

# **S Harris Holdings Limited**

Registered number 03655236

## **Director's report and financial statements**

**For the year ended 31 October 2010**



# **S HARRIS HOLDINGS LIMITED**

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# **S HARRIS HOLDINGS LIMITED**

## **COMPANY INFORMATION**

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<b>Director</b>	Mr A Taylor
<b>Company secretary</b>	Mr P de Vroome
<b>Company number</b>	03655236
<b>Registered office</b>	Bridle House 36 Bridle lane London W1F 9BZ
<b>Auditors</b>	Mazars LLP Chartered Accountants & Statutory Auditors Tower Building Water Street Liverpool L3 1PQ
<b>Bankers</b>	HSBC Republic Bank (UK) Limited 31 Hill Street London W1J 5LS
<b>Solicitors</b>	Sheridans Solicitors 14 Red Lion Square London WC1R 4QL

# **S HARRIS HOLDINGS LIMITED**

## **DIRECTOR'S REPORT FOR THE YEAR ENDED 31 OCTOBER 2010**

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The director presents his report and the financial statements for the year ended 31 October 2010

### **Principal activities**

The principal activity of the company during the year was the provision of music services and the recording, licensing and publishing of music

### **Director**

The director who served during the year was

Mr A Taylor

### **Results and dividends**

The profit for the year, after taxation, amounted to £34,333 (2009 - loss £305,049)

The directors have not recommended payment of a dividend (2009 £NIL)

### **Statement of director's responsibilities**

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is required to

- select suitable accounting policies and then apply them consistently,
- make judgments and 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

# **S HARRIS HOLDINGS LIMITED**

## **DIRECTOR'S REPORT FOR THE YEAR ENDED 31 OCTOBER 2010**

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### **Provision of information to auditors**


The director at the time when this Director's Report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information

### **Auditors**

The auditors, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board and signed on its behalf



Mr A Taylor  
Director

Date 26 July 2011

Bridle House  
36 Bridle lane  
London  
W1F 9BZ

## **S HARRIS HOLDINGS LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDER OF S HARRIS HOLDINGS LIMITED**

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We have audited the financial statements of S Harris Holdings Limited for the year ended 31 October 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 director and auditors**

As explained more fully in the Director's Responsibilities Statement set out on page 1, the director is 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. 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.

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

A description of the scope of an audit of financial statements is provided on the APB's website at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

#### **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 October 2010 and of its profit 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## S HARRIS HOLDINGS LIMITED

### INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDER OF S HARRIS HOLDINGS LIMITED

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#### 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 remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



David Nicholls (Senior statutory auditor)

for and on behalf of Mazars LLP, Chartered Accountants and Statutory Auditors

Tower Building  
Water Street  
Liverpool  
L3 1PQ

28 July 2011

# S HARRIS HOLDINGS LIMITED

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 OCTOBER 2010

	Note	2010 £	2009 £
Turnover	1	163,196	(11,532)
Administrative expenses		(126,570)	(290,968)
<b>Operating profit/(loss)</b>	2	36,626	(302,500)
Interest receivable and similar income		206	22
Interest payable and similar charges	3	(2,456)	(2,571)
<b>Profit/(loss) on ordinary activities before taxation</b>		34,376	(305,049)
Tax on profit/(loss) on ordinary activities	4	(43)	-
<b>Profit/(loss) for the financial year</b>	12	34,333	(305,049)

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the profit and loss account

The notes on pages 8 to 14 form part of these financial statements



# S HARRIS HOLDINGS LIMITED

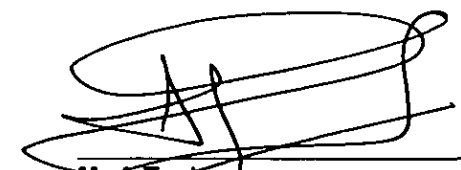
Registered number 03655236

## BALANCE SHEET

AS AT 31 OCTOBER 2010

	Note	£	2010 £	£	2009 £
<b>Fixed assets</b>					
Intangible assets	5		(161,641)		(164,016)
Tangible assets	6		58,733		79,982
Investments	7		115,467		95,967
			<u>12,559</u>		<u>11,933</u>
<b>Current assets</b>					
Debtors	8	489,032		166,463	
Cash at bank		5,351		5,516	
		<u>494,383</u>		<u>171,979</u>	
<b>Creditors</b> * amounts falling due within one year	9	(822,212)		(533,515)	
<b>Net current liabilities</b>			<u>(327,829)</u>		<u>(361,536)</u>
<b>Total assets less current liabilities</b>			<u>(315,270)</u>		<u>(349,603)</u>
<b>Capital and reserves</b>					
Called up share capital	11		2		2
Profit and loss account	12		<u>(315,272)</u>		<u>(349,605)</u>
<b>Shareholders' deficit</b>	13		<u>(315,270)</u>		<u>(349,603)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by the sole director



Mr A Taylor  
Director

Date 26 July 2011

The notes on pages 8 to 14 form part of these financial statements

# **S HARRIS HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010**

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### **1 Accounting Policies**

#### **1.1 Basis of preparation of financial statements**

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

The financial statements have been prepared on a going concern basis notwithstanding net current liabilities of £327,829 and shareholders' deficit of £315,270. The director believes this to be appropriate because the company has access to continued funding from the ultimate controlling party and other related parties. The company is reliant on both of these parties for ongoing support and they have provided the company with undertakings that they will, for at least twelve months from the date of the approval of these financial statements, continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting their liabilities as they fall due for payment. As with any company placing reliance on other individuals or entities for financial support, the director acknowledges that there can be no certainty that this support will continue, although at the date of approval of these financial statements, he has no reason to believe that they will not do so.

On this basis the director believes that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the going concern basis of preparation being inappropriate.

#### **1.2 Cash flow**

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

#### **1.3 Turnover**

Performance income derived from the provision of creative and promotional services and rebates on band management services is accounted for in the period in which it is invoiced and adjusted for deferred revenue in respect of services provided in periods after the accounting period in which the invoice is raised. Deferred revenue is included in accruals and deferred income within creditors due in less than one year.

Equipment and property rental income is accounted for in the period in which it is invoiced.

Recording income is accounted for on an accruals basis or when it becomes contractually due.

All revenue is stated in the profit and loss account net of Value Added Tax.

#### **1.4 Intangible fixed assets and amortisation**

Negative goodwill occurs when the consideration paid is less than the aggregate fair values attributable to the identifiable assets and liabilities acquired. Negative goodwill is recognised on the face of the balance as an intangible fixed asset.

Negative goodwill up to the fair value of the non-monetary assets acquired is accounted for in the profit and loss account in periods (through depreciation or sale) that are expected to benefit from that negative goodwill. Negative goodwill in excess of the non-monetary assets acquired was recognised in the profit and loss account in the periods that benefited post acquisition. Any remaining negative goodwill on other monetary assets still held at the balance sheet date is included within negative goodwill and will be released in the accounting periods expected to benefit.

# **S HARRIS HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010**

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### **1 Accounting Policies (continued)**

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

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Freehold property	-	2.5% straight line
Studio and equipment	-	10 - 25% straight line
Office equipment	-	20 - 25% straight line

#### **1.6 Investments**

Investments held as fixed assets are shown at cost less provision for impairment

#### **1.7 Deferred taxation**

Full provision is made for deferred tax assets and liabilities arising from 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 recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

#### **1.8 Foreign currencies**

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the profit and loss account

#### **1.9 Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities

#### **1.10 Provisions**

Provisions are set up only where it is probable that a present obligation exists as a result of an event prior to the balance sheet date and that a payment will be required in settlement that can be estimated reliably

# S HARRIS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 2. Operating profit/(loss)

The operating profit/(loss) is stated after charging/(crediting)

	2010 £	2009 £
Amortisation - intangible fixed assets	(2,375)	(2,375)
Depreciation of tangible fixed assets - owned by the company	2,820	3,259
Auditors' remuneration	4,000	3,220
Difference on foreign exchange	(98)	1,036
	<u>          </u>	<u>          </u>

During the year, no director received any emoluments (2009 - £NIL)

### 3 Interest payable

	2010 £	2009 £
On bank loans and overdrafts	2,251	2,571
Other interest payable	205	-
	<u>          </u>	<u>          </u>
	2,456	2,571
	<u>          </u>	<u>          </u>

### 4. Taxation

	2010 £	2009 £
UK corporation tax charge on profit/loss for the year	43	-
	<u>          </u>	<u>          </u>

#### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2009 - higher than) the standard rate of corporation tax in the UK of 21% (2009 - 21%) The differences are explained below

	2010 £	2009 £
Profit/loss on ordinary activities before tax	34,376	(305,049)
	<u>          </u>	<u>          </u>
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 21% (2009 - 21%)	7,219	(64,060)
<b>Effects of.</b>		
Non-tax deductible expenses	499	-
Capital allowances in (excess)/deficit of depreciation	(2,820)	684
Utilisation of tax losses	(4,855)	-
Negative goodwill amortisation	-	(499)
Deferred tax not recognised	-	63,875
	<u>          </u>	<u>          </u>
<b>Current tax charge for the year (see note above)</b>	43	-
	<u>          </u>	<u>          </u>

# S HARRIS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 4. Taxation (continued)

#### Factors that may affect future tax charges

No provision has been made for the deferred tax asset of £92,474 on the company's tax losses or deferred tax asset of £10,351 on the availability of future capital allowances. The total unprovided asset is £102,825. At present, there is insufficient certainty that they will be utilised in the foreseeable future.

### 5. Intangible fixed assets

	Goodwill £
<b>Cost</b>	
At 1 November 2009 and 31 October 2010	(396,690)
<b>Amortisation</b>	
At 1 November 2009	(232,674)
Charge for the year	(2,375)
At 31 October 2010	(235,049)
<b>Net book value</b>	
At 31 October 2010	(161,641)
At 31 October 2009	(164,016)

### 6. Tangible fixed assets

	Freehold Property £	Studio and Equipment £	Office Equipment £	Total £
<b>Cost</b>				
At 1 November 2009	100,672	109,822	1,523	212,017
Additions	-	-	1,071	1,071
Transfer between classes (note 7)	-	(19,500)	-	(19,500)
At 31 October 2010	100,672	90,322	2,594	193,588
<b>Depreciation</b>				
At 1 November 2009	41,484	90,321	230	132,035
Charge for the year	2,375	1	444	2,820
At 31 October 2010	43,859	90,322	674	134,855
<b>Net book value</b>				
At 31 October 2010	56,813	-	1,920	58,733
At 31 October 2009	59,188	19,501	1,293	79,982

# S HARRIS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 7. Fixed asset investments

	Unlisted investments £	Other investments £	Total £
<b>Cost or valuation</b>			
At 1 November 2009	4,967	91,000	95,967
Transfer between classes (note 6)	-	19,500	19,500
At 31 October 2010	4,967	110,500	115,467

Unlisted investments comprise the holding of 4,967 "A" ordinary shares in Iron Maiden Holdings Limited. Unlisted investments are stated at cost.

Other investments comprise items of musical memorabilia stated at the director's valuation. The director considers the valuation to be the current open market value of such items. The director considers that these items should be classified as fixed assets as they intend to hold them on a long term basis.

The company also owns 100% of the issued share capital of S Harris Management Limited, a dormant company registered in England and Wales, with aggregate share capital and reserves of £2 (2009 £2).

### 8. Debtors

	2010 £	2009 £
Other debtors	334,377	160,784
Prepayments and accrued income	154,655	5,679
	489,032	166,463

### 9. Creditors

#### Amounts falling due within one year

	2010 £	2009 £
Bank loans and overdrafts	65,972	63,726
Corporation tax	43	-
Social security and other taxes	646	1,204
Other creditors	752,051	464,559
Accruals and deferred income	3,500	4,026
	822,212	533,515

The facilities offered to the company by the bank are secured by way of a guarantee for £75,000 given by the director, S Harris.

# S HARRIS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

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### 10. Related party transactions

The company holds 4,967 ordinary "A" shares in Iron Maiden Holdings Limited. During the year the company charged Iron Maiden Holdings Limited £150,000 (2009 £nil) for music services and facilities hire which remained unpaid at the year end date. At 31 October 2010, the company owed Iron Maiden Holdings Limited £42,960 (2009 £206,034).

During the current year, the company has written off debts totaling £14,294 (2009 £151,256) to the profit and loss account which were owed by L Harris, daughter of the director and ultimate controlling party, Mr S Harris. At 31 October 2010 the company was owed £43,728 (2009 £43,728) by L Harris which the director believes is recoverable.

The director of the company, Mr A Taylor is also a director of Loveface Limited. During the year the company transferred monies to Loveface Limited totaling £26,000 (2009 £nil). At 31 October 2010 the company was owed £26,000 (2009 £nil) by Loveface Limited.

The director of the company, Mr A Taylor is also a director of Focus Business Management Limited. During the year, the company was charged £16,335 (2009 £18,803) in respect of commissions and services provided by Focus Business Management Limited. At 31 October 2010, the company owed £1,745 (2009 £1,553) to Focus Business Management Limited.

The ultimate controlling party, Mr S Harris owns 61% of the issued share capital of Edward Rock Limited. During the year the company transferred cash to and paid expenses on behalf of Edward Rock Limited totaling £140,491, (2009 £116,030). At 31 October 2010 the company was owed £256,521 (2009 £116,030) by Edward Rock Limited.

At 31 October 2010, the company owed £700,708 (2009 £256,847) to Mr S Harris.

No other transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard 8.

### 11. Share capital

	2010 £	2009 £
<b>Allotted, called up and fully paid</b>		
2 Ordinary shares of £1 each	2	2

### 12. Reserves

	Profit and loss account £
At 1 November 2009	(349,605)
Profit for the year	34,333
At 31 October 2010	(315,272)

# S HARRIS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

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### 13. Reconciliation of movement in shareholders' deficit

	2010 £	2009 £
Opening shareholders' deficit	(349,603)	(44,554)
Profit/(loss) for the year	34,333	(305,049)
Closing shareholders' deficit	<u>(315,270)</u>	<u>(349,603)</u>

### 14. Controlling party

The company's immediate and ultimate controlling party is Mr S Harris