

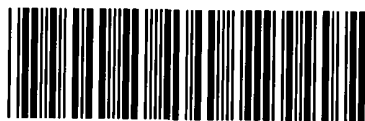
# **Odeon DDB Co Limited**

## **Directors' Report and financial statements**

**Registered number 4676590**

**31 December 2016**

TUESDAY



\*L6FT678I\*

L11

26/09/2017

#261

COMPANIES HOUSE

## Contents

Directors' Report	1
Statement of directors' responsibilities in respect of the Directors' Report and the financial statements	2
Balance Sheet	3
Notes	4

## Directors' Report

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

### Principal activity

Odeon DDB Co Limited ("the Company") is an investment holding company. The Company is dormant and had no trading in the year under review.

### Business review

On 30<sup>th</sup> November 2016 the Odeon and UCI Cinemas Group was acquired by AMC Entertainment Holdings Inc making it part of the largest cinema company in the world.

### Financial results and dividends

The Company did not trade during the year (or in the prior period) and consequently has made neither a profit nor a loss. The directors do not recommend the payment of a dividend (2015: £nil).

The Company has no recognised gains or losses and therefore no Statement of Total Recognised Gains and Losses has been presented.

### Directors

The following were directors of the Company during the year:

AS Alker

PM Donovan

Resigned 30 November 2016

MJ Way

### Employee involvement

The Company has no employees. The directors receive no remuneration in respect of their services to the Company (2015: £nil).

### Auditor

The Company was dormant within the meaning of section 480 of the Companies Act 2006 throughout the period to 31 December 2016 and accordingly its accounts have not been audited.

By order of the board



AS Alker  
Director

St Albans House  
57-59 Haymarket  
London  
SW1Y 4QX

## **Statement of directors' responsibilities in respect of the Strategic Report, the Directors' Report and the financial statements**

The directors are responsible for preparing the Strategic Report, 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 have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and 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 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

**Balance Sheet**  
*at 31 December 2016*

	<i>Note</i>	<b>2016</b> <b>£000</b>	<b>2016</b> <b>£000</b>	<b>2015</b> <b>£000</b>	<b>2015</b> <b>£000</b>
<b>Fixed assets</b>					
Investments	3		-		-
<b>Current assets</b>					
Debtors: amounts due within one year	4	3,744		3,774	
<b>Net current assets</b>			3,744		3,744
<b>Net assets</b>			3,744		3,744
<b>Capital and reserves</b>					
Called up share capital	5		9		9
Profit and loss account	6		3,765		3,765
<b>Shareholders' funds</b>	6		3,774		3,774

The Company has remained dormant throughout the financial year, has received no income and incurred no expenditure, and consequently has made neither a profit nor a loss.

The directors:

(a) confirm that the Company was entitled to exemption under subsections (1) and (2) of section 480 of the Companies Act 2006 from the requirement to have its accounts for the financial year audited.

(b) confirm that members have not required the Company to obtain an audit of its accounts for that financial year in accordance with section 476 of that Act.

(c) acknowledge their responsibilities for:

(i) ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006, and

(ii) preparing accounts which give a true and fair view of the assets, liabilities and financial position of the Company as at the end of the financial year and of its profit or loss for the financial year in accordance with the requirements of sections 393 and 394 of that Act, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the board of directors on 31/03/17 and were signed on its behalf by:



**AS Alker**  
 Director

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

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

#### *Basis of preparation*

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules. The company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the year ended 31 December 2016. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure.

The company is required to move to FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (2015). However, as a dormant company it has taken advantage of the exemption in FRS 102, Paragraph 35.10 (m) to not change any of its policies until such time as new transactions or changes in balance occur.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements present information about the Company as an individual undertaking and not about its group.

As the Company is a wholly owned subsidiary of Odeon Equity Co Limited and 100% of the Company's voting rights are controlled within the group headed by Odeon Cinemas Group Limited ("the Group"), the Company has taken advantage of the exemption contained in FRS 102.33 *Related Party Disclosures* and has therefore not disclosed transactions or balances with entities which form part of the Group.

#### *Investments*

Investments held as fixed assets are stated at cost less provisions for any impairment.

#### *Asset impairment*

Fixed assets are tested for impairment in accordance with FRS 102.27 *Impairment of Fixed Assets and Goodwill*. An impairment loss is recognised to the extent that the carrying amount exceeds its recoverable amount.

### 2 Remuneration of directors

Other than the directors the Company has no employees. In both the current and the prior period the directors' emoluments were borne by Odeon Cinemas Limited.

## Notes (continued)

### 3 Investments

	Investments in Group undertakings £000
<b>Cost</b>	
At beginning and end of year	8
<b>Provision</b>	
At beginning and end of year	(8)
<b>Net book value</b>	
At beginning and end of year	-

The principal undertakings in which the Company had a direct\* or indirect interest at the year end are shown below. The investments include both ordinary and preference shares.

Name	Country of incorporation	% interest	Nature of business
Odeon Bridge Co Limited*	Great Britain	100% owned	Non trading company
Odeon Property Acquisition Co (Cayman) Limited	Cayman Islands	100% owned	Holding company
AMC (UK) Acquisitions Limited	Great Britain	100% owned	Non trading company
Odeon Cinemas Holdings Limited	Great Britain	100% owned	Holding company
Associated British Cinemas Limited	Great Britain	100% owned	Holding company
Odeon Cinemas Limited	Great Britain	100% owned	Operation of cinemas
ABC Cinemas Limited	Great Britain	100% owned	Operation of cinemas
Odeon Cinemas (RL) Limited	Great Britain	100% owned	Operation of cinemas
Hopeart Limited	Great Britain	100% owned	Non trading company
Bookit Limited	Great Britain	100% owned	Credit & debit card transaction processing
Movitex Signs Limited	Great Britain	100% owned	Non trading company
Odeon Finance Limited	Cayman Islands	100% owned	Financing company
United Cinemas International (UK) Limited	Great Britain	100% owned	Operation of cinemas
Odeon & UCI Digital Operations Limited	Great Britain	100% owned	Administration & technical support services
UCI Exhibition (UK) Limited	Great Britain	100% owned	Non trading company
UCI Developments Limited	Great Britain	100% owned	Non trading company
United Cinemas International (China) Limited	Great Britain	100% owned	Non trading company
Hollywood Express Limited	Great Britain	100% owned	Non trading company
Odeon and Sky Filmworks Limited	Great Britain	50% owned	Film distribution
Digital Cinema Media Limited	Great Britain	50% owned	Screen advertising
Curzon Cinema (Loughborough) Limited	Great Britain	100% owned	Non trading company

## Notes (continued)

### 4 Debtors: amounts due within one year

	2016 £000	2015 £000
Amounts owed by Group undertakings	3,774	3,774

### 5 Called up share capital

	2016 £000	2015 £000
<i>Allotted, called up and fully paid</i>		
1 Ordinary share of £0.001	-	-
90,000 B Ordinary shares of £0.10 each	9	9
	<u>9</u>	<u>9</u>

### 6 Reconciliation of movement in shareholders' funds

	Ordinary share capital £000	B Ordinary share capital £000	Profit & loss account £000	Total £000
Result for the year	-	-	-	-
<b>Net increase in shareholders' funds</b>	-	-	-	-
Shareholders' funds at beginning of year	-	9	3,765	3,774
<b>Shareholders' funds at end of year</b>	<u>-</u>	<u>9</u>	<u>3,765</u>	<u>3,774</u>

### 7 Contingent liabilities

At 31 December 2016 certain group companies acted as guarantors of rent and other payments for other group companies.

### 8 Ultimate parent company and controlling party

The Company is a subsidiary undertaking of Dalian Hexing Investment Co Ltd. The ultimate controlling party is Wang Jianlin.

The largest group to consolidate these financial statements is Dalian Hexing Investment Co Ltd. The registered office is 539 Changjiang Road, Xigang District, Dalian, Liaoning Province, People's Republic of China.

The smallest group in which they are consolidated is that headed by AMC Entertainment Holdings Inc. The registered office is 11500 Ash Street, Leawood, KS 66211, USA.

The consolidated financial statements are available to the public and can be obtained from the Securities and Exchange Commission, 100F Street, NE Washington, USA, DC 20549.



**Notes** *(continued)*

**9 Related parties**

There were no related party transactions in the year 2016 *(2015: £nil)*.

AMC Entertainment Holding Inc has the ability to exercise a controlling influence over the Company through the holding of shares in a parent of the Company. The directors therefore consider it to be a related party.