

COMPANY REGISTRATION NUMBER 05344517

UNIVERSAL MUSIC HOLDINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022



UNIVERSAL MUSIC HOLDINGS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

CONTENTS	PAGES
Officers and professional advisers	1
Strategic report	2 to 6
Directors' report	7 to 9
Independent auditor's report to the members	10 to 12
Statement of comprehensive income	13
Statement of financial position	14
Statement of changes in equity	15
Notes to the financial statements	16 to 28

UNIVERSAL MUSIC HOLDINGS LIMITED
OFFICERS AND PROFESSIONAL ADVISERS
FOR THE YEAR ENDED 31 DECEMBER 2022

THE BOARD OF DIRECTORS

BJ Muir
SL Carmel
P Kramer

COMPANY SECRETARY

A Abioye

REGISTERED OFFICE

4 Pancras Square
London
United Kingdom
N1C 4AG

AUDITOR

Cooper Parry Group Limited
Statutory Auditor
1 Finsbury Ave
London
EC2M 2PF
United Kingdom

UNIVERSAL MUSIC HOLDINGS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their strategic report for the company for the year ended 31 December 2022.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was to act as a holding company. The company also performs management services and holds the contracts of employment for Universal Music employees. The company is part of Universal Music Group's UK operations.

The result of the company for the year ended 31 December 2022 and its position as at that date are set out in the statement of comprehensive income, statement of financial position and statement of changes in equity on pages 13, 14 and 15 respectively. The result and position of the company were in line with directors' expectations.

RESULTS AND DIVIDENDS

The company's profit for the financial year was £1,038,000 (2021: loss £3,990,000). The retained profit for the year has been transferred to reserves.

The directors do not recommend a dividend payment for the year ended 31 December 2022 (2021: £nil).

KEY PERFORMANCE INDICATORS

Since the principal activity of the company is to act as a holding company, the directors do not consider there are any Key Performance Indicators which require disclosure.

SECTION 172 STATEMENT

Under section 172 of the Companies Act 2006, the board of directors of a company must act to promote the success of the company for the benefit of its members as a whole.

The board of directors of Universal Music Holdings Limited (the "board"), constantly assesses the implications of decisions made, in terms of both the potential long-term consequences for the company, together with the impact on our stakeholders, including shareholders, artists, employees, suppliers and customers, the wider community and the environment.

The company is a member of the Universal Music UK group ("UMUK"). In making this statement the directors are referring to the relevant activities of the group.

Shareholders

The company is ultimately owned by Universal Music Group N.V. ("UMG N.V."), a company incorporated in the Netherlands. The board regularly communicates with UMG N.V. regarding strategy and performance through multiple channels, including:

- Regular and timely management accounts;
- Detailed and accurate financial budgets and forecasts;
- Collaboration as part of the UMG cash management policy; and
- Consultation and approval of any significant investment and acquisition decisions.

UNIVERSAL MUSIC HOLDINGS LIMITED

STRATEGIC REPORT (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

SECTION 172 STATEMENT (continued)

Artists

The board recognises that the success of our artists is key to maintaining Universal Music's position as the UK's leading music company. Our Artist & Repertoire teams continue to work with their existing artists to create great new music, whilst identifying and nurturing emerging artists.

In 2022, UMG launched its worldwide goodwill program benefiting certain legacy recording artists and songwriters with unrecovered balances. Under the ongoing program, eligible creators and their immediate heirs who have not received any payments since January 1, 2000, will begin receiving royalties, subject to certain conditions.

Relatedly, UMG's Royalty Artist Assistance Program continues to assist our partners in need. The program offers featured artists in financial need with the ability to request advances on royalty payments during times of financial hardship. Additional Universal Music Group initiatives address artists' mental health and wellbeing. For example, recognising that the life of an artist can present unique challenges and stressors, UMUK created a bespoke program to provide artists with a confidential space to support their personal development, wellbeing, and mental health. In addition to confidential counselling services provided by an inhouse BACP-registered counsellor with over 20 years of experience in the music industry, the service includes referrals to other kinds of professional wellbeing services and assistance as needed. The program supports artists at all stages of their careers and provides a resource for staff working with an artist to flag potential concerns with a trained professional.

UMUK also hosted its second artist wellbeing and mental health seminar in May 2022 for artist managers at the offices in King's Cross, following an earlier event in 2018 at Abbey Road Studios.

In 2022, UMUK partnered with Help Musicians to launch the "Co-Pilot" program, a ground breaking musicians' mentoring network. The Co-Pilot initiative matches UMG employee mentors with musicians to share knowledge, skills, and expertise, with many of the mentorship relationships continuing beyond the program's culmination.

Employee engagement

The board understands that UMUK's staff are at the heart of everything we do as a business, and also the importance of an engaged and dynamic workforce to ensure we can respond to the changing musical landscape.

Mental health and well being remain a key focus. UMUK provided targeted programming and resources to honour World Mental Health Day and Mental Health Awareness week, including therapist sessions focused on "Improving Connection and Belonging" as well as community meet-ups and art therapy classes.

Finally, to ensure all employees share in the success of the business, we have continued the policy of employees on lower salaries receiving larger percentage pay increases following the annual pay review.

Business relationships - suppliers and customers

The board considers that our relationship with all suppliers and customers is critical to the day to day running of our operations.

Our accounts payable team continues to work closely with suppliers to ensure that the payment process runs smoothly, and for the 6 months ended 31 December 2022 our average time to pay invoices was 42 days.

UNIVERSAL MUSIC HOLDINGS LIMITED

STRATEGIC REPORT (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

SECTION 172 STATEMENT (continued)

The community

The board believes that music can play a vital role in bringing people together, working for positive change within communities.

In 2020 Universal Music Group established its Task Force for Meaningful Change, an employee led group focussed on equality, justice and inclusion. Initiatives in 2022 in the UK included:

- Partnering with Generation Works to develop a unique opportunity for young musicians to access recording space and receive mentorship from music industry experts, including A&R, production, management, and digital marketing professionals.
- Production of a series of interactive workshops to showcase classical instruments and repertoire from marginalized Black classical composers, performed by Black and ethnically diverse musicians from Decus Ensemble. The workshops were conducted in partnership with Live Music Now in six London primary schools with high percentages of pupils from minority ethnic backgrounds with limited or no classical music tuition.

UMUK supports the Universal Music UK Sound Foundation (UMUKSF), an independently funded charity that focuses on lifting up the next generation of talent across the region. UMUK also maintains its partnership with East London Arts & Music (ELAM), the free school for 16-19-year-olds founded in 2014, which involves providing curriculum advice and work experience to trainees

Likewise, we continue to support The BRIT Trust - the music industry charity that promotes education and wellbeing through music, such as The BRIT School and Nordoff Robbins music therapy.

In April 2022, over 100 guests from the music industry, government, academia and the health and social care sectors came together at UMUK's offices for the launch of the Power Of Music. This is a new study, supported by UMUK, from Music for Dementia/UK Music which outlines a blueprint for using music to help improve the nation's health, particularly for those living with dementia.

The environment

In 2017 UMUK moved into its current headquarters at 4 Pancras Square certified as 'Outstanding' by BREEAM, reflecting the board's desire to make the business as environmentally friendly as possible. The location of the office means that virtually all staff now come to work on public transport. We provide facilities with secure parking for 186 bikes, showers and a towel service. 2022 operations at this location and at Abbey Road Studios were powered by 100% renewable electricity.

Furthermore, the staff cafe promotes a low carbon diet by offering daily vegetarian and vegan dishes and a Meat Free Monday. Food waste is actively managed and food provenance schemes, such as MSC seafood, are adhered to when sourcing ingredients.

UMG signed the Music Climate Pact in 2021, with high level commitments to change, including signing up to the Science Based Targets initiative.

UMUK has been an active board member and financial supporter of Julie's Bicycle, the environmental non-for-profit organisation that supports the creative sector, since its inception in 2007. We achieved a 4* certification from their Creative Green accreditation scheme for 2021.

Our staff sustainability forum, Team Green, was established in 2007 and has board level support. It works on numerous initiatives throughout the year, including those mentioned above. This also included celebrating Earth Month which featured sessions on sustainable merchandise and UMG's response to the climate crisis.

UNIVERSAL MUSIC HOLDINGS LIMITED

STRATEGIC REPORT (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

SECTION 172 STATEMENT (continued)

Maintaining a reputation for high standards of business conduct

The company has a code of conduct, on which all employees are certified annually, to encourage ethical behaviour as well as to highlight possible ethical threats which could be faced by employees.

The company maintains high standards of expected conduct for its employees and has clearly defined procedures for its employees to report any concerns internally. This incorporates anti-bribery training, commercial sensitivity and appropriate workplace conduct.

The directors are acutely aware of the high-profile nature of the Universal Music brand and make every effort to both protect this reputation and live up to its standards.

STREAMLINED ENERGY & CARBON REPORTING STATEMENT

The company is within scope of Streamlined Energy and Carbon Reporting (SECR) by virtue of meeting two or more of the following criteria:

- Employs at least 250 persons
- Has an annual turnover in excess of 36 million pounds
- Has an annual balance sheet total of 18 million pounds

However, the company is a 'low energy user' by virtue of having consumed 40MWh or less within the UK, and as such is not disclosing energy and carbon information within this report.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The directors are of the view that the main risk arising from the company's financial instruments is interest rate risk, as summarised below:

Interest rate risk

Fluctuations in interest rates have an impact on intercompany receivables and payables. The company does not have any significant external borrowings and as such the directors consider the interest rate risk to be minimal at this stage.

Exchange rate risk

Exchange rate fluctuation presents a risk because some sales are priced in overseas currencies, and certain balances are denominated in currencies other than Sterling. The directors do not consider that the potential downside is significant enough to require hedging but continue to monitor the potential risk.

UNIVERSAL MUSIC HOLDINGS LIMITED

STRATEGIC REPORT (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties faced by the company relate to its activities as a holding company, primarily the impact of interest rate fluctuations on intercompany payable balances, and the effects of market forces on the performance and position of subsidiaries which could impact the carrying value of investments.

All risks and uncertainties are regularly monitored by the directors, including the following:

Climate change

Whilst the company is not considered to be part of a heavy emitting industry, the directors recognise the importance of reducing its impacts and moving towards being a zero carbon operation.

The company, as part of Universal Music Group's UK operations, has recently signed up to the Science Based Targets Initiative which will provide a clearly defined pathway to reduce greenhouse gas (GHG) emissions, helping prevent the worst impacts of climate change and future-proofing business growth.

Other initiatives the company is involved in are disclosed within the section 172 statement in the Strategic Report.

FUTURE DEVELOPMENTS

Notwithstanding the risks and uncertainties outlined above, the directors do not anticipate any significant change in the activities and results of the company in the foreseeable future.

This report was approved by the Board and signed on their behalf.

DocuSigned by:

Paul Kramer

7C707EFD4E154A9...

P Kramer
Director

Date: 7 September 2023

UNIVERSAL MUSIC HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their report, together with the financial statements and the auditor's report of the company for the year ended 31 December 2022.

They have included the following matters within the strategic report, otherwise required to be disclosed in the directors' report, as they are considered to be of strategic importance to the company.

- Results and dividends;
- Section 172 statement;
- Streamlined energy & carbon reporting statement;
- Financial risk management objectives and policies;
- Principal risks and uncertainties; and
- Future developments.

DIRECTORS

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

BJ Muir
SL Carmel
P Kramer

DIRECTORS' QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

A qualifying third party indemnity provision remains in force as at the date of approving the directors' report, subject to the provisions of section 236 of the Companies Act 2006. Universal Music Group N.V., the ultimate parent undertaking, maintains a Directors & Officers Liability Programme which indemnifies directors' personal liabilities resulting from alleged wrongful acts committed in the line of their employment, in relation to the company and its subsidiary undertakings.

POLICY ON THE PAYMENT OF CREDITORS

It is the company's policy that payments to suppliers are made in accordance with those terms and conditions agreed between the company and its suppliers, provided that all trading terms and conditions have been complied with.

DONATIONS

The company made no charitable or political donations in either year.

EMPLOYEES WITH HEALTH CONDITIONS OR IMPAIRMENTS

The company gives full consideration to applications for employment from people with health conditions or impairments, where the requirements of the job can be adequately fulfilled by such persons. Where existing employees are affected by health conditions or impairments, it is the company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training, career development and promotion wherever appropriate.

UNIVERSAL MUSIC HOLDINGS LIMITED

DIRECTORS' REPORT (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

EMPLOYEE INVOLVEMENT

During the year, the policy of providing employees with information about the company has been continued through internal media methods in which employees have also been encouraged to present their suggestions and views. Regular meetings are held between local management and employees to allow a free flow of information and ideas.

AUDITOR

In so far as each of the directors at the date of approving this report are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's 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.

Pursuant to Section 487 of the Companies Act 2006, Cooper Parry Group Limited will be deemed to be reappointed and will therefore continue in office.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the annual 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 law), including Financial Reporting Standard 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 of the company and of the profit or loss of the company for that year. In preparing these financial statements, the directors are required to:

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

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.

UNIVERSAL MUSIC HOLDINGS LIMITED
DIRECTORS' REPORT (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

GOING CONCERN - CONTINUED SUPPORT FROM ULTIMATE PARENT UNDERTAKING

The financial statements have been prepared on the going concern basis as the company has received confirmation from Universal Music Group N.V., the company's ultimate parent undertaking, of its intention to continue to provide financial and other support to the extent necessary to enable the company to continue to pay its liabilities as and when they become due for a period not less than one year from the date of approval of these financial statements. Having regard to this intention, and the ability of Universal Music Group N.V. to provide such support if necessary, the directors believe it is appropriate to prepare these financial statements on a going concern basis, notwithstanding the net current liabilities at 31 December 2022.

This report was approved by the Board and signed on their behalf.

DocuSigned by:

Bola Abioye

8C3863FB990C4CC...

A Abioye

Company Secretary

Date: 7 September 2023

Company Registration Number: 05344517

UNIVERSAL MUSIC HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNIVERSAL MUSIC HOLDINGS LIMITED

FOR THE YEAR ENDED 31 DECEMBER 2022

Opinion

We have audited the financial statements of Universal Music Holdings Limited (the 'company') for the year ended 31 December 2022, which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

UNIVERSAL MUSIC HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNIVERSAL MUSIC HOLDINGS LIMITED (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 8, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

UNIVERSAL MUSIC HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNIVERSAL MUSIC HOLDINGS LIMITED (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

Auditor's responsibilities for the audit of the financial statements (continued)

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias;
- investigated the rationale behind significant or unusual transactions.
- reading the minutes of meetings of those charged with governance; enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, relevant regulators including the Health and Safety Executive, and the company's legal advisors.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.


A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Other matters - unaudited comparatives

Comparative information in the financial statements is derived from the company's prior period financial statements, which were not audited.

Use of our report

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.



Steven Leith (Senior Statutory Auditor)

For and on behalf of Cooper Parry Group Limited, Statutory Auditor, London, United Kingdom

Date: 7 September 2023

Company Registration Number: 05344517

UNIVERSAL MUSIC HOLDINGS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £'000	2021 £'000
Administrative expenses		(185,248)	(171,104)
Other operating income	4	<u>190,805</u>	<u>176,237</u>
OPERATING PROFIT		5,557	5,133
Income from shares in group undertakings	7	18,201	-
Interest payable and similar charges	8	<u>(26,746)</u>	<u>(10,059)</u>
LOSS BEFORE TAXATION		(2,988)	(4,926)
Tax on loss	9	<u>4,026</u>	<u>936</u>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		1,038	(3,990)
Total other comprehensive income/(expense)		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME/(EXPENSE)		<u>1,038</u>	<u>(3,990)</u>


All of the activities of the company are classed as continuing operations.

The notes on pages 16 to 28 form part of these financial statements

UNIVERSAL MUSIC HOLDINGS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Note	2022 £'000	2021 £'000
FIXED ASSETS			
Loans to group undertakings	10	10,169	10,169
Investments	11	3,424,537	3,424,537
		<u>3,434,706</u>	<u>3,434,706</u>
CREDITORS: Amounts falling due within one year	12	(2,544,618)	(2,545,656)
NET CURRENT LIABILITIES		<u>(2,544,618)</u>	<u>(2,545,656)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>890,088</u>	<u>889,050</u>
NET ASSETS		<u>890,088</u>	<u>889,050</u>
CAPITAL AND RESERVES			
Called-up share capital	13	-	-
Share premium account		1,602,082	1,602,082
Profit and loss account		(711,994)	(713,032)
EQUITY SHAREHOLDERS' FUNDS		<u>890,088</u>	<u>889,050</u>

These financial statements were approved by the board of directors and authorised for issue on 7 September 2023 and are signed on their behalf by:

DocuSigned by:

 7C707EFD4E154A0...
 P Kramer
 Director

Company Registration Number: 05344517

The notes on pages 16 to 28 form part of these financial statements

UNIVERSAL MUSIC HOLDINGS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Called-up share capital £'000	Share premium £'000	Profit & loss account £'000	Total shareholders' (deficit)/funds £'000
Balance brought forward 1 January 2021	-	1,602,082	(709,042)	893,040
Total comprehensive expense				
Loss for the financial year	-	-	(3,990)	(3,990)
Balance brought forward 1 January 2022	-	1,602,082	(713,032)	889,050
Total comprehensive loss				
Profit for the financial year	-	-	1,038	1,038
Balance carried forward at 31 December 2022	-	1,602,082	(711,994)	890,088

The notes on pages 16 to 28 form part of these financial statements

UNIVERSAL MUSIC HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1. GENERAL INFORMATION

Universal Music Holdings Limited is a private company limited by shares and incorporated in the UK under the Companies Act 2006 and registered in England and Wales. The registered office is 4 Pancras Square, London, United Kingdom, N1C 4AG. The principal activities of the company and the nature of its operations are set out in the strategic report on pages 2 to 6.

2. STATEMENT OF COMPLIANCE

The company's financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3. ACCOUNTING POLICIES

Basis of preparation of financial statements

These financial statements have been prepared on a going concern basis, under the historical cost convention. The financial statements are prepared in sterling, which is the functional currency of the company, and have been rounded to the nearest £'000.

FRS 102 - Qualifying exemptions

The company meets the definition of a qualifying subsidiary entity under FRS 102 and has therefore taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102:

- from preparing a statement of cash flows and related notes;
- from preparing a reconciliation of the number of shares outstanding from the beginning to the end of the financial year;
- from disclosing related party transactions with wholly owned group companies;
- from disclosing key management personnel compensation; and
- from certain financial instrument disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instruments*.

This information is included in the consolidated financial statements of the company's parent undertaking, Universal Music Group N.V., copies of which can be obtained from Universal Music Group, 's-Gravelandseweg 80, 1217 EW Hilversum, The Netherlands.

Other qualifying exemptions

As the parent undertaking prepares publicly available consolidated financial statements and is incorporated within the European Union the company has taken advantage of the exemption under section 401 of the Companies Act 2006 from preparing consolidated financial statements. As such, these financial statements give information about the company as an individual undertaking and not about its group.

Going concern - continued support from ultimate parent undertaking

The financial statements have been prepared on the going concern basis as the company has received confirmation from Universal Music Group N.V., the company's ultimate parent undertaking, of its intention to continue to provide financial and other support to the extent necessary to enable the company to continue to pay its liabilities as and when they become due for a period not less than one year from the date of approval of these financial statements. Having regard to this intention, and the ability of Universal Music Group N.V. to provide such support if necessary, the directors believe it is appropriate to prepare these financial statements on a going concern basis, notwithstanding the net current liabilities at 31 December 2021.

UNIVERSAL MUSIC HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

3. ACCOUNTING POLICIES (continued)

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions of being 'basic' financial instruments as defined in paragraph 11.9 of FRS 102 are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Other debt instruments not meeting conditions of being 'basic' financial instruments are measured at fair value through profit or loss.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Investments

Investments in subsidiaries are carried at cost less impairment.

Interest-bearing loans classified as basic financial instruments

All interest-bearing loans and borrowings are initially recognised at net proceeds. Interest-bearing debt is increased by the finance cost in respect of the reporting period and reduced by any settlement made. Interest is charged and earned on a fixed element of the debt at an arm's length rate.

Equity instruments

Equity instruments issued by the company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

UNIVERSAL MUSIC HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

3. ACCOUNTING POLICIES (continued)

Impairment

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss previously recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Management charges receivable

Management charges are based on administrative expenses incurred, plus a fixed markup. They are recognised in the statement of comprehensive income in the same period as the relevant administrative expenses.

Interest payable

Interest payable relates to amounts due to group undertakings and is recognised in the statement of comprehensive income as it accrues under the effective interest method.

UNIVERSAL MUSIC HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

3. ACCOUNTING POLICIES (continued)

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised through profit or loss in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, associated and joint ventures to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the statement of financial position date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Critical accounting judgements and key sources of estimation uncertainty

The directors may make judgements in the application of the accounting policies above that have a significant impact on the amounts recognised, and may make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the company's accounting policies

The directors have concluded there are no critical judgements to disclose.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Impairment of investments

The directors assess investments for indicators of impairment at each reporting date. This involves reviewing financial forecasts, the preparation of which involves an element of estimation. The carrying value of the assets potentially subject to this uncertainty is disclosed in note 11.

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

4. OTHER OPERATING INCOME

	2022	2021
	£'000	£'000
Management charges receivable	<u>190,805</u>	<u>176,237</u>

5. AUDITOR'S REMUNERATION

The auditor's remuneration for the year ended 31 December 2022 was £15,000 (2021: £10,200) and was borne by Universal Music Operations Limited in both years.

6. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2022	2021
	No	No
Artist and repertoire	106	113
Marketing	369	350
Commercial affairs	83	74
Supply chain	101	111
General administration	774	724
	<u>1,433</u>	<u>1,372</u>

The aggregate payroll costs of the above were:

	2022	2021
	£'000	£'000
Wages and salaries	149,126	137,840
Social security costs	19,647	18,470
Other pension costs	6,767	5,998
	<u>175,540</u>	<u>162,308</u>

Emoluments for the directors of the company are paid for by a fellow group company. That fellow group company has not recharged any amount to the company (2021: £nil) on the basis that they are unable to make a reasonable apportionment of the portion of these total emoluments that relate to qualifying services provided by directors of the company.

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

7. INCOME FROM SHARES IN GROUP UNDERTAKINGS

	2022 £'000	2021 £'000
Income from group undertakings	<u>18,201</u>	<u>-</u>

8. INTEREST PAYABLE AND SIMILAR CHARGES

	2022 £'000	2021 £'000
Interest payable to group undertakings	<u>26,748</u>	<u>10,059</u>

9. TAX ON LOSS

(a) Analysis of tax credit in the year

	2022 £'000	2021 £'000
Current tax:		
Group relief receivable for losses surrendered to other group undertakings	<u>(4,026)</u>	<u>(936)</u>

(b) Factors affecting tax credit

The tax assessed on the loss for the year is the same as the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%).

Under the Finance Act 2021, the main rate of corporation tax was increased from 19% to 25% with effect from 1 April 2023. This change was substantively enacted for UK GAAP purposes on 24 May 2021. Deferred tax assets and liabilities are measured at the rate that is enacted and expected to apply to the accounting period when the asset is realised or the liability is settled, based on the above rates.

	2022 £'000	2021 £'000
Loss before taxation	<u>(2,988)</u>	<u>(4,926)</u>
Loss at the standard rate of UK Corporation tax of 19.00% (2021: 19.00%)	<u>(568)</u>	<u>(936)</u>
Expenses not deductible for tax purposes	<u>(3,458)</u>	<u>-</u>
Current tax credit for the financial year	<u>(4,026)</u>	<u>(936)</u>

(c) Factors that may affect future tax charges

The company has total unutilised tax losses carried forward estimated at £2,155,000 (2021: £2,155,000), which may reduce future tax charges. No deferred tax asset has been recognised in respect of these losses due to uncertainty as to their future

recoverability.

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

10. LOANS TO GROUP UNDERTAKINGS

	2022 £'000	2021 £'000
Loans to group undertakings	10,169	10,169
	<u>10,169</u>	<u>10,169</u>

Within loans to group undertakings, £10,169,000 (2021: £10,169,000) is due from subsidiary companies.

At 31 December 2022 and 31 December 2021, all loans are measured at amortised cost. They are unsecured and interest free.

11. INVESTMENTS

	Shares in subsidiaries £'000
COST	
At 1 January 2022	3,718,480
At 31 December 2022	<u>3,718,480</u>
PROVISION FOR IMPAIRMENT	
At 1 January 2022	293,943
At 31 December 2022	<u>293,943</u>
NET BOOK VALUE	
At 31 December 2022	<u>3,424,537</u>
At 31 December 2021	<u>3,424,537</u>

The directors are of the opinion that the aggregate value of the company's remaining investments in subsidiary undertakings is not less than the amount at which they are stated in the accounts.

UNIVERSAL MUSIC HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

11. INVESTMENTS (continued)

Subsidiary Undertakings

The subsidiaries of Universal Music Holdings Limited as at 31 December 2022 are listed below. Those marked with an asterisk are 100% directly owned. All other companies are held through subsidiary undertakings which are 100% owned.

There are active strike off applications in progress for both Turnfirst Limited and First Classic Limited.

The following subsidiaries are all incorporated in England and Wales and have the registered address of 4 Pancras Square, London, N1C 4AG:

Name	Ordinary share holding	Nature of business
Abstract Sounds Music Limited*	100%	Dormant company
Calderstone Productions Limited*	100%	Marketing and distribution of recorded music
Mercury Studios Group Limited*	100%	Finance and holding company
Mercury Studios Holdings Limited	100%	Finance and holding company
Mercury Studios Media Limited	100%	Media production company
Mercury Studios Factual Limited	100%	Media production company
Mercury Studios Productions Limited	100%	Media production company
Mercury Studios Vision Limited	100%	Media production company
Tanglade Limited*	100%	Dormant company
Universal - MCA Music (UK) Limited*	100%	Dormant company
Universal Music (UK) Holdings Limited*	100%	Finance and holding company
Universal Music Leisure Limited	100%	Finance and holding company
A & M Records Limited	100%	Dormant company
Decca Music Group Limited	100%	Dormant company
Globe Productions Limited	100%	Dormant company
Go! Discs Limited	100%	Dormant company
Island Records Limited	100%	Dormant company
Mercury Records Limited	100%	Dormant company
Polydor Limited	100%	Dormant company
Systemtactic Limited	100%	Dormant company
Universal Music Group International Limited	100%	Management services company
Universal Music Operations Limited	100%	Marketing and distribution of recorded music
Universal Music (CR) Limited	51%	Marketing and distribution of recorded music
Composed Technology International Limited	80%	Dormant company
One Mode Productions Limited	100%	Marketing and distribution of recorded music
Naughty Records Limited	51%	Marketing and distribution of recorded music
Vice Versa Limited	100%	Dormant company
Universal SRG Group Limited*	100%	Finance and holding company
Universal Music Neighbouring Rights Limited	100%	Dormant company
Bravado International Group Limited	100%	Merchandising of licensed products
Concessions Management International Limited	100%	Merchandising of licensed products
Estupendo Records Limited	100%	Merchandising of licensed products
Trinifold Management Limited	100%	Music industry management services
Trinifold Music Limited	100%	Music publishing company
V2 Music Group Limited*	100%	Finance and holding company
Timbuktu Music Limited	80%	Dormant company
V2 Music Limited	100%	Dormant company
Caroline Music International Limited	100%	Dormant company
ZTT Records Limited	100%	Dormant company

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

11. INVESTMENTS (continued)

Subsidiary Undertakings (continued)

Name	Ordinary share holding	Nature of business
Trinifold Management Limited	100%	Music industry management services
Trinifold Music Limited	100%	Music publishing company
V2 Music Group Limited*	100%	Finance and holding company
Timbuktu Music Limited	80%	Dormant company
V2 Music Limited	100%	Dormant company
Caroline Music International Limited	100%	Dormant company
ZTT Records Limited	100%	Dormant company
Stiff Records Limited	100%	Dormant company
All Around The World Limited	100%	Holding company
All Around The World Productions Limited	100%	Marketing and distribution of recorded music
Penny Street TV Limited	100%	TV production company
AATW Limited	100%	Dormant company
All Around The World Reproductions Limited	100%	Dormant company
All Around The World TV Limited	100%	Dormant company
Clubland Productions Limited	100%	Dormant company
TV Two Limited	100%	Advertising company
Ultimate.....Hits Limited	100%	Dormant company
RG2016 Limited	100%	Dormant company
Universal Music UK Limited	100%	Dormant company
Turnfirst Limited	100%	Dormant company
First Classic Limited	100%	Dormant company
Universal Music Publishing Europe Limited	100%	Music publishing company
Universal Music Publishing International Limited	100%	Music publishing company
Universal Music Publishing Limited	100%	Music publishing company
Universal Music Publishing BL Limited	100%	Music publishing company
Universal Music Publishing PGM Limited	100%	Music publishing company
Universal/Anxious Music Limited	100%	Music publishing company
Universal/Island Music Limited	100%	Music publishing company
Universal/Dick James Music Limited	100%	Music publishing company
This Record Co. Limited	100%	Dormant company
D. J. M. Records Limited	100%	Dormant company
Universal Music Holdings (UK) Limited*	100%	Finance and holding company
Universal Music Publishing MGB Holding UK Limited*	100%	Music publishing company
Complete Music Limited	100%	Dormant company
Fiction Songs Limited	100%	Dormant company
G. Ricordi & Co. (London) Limited	100%	Music publishing company
Mucho Loco Music Limited	100%	Dormant company
Universal Music Publishing International MGB Limited	100%	Music publishing company
Universal Production Music Limited	100%	Music publishing company
Focus Music (Publishing) Limited	100%	Music publishing company
Pitch Music Limited	100%	Music publishing company
Perfect Songs Limited	100%	Music publishing company
Jeeves Music Limited	67%	Music publishing company
Universal/MCA Music Limited	100%	Music publishing company
Universal Music (WT) Limited	100%	Marketing and distribution of recorded music
EMI Group Worldwide Holdings Limited*	100%	Finance and holding company

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

11.INVESTMENTS (continued)

Subsidiary Undertakings (continued)

Name	Ordinary share holding	Nature of business
EMI Group (Newco) Limited	100%	Finance and holding company
EMI Group Limited	100%	Finance and holding company
EMI (IP) Limited	100%	Finance and holding company
EMI Group Finance Limited	100%	Finance and holding company
Lamp Caps Limited	100%	Dormant company
Lamp Metals Limited	100%	Dormant company
Thorn EMI Limited	100%	Dormant company
UMG Supply Chain Limited	100%	Supply chain company
Virgin Music Group	100%	Finance and holding company
Abbey Road Studios Limited	100%	Dormant company
Electric and Musical Industries Limited	100%	Dormant company
EMI Group Hayes Limited	100%	Dormant company
EMI Group Worldwide	100%	Finance and holding company
EMI Group International Holdings Limited	100%	Finance and holding company
E.M.I. Overseas Holdings Limited	100%	Finance and holding company
EMI Group Holdings B.V.	100%	Finance and holding company
Virgin Records Overseas Limited	100%	Finance and holding company
IMET (21) Limited	100%	Dormant company
EMI Group Electronics Limited	100%	Finance and holding company
Relentless 2006 Limited	100%	Marketing and distribution of recorded music
Jaydone Limited	100%	Dormant company
Mawlaw 388 Limited	100%	Dormant company
Sacred Heart Records Limited	100%	Dormant company
Universal Music Direct Limited	100%	Sale and distribution of music and merchandise
John Taylor, Dunford & Co. Limited	100%	Dormant company
Virgin Records Limited	100%	Marketing and distribution of recorded music
EMI Limited	100%	Finance company
EMI UK Holdings	100%	Dormant company

Subsidiary Undertakings (Overseas)

Name	Country of Incorporation	Registered office address	Ordinary share holding	Nature of business
Universal Music LLC	Japan		100%	Recorded music business
DRC LLC	Japan		61%	Music publishing company
Universal Music Publishing LLC	Japan	Jingumae Tower Bldg, 1-5-8 Jingumae,	100%	Music publishing company
Universal Music Artists LLC	Japan	Shibuya-ku, Tokyo, 150-0001	100%	Development and management of artists
Office Augusta Co., Ltd	Japan		100%	Music production
Augusta Publishing Ltd.	Japan		100%	Music publishing company
CMHL B.V.*	Netherlands	s-Gravelandseweg 80, 1217EW Hilversum, Netherlands	100%	Finance and holding company

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

11. INVESTMENTS (continued)

Subsidiary Undertakings (Overseas)

Name	Country of Incorporation	Registered office address	Ordinary share holding	Nature of business
EMI Odeon Sociedad Anonima Industrial y Comercial	Argentina	Jeronimo Salguero 3550, Ground Floor, Capital Federal, Buenos Aires, C1425DFR, Argentina	90%	Music production
Universal Music S.A. [Chile]	Chile	Bucarest 150, oficina 504, Providencia, Santiago, Chile	85%	Recorded music business
EMI Holding Lebanon SAL	Lebanon	GEDCO Center, 6th Floor, Horsh Tabet, Beirut, Lebanon	98%	Holding company
Relax In Music SAL	Lebanon		60%	Recorded music business
EMI Kent Elektronik San. ve Tic. A.S.	Turkey	Maslak Mah., Sumer Sok No: 4, Maslak Ofis Binasi K:1 D:12-13, Maslak, Sariyer, Istanbul, 34485, Turkey	100%	Recorded music business
Universal Music Taksim Edisyon AS	Turkey	Maslak Mah., Sumer Sok No: 4, Maslak Ofis Binasi K:1 D:12-13, Maslak, Sariyer, Istanbul, 34485, Turkey	100%	Music publishing company
Universal Music Publishing Turkey Muzik Yayim Limited Sirketi	Turkey		100%	Music publishing company
EMI Music Egypt Ltd	Egypt	9 Ymen Street, Lebanon Sq - El Mohandssen, Abd Al Halem Gaafar Office, Cairo, Egypt	100%	Recorded music business
Relax In Egypt Ltd	Egypt		60%	Recorded music business
EMI Recorded Music, S.A. de C.V.	Mexico	Galileo 55, 1er Piso, Col Polanco, Delegación Cuauhtémoc, México, D.F., C.P. 11560, Mexico	100%	Music production
EMI Music South Africa (Pty) Ltd	South Africa	26 Craddock Avenue, The Zone @ Rosebank - Phase 2, 2nd Floor, Shop/Office Number CS02, Rosebank, Johannesburg, 2146, South Africa	100%	Recorded music business
EMI Recorded Music Uruguay S.A. [In Liquidation]	Uruguay	Bado, Kuster, Zerbino & Rachetti, Treinta y Tres 1269, Montevideo, C.P. 11000, Uruguay	100%	Recorded music business
EMI Records Austria GmbH	Austria	Kärntner Straße 30, 1010, Vienna, Austria	100%	Recorded music business

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

11. INVESTMENTS (continued)

Subsidiary Undertakings (Overseas)

Name	Country of Incorporation	Registered office address	Ordinary share holding	Nature of business
Minos - EMI S.A.	Greece	245-247 Messoghion	100%	Recorded music business
Universal Music Publishing L.L.C. [Greece]	Greece	Avenue, Neo Psychico, Athens, 15451, Greece	100%	Music publishing company
Virgin Records (India) Pvt. Ltd.	India	Vibgyor Towers, Unit No.201, 2nd Floor, Opp. Hotel Trident, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. India.	100%	Recorded music business

12. CREDITORS: Amounts falling due within one year

	2022 £'000	2021 £'000
Amounts owed to group undertakings	<u>2,544,618</u>	<u>2,545,656</u>

Within amounts owed to group undertakings, £264,327,000 (2021: £262,203,000) is owed to parent companies and £2,280,291,000 (2021: £2,283,453,000) is owed to subsidiary companies.

All amounts owed to fellow group undertakings are classified as current as they are repayable on demand. The interest rates on balances denominated in Sterling are linked to SONIA from 1 January 2022, and balances denominated in Euros are linked to EURIBOR. Interest rates were linked to LIBOR prior to 1 January 2022.

At 31 December 2022 and 31 December 2021, all creditors are measured at amortised cost and no security has been provided against the balances.

13. CALLED-UP SHARE CAPITAL

Allotted, called up and fully paid:

	2022 No	£'000	2021 No	£'000
Ordinary shares of £1 each	<u>9</u>	<u>-</u>	<u>9</u>	<u>-</u>

The company has one class of ordinary shares which have attached to them full voting, dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption.

UNIVERSAL MUSIC HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

14. RESERVES

Profit and loss reserve

The profit and loss account reflects cumulative profits or losses, net of dividends and other adjustments.

Share premium account

This reserve records the amount above the nominal value received for shares sold, less transaction costs.

15. ULTIMATE PARENT COMPANY

The immediate parent undertaking is Universal International Music B.V.. The ultimate parent undertaking and controlling party is Universal Music Group N.V. a company incorporated and domiciled in the Netherlands.

The smallest and largest group in which the result of the company is consolidated is that headed by Universal Music Group N.V.. Copies of its annual report in English may be obtained from its registered office at:

Universal Music Group
's-Gravelandseweg 80
1217 EW Hilversum
The Netherlands