

Financial Statements

HUK 10 Ltd

For the period ended 31 December 2011



Registered number 07530828

HUK 10 Ltd

Company Information

Directors	Robert Lee (appointed 15 February 2011 & resigned 12 June 2011) Paul McGowan (appointed 12 June 2011) Andrew Pepper (appointed 12 June 2011)
Company secretary	Howard Gunn
Company number	07530828
Registered office	7 River Court Brighouse Business Village Brighouse Road Middlesbrough TS2 1RT
Auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 30 Finsbury Square London EC2P 2YU
Bankers	Natwest Bank Plc 106 Linthorpe Road Middlesbrough TS1 2JZ
Solicitors	Wright Hassall LLP Olympus Avenue Leamington Spa Warwickshire CV34 6BF

HUK 10 Ltd

Contents

	Page
Directors' report	1 - 2
Independent auditor's report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 12

Directors' Report

For the period ended 31 December 2011

The directors present their report and the financial statements for the period ended 31 December 2011

Incorporation

The company was incorporated on 15 February 2011

Principal activity

The principal activity of the company is that of retail sales and retail sales consultancy

Directors

The directors who served during the period were

Robert Lee (appointed 15 February 2011 & resigned 12 June 2011)

Paul McGowan (appointed 12 June 2011)

Andrew Pepper (appointed 12 June 2011)

Directors' responsibilities statement

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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- 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.

Provision of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

HUK 10 Ltd

Directors' Report

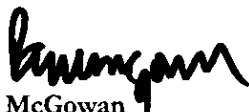
For the period ended 31 December 2011

Auditor

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on 25 September 2012 and signed on its behalf



Paul McGowan
Director



Independent Auditor's Report to the Members of HUK 10 Ltd

We have audited the financial statements of HUK 10 Ltd for the period ended 31 December 2011, which comprise the Profit and loss account, the Balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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, 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

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www.frc.org.uk/apb/scope/private.cfm.

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 profit for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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



Independent Auditor's Report to the Members of HUK 10 Ltd

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 financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' report

Grant Thornton UK LLP

William Pointon (Senior statutory auditor)

for and on behalf of

Grant Thornton UK LLP

Chartered Accountants

Statutory Auditor

London

25 September 2012

Profit and Loss Account

For the period ended 31 December 2011

	Note	Period ended 31 December 2011 £
Turnover	1	232,915
Administrative expenses		(267,152)
Other operating income	2	3,177,430
Other operating charges		(20,431)
Operating profit	3	3,122,762
Interest receivable and similar income		258,783
Interest payable and similar charges		(3,000,801)
Profit on ordinary activities before taxation		380,744
Tax on profit on ordinary activities	4	(43,621)
Profit for the financial period	10	337,123

The notes on pages 7 to 12 form part of these financial statements

Balance Sheet

As at 31 December 2011

	Note	£	2011 £
Fixed assets			
Investments	5		1
Current assets			
Debtors	6	1,316,108	
Investments	7	1	
Cash at bank		2,959,092	
		<u>4,275,201</u>	
Creditors amounts falling due within one year	8	<u>(4,238,078)</u>	
Net current assets			<u>37,123</u>
Total assets less current liabilities			<u>37,124</u>
Capital and reserves			
Called up share capital	9		1
Profit and loss account	10		<u>37,123</u>
Shareholders' funds			<u>37,124</u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 25 September 2012


Paul McGowan
Director

The notes on pages 7 to 12 form part of these financial statements

Notes to the Financial Statements

For the period ended 31 December 2011

1. Accounting Policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The company is the parent undertaking of a small group and as such is not required by the Companies Act 2006 to prepare group accounts. These financial statements therefore present information about the company as an individual undertaking and not about its group.

1.2 Cash flow

The financial statements do not include a Cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008).

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of services supplied during the period, exclusive of Value Added Tax and trade discounts.

1.4 Other operating income

Other operating income is the director's best estimate of the company's entitlement to income earned from completed restructuring operations.

1.5 Interest income and expenses

Interest income and expenses are recognised on an accrual basis.

1.6 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

Investments that are purchased for the sole purpose of a subsequent resale are classified within current asset investments and their results are therefore excluded from the consolidated financial statements in accordance with FRS 2 'Accounting for subsidiary undertakings'.

1.7 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

Notes to the Financial Statements

For the period ended 31 December 2011

2. Other operating income

	Period ended 31 December 2011 £
Other operating income	3,177,430

3. Operating profit

The operating profit is stated after charging

	Period ended 31 December 2011 £
Auditors' remuneration	2,525

During the period, no director received any emoluments

4. Taxation

	Period ended 31 December 2011 £
UK corporation tax charge on profit for the period	43,621

Notes to the Financial Statements

For the period ended 31 December 2011

4. Taxation (continued)

Factors affecting tax charge for the period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK of 26.5%. The differences are explained below

	Period ended 31 December 2011 £
Profit on ordinary activities before tax	380,744
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 26.5%	100,897
Effects of	
Expenses not deductible for tax purposes	61,722
Group relief	(118,998)
Current tax charge for the period (see note above)	43,621

There were no factors that may affect future tax charges

5. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 15 February 2011	-
Additions	1
At 31 December 2011	1
Net book value	
At 31 December 2011	1

Subsidiary undertakings

The following were subsidiary undertakings of the company

Name	Class of shares	Holding
HUK 17 Limited	Ordinary	100%

Notes to the Financial Statements

For the period ended 31 December 2011

6. Debtors

	2011 £
Trade debtors	14,680
Amounts owed by group undertakings	297,060
Other debtors	1,004,368
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	1,316,108
	<hr/>

7. Current asset investments

	2011 £
Held for resale investments	1
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At 31 December 2011, the company held 100% of the share capital of HMY Canada Inc, a company registered in Canada, with a view to resale

8. Creditors: Amounts falling due within one year

	2011 £
Amounts owed to group undertakings	1,217,647
Other creditors	3,020,431
	<hr/>
	4,238,078
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9. Share capital

	2011 £
Allotted, called up and fully paid	
1 Ordinary share of £1	1
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Notes to the Financial Statements

For the period ended 31 December 2011

10. Reserves

	Profit and loss account
	£
Profit for the period	337,123
Dividends paid in the period	(300,000)
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At 31 December 2011	37,123
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11. Dividends

	Period ended 31 December 2011
	£
Dividends paid in the period	300,000
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12. Contingent liabilities

There were no contingent liabilities at 31 December 2011

13. Capital commitments

The company had no capital commitments at 31 December 2011

14. Related party transactions

During the period, the company granted a loan facility to HMV Canada Inc , which is an entity held by the company with a view to resale

Included within other debtors at 31 December 2011 was £297,061 owed to the company by HMV Canada Inc

The company has taken advantage of the exemption under Financial Reporting Standard 8 'Related Party Disclosures' and has not disclosed transactions with other wholly owned members of the group headed by Hilco UK Limited

Notes to the Financial Statements

For the period ended 31 December 2011

15. Ultimate parent undertaking and controlling party

At 31 December 2011, HUK 10 Limited was a wholly owned subsidiary of Hilco UK Limited, a company registered in England and Wales. Hilco UK Limited is 72% owned by Hilco London Limited, a company registered in England and Wales. Hilco London Limited is wholly owned by Hilco Merchant Resources, LLC, a company registered in the United States of America. The directors consider the ultimate parent undertaking and controlling related party of the company to be Hilco Trading, LLC, a company registered in the United States of America, by virtue of its 66.7% shareholding in Hilco Merchant Resources, LLC.

The largest group of undertakings for which group accounts have been drawn up is that headed by Hilco Trading, LLC and the smallest such group of undertakings, including the company, is that headed by Hilco London Limited.