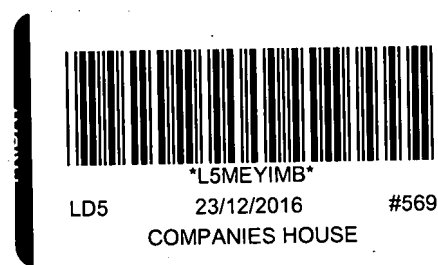


**ContentFilm Pictures Limited**

**Financial statements**  
**For the year ended 31 March 2016**



## Contents

Directors' report	1 - 2
Independent auditor's report to the members of ContentFilm Pictures Limited	3
Statement of consolidated income	4
Statement of financial position	5
Notes	6 - 9

## Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 March 2016.

### Principal activity

The principal activity of the company is the creation, development and exploitation of entertainment based intellectual property rights. The company will continue to trade on its library.

### Results and dividends

The company recorded a loss for the year of £640 (2015: £nil).

No dividends were paid or proposed during the year (2015: £nil).

The board considers the company's key performance indicator is profit before tax.

### Business Review

The company continues to derive revenues from the exploitation of its intellectual property rights as it has done in previous years. The company expects to continue these activities in the future.

### Directors

The directors of the company who served during the year were as follows:

J Schmidt  
G Webb

### Directors' Responsibilities Statement

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 laws), 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 and profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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;
- 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.

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

In so far as each of the directors is aware:

- there is no relevant audit information of which the company's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### **Principal risks and uncertainties**

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately.

Accordingly, the principal risks and uncertainties of Content Media Corporation Plc (formerly Content Media Corporation Limited), the Company's ultimate undertaking are discussed within the 'Principal risks and uncertainties' paragraph in the directors' report of the financial statements of Content Media Corporation Plc, which do not form part of this report.

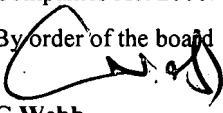
### **Small companies exemption**

In preparing this report, the directors have taken advantage of the small companies exemption in Part 15 of the Companies Act 2006.

### **Auditors**

Grant Thornton UK LLP offer themselves for re-appointment as auditors in accordance with section 487(2) of the Companies Act 2006.

By order of the board

  
**G Webb**  
Secretary

19-21 Heddon Street  
London  
W1B 4BG

**22** December 2016

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CONTENTFILM PICTURES LIMITED

We have audited the financial statements of ContentFilm Pictures Limited for the year ended 31 March 2016 which comprise the balance sheet, the profit and loss account, 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), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on pages 1-2, 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 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 Ethical Standards for Auditors.

### Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### 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 2016 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.

### Emphasis of matter – Going Concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 2 to the financial statements concerning the group's ability to continue as a going concern.

These conditions, along with the other matters explained in note 2 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

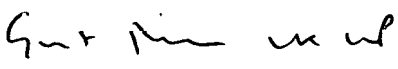
### Opinion on other matter prescribed by the Companies Act 2006

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.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

  
Nicholas Page  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London  
Date: 22/12/16

**Statement of Comprehensive Income**  
*for the year ended 31 March 2016*

	<i>Note</i>	<b>2016</b> £	<b>2015</b> £
<b>Turnover</b>		<b>210</b>	21,621
Cost of sales		(850)	-
		<hr/>	<hr/>
<b>Gross (loss)/ profit</b>		<b>(640)</b>	21,621
Administrative expenses		(555)	(21,621)
Intercompany write off		640	-
		<hr/>	<hr/>
<b>Operating loss</b>	7	<b>(555)</b>	-
		<hr/>	<hr/>
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(555)</b>	-
Tax on result on ordinary activities	7	-	-
		<hr/>	<hr/>
<b>Loss for the financial year</b>		<b>(555)</b>	-
Profit and loss account brought forward		555	555
		<hr/>	<hr/>
<b>Profit and loss account carried forward</b>		-	555
		<hr/>	<hr/>
<b>Other Comprehensive Income</b>		-	-
		<hr/>	<hr/>
<b>Total comprehensive loss for the financial year</b>		<b>(555)</b>	-
		<hr/>	<hr/>

Turnover and results reported above all relate to continuing operations.

There were no recognised gains or losses during either year other than the results reported above.

The accompanying accounting policies and notes form part of these financial statements.

**Statement of Financial position**  
*at 31 March 2016*

	<i>Notes</i>	<b>2016</b> £	2015 £
<b>Current assets</b>			
Stocks	8	-	555
		<hr/>	<hr/>
<b>Net assets</b>		-	555
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	9	100	100
Profit and loss account		(100)	455
		<hr/>	<hr/>
<b>Shareholders' deficit</b>	10	-	555
		<hr/>	<hr/>

These financial statements were approved by the board of directors on 22 December 2016 and were signed on its behalf by:



**G Webb**  
*Director*

The accompanying accounting policies and notes form part of these financial statements.

Registered number : 2803116

## Notes

*(forming part of the financial statements)*

### 1 Company information

ContentFilm Pictures Limited is a company incorporated in the United Kingdom with a registered office at 19 Heddon Street, London, W1B 4BG.

### 2 Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

This is the first year in which the financial statements have been prepared under FRS 102. Refer to note 16 for an explanation of the transition.

The financial statements are presented in Sterling (£).

The individual accounts of ContentFilm Pictures Limited have also adopted the following disclosure exemptions:

- the requirement to present a statement of cash flows and related notes
- financial instrument disclosures, including:
  - categories of financial instruments,
  - items of income, expenses, gains or losses relating to financial instruments, and
  - exposure to and management of financial risks.

### *Income recognition*

Turnover, which excludes value added tax, represents sales agent fees and commissions and other income ancillary to the exploitation of the company's intellectual property and is recognised on a receivable basis except where payment is dependent on the film or television project being completed or delivered, in which case income is recognised on completion or delivery.

### *Taxation*

The charge for taxation is based on the loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

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 FRS 102.

### *Going concern*

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements. Nevertheless, the company relies on its ultimate parent company for ongoing financial support. At the date of the signing of these accounts the existing loan Facility of the Group was due to expire on 15 January 2017 and the Company is currently in discussions with its Bank Group to further extend the maturity date in the Facility. Based on discussions with its Bank Group, the directors believe that the Facility will be renewed. Notwithstanding that belief, taking account of the size of the loan facility and the Group's strong reliance on it for future funding, it is appropriate to recognise that the expected renewal of the loan facility represents a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern.



## Notes (continued)

### 3 Significant judgements and estimates

The preparation of financial statements under FRS102 requires management to make significant judgements and estimates that affect the application of policies and reported amounts. However, there are no items in these financial statements where these judgments and estimates have been made.

### 4 Staff numbers and costs

The average number of persons (including directors) employed by the company during the year was 2 (2015: 2). Staff costs have been borne by a fellow group company. The directors are the key personnel of the company.

### 5 Directors' emoluments

None of the directors received any remuneration from the company during the year (2015: £nil).

### 6 Loss on ordinary activities before taxation

All audit and non-audit fees were borne by a fellow group undertaking.

### 7 Tax on loss on ordinary activities

	2016 £	2015 £
UK current tax:		
Corporation tax (charge) / credit on the results for the year	-	-
Adjustments in respect of prior years	-	-
	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

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

The current tax credit for the year is lower (2015: lower) than the standard rate of corporation tax in the UK at 20% (2015: 21%). The differences are explained below:

	2016 £	2015 £
<i>Current tax reconciliation</i>		
Loss on ordinary activities before tax	(555)	-
	<u>(555)</u>	<u>-</u>
Current tax credit at 20% (2015: 21%)	(111)	-
	<u>(111)</u>	<u>-</u>
<i>Effects of:</i>		
Expenses not deductible for tax purposes	-	-
Tax losses carried forward	111	-
	<u>111</u>	<u>-</u>
Total current tax credit (see above)	-	-
	<u>-</u>	<u>-</u>

#### Factors affecting future tax charges

There are unutilised tax losses within the company of £1.95m (2015: £1.4m) carried forward for relief against future suitable taxable profits and for which no deferred tax asset has been recognised.

## Notes (continued)

### 8 Stocks

	2016 £	2015 £
Film project inventory	-	555

### 9 Share Capital

	2016 £	2015 £
<i>Authorised</i>		
200 ordinary shares of 50p each	100	100
<i>Allotted, called up and fully paid:</i>		
200 ordinary shares of 50p each	100	100

### 10 Reconciliation of movement in shareholders' deficit

	2016 £	2015 £
Shareholders' deficit brought forward	555	555
Loss for the financial year	(555)	-
Shareholders' deficit carried forward	-	555

### 11 Reserves

Called-up share capital – represents the nominal value of shares that have been issued.  
Profit and loss account – includes all current and prior period retained profits and losses.

### 12 Capital Commitments

There were no capital commitments at 31 March 2016 (2015: £nil).

### 13 Contingent liabilities

There were no contingent liabilities 31 March 2016 (2015: £nil).

### 14 Ultimate controlling party

The company is controlled by Content Media Corporation Plc, the ultimate parent company, which is also the ultimate controlling party. The only group in which the results of the company are consolidated is Content Media Corporation Plc. The consolidated accounts of this company are available to the public and may be obtained from the company's registered address, 19-21 Heddon Street, W1B 4BG.

## Notes (continued)

### 15 JP Morgan Chase Bank Guarantee

In relation to a Credit and Guarantee Agreement (the Agreement) dated March 26 2004, between JP Morgan Chase Bank, the Company's parent company Content Media Corporation Plc, and a related group company Content Media Corporation, the Company has provided a guarantee to JP Morgan Chase Bank in relation to the repayment of all amounts owing under the Agreement. Further JP Morgan Chase Bank have a security interest over the assets of the Company and its shares. The balance of the bank facility in Content Media Corporation Plc as at 31 March 2016 was £31.1m (2015: £26.7m).

### 16 Transition to FRS 102

The company has adopted FRS 102 for the year ended 31 March 2016 and has restated the comparative prior year amounts.

#### Explanations:

#### Changes for FRS102 adoption:

- Intercompany balances were not repayable on demand and were therefore written off.

	2015 £
Original shareholders' deficit at 1 April 2014	(1,529,470)
Intercompany creditor write off adjustment	1,530,025
	<hr/>
Restated shareholders' funds at 1 April 2014	555
	<hr/>

There was no impact on the income statement.