

COMPANY REGISTRATION NUMBER 6388809

**EMI RECORDS UK HOLDCO LIMITED**  
**DIRECTORS' REPORT AND FINANCIAL**  
**STATEMENTS**  
**PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013**

TUESDAY



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05/08/2014  
COMPANIES HOUSE

# **EMI RECORDS UK HOLDCO LIMITED**

## **FINANCIAL STATEMENTS**

**PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013**

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# **EMI RECORDS UK HOLDCO LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

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### **THE BOARD OF DIRECTORS**

RM Constant  
A Brown  
BJ Muir

### **COMPANY SECRETARY**

A Abioye

### **REGISTERED OFFICE**

364-366 Kensington High Street  
London  
W14 8NS

### **ACCOUNTANTS**

KPMG LLP  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL

# **EMI RECORDS UK HOLDCO LIMITED**

## **STRATEGIC REPORT**

**PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013**

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The directors present their strategic report for the company for the period ended 31 December 2013. During the period the company changed its accounting reference date from 31 March to 31 December.

### **PRINCIPAL ACTIVITIES AND BUSINESS REVIEW**

The principal activity of the company during the period continued to be that of an Investment Holding company. There has not been any change to the principal activity of the Company during the period ended 31 December 2013 or subsequently. The Directors do not anticipate any change to the principal activity of the Company during the next year. The result and position of the company as at and for the period ended 31 December 2013 are set out in the profit and loss account and balance sheet on pages 4 and 5 respectively. The result and position of the company were in line with directors' expectations.

### **RESULTS AND DIVIDENDS**

The loss on ordinary activities before taxation for the period was £8,315,000 (March 2013 - £16,876,000). The directors do not recommend payment of a dividend (March 2013 - nil).

### **PRINCIPAL RISKS AND UNCERTAINTIES**

The company operates as part of the Vivendi group (the 'group') and all of its transactions are with fellow group undertakings. As such its activities are dependent on the activities of the group as a whole. The risks and uncertainties facing the company are linked to those of the group. A detailed discussion of the group risks and uncertainties is contained in the Vivendi SA annual 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.

By order of the board



A Brown  
Director

01 AUG 2014

# **EMI RECORDS UK HOLDCO LIMITED**

## **DIRECTORS' REPORT**

**PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013**

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The directors present their report and the unaudited financial statements of the company for the period from 1 April 2013 to 31 December 2013

### **DIRECTORS**

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

RM Constant  
A Brown  
BJ Muir

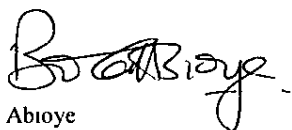
### **DIRECTORS QUALIFYING THIRD PARTY INDEMNITY PROVISIONS**

A qualifying third party indemnity provision remains in force as at the date of approving the directors' report, subject to the provisions of s236 CA 2006 Vivendi SA, 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

### **DONATIONS**

The company made no political or charitable donations in either the current period or the prior year

By order of the board



A Abioye  
Company Secretary

01 AUG 2014

# EMI RECORDS UK HOLDCO LIMITED

## PROFIT AND LOSS ACCOUNT

PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

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	Note	Period from 1 April 13 to 31 December 13 £'000	Year to 31 March 13 £'000
TURNOVER		—	—
		—	—
OPERATING PROFIT		—	—
Interest payable and similar charges	3	(8,315)	(16,876)
		—	—
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(8,315)	(16,876)
Tax on loss on ordinary activities	4	—	—
		—	—
LOSS FOR THE FINANCIAL PERIOD		<u>(8,315)</u>	<u>(16,876)</u>

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

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

There is no difference between the profit on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents

The notes on pages 6 to 10 form part of these financial statements

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# EMI RECORDS UK HOLDCO LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2013

	Note	31 December 13 £'000	31 March 13 £'000
<b>FIXED ASSETS</b>			
Investments	5	500,292	500,292
<b>CREDITORS Amounts falling due within one year</b>	6	<u>271,837</u>	<u>263,522</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>228,455</u>	<u>236,770</u>
<b>CAPITAL AND RESERVES</b>			
Called-up equity share capital	8	200,000	200,000
Share premium account	9	199,218	199,218
Profit and loss account	9	<u>(170,763)</u>	<u>(162,448)</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>	9	<u>228,455</u>	<u>236,770</u>

For the period from 1 April 2013 to 31 December 2013 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies

Directors' responsibilities

- The members have not required the company to obtain an audit of its accounts for the period in question in accordance with section 476, and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

Approved by the Board for issue on

01 AUG 2014

On behalf of the Board of Directors



A Brown

Company Registration Number 6388809

The notes on pages 6 to 10 form part of these financial statements

# EMI RECORDS UK HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

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### 1 ACCOUNTING POLICIES

#### **Basis of preparation**

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

The company is exempt by virtue of s 400 of Companies Act 2006, from the requirement to prepare group accounts if it is itself a wholly owned subsidiary undertaking and its immediate parent undertaking is established under the law of an EEA State. These financial statements present information about the company as an individual undertaking and not about its group.

The Company has taken advantage of the exemption under Financial Reporting Standard 8, "Related Party Disclosures" (FRS 8), not to disclose related party transactions between wholly owned group undertakings.

#### **Cash flow statement**

Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that the ultimate parent undertaking includes the company in its own published consolidated financial statements.

#### **Taxation**

The charge/(credit) for taxation is based on the profit/(loss) for the period and takes into account taxation deferred because of the timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that result in an obligation to pay more tax in the future or a right to pay less tax in future. Timing differences are differences between the company's taxable profit and loss and its results as stated in the financial statements. No deferred tax is recognised on permanent differences. Deferred tax is measured at the average tax rates that are expected to apply in the period in which the timing differences are expected to reverse, based on tax rates and law that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis. Deferred tax assets are recognised only to the extent that it is considered more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

#### **Foreign currencies**

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are recorded in the profit and loss account.

#### **Investments**

Investments in subsidiary and associated undertakings are stated at cost less provision to reflect any impairment.

#### **Impairment of fixed assets**

The carrying amounts of the Company's assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount of the fixed asset may not be recoverable. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its income-generating unit exceeds its recoverable amount. Impairment losses are recognised in the profit and loss account unless it arises on a previously revalued fixed asset. An impairment loss on a revalued fixed asset is recognised in the profit and loss account if it is caused by a clear consumption of economic benefits. Otherwise impairments are recognised in the statement of total recognised gains and losses until the carrying amount reaches the asset's depreciated historic cost.

# EMI RECORDS UK HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

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### 1 ACCOUNTING POLICIES *(continued)*

#### Calculation of recoverable amount

The recoverable amount of fixed assets is the greater of their net realisable value and value in use. In assessing value in use, the expected future cash flows are discounted back to their present value using a pre-tax discount rate that reflects current market assessments of the rate of return expected on an equally risky investment. For an asset that does not generate largely independent income streams, the recoverable amount is determined for the income-generating unit to which the asset belongs.

#### Reversals of impairment

An impairment loss is reversed on intangible assets and goodwill only if subsequent external events reverse the effect of the original event which caused the recognition of the impairment or the loss arose on an intangible asset with a readily ascertainable market value and that market value has increased above the impaired carrying amount. For other fixed assets where the recoverable amount increases as a result of change in economic conditions or in the expected use of the asset then the resultant reversal of the impairment loss should be recognised in the current period.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### Interest bearing intercompany loans

Intercompany interest bearing loans bear interest at a rate agreed by both parties on a loan by loan basis. Accrued interest is added to the loan balance on a quarterly basis.

### 2 PARTICULARS OF EMPLOYEES

No Director received any remuneration during the current period or the prior year in respect of his services to the Company. The Company had no employees during either the current period or prior year.

### 3 INTEREST PAYABLE AND SIMILAR CHARGES

	Period from 1 April 13 to 31 December 13 £'000	Year to 31 March 13 £'000
Interest payable to group undertakings	<u>8,315</u>	<u>16,876</u>

# EMI RECORDS UK HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

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#### 4 TAX ON PROFIT/(LOSS) ON ORDINARY ACTIVITIES

##### Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 23% (To 31 March 13 - 24%)

The Finance Act 2013 enacted reductions in the UK corporate tax rate to 21% from April 2014 and 20% from April 2015. Deferred tax assets and liabilities are measured at the rate that is expected to apply to the accounting period when the asset is realised or the liability is settled, based on the above rates

	Period from 1 April 13 to 31 December 13 £'000	Year to 31 March 13 £'000
Loss on ordinary activities before taxation	<u>(8,315)</u>	<u>(16,876)</u>
Loss on ordinary activities at the standard rate of UK Corporation tax of 23% (2013 - 24%)	(1,912)	(4,050)
Impact of group relief claimed / surrendered for no compensation	<u>1,912</u>	<u>4,050</u>
Current tax charge for the financial period	<u>-</u>	<u>-</u>

#### 5 INVESTMENTS

	Total £'000
<b>COST</b>	
At 1 April 2013 and 31 December 2013	<u>576,218</u>
<b>PROVISION FOR IMPAIRMENT</b>	
At 1 April 2013 and 31 December 2013	<u>75,926</u>
<b>NET BOOK VALUE</b>	
At 31 December 2013 and 31 March 2013	<u>500,292</u>

In accordance with FRS 11 'Impairment of Fixed Assets and Goodwill', the carrying values of the investments have been compared to their recoverable amounts, represented by their net realisable value, and impaired where appropriate. The Directors do not consider value in use to be materially different to the net realisable value of the investment, and therefore use the investment's net realisable value as its recoverable amount. In the opinion of the Directors, the value of the Company's investments at 31 December 2013 is at least equal to their carrying value and no impairment has been made.

##### PRINCIPAL SUBSIDIARY UNDERTAKINGS

The following were the principal subsidiary undertakings of EMI Records UK Holdco Limited at 31 December 2013

Subsidiary undertakings	Country of Incorporation	Proportion held	Nature of business
Virgin Records Limited*	UK	100%	Holding Company

\* Held directly by the Company

# EMI RECORDS UK HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

#### 6. CREDITORS Amounts falling due within one year

	31 December 13 £'000	31 March 13 £'000
Amounts owed to group undertakings	<u>271,837</u>	<u>263,522</u>

Amounts owed to group undertakings are all owed to UK undertakings. Loans from fellow Group undertakings in the UK are classified as current as they are repayable on demand. Interest rates on intercompany loans have been agreed between parties on a loan by loan basis.

#### 7. CAPITAL COMMITMENTS

The company had no capital commitments at 31 March 2013 or 31 December 2013.

#### 8. SHARE CAPITAL

##### Authorised share capital

	31 December 13 £'000	31 March 13 £'000
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##### Allotted, called up and fully paid

	31 December 13		31 March 13	
	No	£'000	No	£'000
Ordinary shares of £1 each	<u>200,000,002</u>	<u>200,000</u>	<u>200,000,002</u>	<u>200,000</u>

#### 9. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Share capital £'000	Share premium account £'000	Profit and loss account £'000	Total share- holders' funds £'000
Balance brought forward at 1 April 2012	—	199,218	(145,572)	53,646
Loss for the year	—	—	(16,876)	(16,876)
Other movements				
Contribution from Parent	<u>200,000</u>	<u>—</u>	<u>—</u>	<u>200,000</u>
Balance brought forward at 1 April 2013	200,000	199,218	(162,448)	236,770
Loss for the period	<u>—</u>	<u>—</u>	<u>(8,315)</u>	<u>(8,315)</u>
Balance carried forward at 31 December 2013	<u>200,000</u>	<u>199,218</u>	<u>(170,763)</u>	<u>228,455</u>

# EMI RECORDS UK HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 APRIL 2013 TO 31 DECEMBER 2013

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### 10 ULTIMATE PARENT COMPANY

The immediate parent company is EMI Group Holdings (UK), a company incorporated and operating in England. The ultimate parent undertaking and controlling party is Vivendi SA, a company incorporated in France.

The smallest and largest group in which the results of the company will be consolidated will be that headed by Vivendi SA, incorporated in France. Copies of its annual report in English may be obtained from:

Vivendi SA  
42 Avenue de Friedland  
75380 Paris  
Cedex 08  
France