

**Sony Music Entertainment International Limited**

**Directors' report and financial statements**

**Registered number 2019657**

**31 March 2010**

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## Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 March 2010

### Principal activities and review of business

The principal activity of the company is to provide high level consultancy services and advice in the areas of management, marketing, production, export, copyright, financing and other commercial and industrial areas to the subsidiaries of Sony Music Entertainment operating within the music and entertainment industry in Europe and Africa. The company made a loss during the period due to restructuring costs incurred and fixed asset investment write offs

### Business Review

#### Results

The company's turnover during the year ended 31 March 2010 was £21,979,245 (*15 month period ended 31 March 2009 £24,484,823*) and operating loss was £321,251 (*15 month period ended 31 March 2009 loss £2,167,322*)

The company made a loss before taxation of £43,188,123 (*15 month period ended 31 March 2009 loss before taxation £45,504,370*). During the year, the company made a loss before taxation due to restructuring costs incurred of £2,394,273 (*15 month period ended 31 March 2009 £3,257,851*) and a fixed asset investment impairment of £43,366,352 (*15 month period ended 31 March 2009 £76,148,618*)

The company made a loss on ordinary activities for the period after taxation of £43,382,203 (*15 month period ended 31 March 2009 £45,702,778*). The directors do not recommend the payment of a dividend (*15 month period ended 31 March 2009 £nil*)

#### Key risks, uncertainties, opportunities and future prospects

The company and its subsidiaries are engaged in the music and entertainment industry which is undergoing a period of rapid change with a move away from distribution via physical media towards broader exploitation through digital and other business models. The directors believe that the company and its subsidiaries are well placed to face the challenges and to take advantage of the opportunities which exist in the markets where they operate

### Employees

Sony Music Entertainment International Limited is committed to employment policies which follow best practice, based on equal opportunities for all employees irrespective of sex, race, national origin, religion, colour, disability, sexual orientation, age or marital status

Employees are involved in changes affecting both them and the business through company and team meetings, internal communications and opinion surveys

Employee development and discretionary bonus schemes are in operation for all staff to develop their understanding of the business' performance and encourage further contribution to the business

### Directors

The directors who held office during the period were

W Rowe  
R Sanders  
J Swidler  
R Story (resigned 24 September 2010)

On 24 September 2010 K Lawrie was appointed as a director

## **Directors' report** *(continued)*

### **Directors** *(continued)*

In accordance with articles 112, 113 and 117 of the Company's Articles of Association, all the directors, save for the Chairman are required to retire at annual general meetings. Notwithstanding this the company has dispensed with the requirement to hold annual general meetings as noted below.

### **Company Secretary**

S Jenkins acted as company secretary throughout the year.

### **Charitable donations**

Charitable donations for the period amounted to £nil *(15 month period ended 31 March 2009 £nil)*

### **Statement of directors' responsibilities in respect of the directors' report and the financial statements**

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 they prepared 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 year. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent, 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 confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper 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 its 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.

**Directors' report** *(continued)*

**Disclosure of information to 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 auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

By Order of the Board on

2 March 2011

A handwritten signature in black ink, appearing to read 'W Rowe', is written over the printed name and title.

**W Rowe**  
*Director*

9 Derry Street  
London  
W8 5HY

## **Independent auditors' report to the members of Sony Music Entertainment International Limited**

We have audited the financial statements of Sony Music Entertainment International Limited for the year ended 31 March 2010 which comprise the Profit and Loss Account the Balance Sheet, and the related notes. 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).

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

As explained more fully in the Directors' Responsibilities Statement set out on page 2 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 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the 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.

### **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.

### **Opinion on 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 March 2010 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.

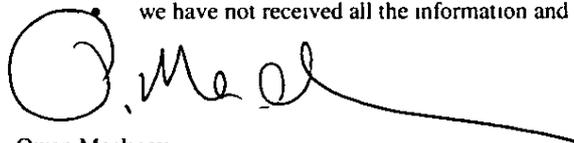
### **Opinion on other matter prescribed by the Companies Act 2006**

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.

### **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.



Owen Mackney  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
St Albans  
2 March 2011

## Profit and loss account

	<i>Note</i>	<b>Year ended 31 March 2010</b>	<b>15 months ended 31 March 2009</b>
		<b>£'000</b>	<b>£ 000</b>
Turnover – continuing operations		<b>21,979</b>	24,485
Exceptional items - Restructuring costs	6	<b>(2,394)</b>	(3,258)
Other operating expenses	2	<b>(19,906)</b>	(23,394)
<b>Total operating expenses</b>		<b>(22,300)</b>	(26,652)
<b>Operating loss – continuing operations</b>		<b>(321)</b>	(2,167)
Profit on sale of investments		-	119
Amounts written off – fixed asset investments impairments		<b>(43,366)</b>	(76,149)
Income from fixed asset investments		-	30,935
Interest receivable and similar income	7	<b>3,599</b>	10,727
Interest payable and similar charges	8	<b>(3,100)</b>	(8,970)
<b>Loss on ordinary activities before taxation</b>	3	<b>(43,188)</b>	(45,505)
Tax (charge) / credit on loss on ordinary activities	9	<b>(194)</b>	(198)
<b>Loss on ordinary activities after taxation</b>		<b>(43,382)</b>	(45,703)

Turnover and profit on ordinary activities before taxation for the year and prior period relate exclusively to continuing operations

There is no difference between the result as disclosed in the profit and loss account and result on a historical cost basis

A statement of total recognised gains and losses has not been presented as there are no gains or losses other than those dealt with in the profit and loss account

The notes on pages 7 to 16 form part of these financial statements

**Balance sheet**

		Year ended 31 March 2010	15 months ended 31 March 2009
		£'000	£'000
<b>Fixed assets</b>			
Tangible assets	10	326	67
Investments	11	276,599	298,417
		<u>276,925</u>	<u>298,484</u>
<b>Current assets</b>			
Debtors (including £411,842 (31 March 2009 £386,749) due after more than one year)	12	24,656	34,392
<b>Creditors</b> amounts falling due within one year	13	(19,350)	(7,263)
<b>Net current assets</b>		<u>5,306</u>	<u>27,129</u>
<b>Total assets less current liabilities</b>		<u>282,231</u>	<u>325,613</u>
<b>Creditors</b> , amounts falling due after more than one year		(19,429)	(19,429)
<b>Net assets</b>		<u>262,802</u>	<u>306,184</u>
<b>Capital and reserves</b>			
Called up share capital	15	46,071	46,071
Share Premium	16	168,823	168,823
Merger Reserve	16	86,648	130,014
Profit and loss account	16	(38,740)	(38,724)
<b>Shareholders' funds</b>	17	<u>262,802</u>	<u>306,184</u>

These financial statements were approved by the Board of directors on 2 March 2011 and were signed on its behalf by



W Rowe  
 Director

REGISTERED NUMBER: 2019657

The notes on pages 7 to 16 form part of these financial statements

## Notes to the financial statements

### 1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material to the financial statements

#### *Basis of preparation*

The financial statements have 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 Corporation, a company incorporated in Japan 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

The financial statements contain information about Sony Music Entertainment International Limited as an individual company and do not contain consolidated financial information as the parent of a group. The results of the company and its subsidiaries are included in the consolidated accounts of Sony Corporation, a company incorporated in Japan. The directors consider the accounts of Sony Corporation, prepared under US Generally Accepted Accounting Practices, to be equivalent to the requirements of the 7th EU Directive in all material respects and have therefore taken advantage of Companies Act 2006, section 401 as revised, and not prepared consolidated accounts

#### *Investments*

Investments are stated at cost less provision for any impairment

Where these investments are impaired the impairment charge is recognised in the profit and loss account. A transfer between the merger reserve and the profit and loss account reserve is made to reflect the impairment of the fair value of these investments in excess of the nominal value of the shares issued

The investments opening balances have been restated in the current year to present investments in associate undertakings from subsidiary undertakings. As a result, the opening balance has been restated by £906,000 (reduction) to reclassify the investment in associated undertakings (15 months ended 31 March 2009 £786,000) and £374,078 (15 months ended 31 March 2009 £374,198) respectively

#### *Impairment reviews*

Impairment reviews are undertaken on fixed assets when there are indicators that their carrying amounts may not be recoverable

#### *Tangible fixed assets*

Tangible fixed assets are stated at cost, net of depreciation

No depreciation is provided on assets in the course of construction. Depreciation commences once the asset has been completed

Depreciation is provided at rates calculated to write off the cost, less the estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows

Leasehold improvements	-	shorter of useful life / term of lease
Computer equipment	-	33.3%
Office equipment	-	20%
Furniture and Fixtures & Fittings	-	14.3%

**Notes** (continued)

**Taxation**

Deferred tax is recognised without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by Financial Reporting Standard No 19 Deferred Tax

Sony Music entities which include this company are able to relieve their taxable losses by surrendering them to other group companies where capacity to utilise those losses exists. Such losses will be purchased and paid for by the recipient company. Where there is reasonable certainty that taxable losses can be utilised the group relief receivable is included in the taxation charge or credit for the year.

**Foreign currencies**

Normal trading activities denominated in foreign currencies are recorded in sterling at the exchange rates as of the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the year end are reported at the rates of exchange prevailing at the year end. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is reported as an exchange gain or loss in the profit and loss account.

**Turnover**

Turnover represents amounts, excluding value added tax, recharged to group companies to which consultancy services and advice are provided. All turnover is generated within the UK.

**Pensions**

The company participates in the Sony Music Entertainment UK Pension Plan, a defined benefit pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The directors are unable to identify the company's share of the underlying assets and liabilities in the scheme on a consistent and reliable basis so accounts for the scheme on a defined contribution basis. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

**2 Operating expenses**

Operating expenses consist of third party legal and consultancy costs together with salary costs borne by the company necessary to provide the services to Sony Music Entertainment operating companies within the music industry in Europe and Africa.

**3 Loss on ordinary activities before taxation**

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £ 000
<i>Loss on ordinary activities before taxation is stated after charging / (crediting).</i>		
Auditor's remuneration		
Audit services	17	17
Depreciation of owned fixed assets	23	74
Profit on disposal of investments	-	119
Staff costs (see note 5)	9,682	10,547
	<u>          </u>	<u>          </u>

**Notes** *(continued)*

**4 Remuneration of directors**

The directors received emoluments from the company for their services. Their total emoluments charged in the accounts of the company were as follows:

	<b>Year ended 31 March 2010 £'000</b>	<b>15 months ended 31 March 2009 £'000</b>
Aggregate emoluments	502	1,915
Pension scheme contributions	30	84
Compensation for loss of office	-	2,511
	<b>532</b>	<b>4,510</b>
	<b>532</b>	<b>4,510</b>

The total emoluments, including pension contributions of £17,250 (*15 months ended 31 March 2009: £nil*), of the highest paid director were £345,683 (*15 months ended 31 March 2009: £2,495,062*).

**5 Staff numbers and costs**

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

	<b>Year ended 31 March 2010 Number</b>	<b>15 months ended 31 March 2009 Number</b>
Administration	112	102
	<b>112</b>	<b>102</b>
	<b>112</b>	<b>102</b>

The aggregate payroll costs of these persons were as follows:

	<b>Year ended 31 March 2010 £'000</b>	<b>15 months ended 31 March 2009 £'000</b>
Wages and salaries	8,280	8,761
Social security costs	948	1,149
Pension costs (note 18)	454	637
	<b>9,682</b>	<b>10,547</b>
	<b>9,682</b>	<b>10,547</b>

Notes (continued)

6 Restructuring costs

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £'000
<i>Restructuring costs.</i>		
Redundancy	2,394	3,258

Restructuring costs relate to a number of restructuring programmes initiated to develop and adapt the consultancy services provided by the company to the rapidly changing business environment of the music and entertainment industry

7 Interest receivable and similar income

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £'000
Other loans	3,599	10,727

Intercompany balances carried a rate of interest of 1.86% in the period (15 months ended 31 March 2009 6.03%)

8 Interest payable and similar charges

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £'000
Other loans	3,100	8,970

Intercompany balances carried a rate of interest of 1.86% in the period (15 months ended 31 March 2009 6.03%)

Notes (continued)

9 Tax on loss on ordinary activities

The tax charge is based on the taxable result for the year and comprises:

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £'000
<i>UK corporation tax</i>		
UK corporation tax	(303)	(8,814)
Adjustments in respect of previous periods	85	(189)
Double taxation relief	-	8,661
	<hr/>	<hr/>
Total current tax	(218)	(342)
	<hr/>	<hr/>
<i>Deferred tax</i>		
Origination and reversal of timing differences	24	44
Adjustment in respect of prior periods	-	100
	<hr/>	<hr/>
Total deferred tax	24	144
	<hr/>	<hr/>
Tax on loss on ordinary activities	(194)	(198)
	<hr/> <hr/>	<hr/> <hr/>

The tax assessed for the year is higher (15 months ended 31 March 2009 higher) than the the standard rate of corporation tax in the UK

The differences are explained below

	Year ended 31 March 2010 £'000	15 months ended 31 March 2009 £'000
Loss on ordinary activities before tax	(43,188)	(45,504)
	<hr/>	<hr/>
Loss on ordinary activities before tax multiplied by standard rate of corporation tax in the UK of 28% (2008 28.4%)	(12,093)	(12,923)
	<hr/>	<hr/>
<i>Effects of</i>		
Expenses not deductible for tax purposes	12,372	21,816
Depreciation in excess of capital allowances	24	44
Capital allowances in excess of depreciation	-	-
Double tax relief	-	(8,661)
Effect of differing tax rates	-	(123)
Adjustments in respect of prior periods	(85)	189
	<hr/>	<hr/>
Current tax charge for year	218	342
	<hr/> <hr/>	<hr/> <hr/>

**Notes** (continued)

**Tax on loss on ordinary activities (continued)**

Factors which may affect future tax charges

A number of changes to the UK Corporation tax system were announced in the June 2010 Budget Statement Finance (No 2) Act 2010 reduces the standard rate of UK corporation tax from 28% to 27% with effect from April 2011. Further reductions to the main rate are proposed to reduce the rate by 1% per annum to 24% by 1 April 2014. These changes have not been substantively enacted at the balance sheet date and therefore have not been included in the financial statements.

**10 Tangible fixed assets**

	Leasehold improvements £000	Machinery and equipment £000	Office equipment £000	Assets under construction £000	Total £000
<i>Cost</i>					
At 1 April 2009	106	182	60	-	348
Additions	-	-	7	275	282
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
<b>At 31 March 2010</b>	<b>106</b>	<b>182</b>	<b>67</b>	<b>275</b>	<b>630</b>
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
<i>Depreciation</i>					
At 1 April 2009	99	169	13	-	281
Charged in the period	4	10	9	-	23
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
<b>At 31 March 2010</b>	<b>103</b>	<b>179</b>	<b>22</b>	<b>-</b>	<b>304</b>
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
<i>Net book value</i>					
<b>At 31 March 2010</b>	<b>3</b>	<b>3</b>	<b>45</b>	<b>275</b>	<b>326</b>
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2009	7	13	47	-	67
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>

Notes (continued)

11 Fixed asset investments

	Associate undertakings £000	Subsidiary undertakings £000	Total £000
<i>Cost</i>			
At 1 April 2009 (Restated)	906	374,078	374,984
Additions	183	22,036	22,219
Disposals	-	-	-
Return of capital	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 March 2010	1,089	396,114	397,203
	<hr/>	<hr/>	<hr/>
<i>Provisions for permanent diminution in value</i>			
At April 2009	418	76,149	76,567
Charge in year	671	43,366	44,037
	<hr/>	<hr/>	<hr/>
At 31 March 2010	1,089	119,515	120,604
	<hr/>	<hr/>	<hr/>
<i>Net book value</i>			
At 31 March 2010	-	276,599	267,599
	<hr/>	<hr/>	<hr/>
At 31 March 2009 (Restated)	488	297,929	298,417
	<hr/>	<hr/>	<hr/>

**Investments in associate undertakings**

In August 2009 and November 2009 the company increased its investment in Glam Slam BV for cash consideration of £182,698. This investment has been fully provided against during the period.

**Investments in subsidiary undertakings**

In March 2010 the company acquired all of the ordinary shares in Sony Music Entertainment (Taiwan) for a cash consideration of £2,201,725.

The company increased its investment in Sony Music Entertainment (Czech Republic) Sro, Sony Music Entertainment (Italy) SPA and Sony Music Entertainment (France) SAS by subscribing for additional shares for a consideration of £161,010, £19,665,558 and £8,070 respectively.

During the year the directors undertook a review of its investments to identify any circumstances that would suggest that the carrying amounts were no longer recoverable. This review identified a change in circumstances for its investment in Sony Music Entertainment (Italy) SPA.

Accordingly, the directors have prepared a valuation of the investment in the following and impaired it by

Sony Music Entertainment (Italy) SPA                      £43,366,352

The valuation was based on the discounted cashflow of future projected earnings from the investment.

Notes (continued)

Investments in subsidiary undertakings (continued)

Subsidiary undertaking	Country of Incorporation	Class and percentage of shares held
Sony Music Entertainment (Austria) GmbH	Austria	100% ordinary share capital
Sony Music Entertainment (Belgium) N V	Belgium	99.99% ordinary share capital
Sony Music Entertainment (Czech Republic) Sro	Czech Republic	80% ordinary share capital
Sony Music Entertainment (Denmark) AS	Denmark	100% ordinary share capital
Sony Music Entertainment (Finland) OY	Finland	100% ordinary share capital
Sony Music Entertainment (Germany) GmbH	Germany	100% ordinary share capital
Sony Music Entertainment (Greece) S A	Greece	99.99% ordinary share capital
Sony Music Entertainment (Hungary) KFT	Hungary	99.99% ordinary share capital
Sony Music Entertainment (Italy) SPA	Italy	100% ordinary share capital
Sony Music Entertainment (Norway) AS	Norway	100% ordinary share capital
Sony Music Entertainment (Poland) Sp Zoo	Poland	100% ordinary share capital
Sony Music Entertainment (Portugal) LDA	Portugal	100% ordinary share capital
Sony Music Entertainment (Sweden) AB	Sweden	100% ordinary share capital
Sony Music Entertainment (Switzerland) GmbH	Switzerland	100% ordinary share capital
Sony Music Entertainment (Turkey) AS	Turkey	99.99% ordinary share capital
Sony Music Entertainment (France) SAS	France	100% ordinary share capital
Sony Music Entertainment International Limited	UK	100% ordinary share capital
Zomba Records Italia Srl	Italy	100% ordinary share capital
Duzy Dom Dystrybucyjng Sp Zoo *	Poland	33.3% ordinary share capital
Glam Slam B V	Netherlands	44.4% ordinary share capital
8 Ball Music B V	Netherlands	33% ordinary share capital
Spotify Technology SA	Luxembourg	4.95% ordinary share capital
Omnifone Limited	UK	1.125% ordinary share capital
Sony Music Entertainment Taiwan	Taiwan	100% ordinary share capital

All other subsidiaries are engaged in record production and promotion except those marked with an \* which are engaged in warehousing and distribution services

12 Debtors

	31 March 2010 £'000	31 March 2009 £'000
<i>Amounts falling due within one year.</i>		
Trade debtors	1,642	834
Amounts owed by group undertakings	20,580	30,790
Group relief receivable	342	560
Other debtors	9	9
Prepayments and accrued income	1,690	1,830
	<hr/>	<hr/>
	24,263	34,023
<i>Amounts falling due after more than one year</i>		
Deferred tax asset (see note 14)	393	369
	<hr/>	<hr/>
	24,656	34,392
	<hr/> <hr/>	<hr/> <hr/>

**Notes** (continued)

**13 Creditors' amounts falling due within one year**

	<b>31 March 2010 £'000</b>	<b>31 March 2009 £'000</b>
Trade creditors	1,769	926
Other creditors	10,971	3,926
Accruals and deferred income	6,610	2,411
	<u>19,350</u>	<u>7,263</u>
<i>Amounts falling due after more than one year:</i>		
Amounts owed to group undertakings	<u>19,429</u>	<u>19,429</u>

**14 Deferred taxation**

	<b>Year ended 31 March 2010 £000</b>	<b>15 months ended 31 March 2009 £000</b>
<b>Asset at start of the period</b>		
ACA's	369	225
Other timing differences	-	-
	<u>369</u>	<u>225</u>
<b>Credit / (charge) in profit and loss account</b>		
ACA's - current year	24	44
prior year	-	100
Other - current year	-	-
prior year	-	-
	<u>393</u>	<u>369</u>
<b>Asset at end of the period</b>	<u>393</u>	<u>369</u>
<b>Asset at end of period</b>		
ACA's	<u>393</u>	<u>369</u>
	<u>393</u>	<u>369</u>

The effects of the changes enacted in the Finance (No 2) Act 2010 would be to reduce the deferred tax asset provided at 31 March 2010 by £14k. This decrease in the deferred tax asset due to the reduction in the corporate tax rate from 28% to 27% with effect from 1 April 2011. The proposed reductions of the main rate of corporation tax by 1% per year to 24% by 1 April 2014 are expected to be enacted separately each year. The overall effect of the further changes from 27% to 24%, if these applied to the deferred tax balance as at 31 March 2010, would be to reduce the deferred tax asset by £42k (being £14k recognised in each of the years 2012 to 2014 inclusive).

**Notes** (continued)

**15 Called up share capital**

	31 March 2010 £'000	31 December 2009 £'000
<i>Authorised</i>		
75,000,000 (2009 75,000 000) ordinary shares of £1 each	75,000	75,000
<i>Allotted, called up and fully paid</i>		
£46,071,166 (2009 £46,071,166) ordinary shares of £1 each	46,071	46,071

**16 Reserves**

	Share premium reserve (restated) £'000	Merger reserve £'000	Profit and loss account £'000	Total £'000
Opening balance	168,823	130,014	(38,724)	260,113
Loss for the period	-	-	(43,382)	(43,382)
Transfer	-	(43,366)	43,366	-
Closing balance	168,823	86,648	(38,740)	216,731

Acquisition of certain investments has been recorded in accordance with Section 611 of the Companies Act 2006 whereby any amounts in excess of the minimum share premium arising on the issue of shares is recorded in the merger reserve

During the year the investment in Sony Music Entertainment (Italy) SPA was impaired by £43,366,352. As this impairment is at least equal to the amounts originally recorded in the merger reserve, a transfer has been made between the merger reserve and the profit and loss account reserve

**17 Reconciliation of movement in shareholders' funds**

	31 March 2010 £'000	31 March 2009 £'000
Opening shareholders' funds	306,184	351,887
Loss for the period	(43,382)	(45,703)
Issue of ordinary share capital	-	-
Closing shareholders' funds	262,802	306,184

**Notes** (continued)

**18 Pensions**

The company participates in the Sony Music Entertainment UK Pension Plan, a defined benefit pension scheme. The directors are unable to identify the company's share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis and accounts for the scheme on a defined benefit basis.

The assets of the pension plan are held separately from the assets of any group company. The latest actuarial valuation of the plan was carried out as at year ended 31 March 2010. Details of this valuation are included in the accounts of Sony Music Entertainment UK Limited.

The total cost of pension benefits for all defined contribution schemes, charged to the profit and loss account, amounted to £453,667 (*Period ended 31 March 2009 £636,868*).

**19 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 group of companies.

**20 Immediate and ultimate holding company**

The company's immediate holding company is Sony Music Entertainment (UK Holdings) Limited, a company incorporated in England and Wales. The ultimate holding company is Sony Corporation, a company registered in Japan.

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

Name	Sony Corporation
Country of incorporation	Japan
Address from where copies of the Group accounts can be obtained	7-1, Konan 1-chome, Minato-ku Tokyo 108-0075