

Registered number
06852857

USM Copyrights Publishing Limited

Report and Financial Statements

30 June 2011

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COMPANIES HOUSE

USM Copyrights Publishing Limited

Company Information

Directors

P Stack

K P Donovan

Secretary

C R Baynes

Auditor

Ernst & Young LLP

1 More London Place

London

SE1 2AF

Bankers

Coutts & Co

440 Strand

London

WC2R 0QS

Registered office

3rd Floor, Preece House

Davigdor Road

Hove

East Sussex

BN3 1RE

Registered number

06852857

Directors' Report

The Directors present their annual report on the affairs of USM Copyrights Publishing Limited (the Company) together with the financial statements and auditor's report for the year ended 30 June 2011

Principal activities

The Company's principal activity is the ownership of copyrights in musical compositions

Review of the business

The Company's profit for the financial year was £310 (2010 - £235) The Directors consider the Company's key performance indicator to be operating profit/loss Operating profit for the year was £391 (2010 - £297) The Directors are pleased with the performance of the business during the year

Future developments

The Company will continue to exploit its copyrights in conjunction with other members of the Union Square Music group

Principal risks and uncertainties facing the business

The market for physical format product is declining and this may exert downward pressure on royalty earnings The digital market is growing quickly from a small base and the Company is well positioned to benefit from this and other areas of copyright exploitation

Dividends

The Directors do not recommend payment of a dividend (2010 - £nil)

Directors

The Directors of USM Copyrights Publishing Limited who served during the year were as follows

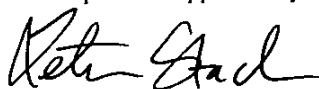
P Stack
K P Donovan

Disclosure of information to auditors

The Directors who were members of the Board at the time of approving the Directors' report are identified on page 1 Having made enquiries of fellow Directors and of the Company's auditor, each of these Directors confirms that

- to the best of each Director's knowledge and belief, there is no information relevant to the preparation of his report of which the Company's auditor is unaware, and
- each Director has taken all steps a Director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditor is aware of that information

This report was approved by the Board of Directors on 7 December 2011 and signed on its behalf by



Peter Stack
Director

USM Copyrights Publishing Limited

Statement of Directors' Responsibilities

The Directors are responsible for preparing the annual report and financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial 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 these financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper 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.

USM Copyrights Publishing Limited

Independent auditor's report to the member of USM Copyrights Publishing Limited

We have audited the financial statements of USM Copyrights Publishing Limited for the year ended 30 June 2011 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an 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 Statement of Directors' Responsibilities, set out on page 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 the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Director's 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 the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2011 and of its profit 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.

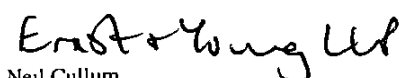
Opinion on other matters prescribed by the Companies Act 2006

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.

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.



Neil Cullum

(Senior Statutory Auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

London

8/12/2011

USM Copyrights Publishing Limited

Profit and loss account for the year ended 30 June 2011

	Notes	2011 £	2010 £
Turnover	2	2,000	1,000
Cost of sales		(1,608)	(703)
Gross profit		<u>392</u>	<u>297</u>
Administrative expenses		(1)	-
Operating profit	3	<u>391</u>	<u>297</u>
Profit on ordinary activities before taxation		<u>391</u>	<u>297</u>
Tax on profit on ordinary activities	4	(81)	(62)
Profit for the financial year		<u><u>310</u></u>	<u><u>235</u></u>

Continuing operations

All activities arise from continuing operations. There is no difference between the profit for the financial years shown above and their historical cost equivalents.

Statement of total recognised gains and losses

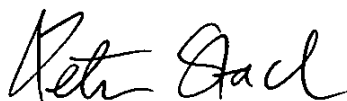
There are no recognised gains or losses other than the profit attributable to the shareholders of the Company of £310 for the year ended 30 June 2011 (2010 - £235) and accordingly a separate statement of total recognised gains and losses has not been presented.

USM Copyrights Publishing Limited

Balance sheet as at 30 June 2011

	Notes	2011 £	2010 £
Fixed assets			
Intangible assets	5	29,608	31,216
Current assets			
Debtors	6	-	1
Creditors: amounts falling due within one year	7	(29,062)	(30,981)
Net current liabilities		<u>(29,062)</u>	<u>(30,980)</u>
Net assets		<u>546</u>	<u>236</u>
Capital and reserves			
Called up share capital	8	1	1
Profit and loss account	9	545	235
Shareholder's funds	10	<u>546</u>	<u>236</u>

The financial statements were approved by the Board of Directors on 7 December 2011 and signed on its behalf by



Peter Stack
Director

USM Copyrights Publishing Limited

Notes to the financial statements for the year ended 30 June 2011

1 Accounting policies

Basis of preparation

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

Going concern

No material uncertainties related to events or conditions that may cast significant doubt about the ability of the Company to continue as a going concern have been identified by the Directors. Accordingly, the financial statements have been prepared on a going concern basis.

Revenue recognition

Annual fees derived from the exploitation of rights in musical compositions by other group companies are agreed at the end of the financial year in accordance with the relevant licence agreements.

Intangible assets

Intangible assets are capitalised at cost. The intangible assets are amortised evenly over their deemed useful lives, a period of between one and twenty years. The carrying value of intangible assets is reviewed for impairment at the end of the first full year following acquisition and when events or changes in circumstances indicate the carrying value may not be recoverable.

Deferred taxation

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 will result in an obligation to pay more, or a right to pay less or to receive more, tax, except that deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Statement of cash flows

The Company is exempt from preparing a statement of cash flows under FRS1 (Revised) 'Cash Flow Statements', as it is a wholly owned subsidiary of Union Square Music Holdings Limited which prepares publicly available consolidated financial statements.

Foreign currencies

Transactions in foreign currencies are translated into sterling at the rate ruling on the date the transaction occurred or at the contracted rate. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date. All exchange differences are taken to the profit and loss account.

USM Copyrights Publishing Limited

Notes to the financial statements for the year ended 30 June 2011

2 Analysis of turnover	2011	2010
	£	£

Turnover arises from the Company's principal activity in the following geographical markets

United Kingdom	<u>2,000</u>	<u>1,000</u>
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3 Operating profit	2011	2010
	£	£

This is stated after charging

Amortisation of copyrights	<u>1,608</u>	<u>703</u>
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Auditor's remuneration is paid by Union Square Music Ltd, another company in the group
The Directors did not receive any emoluments or benefits in respect of services to the Company during the current or the preceding year

4 Taxation	2011	2010
	£	£

Analysis of charge in period

Current tax

UK corporation tax on profits of the period	81	62
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Tax on profit on ordinary activities	<u>81</u>	<u>62</u>
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Factors affecting tax charge for period

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows

	2011	2010
	£	£
Profit on ordinary activities before tax	<u>391</u>	<u>297</u>
Standard rate of corporation tax in the UK	20 75%	21%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	81	62
Effects of		
Current tax charge for period	<u>81</u>	<u>62</u>

USM Copyrights Publishing Limited

Notes to the financial statements for the year ended 30 June 2011

4 Taxation (continued)

Factors that may affect future tax charges

The UK government announced a phased reduction in the main corporation tax rate from 28% to 23% with the first 2% reduction taking effect from 1 April 2011. Deferred tax assets and liabilities are measured at the rate that is expected to apply to the period when the asset is realised or the liability is settled, based on the rates that have been enacted or substantively enacted at the balance sheet date. Therefore, at 30 June 2011, deferred tax assets and liabilities have been calculated based on the rates that have been substantively enacted by the balance sheet date. Further reductions to the main rate of UK corporation tax are proposed to reduce the rate by 1% each 1 April until reaching 23% with effect from 1 April 2014. A further 1% reduction was substantively enacted on 5 July 2011, reducing the rate from 26% to 25% from 1 April 2012. The remaining future reductions to 23% have not been enacted at the balance sheet date so the effect of these has not been reflected in the financial statements, however it is not expected that these changes would have a significant effect on the value of the company's deferred tax balances at the balance sheet date.

5 Intangible fixed assets

£

Copyrights

Cost

At 1 July 2010

32,169

At 30 June 2011

32,169

Amortisation

At 1 July 2010

953

Provided during the year

1,608

At 30 June 2011

2,561

Net book value

At 30 June 2011

29,608

At 30 June 2010

31,216

6 Debtors

2011

2010

£

£

Other debtors

-

1

7 Creditors: amounts falling due within one year

2011

2010

£

£

Amounts owed to parent and fellow subsidiary undertakings

28,981

30,919

Corporation tax

81

62

29,062

30,981

USM Copyrights Publishing Limited

Notes to the financial statements for the year ended 30 June 2011

8 Issued share capital	Nominal value	2011 Number	2011 £	2010 £
Allotted, called up and fully paid Ordinary shares	£1 each	1	<u>1</u>	<u>1</u>

9 Profit and loss account	2011 £
At 1 July 2010	235
Profit for the financial year	310
At 30 June 2011	<u>545</u>

10 Reconciliation of movement in shareholder's funds	2011 £	2010 £
At 1 July	236	1
Profit for the financial year	310	235
At 30 June	<u>546</u>	<u>236</u>

11 Related party transactions

The Company has taken the exemption allowed under FRS 8 not to disclose transactions with other members of the group headed by Union Square Music Holdings Limited

12 Ultimate parent undertaking and controlling parties

The Company's parent undertaking is Union Square Music Holdings Limited, which is the smallest and largest group of which the Company is a member. The parent company prepares consolidated financial statements available from Companies House.

The Company's joint ultimate controlling parties are P Stack, a Director of the Company, and The Caldan Trust, a discretionary trust of which K Donovan, a Director of the Company, is within the class of potential beneficiaries.