

MILAN FILM PARTNER 1 LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS

5 APRIL 2013



Company Registration Number
04506745 (England and Wales)

MILAN FILM PARTNER 1 LIMITED

Directors	J L Boyton M T Bugden J H M Clayton N A Forster D M Reid S J Speight
Company Secretary	S J Cruickshank
Registered Office	15 Golden Square London W1F 9JG
Registered Number	04506745 (England and Wales)
Auditor	Shipleys LLP Chartered Accountants London, UK
Business Address	15 Golden Square London W1F 9JG

MILAN FILM PARTNER 1 LIMITED

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MILAN FILM PARTNER 1 LIMITED

DIRECTORS' REPORT 5 APRIL 2013

The directors present the Annual Report and Financial Statements of Milan Film Partner 1 Limited ("the Company") for the period 1 April 2012 to 5 April 2013

Principal activity

The principal activity of the Company continues to be to trade as a partner in Milan Film Partners ("the Partnership"), a partnership formed to pursue commercial film opportunities through a combination of sale and leaseback transactions and film development projects

The Company is a wholly-owned subsidiary of Ingenious Media Limited, which is a wholly-owned subsidiary within the Ingenious Media Holdings plc group ("the Group"). The Group manages its operations on a divisional basis. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of its development, performance or position.

Going concern

The directors have a reasonable expectation that the Company will continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and Financial Statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of Accounting Policies.

Principal risks and uncertainties

The key business risks faced by the Company can be affected by a number of factors some of which may result from matters beyond the Company's control, such as conditions in the domestic and global financial markets and the wider economy. The financial risk and operational management policies are determined for the Group as a whole and are discussed in the Group's Annual Report and Financial Statements.

Results and dividends

The results for the period are set out on page 6.

The directors do not propose to pay a final dividend (2012: £nil).

No interim dividends were paid during the period (2012: £nil).

Future developments

The Company intends to continue to undertake its principal activity.

DIRECTORS' REPORT (CONTINUED)
5 APRIL 2013

Directors

The directors in office during the period and subsequently were as follows

J L Boyton
M T Bugden
J H M Clayton
N A Forster
D M Reid
S J Speight

Provision of insurance to directors

All directors were covered by Directors and Officers liability insurance throughout the period under review and this will continue to remain in force

Creditors payment policy

The Company does not follow any specific code or standard on payment of creditors. The Company agrees the payment terms as part of the commercial arrangement negotiated with suppliers. Payments are made on these terms provided the supplier meets its obligations.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and Financial Statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. 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 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 period. In preparing these 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 United Kingdom Accounting Standards have been followed, 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 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.

MILAN FILM PARTNER 1 LIMITED

DIRECTORS' REPORT (CONTINUED)
5 APRIL 2013

Auditor

Each of the persons who is a director at the date of approval of this report confirms that so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware and the director has taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006

In the absence of a notice proposing that the appointment be terminated, the auditor, Shipleys LLP, will be deemed to be re-appointed in accordance with section 487 of the Companies Act 2006

This report was approved and signed on behalf of the board of directors by



S J Cruickshank
Company Secretary
Date 17 September 2013

Registered office
15 Golden Square
London
W1F 9JG

Company Registration Number 04506745 (England and Wales)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MILAN FILM PARTNER 1 LIMITED

We have audited the financial statements of Milan Film Partner 1 Limited for the period ended 5 April 2013 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 12. 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).

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 auditors' 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 auditors

As explained more fully in the statement of directors' responsibilities, 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

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. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies, we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the Company's affairs as at 5 April 2013 and of its results for the period 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MILAN FILM PARTNER 1 LIMITED (CONTINUED)

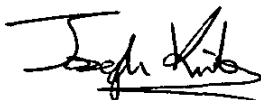
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period 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



Joseph Kinton (Senior Statutory Auditor)

for and on behalf of Shipleys LLP (Chartered Accountants and Statutory Auditor)
10 Orange Street, Haymarket, London, WC2H 7DQ

Date

17 September 2013

MILAN FILM PARTNER 1 LIMITED

**PROFIT AND LOSS ACCOUNT
PERIOD ENDED 5 APRIL 2013**

	Notes	Period ended 5 April 2013 £	Year ended 31 March 2012 £
Share of profit of associated partnership	3	-	-
Profit on ordinary activities before taxation			
Taxation		-	-
Profit for the financial period/year	9	-	-

The accounting policies and notes to the financial statements on pages 8 to 11 form an integral part of the financial statements

All of the Company's losses were derived from continuing operations during the current period and prior year

The Company has no recognised gains and losses other than those shown above and therefore no separate Statement of Total Recognised Gains and Losses has been presented

MILAN FILM PARTNER 1 LIMITED

**BALANCE SHEET
AS AT 5 APRIL 2013**

	Notes	5 April 2013 £	31 March 2012 £
Fixed assets			
Investments	3	4,368,140	1
Current assets			
Amounts owed by group undertakings	4	4,368,141	1
Creditors, amounts falling due within one year			
Other creditors	5	(4,368,141)	(1)
Net current assets		-	-
Creditors: amounts falling due after one year			
Amounts owed to group undertakings	6	(4,368,139)	-
Net assets		1	1
Capital and reserves			
Called up share capital	7	1	1
Profit and loss account	9	-	-
Shareholder's funds	8	1	1

The accounting policies and notes to the financial statements on pages 8 to 11 form an integral part of the financial statements

The financial statements were approved by the board of directors and authorised for issue on 17 September 2013

They were signed on behalf of the board of directors by



N A Forster
Director

Company Registration Number 04506745 (England and Wales)

STATEMENT OF ACCOUNTING POLICIES
5 APRIL 2013

The principal accounting policies are summarised below. They have been applied consistently throughout the current period and preceding year.

The comparative figures are for the year from 1 April 2011 to 31 March 2012.

Basis of accounting

The Annual Report and Financial Statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position have been reviewed by the directors. As part of the Group, the directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

The amounts owed to group undertakings take the form of a loan granted and the terms of this loan mean that it is only repayable to the extent that funds are received from the investments by the Company. The directors have a reasonable expectation that the Company will continue in operational existence for the foreseeable future, and accordingly, they continue to adopt the going concern basis in preparing the Annual Report and Financial Statements which they feel is wholly appropriate.

Cash flow

The financial statements do not include a Cash Flow Statement because the Company, as a wholly owned subsidiary, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 'Cash Flow Statements'.

Fixed asset investments

Interests in partnerships

Fixed asset investments in the Partnership represent the Company's share of the Partnership's net assets at the period end.

MILAN FILM PARTNER 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS 5 APRIL 2013

1. Staff costs

The Company incurred no staff costs nor paid any remuneration to its directors during the period (2012 £nil)

The emoluments of the directors were paid and borne by other Group undertakings and none of their remuneration was specifically attributable to their services to the Company

2. Auditor's remuneration

The remuneration of the Company's auditor, Shipleys LLP, of £1,000 (2012 £nil) for audit services has been borne by the parent company, Ingenious Media Limited

3. Fixed asset investments

	5 April 2013 £	31 March 2012 £
Balance brought forward	1	1
Movement during the period/year		
Capital	4,368,139	-
Share of Partnership profits	-	-
Balance carried forward	4,368,140	1

The investment represents an interest in the Partnership which has net assets at 5 April 2013 of £13,609,341 (year ended 5 April 2012 £10,085,488) and a profit for the year then ended of £262,234 (year ended 5 April 2012 £311,294)

The principal place of business for the Partnership is 15 Golden Square, London W1F 9JG
Further information in relation to this investment can be found in note 11

4. Debtors

	5 April 2013 £	31 March 2012 £
Amounts owed by group undertakings	4,368,141	1

5. Creditors: amounts falling due within one year

	5 April 2013 £	31 March 2012 £
Other creditors	4,368,141	1

MILAN FILM PARTNER 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
5 APRIL 2013

6. Creditors: amounts falling due after one year

	5 April 2013 £	31 March 2012 £
Amounts owed to group undertakings	4,368,139	-

7. Called up share capital

	Allotted and called up			
	5 April 2013 £	No	31 March 2012 £	No
Ordinary share of £1	1	1	1	1

8. Reconciliation of movements in shareholder's funds

	5 April 2013 £	31 March 2012 £
Shareholder's funds brought forward	1	1
Profit for the financial period/year after taxation	-	-
Shareholder's funds carried forward	1	1

9. Statement of movements on Profit and Loss Account

	5 April 2013 £	31 March 2012 £
Balance of movement brought forward	-	-
Profit for the financial period	-	-
Balance of movement carried forward	-	-

MILAN FILM PARTNER 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) 5 APRIL 2013

10. Related party transactions

The financial statements do not include disclosure of transactions between the Company and entities that are wholly-owned within the Group. This is because as a wholly-owned subsidiary, it is exempt from the requirement to disclose such transactions, under Financial Reporting Standard 8 'Related Party Disclosures'.

Ingenious Media Investments Limited, a fellow subsidiary wholly-owned by Ingenious Media Limited, acts as the operator to the Partnership.

11. Additional information on associated undertakings

During the period the Company had an interest in the following associate

Associated Undertaking	Activity	Class	%
Milan Film Partners	Film development and exploitation	Corporate member	16.76

The net carrying value of the interest in the Partnership is £4,368,140 (year ended 5 April 2012 £1). The Partnership's profit for the year ended 5 April 2013 was £262,234, (year ended 5 April 2012 £311,294) resulting in a net asset position of £13,609,341 (year ended 5 April 2012 £10,085,488) at that date.

Under the terms of the members' agreement of the Partnership, the Company is entitled to receive a 95% share of all profits associated with its additional investment in 2012/13.

12. Controlling party

During the period ended 5 April 2013 the Company was a wholly-owned subsidiary of Ingenious Media Limited, a company registered in England and Wales. Ingenious Media Limited is a wholly-owned subsidiary within the Group. Ingenious Media Holdings plc is the only parent undertaking for which group accounts are prepared.

The consolidated financial statements of Ingenious Media Holdings plc can be obtained from Companies House, Crown Way, Maundy, Cardiff, CF14 3UZ.

The controlling shareholder of Ingenious Media Holdings plc is P A McKenna.