Mill Film Shepperton Limited

Directors' report and financial statements For the year ended 31 December 2013 Registered number: 2368966

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Officers and professional advisers

Directors

Patrick Joseph Michael Wolfson Robin Shenfield

Company secretary

Michael Wolfson

Registered office

40-41 Great Marlborough Street London W1F 7JQ

Bankers

Lloyds TSB Bank plc Corporate Banking Account Services PO Box 72 Bailey Drive Gillingham Business Park Gillingham ME8 0LS

Solicitors

Travers Smith LLP 10 Snow Hill London EC1A 2AL

Registered number: 2368966

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Mill Film Shepperton Limited Company Registration Number: 2368966 Directors' report and financial statements Year ended 31 December 2013

Directors' report

The directors present their annual report and the unaudited financial statements of the company for the year ended 31 December 2013.

Principal activities

The company is dormant.

Business review

During the current and prior year the company did not trade.

Directors and directors' interests

The directors who served during the year and up to the date of signing the financial statements are shown on page 1.

None of the directors serving at the year end had an interest in the share capital of the company at any time in the year.

Independent auditors

For the year ended 31 December 2013, the company was entitled to an audit exemption under section 480 of the companies Act 2006.

On behalf of the board

Michael Wolfson Director 40-41 Great Marlborough Street London W1F 7JQ

10 September 2014

Balance sheet

as at 31 December 2013

| | Note | 2013 £000 | 2012 £000 |
|--|------|--------------|--------------|
| Net assets | | - | - |
| Capital and reserves | | | |
| Called up share capital Profit and loss account | 1 | 750 (750) | 750 (750) |
| Total shareholders' funds | | . <u>-</u> | - |
| Equity shareholders' deficit Non-equity shareholders' funds | | (700) 700 | (700) 700 |
| Total shareholders' funds | | - | - |

Audit Exemption Statement

For the year ended 31 December 2013, the company was entitled to exemption under section 480 of the Companies Act 2006. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006. The directors acknowledge their responsibility for:

- i) ensuring the company keeps accounting records which comply with section 386; and
- ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit and loss for the financial year, in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These financial statements on pages 3 were approved by the board of directors on 10 September 2014 and were signed on its behalf by:

Michael Wolfson Director

2012

Notes

1 Called up share capital

| · · | 750 | 750 |
|--|--------------|------|
| | | |
| 700,000 cumulative redeemable preference shares of £1 each | 700 . | 700 |
| 50,000 ordinary shares at £1 each | 50 | 50 |
| Authorised, allotted and fully paid | | |
| | £000 | £000 |
| | 2013 | 2012 |

The company's Articles of Association state that the ordinary shares and cumulative redeemable preference shares rank pari passu in respect of rights to receive dividends. The holders of ordinary shares have the right to vote at a general meeting. The holders of cumulative redeemable preference shares do not have the right to attend or vote at a general meeting. The cumulative redeemable preference shares may be redeemed at the request of the company or at the request of the holders of the redeemable shares

2 Ultimate parent company

The company's immediate parent company at 31 December 2013 is Mill Film Limited. The company's ultimate parent company is Badger Holdco Limited.

The largest group in which the results of the company are consolidated is that headed by Badger Holdco Limited. The consolidated accounts of this company are available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff CF4 3UZ. No other group accounts include the results of the company.