

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2016**

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# **EMI RECORDED MUSIC (CHILE) LIMITED**

## **FINANCIAL STATEMENTS**

**YEAR ENDED 31 DECEMBER 2016**

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# **EMI RECORDED MUSIC (CHILE) LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

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### **THE BOARD OF DIRECTORS**

RM Constant  
BJ Muir  
SL Carmel  
P Jassal

### **COMPANY SECRETARY**

A Abioye

### **REGISTERED OFFICE**

364-366 Kensington High Street  
London  
W14 8NS

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**STRATEGIC REPORT**  
**YEAR ENDED 31 DECEMBER 2016**

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The directors present their strategic report for the company for the year ended 31 December 2016.

**PRINCIPAL ACTIVITIES AND BUSINESS REVIEW**

The principal activity of the company during the year was that of a finance company.

The result and position of the company as at and for the year ended 31 December 2016 are set out in the statement of comprehensive income, statement of financial position and statement of changes in equity on pages 4, 5 and 6 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 £67,388 (2015 - profit £77,349). The retained profit for the year has been transferred to reserves.

The directors do not recommend a dividend for the year ended 31 December 2016 (2015 - £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.

The company is exposed to the following risks:


- interest rate fluctuations
- exchange rate movements

All risks and uncertainties are regularly monitored by the Board of Directors of the company.

**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

  
P. Jussel  
Director

31 MAY 2017

# **EMI RECORDED MUSIC (CHILE) LIMITED**

## **DIRECTORS' REPORT**

**YEAR ENDED 31 DECEMBER 2016**

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The directors present their report, the strategic report and the financial statements of the company for the year ended 31 December 2016.

### **DIRECTORS**

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

A Brown  
RM Constant  
BJ Muir  
SL Carmel  
P Jassal

A Brown resigned as a director on 31 March 2017.

SL Carmel was appointed as a director on 31 March 2017.

P Jassal was appointed as a director on 18 May 2017.

### **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.

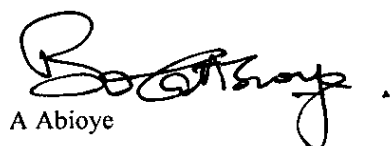
### **POLICY ON THE PAYMENT OF CREDITORS**

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.

By order of the board



A Abioye

Company Secretary

Company Registration Number: 07934340

**31 MAY 2017**

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 31 DECEMBER 2016**

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	<b>Note</b>	<b>Total 2016 £'000</b>	<b>Total 2015 £'000</b>
Interest receivable and similar income	<b>5</b>	<b>84</b>	<b>97</b>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>84</b>	<b>97</b>
Tax on profit on ordinary activities	<b>6</b>	<b>(17)</b>	<b>(20)</b>
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<b>67</b>	<b>77</b>
<i>Other comprehensive income</i>		<b>-</b>	<b>-</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR</b>		<b>67</b>	<b>77</b>

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

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2016**

	Note	2016 £'000	2015 £'000
<b>CURRENT ASSETS</b>			
Debtors: Amounts falling due within one year	7	16,148	16,064
		<u>16,148</u>	<u>16,064</u>
<b>CREDITORS: Amounts falling due within one year</b>	8	(57)	(41)
		<u>16,091</u>	<u>16,023</u>
<b>NET CURRENT ASSETS</b>			
		<u>16,091</u>	<u>16,023</u>
<b>NET ASSETS</b>			
		<u>16,091</u>	<u>16,023</u>
<b>CAPITAL AND RESERVES</b>			
Called-up equity share capital	10	-	-
Share premium account		14,919	14,919
Profit and loss account		1,172	1,104
		<u>16,091</u>	<u>16,023</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>			
		<u>16,091</u>	<u>16,023</u>

For the year ended 31 December 2016 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 year 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 **31 MAY 2017**

Of behalf of the Board of Directors

  
P Jassal

Company Registration Number: 07934340

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**YEAR ENDED 31 DECEMBER 2016**

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	Share capital £'000	Share Premium £'000	Profit & Loss Accountholders' funds £'000	Total share- holders' funds £'000
Balance brought forward at 1 January 2015	-	14,919	1,027	15,946
<b>Total comprehensive income for the period</b>				
Profit for the year	-	-	77	77
Balance brought forward at 1 January 2016	-	14,919	1,104	16,023
<b>Total comprehensive income for the period</b>				
Profit for the year	-	-	67	67
<b>Balance carried forward at 31 December 2016</b>	<b>-</b>	<b>14,919</b>	<b>1,172</b>	<b>16,091</b>



# EMI RECORDED MUSIC (CHILE) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 31 DECEMBER 2016

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#### 1. STATUTORY INFORMATION

EMI Recorded Music (Chile) Limited is a company limited by shares and incorporated and domiciled in the UK. The registered office is 364-366 Kensington High Street, London, W14 8NS.

#### 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 has 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;
- from disclosing key management personnel compensation;
- 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 ultimate parent undertaking, Vivendi SA, copies of which can be obtained from 42 Avenue de Friedland, 75380 Paris, Cedex 08, France.

##### **Going concern**

The Company's business activities, together with the factors likely to affect future developments, its financial exposures and its risk exposures are described in the strategic report.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources available to it to continue in operational existence for the foreseeable future. Accordingly, they continue to adapt the going concern basis in preparing the financial statements.

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2016**

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**3. ACCOUNTING POLICIES (continued)**

**Basic financial instruments**

***Interest-bearing loans borrowings 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.

Finance costs of debt are allocated over the term of the debt at a constant rate on the carrying amount.

**Expenses**

***Interest receivable and Interest payable***

Interest payable and similar charges include interest payable, finance charges, unwinding of the discount on provisions, and net foreign exchange losses that are recognised through profit or loss in the statement of comprehensive income.

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue. Dividend income is recognised in the statement of comprehensive income on the date the company's right to receive payments is established. Foreign currency gains and losses are reported on a net basis.

**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 extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2016**

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**4. PARTICULARS OF EMPLOYEES**

The company had no employees during the year ended 31 December 2016 (2015 - Nil).

The emoluments of the directors of the company were borne by other group companies in both years.

**5. INTEREST RECEIVABLE AND SIMILAR INCOME**

	<b>2016 £'000</b>	2015 £'000
Interest receivable from group undertakings	<u>84</u>	<u>97</u>
	<u><b>84</b></u>	<u><b>97</b></u>

**6. TAX ON PROFIT ON ORDINARY ACTIVITIES**

**(a) Analysis of tax charge in the year**

	<b>2016 £'000</b>	2015 £'000
<b>Current tax:</b>		
<b>UK Taxation</b>		
In respect of the year		
Group relief payable for losses surrendered from other group undertakings	<u>17</u>	<u>20</u>
Tax on profit on ordinary activities	<u><b>17</b></u>	<u><b>20</b></u>

	<b>2016 £'000</b>	<b>2016 £'000</b>	<b>2016 £'000</b>	<b>2015 £'000</b>	<b>2015 £'000</b>	<b>2015 £'000</b>
	<b>Current Tax</b>	<b>Deferred Tax</b>	<b>Total Tax</b>	<b>Current Tax</b>	<b>Deferred Tax</b>	<b>Total Tax</b>
Recognised in Profit and loss	<u>17</u>	<u>-</u>	<u><b>17</b></u>	<u>20</u>	<u>-</u>	<u><b>20</b></u>
<b>Total Tax</b>	<u><b>17</b></u>	<u><b>-</b></u>	<u><b>17</b></u>	<u><b>20</b></u>	<u><b>-</b></u>	<u><b>20</b></u>

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2016**

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**6. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)**

**(b) Factors affecting current tax charge**

The tax assessed on the profit on ordinary activities for the year is the same as the standard rate of corporation tax in the UK of 20% (2015 - 20.25%).

Under the Finance (No. 2) Act 2015, the main rate of corporation tax will be reduced from 20% to 19% effective from 1 April 2017. A further reduction to 17% from 1 April 2020 will apply by virtue of the Finance Act 2016 s46 which was enacted on 15 September 2016. Deferred tax assets and liabilities are measured at the rate expected to apply to the accounting period when the asset is realised or the liability is settled, based on the above rates.

	2016 £'000	2015 £'000
Profit on ordinary activities before taxation	84	97
Profit on ordinary activities at the standard rate of UK Corporation tax of 20% (2015: 20.25%)	17	20
Current tax charge for the financial year	17	20

**7. DEBTORS: Amounts due within one year**

	2016 £'000	2015 £'000
Amounts owed by group undertakings	16,148	16,064
	16,148	16,064

All amounts owed from fellow group undertakings 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.

**8. CREDITORS: Amounts falling due within one year**

	2016 £'000	2015 £'000
Amounts owed to group undertakings	57	41
	57	41

All amounts owed to fellow group undertakings 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.

**EMI RECORDED MUSIC (CHILE) LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2016**

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**9. POST BALANCE SHEET EVENT**

No post balance sheet events have been identified by management.

**10. SHARE CAPITAL**

**Authorised:**

	2016		2015	
	No	£'000	No	£'000
Ordinary shares of £1 each	101	-	101	-
	<u>101</u>	<u>-</u>	<u>101</u>	<u>-</u>
	<u>101</u>	<u>-</u>	<u>101</u>	<u>-</u>

**Allotted, called up and fully paid:**

	2016		2015	
	No	£'000	No	£'000
Ordinary shares of £1 each	101	-	101	-
	<u>101</u>	<u>-</u>	<u>101</u>	<u>-</u>
	<u>101</u>	<u>-</u>	<u>101</u>	<u>-</u>

**11. ULTIMATE PARENT COMPANY**

The immediate parent undertaking is EMI Odeon Grabaciones Musicales Chile Limitada, a company incorporated and operating in Chile. The ultimate parent undertaking and controlling party as at 31 December 2016 was Vivendi SA, a company incorporated in France. The smallest and largest group in which the results of the company are consolidated is that headed by Vivendi SA. Copies of its annual report in English may be obtained from:

Vivendi SA  
42 Avenue de Friedland  
75380 Paris  
Cedex 08  
France

On 25 April 2017 Bolloré Group became the ultimate parent undertaking and controlling party.