

Registration number 1574907

# CNBC (UK) Limited

Directors' Report and Financial Statements

for the Year Ended 31 December 2011



**CNBC (UK) Limited**  
**Contents**

Directors' Report .....	1 to 2
Statement of Directors' Responsibilities .....	3
Independent Auditor's Report ..	4 to 5
Profit and Loss Account .....	6
Balance Sheet .....	7
Notes to the Financial Statements ..	8 to 16

**CNBC (UK) Limited**  
**Director's Report for the Year Ended 31 December 2011**

The report and the financial statements for the year ended 31 December 2011

**Directors of the company**

The directors who held office during the year were as follows

S Branch (appointed 12 December 2011)

M F Ambrose

M A Buckley (resigned 31 December 2011)

A J Lilleyman (resigned 12 October 2012)

The following director was appointed after the year end

L Lee (appointed 22 February 2012)

**Principal activity**

During the year CNBC (UK) Limited was the partner of Business News (Europe) Partnership. From 31 December 2011 its principal activity was to produce business and financial television news programming for distribution as a cable, satellite or digital delivered channel throughout Europe.

**Business review**

***Fair review of the business***

The results of the Company show a pre-tax loss of (£2,676,000) (2010 profit of £231,000) for the year and turnover of £nil (2010 £nil).

The Company has net liabilities of £10,835,000 (2010 £8,159,000) out of which £13,932,000 (2010 £8,137,000) is due to fellow group companies.

On 28 January 2011, the ultimate parent undertaking changed from General Electric Company to Comcast Corporation, a company incorporated in the United States of America.

Effective 31 December 2011, NBC (UK) Holdings Limited agreed to transfer its share of Business News (Europe) Partnership to the Company for a value to be determined based on final audited share of liabilities. On 31 December CNBC (UK) Limited being the only partner was treated as having assumed the trade and assets of Business News (Europe) Partnership. The transfer of the holding in Business News (Europe) Partnership from NBC (UK) Holdings Limited along with the transfer of the trade and assets of Business News (Europe) Partnership gave rise to a loss of £2,581,000 in the year.

***Principal risks and uncertainties***

The management of the business and the execution of the company's strategy are subject to the risks affecting the group companies which it provides services to. These are the competitive pressures within the broadcast channel industry, a challenging macro economic environment, rapid technological change and increased risk of piracy.

**Results and dividends**

The loss/(profit) for the year, after taxation, amounted to £2,676,000 (2010 profit of £239,000).

The directors did not recommend payment of a final dividend.

The directors did not recommend an interim dividend for the year (2010 £nil).

**CNBC (UK) Limited**  
**Directors' Report for the Year Ended 31 December 2011**

*..... continued*

**Going Concern**

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in Note 1 to the financial statements.

**Disclosure of information to the auditor**

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditor is unaware of. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

**Reappointment of auditor**

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board on <sup>16 November 2012</sup> and signed on its behalf by



L. Lee  
Director

**Registered office**      10 Fleet Place  
London  
EC4M 7QS

**CNBC (UK) Limited**  
**Statement of Directors' Responsibilities**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- 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.

## **Independent Auditor's Report to the Members of CNBC (UK) Limited**

We have audited the financial statements of CNBC (UK) Limited for the year ended 31 December 2011, which comprise the Profit and Loss Account, Balance Sheet, and the related notes 1 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the 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 Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

As explained more fully in the Statement of Directors' Responsibilities (set out on page 3), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on the financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 December 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent Auditor's Report to the Members of  
CNBC (UK) Limited**

*..... continued*

**Matters on which we are required to report by exception**

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

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

*M. R. Lee-Amies*

Mark Lee-Amies (Senior Statutory Auditor)  
For and on behalf of Deloitte LLP,

Chartered Accountants and Statutory Auditor  
London, United Kingdom

Date *14 November 2012*

**CNBC (UK) Limited**  
**Profit and Loss Account for the Year Ended 31 December 2011**

	Note	2011 £ 000	2010 £ 000
Turnover		-	-
Administrative expenses		(12)	299
Other operating expense		<u>(2,581)</u>	<u>-</u>
<b>Operating (loss)/profit</b>	2	<b>(2,593)</b>	<b>299</b>
Other interest receivable and similar income		4	-
Interest payable and similar charges	5	<u>(87)</u>	<u>(68)</u>
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(2,676)</b>	<b>231</b>
Tax on (loss)/profit on ordinary activities	6	<u>-</u>	<u>8</u>
<b>(Loss)/profit for the financial year</b>	13	<b><u>(2,676)</u></b>	<b><u>239</u></b>

All amounts relate to continuing operations

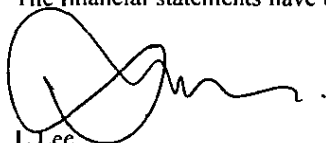
The Company has no recognised gains or losses for the year other than the results above



**CNBC (UK) Limited**  
**(Registration number: 1574907)**  
**Balance Sheet at 31 December 2011**

	Note	2011 £ 000	2010 £ 000
<b>Fixed assets</b>			
Tangible fixed assets	7	3,435	-
Investments	8	-	-
		<u>3,435</u>	<u>-</u>
<b>Current assets</b>			
Debtors	9	15,190	590
Cash at bank and in hand		3	-
		<u>15,193</u>	<u>590</u>
Creditors Amounts falling due within one year	10	<u>(13,521)</u>	<u>(30)</u>
<b>Net current assets</b>		<u>1,672</u>	<u>560</u>
<b>Total assets less current liabilities</b>		<u>5,107</u>	<u>560</u>
Creditors Amounts falling due after more than one year	11	<u>(15,942)</u>	<u>(8,719)</u>
<b>Net liabilities</b>		<u>(10,835)</u>	<u>(8,159)</u>
<b>Capital and reserves</b>			
Called up share capital	12	8,068	8,068
Profit and loss account	13	<u>(18,903)</u>	<u>(16,227)</u>
<b>Shareholders' deficit</b>	14	<u>(10,835)</u>	<u>(8,159)</u>

The financial statements have been approved by the Board on <sup>14 December 2012</sup> and signed on its behalf by

  
L. Lee  
Director

## **CNBC (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2011**

#### **1 Accounting policies**

##### **Basis of preparation**

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

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not as a group.

The company is exempt from preparing a cash flow statement as 90% or more of the voting rights are held within the group.

##### **Going concern**

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Business Review which forms part of the directors' report. The directors' report also describes the financial position of the company, its cash flows, liquidity position and borrowing facilities, the Company objectives, policies and processes for managing its capital, its financial risk management objectives, details of its financial instruments and hedging activities, and its exposure to credit risk and liquidity risk.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company has net liabilities of £10,835,000 (2010: £8,159,000) but have obtained a letter of support from their parent entity. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

##### **Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, other than investment properties and freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

<b>Asset class</b>	<b>Depreciation method and rate</b>
Leasehold improvements	Lower of asset life or life of the lease
Plant & machinery	5 years
Fixed & fittings	10 years

Residual value is calculated on prices prevailing at the date of acquisition.

##### **Fixed asset investments**

Investments in associated undertakings are valued at cost less provision for impairment.

## CNBC (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 December 2011

..... *continued*

#### **Taxation**

Taxation for the year is based on the profit for the year

Deferred tax is recognised in respect of all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date

#### **Foreign currency**

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the forward contract rate. All other exchange differences are included in the profit and loss account

#### **Leases**

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term, even if the payments are not made on such a basis

#### **Pensions**

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet

## **2 Operating (loss)/profit**

Operating (loss)/profit is stated after charging

	<b>2011</b>	<b>2010</b>
	<b>£ 000</b>	<b>£ 000</b>
Foreign currency losses	1	1
Loss on assumptions of net liabilities of Business News (Europe)		
Partnership - see note 8	<b>2,581</b>	<b>-</b>

Trade, assets and liabilities of BNEP were transferred to CNBC (UK) Limited hence the loss

## **CNBC (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2011**

*..... continued*

#### **3 Auditor's remuneration**

	<b>2011</b>	<b>2010</b>
	<b>£ 000</b>	<b>£ 000</b>
Audit of the financial statements	<u>3</u>	<u>4</u>

#### **4 Staff costs paragraph**

The Company had no employees during the year. Employees were transferred in at year end and no costs were incurred in the period for CNBC (UK) Limited (2010: nil)

#### **5 Interest payable and similar charges**

	<b>2011</b>	<b>2010</b>
	<b>£ 000</b>	<b>£ 000</b>
Interest on loans from group undertakings	<u>87</u>	<u>68</u>

# CNBC (UK) Limited

## Notes to the Financial Statements for the Year Ended 31 December 2011

..... continued

### 6 Taxation

#### Tax on (loss)/profit on ordinary activities

	2011 £ 000	2010 £ 000
<b>Current tax</b>		
Corporation tax credit	-	(8)

#### Factors affecting current tax charge for the year

Tax on (loss)/profit on ordinary activities for the year is higher than (2010 - lower than) the standard rate of corporation tax in the UK of 26.5% (2010 - 28%)

The differences are reconciled below

	2011 £ 000	2010 £ 000
(Loss)/profit on ordinary activities before taxation	(2,676)	231
Corporation tax at standard rate	(709)	65
Expenses not deductible for tax purposes	684	-
Tax (losses)/profit arising from interest in partnership	(714)	(273)
Adjustments to tax charge in respect of prior periods	-	(8)
Group relief not paid for	739	208
<b>Total current tax</b>		(8)

#### Factors that may affect future tax charges

Deferred tax assets and liabilities on all timing differences have been calculated at 25%, being the rate of UK corporation tax that was enacted at the balance sheet date, including those expected to reverse in the year ended 31 December 2012 (the overall average rate for which would otherwise be 24.5%). The impact of this on the financial statements is not considered to be material.

# CNBC (UK) Limited

## Notes to the Financial Statements for the Year Ended 31 December 2011

..... continued

### 7 Tangible fixed assets

	Long leasehold land and buildings £ 000	Plant and machinery £ 000	Fixtures and fittings £ 000	Total £ 000
<b>Cost or valuation</b>				
Additions	411	2,809	215	3,435
<b>Net book value</b>				
At 31 December 2011	411	2,809	215	3,435

At 31 December 2011 the Company received a transfer of tangible fixed assets from Business News (Europe) Partnership. Therefore there is no depreciation in the current year.

### 8 Fixed assets investments

#### Shares in group undertakings and participating interests

	Subsidiary undertakings £ 000
<b>Cost</b>	
At 1 January 2011	15,847
At 31 December 2011	15,847
<b>Provision for impairment</b>	
At 1 January 2011 and 31 December 2011	(15,847)
<b>Net book value</b>	
At 31 December 2011	-

## CNBC (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 December 2011

..... *continued*

#### Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows

Subsidiary undertaking	Holding	Principal activity
CFN/CNBC Holding BV Netherlands	31.58%	Holding Company
Business News (Europe) Partnership	100%	Dormant entity

Effective 31 December 2011, NBC (UK) Holdings Limited agreed to transfer its share of Business News (Europe) Partnership to the Company for a value to be determined based on final audited share of liabilities. On 31 December CNBC (UK) Limited being the only partner, assumed the trade and assets of Business News (Europe) Partnership. The transfer of the holding in Business News (Europe) Partnership from NBC (UK) Holdings Limited along with the transfer of the trade and assets of Business News (Europe) Partnership gave rise to a loss of £2,581,000 in the year.

#### 9 Debtors

	2011 £ 000	2010 £ 000
Trade debtors	5,925	-
Other debtors	484	8
Prepayments and accrued income	1,528	-
Owed by group undertakings	<u>7,253</u>	<u>582</u>
	<u>15,190</u>	<u>590</u>

As at 31 December 2011 the Company received a transfer of trade and assets from Business News (Europe) Partnership.

#### Analysis of unrecognised deferred tax asset

	2011 £ 000	2010 £ 000
Difference between accumulated depreciation and amortisation and capital allowances	2	-
Other timing differences	<u>788</u>	<u>-</u>
	<u>790</u>	<u>-</u>

# CNBC (UK) Limited

## Notes to the Financial Statements for the Year Ended 31 December 2011

..... continued

### 10 Creditors: Amounts falling due within one year

	2011 £ 000	2010 £ 000
Trade creditors	1,552	2
Corporation tax	21	-
Other taxes and social security	55	20
Accruals and deferred income	6,650	-
Owed to group undertakings	5,243	-
	<u>13,521</u>	<u>22</u>

### 11 Creditors: Amounts falling due after more than one year

	2011 £ 000	2010 £ 000
Owed to group undertakings	<u>15,942</u>	<u>8,719</u>

The loan is to be repaid by 30 June 2014 unless the an extension is agreed between the two Parties. The interest rate is calculated quarterly and is base on Libor plus 1.25%

Included in the creditors are the following amounts due after more than five years

	2011 £ 000	2010 £ 000
After more than five years not by instalments	-	8,719
	<u>-</u>	<u>8,719</u>

As at 31 December 2011 the company received a transfer of trade and liabilities from Business News (Europe) Partnership

### 12 Share capital

#### Allotted, called up and fully paid shares

	2011		2010	
	No. 000	£ 000	No. 000	£ 000
8,068,286 ordinary shares of £1 each	<u>8,068</u>	<u>8,068</u>	<u>8,068</u>	<u>8,068</u>



# CNBC (UK) Limited

## Notes to the Financial Statements for the Year Ended 31 December 2011

..... continued

### 13 Reserves

	Profit and loss account £ 000	Total £ 000
At 1 January 2011	(16,227)	(16,227)
Loss for the year	<u>(2,676)</u>	<u>(2,676)</u>
At 31 December 2011	<u>(18,903)</u>	<u>(18,903)</u>

### 14 Reconciliation of movement in shareholders' funds

	2011 £ 000	2010 £ 000
(Loss)/profit attributable to the members of the company	<u>(2,676)</u>	239
Net (reduction)/addition to shareholders' funds	<u>(2,676)</u>	239
Shareholders' deficit at 1 January	<u>(8,159)</u>	<u>(8,398)</u>
Shareholders' deficit at 31 December	<u>(10,835)</u>	<u>(8,159)</u>

### 15 Commitments

#### Capital commitments

Amounts contracted for but not provided in the financial statements amounted to £238,668 (2010 - £383,111)

The capital commitments relate to securing the right to carriage fees transmission of the channel across Europe

#### Operating lease commitments

As at 31 December 2011 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	2011 £ 000	2010 £ 000
<b>Plant and machinery</b>		
Within one year	238	-
Over five years	<u>853</u>	<u>-</u>
	<u>1,091</u>	<u>-</u>

## **CNBC (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2011**

*..... continued*

#### **16 Related party transactions**

The company has taken advantage of the exemption in FRS8 "Related Party Disclosures" from disclosing transactions with other members of the group

#### **17 Control**

The Company's immediate parent undertaking is NBC (UK) Holdings Limited, a company registered in England and Wales

On 28 January 2011, the ultimate parent undertaking changed from General Electric Company to Comcast Corporation, a company incorporated in the United States of America

Until 28 January 2011, the smallest and largest group in which the results of the Company were consolidated was that headed by General Electric Company, a company incorporated in the United States of America. The consolidated financial statements of this company for the year to 31st December 2011 are available to the public and may be obtained from 3135 Easton Turnpike, Fairfield, Connecticut 06826, USA or at [www.ge.com](http://www.ge.com)

From 28 January 2011, the smallest group in which the results of the Company was consolidated is that headed by NBCUniversal Media LLC, a company incorporated in the United States of America. The largest group in which the results of the Company are consolidated is that headed by its ultimate parent undertaking, Comcast Corporation, a company incorporated in the United States of America. The consolidated financial statements of these companies are available to the public and may be obtained from Rockefeller Plaza, New York, New York 10112 and One Comcast Center, 1701 John F Kennedy Boulevard, 47th Floor, Philadelphia, Pennsylvania 19103, USA or at [www.comcast.com](http://www.comcast.com) respectively