 of the Companies Act 2006, the Company has not presented its own Profit and Loss account and Statement of Other Comprehensive Income and related notes. The Company's profit for the year was £21,398,000 (2019: £43,229,000).

The financial statements on pages 12 to 36 were approved by the Board of Directors on 25-Mar-21 and signed on their behalf by:

DocuSigned by:

70C3E7168B66447...

T W Major
Director
Company Registration Number: 06405600

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Consolidated Statement of Changes in Equity

Year ended 31 March 2020

	Note	Called up share capital £'000	Share Premium Account £'000	Other reserves £'000	Restated Profit and Loss Account £'000	Restated Total shareholders' funds £'000
Balance at 1 April 2018		5,651	753	169,397	(59,778)	116,023
Total comprehensive income for the year						
Profit for the financial year		-	-	-	72,260	72,260
Total comprehensive income for the year		-	-	-	72,260	72,260
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	12,482	261,172
Balance at 1 April 2019		5,651	753	242,286	12,482	261,172
Total comprehensive income for the year						
Profit for the financial year		-	-	-	60,014	60,014
Total comprehensive income for the year		-	-	-	60,014	60,014
Transactions with owners, recorded directly in equity						
Issue of shares	*20*	173,222	-	(169,397)	-	3,825
Capital reduction	*20*	(178,873)	(753)	-	179,626	-
Total contributions by and distributions to owners		(5,651)	(753)	(169,397)	179,626	3,825
Balance at 31 March 2020		**-**	**-**	**72,889**	**252,122**	**325,011**

The notes on pages 18 to 36 form part of these financial statements.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Company Statement of Changes in Equity

Year ended 31 March 2020

	Note	Called up share capital £'000	Share Premium Account £'000	Other reserves £'000	Profit and Loss Account £'000	Total shareholders' deficit £'000
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)
Balance at 1 April 2019		5,651	753	183,362	(451,706)	(261,940)
Total comprehensive income for the year						
Profit for the financial year		-	-	-	21,398	21,398
Total comprehensive income for the year		-	-	-	21,398	21,398
Transactions with owners, recorded directly in equity						
Issue of shares	*20*	173,222	-	(169,397)	-	3,825
Capital reduction	*20*	(178,873)	(753)	-	179,626	-
Total contributions by and distributions to owners		(5,651)	(753)	(169,397)	179,626	3,825
Balance at 31 March 2020		**-**	**-**	**13,965**	**(250,682)**	**(236,717)**

The notes on pages 18 to 36 form part of these financial statements.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Consolidated Cash Flow Statement

Year ended 31 March 2020

	Note	2020 £'000	Restated 2019 £'000
Cash flows from operating activities			
Profit for the year		**60,014**	72,260
Adjustments for:			
Amortisation of intangible fixed assets	*11*	**1,231**	1,735
Depreciation of tangible fixed assets	*12*	**162**	166
Interest receivable and similar income	8	**(23,165)**	(58,154)
Interest payable and similar charges	*9*	**11,555**	35,244
Foreign exchange gain	*8*	**(32,733)**	(38,125)
Taxation	*10*	**15,971**	7,424
		33,035	20,550
(Increase)/decrease in debtors		**(590,176)**	47,291
Increase in creditors due within one year		**582,057**	45,486
Decrease in creditors due after more than one year		**(561,259)**	(47,744)
		(536,343)	65,583
Tax paid		**(19,983)**	(1,363)
Net cash (used in)/generated from operating activities		**(556,326)**	64,220
Cash flows from investing activities			
Acquisition of other intangible fixed assets	*11*	**(17,877)**	(486)
Net cash used in investing activities		**(17,877)**	(486)
Cash flows from financing activities			
Repayment/(issue) of loans from fellow group undertakings		**607,555**	(86,921)
Issue of share capital	20	**3,825**	-
Net cash generated from/(used in) financing activities		**611,380**	(86,921)
Net increase/(decrease) in cash and cash equivalents		**37,177**	(23,187)
Cash and cash equivalents at 1 April		**24,274**	47,461
Cash and cash equivalents at 31 March		**61,451**	24,274

The notes on pages 18 to 36 form part of these financial statements.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

EMI Music Publishing Finance (UK) Limited

Notes to the Financial Statements

Year ended 31 March 2020

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 22 Berners Street, London, W1T 3LP.

These Group and 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:

- 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 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

The Group has made a profit for the financial year of £60,014,000 (2019: £72,260,000), has net current assets of £304,670,000 (2019: £818,574,000) and net assets of £325,011,000 (2019: £261,172,000) at the reporting date.

The financial statements of the EMI Music Publishing Group have been prepared on the going concern basis.

The ultimate parent company, Sony Corporation, has agreed to provide financial support to the Group for it to continue trading and meet its liabilities as they fall due. This support will continue whilst the Group remains a member of the Sony Corporation Group, and for a period of at least one year from the date of signing the Group's financial statements.

Given the current uncertain economic environment, caused largely by COVID-19, the Directors have carried out a review of the business and have compared the forecast future performance and anticipated cashflows.

The Directors have considered the Group's net assets, COVID-19, the Group's ongoing cash requirements, the recoverable amounts of intangible assets, the recoverability of both trade debtors and amounts owed by group undertakings and the letter of support received from Sony Corporation.

As a result of the review, the Directors are confident the Group has sufficient resources to continue as a going concern for at least 12 months from the date of signing these financial statements and on this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

1 Accounting policies (continued)

The Company

The Directors of the Company have made a strategic decision to reduce the Company's trading activities in the next 12 months. This will be achieved by settling all intercompany loan balances and it is expected this will be completed by 30 June 2021. Subsequently the Company's principal activity will change from a finance company to a holding company within the Sony Corporation Group.

The Company made a profit for the financial year of £21,398,000 (2019: £43,229,000), has net current liabilities of £476,367,000 (2019:£529,697,000 net current assets) and has net liabilities of £236,717,000 (2019: £261,940,000) at the reporting dated.

These financial statements have been prepared on a going concern basis. In preparing the financial statements the Directors have taken into account all information that could reasonably be expected to be available for the following 12 months from the date of signing the financial statements and beyond.

Given the current uncertain economic environment, caused largely by COVID-19, the Directors have carried out a review of the business and have compared the forecast future performance and anticipated cashflows.

The ultimate parent company, Sony Corporation, has agreed to provide financial support to the Company for it to continue trading 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 Group's financial statements.

The Directors have considered the Company's net assets, COVID-19, the Company's ongoing cash requirements, the recoverable amounts of intangible assets, the recoverability of amounts owed by group undertakings and the letter of support received from Sony Corporation.

As a result of the review, the Directors are confident the Company has sufficient resources to continue as a going concern for the foreseeable future

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary undertakings made up to 31 March 2020.

A subsidiary is an entity that is controlled by the parent. The results of subsidiary undertakings are included in the Consolidated Profit and Loss Account 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 Profit and Loss Account 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 Profit and Loss Account. The profit for the year was £21,398,000 (2019: £43,229,000).

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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

1 Accounting policies (continued)

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.

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 Profit and Loss Account 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.

Intangible assets are tested for impairment in accordance with section 27 Impairment of assets, when there is an indication that an intangible asset may be impaired.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

1 Accounting policies (continued)

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 Profit and Loss Account 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.

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 other than deferred tax 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. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). 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 Profit and Loss Account in the periods during which services are rendered by employees.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

1 Accounting policies (continued)

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. The Group's Cash to accrual represents accrued royalty income which relates to the current financial year. The accrued income is based on royalty income that is received post year but performance obligations related to the year ended 31 March 2020. Turnover is stated after deducting all commissions and any sales related taxes levied on turnover. Cash to accrual represents the performance of royalties in a particular period .accrued royalty income which relates to the current financial year.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account 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 associates and joint ventures, 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. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that is it 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 Profit and Loss Account.

Expenses

Interest receivable and Interest payable

Interest payable and similar expenses include interest payable and net foreign exchange losses that are recognised in the Profit and Loss Account (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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

1 Accounting policies (continued)

Debtor - royalty advances

Royalties due to a composer are credited against the outstanding advance in the year of receipt until the amount of the advance is extinguished. If it is thought that future earnings will not amount to the written-value of an advance, a provision for the estimated shortfall will be raised. Advances are included in debtors as recoverable within one year..

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 (please see the provision estimate and judgement below).

Provisions

A provision is recognised where the expected future earnings of a writer do not support the net value of the advance. Advances to writers who are deemed to be unproven at the time of the advance are fully provided for at that time. A further review of the recoverability of unproven and proven writers is undertaken at the end of the period, and an additional adjustment to the provision may be made at this point. The movement in this provision expensed to the Profit and Loss Account in the year was £2,815k (2019:£3,495k).

Cash to accrual

The Group's Cash to accrual represents accrued royalty income which relates to the current financial year. The accrued income is based on royalty income that is received post year but performance obligations related to the year ended 31 March 2020.

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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

2 Accounting estimates and judgements (continued)

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.

3. Prior year restatement

Following the approval of the audited financial statements for the year ended 31 March 2019, a prior period error was identified that led to incorrect balances recorded in the Consolidated Statement of Comprehensive Income & Consolidated Statement of Financial Position of the Group. The error has resulted from an understatement of cash to accrual receivable of £4,526k.. These errors have been corrected retrospectively. The restatement adjustments for 2019 are listed below and the impact of the change on the opening retained earnings at 1 April 2018 was an increase of £4,109k.

Reconciliation of Consolidated Profit and Loss Account and Other Comprehensive Income	**As previously stated 2019 £'000**	**Adjustments £'000**	**Restated 2019 £'000**
Turnover	215,132	3,851	218,983
Cost of sales	(165,745)	(3,434)	(169,179)

Reconciliation of Consolidated Statement of Financial Position	**As previously stated 2019 £'000**	**Adjustments £'000**	**Restated 2019 £'000**
Debtors within one year: Prepayments and accrued income	116,890	43,260	160,150
Creditors due within one year: Accruals and deferred income	(4,687)	(38,734)	(43,421)
Retained earnings	7,956	4,526	12,482

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

4 Turnover

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

An analysis of turnover by geographical market is given below:

	2020	Restated 2019
	£'000	£'000
United Kingdom	**67,445**	65,902
Rest of Europe	**103,564**	100,211
USA	**39,519**	35,957
Rest of the World	**18,473**	16,913
	229,001	218,983

5 Operating profit

	2020	2019
	£'000	£'000
Included in operating profit is the following:		
Auditor's remuneration - audit of these financial statements	**128**	217
Amortisation of intangible assets	**1,231**	1,735
Depreciation of tangible fixed assets	**162**	166
Expenses associated with the sale of the EMI group to Sony Corporation	**-**	20,308

6 Directors' remuneration

The Directors who are also the key management, received no remuneration from the Group for their services during the year (2019: £nil).

The Directors were remunerated by Sony Music Holdings Inc.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

7 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:

Group	2020 Number	2019 Number
Marketing and professional divisions	**36**	32
Service divisions	**34**	36
	70	68

The aggregate payroll costs of these persons were as follows:

	2020 £'000	2019 £'000
Wages and salaries	**6,822**	5,886
Social security costs	**894**	762
Other pension costs	**433**	463
	8,149	7,111

Company

The Company had no employees (2019: none).

8 Interest receivable and similar income

	2020 £'000	2019 £'000
Foreign exchange gains	**32,733**	38,125
Interest receivable from Group undertakings	**23,165**	58,154
	55,898	96,279

9 Interest payable and similar expense

	2020 £'000	2019 £'000
Interest payable to Group undertakings	**11,555**	35,244
	11,555	35,244

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

10 Taxation on profit

Total tax recognised in the Consolidated Profit and Loss Account and Other Comprehensive Income

	2020	2019
	£'000	£'000
Current tax		
Current tax on profit for the year	**13,514**	8,418
Foreign tax suffered	**1,335**	134
Total current tax	**14,849**	8,552
Deferred tax		
Origination and reversal of timing differences	**2,581**	6,699
Adjustments in respect of prior years	**(1,139)**	(7,122)
Effect of changes in tax rates	**(320)**	(705)
Total deferred tax	**1,122**	(1,128)
Total tax	**15,971**	7,424

All taxation for current and prior year has been recognised directly in the Profit and Loss Account. No amounts have been recognised in Other Comprehensive Income or directly in Equity.

Reconciliation of effective tax rate

	2020	Restated 2019
	£'000	£'000
Profit or the year	**60,014**	72,260
Total tax expense	**15,971**	7,424
Profit before taxation	**75,985**	79,684
Tax using the UK corporation tax rate of 19% (2019: 19%)	**14,437**	15,140
Effect of:		
Fixed asset differences	**-**	4
Expenses not deductible for tax purposes	**29,573**	51
Income not taxable	**(29,535)**	(78)
Foreign tax suffered	**466**	134
Adjustments in respect of prior years	**1,313**	(7,122)
Losses	**33**	-
Deferred tx not recognised	**4**	-
Effect of changes in tax rates	**(320)**	(705)
Total tax expense included in profit or loss	**15,971**	7,424

Unrecognised deferred tax asset

At the Balance Sheet date the Group had an unrecognised deferred tax asset of £nil (2019: £463,000) 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

A UK corporation rate of 19% (effective 1 April 2020) was substantively enacted on 17 March 2020, reversing the previously enacted reduction in the rate from 19% to 17%. This will increase the Company's future current tax charge accordingly. The deferred tax asset at the Balance Sheet date has been calculated at 19% (2019: 17%).

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

11 Intangible assets

Group	Copyrights £'000
Cost	
At 1 April 2019	39,646
Additions	17,877
At 31 March 2020	**57,523**
Accumulated amortisation	
At 1 April 2019	36,000
Amortisation for the year	1,231
At 31 March 2020	**37,231**
Net book value	
At 31 March 2020	**20,292**
At 31 March 2019	3,646

The Company has no intangible assets.

12 Tangible assets

Group	Office machinery, furniture and fittings £'000	Fixtures and fittings £'000	Computer equipment software £'000	Total £'000
Cost				
At 1 April 2019	160	1,158	4,645	5,963
At 31 March 2020	160	1,158	4,645	5,963
Accumulated depreciation				
At 1 April 2019	155	952	4,645	5,752
Depreciation charge for the year	2	160	-	162
At 31 March 2020	**157**	**1,112**	**4,645**	**5,914**
Net book value				
At 31 March 2020	**3**	**46**	**-**	**49**
At 31 March 2019	5	206	-	211

The Company has no tangible fixed assets.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

13 Investments

Company	Shares in group undertakings £'000
Cost	
At 1 April 2019	239,650
At 31 March 2020	**239,650**
Net book value	
At 31 March 2020	**239,650**
At 31 March 2019	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 2020 %	Ownership 2019 %
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 (A)	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
Lorna 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

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

13 Fixed asset investments (continued)

Subsidiary undertaking	Country of incorporation	Company number	Class of share held	Ownership 2020 %	Ownership 2019 %
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
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 (A)	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 (A)	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	100
Jump Music Limited (A) (1)	UK	09830644	Ordinary	100	-
Hit and Run Music (Publishing) Inc. (A) (2)	USA		Ordinary	-	100
Hidden Pun Music Inc (A) (2)	USA		Ordinary	-	100
Charisma Music Publishing USA Inc. (A) (2)	USA		Ordinary	-	100

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

13 Fixed asset investments (continued)

(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 financial statements by virtue of S394A of the Companies Act 2006.
(C) Dormant subsidiaries that are exempt from filing with the registrar individual financial statements 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.

During the year:

(1) On 9 July 2019, EMI Music Publishing Limited acquired 100% of the share capital of Jump Music Limited.

(2) On 31 March 2020, Hit and Run (Publishing) Limited sold its its investments in Hit and Run Music (Publishing) Inc., Hidden Pun Music Inc & Charisma Music Publishing USA Inc.

The following are the principal undertakings in which the Company's interest as at 31 March 2020 is more than 20%, and whose activity is that of music publishing.

	Country of Incorporation	Class of share held	Ownership 2020 %	Ownership 2019 %
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 22 Berners Street, London, W1T 3LP.

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.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

14 Debtors

Group	2020	Restated 2019
	£'000	£'000
Trade debtors	**9,422**	5,274
Amounts owed by Group undertakings	**738,516**	1,035,325
Other debtors	**52**	-
Deferred tax asset (see note 18)	**463**	1,584
Prepayments and accrued income	**149,642**	160,150
	898,095	1,202,333
Due within one year	**898,095**	269,748
Due after more than one year	**-**	932,585
	898,095	1,202,333

Company	2020	2019
	£'000	£'000
Amounts owed by Group undertakings	**558,564**	907,343
Deferred tax asset	**-**	1,145
Taxation and social security	**128**	-
	558,692	908,488
Due within one year	**558,692**	91,711
Due after more than one year	**-**	816,777
	558,692	908,488

Amounts owed by group undertakings are unsecured, bear interest at 2.0% - 3.0% and have loan terms of 1 year (2019: between 1 year and 3 years).

For 2019, amounts owed by group undertakings of longer than 1 year contained 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.

15 Cash at bank and in hand

Group	2020	2019
	£'000	£'000
Cash at bank and in hand	**61,451**	24,274

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

15 Cash at bank and in hand (continued)

Company	2020 £'000	2019 £'000
Cash at bank and in hand	**11,034**	15,117

16 Creditors: amounts falling due within one year

Group	2020 £'000	Restated 2019 £'000
Trade creditors	**192,258**	135,761
Amounts owed to Group undertakings	**450,352**	217,282
Taxation and social security	**9,041**	11,569
Accruals and deferred income	**3,225**	43,421
	654,876	408,033

Company	2020 £'000	2019 £'000
Trade creditors	-	93
Amounts owed to Group undertakings	**1,046,093**	391,945
Taxation and social security	-	1,870
	1,046,093	393,908

Amounts owed to Group undertakings are unsecured, bear interest at 1.5% - 3.0% and have a 1 year term for repayment.

17 Creditors: amounts falling due after more than one year

Group	2020 £'000	2019 £'000
Amounts owed to Group undertakings	-	561,259
	-	561,259

Company	2020 £'000	2019 £'000
Amounts owed to Group undertakings	-	1,031,287
	-	1,031,287

For 2019, amounts owed to Group undertakings were unsecured, bear interest at 1.5% - 3.0% and 1 year (2019: 3 year) term for repayment.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

18 Deferred tax assets

Deferred tax assets are attributable to the following:

Group	Assets	
	2020	2019
	£'000	£'000
Fixed asset timing differences	**(340)**	(375)
Unused tax losses	**-**	(1,209)
Short term timing differences	**(123)**	-
Net tax assets	**(463)**	(1,584)

Company	Assets	
	2020	2019
	£'000	£'000
Unused tax losses	**-**	(1,145)
Net tax assets	**-**	(1,145)

19 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 £433,000 (2019: £463,000).

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

20 Capital and reserves

Share capital	**2020**	2019
	£	£
Allotted and called up		
178,872,561 (2019: 5,650,818) Ordinary shares of £0.00000000559057238522 each (2019: £1 each)	**1**	5,650,818

On 25 October 2019, the Company issued 3,825,026 Ordinary shares at a par value of £1, which was fully paid on issue.

On 13 December 2019, the Company issued 169,396,717 Ordinary shares at a par value of £1. This was satisfied by the conversion of capital contributions of £169,396,717 included within Other reserves.

On 13 December 2019, the share capital of the Company was reduced by £179,625,999, by cancelling and repaying paid up capital to the extent of £0.999999994409428 (total £178,872,560) on each issued Ordinary share reducing the nominal value of each share from £1 to £0.00000000559057238522 and cancelling the Share Premium Account of £753,439, with the reduction credited to the Profit and Loss Account.

Distributable reserves have increased by £179,625,999, as a result of a reduction of the Company's Share Capital and Share Premium Account in accordance with Section 641 of the Companies Act 2006.

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

20 Capital and reserves (continued)

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Reserves

Called up share capital

Represents the nominal value of shares issued.

Share Premium Account

Represents the excess paid over the nominal value of shares issued.

Profit and Loss Account

Represents the reserves for net gains and losses recognised in the Profit and Loss Account.

Other reserves

Represents capital contributions.

21 Net debt analysis

The below is an analysis of changes in net debt of the Group from the beginning to the end of the current reporting period:

Group	Borrowings due within one year £'000	Borrowings due after one year £'000	Subtotal £'000	Cash and cash equivalents £'000	Net debt £'000
Balance at 1 April 2019	(217,282)	(561,259)	(778,541)	24,274	(754,267)
Cash flows	342,757	-	342,757	37,177	379,934
Other non-cash changes	(561,259)	561,259	-	-	-
Other loan adjustments	354,065	-	354,065	-	354,065
New loans issued	(324,345)	-	(324,345)	-	(324,345)
Interest charged	(11,555)	-	(11,555)	-	(11,555)
Effect of movements in foreign exchange	(32,733)	-	(32,733)	-	(32,733)
Balance as 31 March 2020	**(450,352)**	**-**	**(450,352)**	**61,451**	**(388,901)**

22 Financial Commitments and Contingencies

At 31 March 2020 the Company had annual commitments and contingencies related to future artist advances expiring as follows:

	2020 £'000	2019 £'000
Within one year	**25,478**	18,422
Within two to five years	**12,693**	12,880
	38,171	31,302

DocuSign Envelope ID: 937E7F9A-6D6E-46C4-9D68-CC17A377A2CB

23 Related parties

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.

24 Ultimate parent company and parent company of larger group

The ultimate parent undertaking and controlling party of the Company is SM Publishing (UK) Limited, a company registered in England and Wales in the United Kingdom.

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.

25 Subsequent events

Future trading

Company

The Directors of the Company have made a strategic decision to reduce the Company's trading activities in the next 12 months. This will be achieved by settling all intercompany loan balances; it is expected this will be completed by 30 June 2021. Subsequently the Company's principal activity will change from a finance company to that of a holding company within the Sony Corporation Group.

Subsidiary Company Strike off

Subsequent to the year end, on 7 April 2020, EMI MP UK Spareco 167 Limited a 100% wholly owned subsidiary was struck off by the Company.

Dividends received

On 1 April 2020, the Company received a dividend of £5,445,758 from EMI Music Publishing Tunes Limited.

On 15 May 2020, the Company received a dividend of £410,786,693 from EMI Music Publishing Limited. The Directors have proposed that the dividend is to be offset against intercompany loans with EMI Music Publishing Limited. Following the offset the Company's obligations will be satisfied and extinguished.

Capital contribution

On 1 April 2020, the Company made a capital contribution to EMI Music Publishing Limited for £5,445,758.