

1581468

**Micrometro Limited**

**Directors' report and financial  
statements**

Registered number 1581469

31 December 2004



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COMPANIES HOUSE

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28/10/2005

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## Directors' report

The directors present their annual report and the unaudited financial statements for the year to 31 December 2004.

### Review of the business

The company did not trade during the year and consequently made neither a profit or loss.

### Directors

The directors who served during the year were as follows:

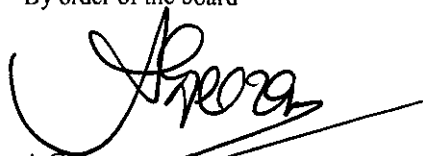
J L Dobinson	(resigned 15 April 2004)
S Jenkins	(appointed 14 April 2004, resigned 30 September)
M A Smith	(appointed 14 April 2004)

None of the directors had an interest in the shares of the company of any other group undertaking at 31 December 2004 and 31 December 2003.

### Company Secretary

EJP Wareham resigned and A George was appointed as company secretary on 29 July 2005.

By order of the board



A George  
Secretary

27 October 2005

## **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**Balance sheet**  
*at 31 December 2004*

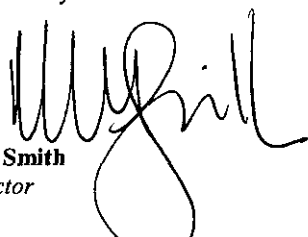
	<i>Note</i>	<b>2004</b> £	<b>2003</b> £
<b>Current assets</b>			
Debtors	4	94	94
		<hr/>	<hr/>
		94	94
<b>Creditors: amounts falling due within one year</b>			
Other creditors		(3)	(3)
		<hr/>	<hr/>
<b>Net current assets and net assets</b>		91	91
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	5	100	100
Profit and loss account		(9)	(9)
		<hr/>	<hr/>
<b>Equity shareholders' funds</b>		91	91
		<hr/>	<hr/>

For the year to 31 December 2004 the company was entitled to exemption under section 249a(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

The directors acknowledge their responsibility for (i) ensuring the company keeps accountings records which comply with section 221; and (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year and of its profit and loss for the financial year in accordance with section 226 and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 27 October 2005 and were signed on its behalf by:

  
**M A Smith**  
Director

The notes on pages 6 and 7 form part of these financial statements.

**Notes***(forming part of the financial statements)***1 Accounting policies*****Accounting convention and accounting standards***

The balance sheet has been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

The company is exempt from the requirement of Financial Reporting Standard No.1 Revised, Cash Flow Statements, being a wholly owned subsidiary of Sony BMG Music Entertainment B.V., a company incorporated in The Netherlands and which prepares consolidated financial statements in English containing a consolidated cash flow statement dealing with the cash flows of the group and of the company.

**2 Activity**

During the year the company has not traded, has not incurred any liabilities and consequently has made neither a profit or a loss. None of the directors received any emoluments in respect of their services to the company.

**3 Employees**

The average number of employees during the year was nil (2003:nil).

**4 Debtors**

	2004	2003
	£	£
Amounts owed by group undertakings	88	88
Other debtors	6	6
	<hr/>	<hr/>
	94	94
	<hr/>	<hr/>

**5 Called up share capital**

	2004	2003
	£	£
Authorised, allotted, called up and fully paid: 100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>

**6 Reconciliation of movements in equity shareholders' funds**

There was no movement in shareholders' funds during the year.

**Notes (continued)****7 Ultimate parent company and controlling party**

Following approval by the European Commission and U.S. Federal Trade Commission, Bertelsmann AG (the company's former ultimate parent undertaking) and Sony Inc received clearance to proceed with a joint venture to create Sony BMG worldwide from the recorded music businesses of Sony Inc and Bertelsmann AG, effective from 1 August 2004.

Sony BMG Entertainment (UK) Limited was one of the Bertelsmann owned businesses forming part of the joint venture. As a result, as at 1 August 2004 the ultimate holding company was Sony BMG Music Entertainment BV, a company registered in the Netherlands which is 50% owned by Bertelsmann AG and 50% owned by Sony Corporation of America

The company's immediate holding company is Zomba Records Limited, a company incorporated in England and Wales.

The largest and smallest group for which consolidated financial statements are prepared, and of which the company is a member, is as follows:

Name	Sony BMG Music Entertainment B.V.
Country of incorporation	The Netherlands
Address from where copies of the Group accounts can be obtained	Heuvellaan 50, 1217 JN Hilversum The Netherlands

**8 Related party transactions**

The company is exempt under the terms of Financial Reporting Standard No. 8 from disclosing related party transactions with entities that are part of the Sony BMG Music Entertainment B.V. group of companies. There are no other related party transactions.