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COMPANIES HOUSE

POINTY HAT PRODUCTIONS LTD
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011

Company Registration Number 5956501

POINTY HAT PRODUCTIONS LTD
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

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POINTY HAT PRODUCTIONS LTD
OFFICERS AND PROFESSIONAL ADVISERS
YEAR ENDED 31 DECEMBER 2011

The board of directors	N Cook M Reed P Steinke R Haywood
Company secretary	M Reed
Registered office	3 Queen Caroline Street Hammersmith London W6 9PE
Auditor	RSM Tenon Audit Limited 66 Chiltern Street London W1U 4JT

POINTY HAT PRODUCTIONS LTD
THE DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2011

The directors present their report and the financial statements of the company for the year ended 31 December 2011

Principal activities and business review

The principal activity of the company is that of motion picture and video production

During the year, the company was involved in paying final costs for the animated film "Gnomeo & Juliet", which was completed in the prior year. The company incurred a loss of £8,302 (2010 - £764,989) before tax, and at the year end it had net assets of £18,003 (2010 - £18,003). A film tax credit settlement of £8,302 (2010 - £783,228) relating to the year is expected to be received from HMRC.

Directors

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

N Cook
M Reed
P Steinke
P Wiley
R Haywood

R Haywood was appointed as a director on 11 November 2011

P Wiley resigned as a director on 3 November 2011

Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable 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 those 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, 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

POINTY HAT PRODUCTIONS LTD
THE DIRECTORS' REPORT *(continued)*
YEAR ENDED 31 DECEMBER 2011

In so far as the directors are, individually, aware

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

Auditor

RSM Tenon Audit Limited is deemed to be reappointed under section 487(2) of the Companies Act 2006

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Signed on behalf of the directors



N Cook

Director

Approved by the directors on

12/9/12

POINTY HAT PRODUCTIONS LTD
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF POINTY
HAT PRODUCTIONS LTD

YEAR ENDED 31 DECEMBER 2011

We have audited the financial statements of Pointy Hat Productions Ltd for the year ended 31 December 2011 on pages 6 to 13. 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 auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on pages 2 to 3, 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 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 state of the company's affairs as at 31 December 2011 and of its result for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

POINTY HAT PRODUCTIONS LTD
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF POINTY
HAT PRODUCTIONS LTD *(continued)*

YEAR ENDED 31 DECEMBER 2011

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, or
- the directors were not entitled to prepare the directors' report in accordance with the small companies regime

John Graydon

John Graydon, Senior Statutory Auditor
For and on behalf of

RSM Tenon Audit Limited
Statutory Auditor
66 Chiltern Street
London
W1U 4JT

18/9/12

POINTY HAT PRODUCTIONS LTD
PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 DECEMBER 2011

		Year to 31 Dec 11 £	<i>Period from 1 Nov 09 to 31 Dec 10 £</i>
Turnover	2	52,614	17,531,937
Cost of sales		(61,295)	(18,282,195)
Gross loss		<u>(8,681)</u>	<u>(750,258)</u>
Administrative expenses		379	(14,731)
Loss on ordinary activities before taxation		<u>(8,302)</u>	<u>(764,989)</u>
Tax on loss on ordinary activities	5	8,302	783,228
Profit for the financial year		<u><u>-</u></u>	<u><u>18,239</u></u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

The notes on pages 9 to 13 form part of these financial statements

POINTY HAT PRODUCTIONS LTD*Registered Number 5956501***BALANCE SHEET****31 DECEMBER 2011**

	Note	2011 £	£	2010 £	£
Current assets					
Debtors	6	113,020		1,505,829	
Cash at bank and in hand		51,724		178,674	
		<u>164,744</u>		<u>1,684,503</u>	
Creditors Amounts falling due within one year	7	<u>(146,741)</u>		<u>(1,666,500)</u>	
Net current assets			<u>18,003</u>		<u>18,003</u>
Capital and reserves					
Called-up share capital	9		1		1
Profit and loss account	10		18,002		18,002
Shareholders' funds	11		<u>18,003</u>		<u>18,003</u>

These financial statements were approved by the directors and authorised for issue on
and are signed on their behalf by


N Cook

Director

12/9/12

The notes on pages 9 to 13 form part of these financial statements

POINTY HAT PRODUCTIONS LTD
CASH FLOW STATEMENT
YEAR ENDED 31 DECEMBER 2011

		Year to 31 Dec 11		Period from 1 Nov 09 to 31 Dec 10	
	Note	£	£	£	£
Net cash outflow from operating activities	12		(910,184)		(311,480)
Taxation			783,228		382,558
(Decrease)/increase in cash	12		<u>(126,956)</u>		<u>71,078</u>

The notes on pages 9 to 13 form part of these financial statements

POINTY HAT PRODUCTIONS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

1 Accounting policies

Basis of accounting

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

Turnover

The turnover shown in the profit and loss account represents amounts receivable in respect of film production during the period, exclusive of Valued Added Tax

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. The value of work done in respect of long-term contracts and contracts for ongoing services is determined by reference to the stage of completion

Foreign currencies

Where a transaction denominated in a foreign currency is to be settled at a contracted rate of exchange, the transaction is recorded at the rate fixed under the terms of that contract. Where a trading transaction is covered by a related or matching contract, the rate of exchange specified in that contract is used. In cases where there is not a contracted rate then transactions are recorded at the rates of exchange ruling at the dates of the transactions or at an average rate for the period if the rates do not fluctuate significantly

Monetary assets and liabilities are translated at period end exchange rates or, where appropriate, at rates of exchange fixed under the terms of the relevant transaction. The resulting exchange rate differences are charged to the profit and loss account

2. Turnover

The turnover and loss before tax are attributable to the one principal activity of the company

An analysis of turnover is given below

	Year to 31 Dec 11 £	<i>Period from 1 Nov 09 to 31 Dec 10 £</i>
United States of America	<u>52,614</u>	<u>17,531,937</u>

3. Operating loss

Operating loss is stated after charging

	Year to 31 Dec 11 £	<i>Period from 1 Nov 09 to 31 Dec 10 £</i>
Directors' remuneration	—	—
Auditor's remuneration - audit of the financial statements	(800)	10,663
Auditor's remuneration - other fees	<u>2,193</u>	<u>19,182</u>

POINTY HAT PRODUCTIONS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

	2011 £	2010 £
Auditor's remuneration - audit of the financial statements	(800)	10,663
Auditor's remuneration - other fees		
- Taxation services	-	829
- Accountancy services	2,193	18,353
	<u>2,193</u>	<u>19,182</u>

The audit fees of -£800 (2010 £10,663) include amounts relating to 2010 which were overaccrued in the prior period

Other fees of £2,193 (2010 £19,182) include amounts in respect of accounting services amounting to £421 and £1,772 for other advisory fees that have been included in cost of sales

4. Particulars of employees

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

	Year to 31 Dec 11 No	Period from 1 Nov 09 to 31 Dec 10 No
Number of production staff	-	3

The aggregate payroll costs of the above were

	Year to 31 Dec 11 £	Period from 1 Nov 09 to 31 Dec 10 £
Wages and salaries	-	80,176
Social security costs	-	9,985
	<u>-</u>	<u>90,161</u>

5. Taxation on ordinary activities

(a) Analysis of charge in the year

	Year to 31 Dec 11 £	Period from 1 Nov 09 to 31 Dec 10 £
UK Corporation tax based on the results for the year at 26 50% (2010 - 28%)	(8,302)	(783,228)

POINTY HAT PRODUCTIONS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

5. Taxation on ordinary activities (continued)

(b) Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 26.50% (2010 - 28%)

	Year to 31 Dec 11 £	Period from 1 Nov 09 to 31 Dec 10 £
Loss on ordinary activities before taxation	(8,302)	(764,989)
Loss on ordinary activities by rate of tax	(2,200)	(214,197)
Effects of		
Enhanced losses arising from film tax credit	(6,070)	(885,207)
Difference between the rate of corporation tax and the rate of relief under film tax credit	2,698	313,291
Losses carried forward	(2,730)	2,885
Total current tax (note 5(a))	(8,302)	(783,228)

6. Debtors

	2011 £	2010 £
Amounts owed by group undertakings	104,451	500,425
Corporation tax repayable	8,302	783,228
Other debtors	267	222,176
	113,020	1,505,829

7. Creditors. Amounts falling due within one year*

	2011 £	2010 £
Overdrafts	6	-
Trade creditors	-	185,198
Amounts owed to group undertakings	135,984	-
Other creditors	1,596	408
Accruals and deferred income	9,155	1,480,894
	146,741	1,666,500

8. Related party transactions

The company has taken advantage of the exemption granted in FRS 8 'Related party disclosures' from disclosure of transactions entered into with the ultimate parent company, as it is wholly owned by a member of the group headed by that company

POINTY HAT PRODUCTIONS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

9. Share capital

Authorised share capital

	2011 £	2010 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	2011 No	£	2010 No	£
1 Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

10. Profit and loss account

	Year to 31 Dec 11 £	Period from 1 Nov 09 to 31 Dec 10 £
Balance brought forward	18,002	(237)
Profit for the financial year	—	<u>18,239</u>
Balance carried forward	<u>18,002</u>	<u>18,002</u>

11 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Profit for the financial year	—	18,239
Opening shareholders' funds/(deficit)	18,003	<u>(236)</u>
Closing shareholders' funds	<u>18,003</u>	<u>18,003</u>

12. Notes to the cash flow statement

Reconciliation of operating loss to net cash outflow from operating activities

	Year to 31 Dec 11 £	Period from 1 Nov 09 to 31 Dec 10 £
Operating loss	(8,302)	(764,989)
Decrease/(increase) in debtors	617,883	(267,610)
(Decrease)/increase in creditors	(1,519,765)	<u>721,119</u>
Net cash outflow from operating activities	<u>(910,184)</u>	<u>(311,480)</u>

POINTY HAT PRODUCTIONS LTD
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2011

12. Notes to the cash flow statement (continued)

Reconciliation of net cash flow to movement in net funds

	2011 £	2010 £
(Decrease)/increase in cash in the period	(126,956)	71,078
Movement in net funds in the period	(126,956)	71,078
Net funds at 1 January 2011	178,674	107,596
Net funds at 31 December 2011	<u>51,718</u>	<u>178,674</u>

Analysis of changes in net funds

	At 1 January 2011 £	Cash flows £	At 31 December 2011 £
Net cash			
Cash in hand and at bank	178,674	(126,950)	51,724
Overdrafts	—	(6)	(6)
	<u>178,674</u>	<u>(126,956)</u>	<u>51,718</u>
Net funds	<u>178,674</u>	<u>(126,956)</u>	<u>51,718</u>

13 Parent undertaking and controlling party

The company's immediate parent undertaking is Banner Productions Ltd, a company registered in England and Wales

The largest group for which accounts are prepared and which the company is a member, is The Walt Disney Company. Copies of group accounts of The Walt Disney Company can be obtained from 500 Buena Vista Street, Burbank, California, 91521, USA

The directors are unable to identify the ultimate controlling party of The Walt Disney Company, if any