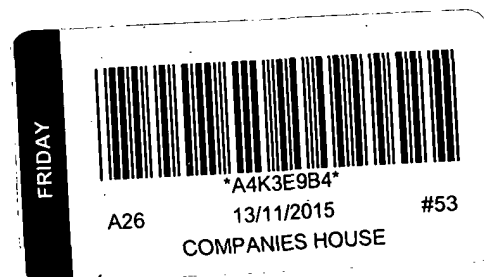


Registered number: 08375559

CTM 3 PRODUCTIONS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2015



CTM 3 PRODUCTIONS LIMITED

COMPANY INFORMATION

Directors	Dame P J O Harris M Swerling N J D Brown R J J Brown (appointed 1 September 2015) V J Turton (appointed 1 September 2015)
Company secretary	R Brown
Registered number	08375559
Registered office	Berkshire House 168-173 High Holborn London WC1V 7AA
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants & Statutory Auditors 1 Embankment Place London WC2N 6RH
Accountants	Nyman Libson Paul Chartered Accountants 124 Finchley Road London NW3 5JS

CTM 3 PRODUCTIONS LIMITED

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CTM 3 PRODUCTIONS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2015

The directors present their report and the financial statements for the year ended 31 March 2015.

Directors

The directors who served during the year and up until the date of signing the financial statements were as follows:

Dame P J O Harris
M Swerling
N J D Brown
R J J Brown (appointed 1 September 2015)
V J Turton (appointed 1 September 2015)

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 prepared the audited 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 audited 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 accounting 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;
- 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.

Principal activity and review of the business

The principal activity of the company is television programme production. The directors do not anticipate any changes in those activities over the coming year.

The profit for the year ended 31 March 2015 amounted to £17,454 (period to 31 March 2014: £256,555 (loss)). As at 31 March 2015, shareholders' funds total £68,815 (2014: £51,361). The results were driven by increased television programme production activity in the year.

CTM 3 PRODUCTIONS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2015

Principal risks and uncertainties

Operating risk

The key business risks and uncertainties affecting the company relate to the general economic environment, competition from other distributors of television programmes and the success of the company's programming available for worldwide distribution.

Financial risk

Through its trading activities the company is exposed to certain levels of credit, interest rate and liquidity risk. Main credit risk arises from customers not meeting payment terms however this is monitored closely by management. Interest risk arises on cash balances subject to interest based on floating rates. The company funds its operations from trading activities.

Future developments

The commercial environment in which the company operates remains competitive, but the directors believe that the company's position as one of the leading producers of television programmes will enable it to maintain its current position in the future.

Disclosure of information to auditors

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 auditors are 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 relevant audit information and to establish that the company's auditors are aware of that information.

Independent Auditors

During the year, Nyman Libson Paul resigned as the auditors to the company and its subsidiary companies and PricewaterhouseCoopers LLP were appointed in their place.

The company has taken advantage of the exemption under section 414B(b) of the Companies Act 2006 from the requirement to prepare a strategic report as a small company, but for being part of an ineligible group.

This report was approved by the board on 15 October 2015 and signed on its behalf.



N J D Brown
Director

Independent auditors' report to the members of CTM 3 Productions Limited

Report on the financial statements

Our opinion

In our opinion, CTM 3 Productions Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 March 2015 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.
-

What we have audited

The financial statements, included within the Directors' report and financial statements (the "Annual Report"), comprise:

- the balance sheet as at 31 March 2015;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter 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.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or

- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

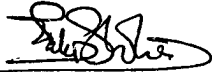
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Philip Stokes (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
15 October 2015

CTM 3 PRODUCTIONS LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2015**

		31 March 2015 £	As restated 14 month period ended 31 March 2014 £
	Note		
TURNOVER	1,2	-	3,707,333
Cost of sales		(7,739)	(3,901,888)
		<hr/>	<hr/>
GROSS LOSS		(7,739)	(194,555)
Administrative expenses		(4,000)	(12,000)
		<hr/>	<hr/>
OPERATING LOSS	3	(11,739)	(206,555)
Interest payable and similar charges	6	-	(50,000)
		<hr/>	<hr/>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(11,739)	(256,555)
Tax on loss on ordinary activities	7	29,193	-
		<hr/>	<hr/>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	12	17,454	(256,555)
		<hr/> <hr/>	<hr/> <hr/>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 other than those included in the profit and loss account.

There are no material differences between the loss on ordinary activities before taxation and the retained profit/(loss) for the financial year stated above and their historical cost equivalents.

The notes on pages 8 to 12 form part of these financial statements.

CTM 3 PRODUCTIONS LIMITED
REGISTERED NUMBER: 08375559

BALANCE SHEET
AS AT 31 MARCH 2015

	Note	£	2015 £	£	2014 £
CURRENT ASSETS					
Debtors	8	186,694		1,685,602	
Cash at bank and in hand		-		159,976	
		<u>186,694</u>		<u>1,845,578</u>	
CREDITORS: amounts falling due within one year	9	<u>(117,879)</u>		<u>(1,794,217)</u>	
NET CURRENT ASSETS			68,815		51,361
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>68,815</u>		<u>51,361</u>
CAPITAL AND RESERVES					
Called up share capital	11		1		1
Profit and loss account	12		<u>68,814</u>		<u>51,360</u>
SHAREHOLDERS' FUNDS	13		<u>68,815</u>		<u>51,361</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 15 October 2015.



N J D Brown
Director

The notes on pages 8 to 12 form part of these financial statements.

CTM 3 PRODUCTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the period are set out below.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 Turnover

Turnover and attributable profits are recognised in accordance with the company's right to receive revenue based on the contracted position. Turnover and attributable profit are recognised in proportion to the stage of completion of the production at the relevant date unless the contractual position with the broadcaster does not entitle the company to recognise revenue until the final product is available for delivery.

1.4 Taxation

Corporation tax is payable on taxable profits at amounts expected to be paid, or recovered, under the tax rates and laws that have been enacted or substantially enacted at the balance sheet date.

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, with the following exception:

- deferred tax assets are recognised only to the extent that the directors consider that it is probable 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.

1.5 Comparatives

The allocation of film tax credits received on production costs has changed in order to show the credits within cost of sales rather than tax on profit/(loss) on ordinary activities. In the opinion of the directors this presentation more correctly reflects the nature of the business. The comparative figures have been restated on a comparable basis, reducing cost of sales by £958,041.

CTM 3 PRODUCTIONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015**

2. TURNOVER

The whole of the turnover is attributable to television production.

All turnover arose within the United Kingdom.

3. OPERATING LOSS

The operating loss is stated after charging:

	31 March 2015 £	14 month period ended 31 March 2014 £
Auditors' remuneration	4,000	5,000

During the year, no director received any emoluments (2014 - £NIL).

4. STAFF COSTS

Staff costs were as follows:

	31 March 2015 £	14 month period ended 31 March 2014 £
Social security costs	-	129,392
Wages and salaries	-	937,318
	-	1,066,710

The average monthly number of employees during the year was as follows:

	31 March 2015 No.	14 month period ended 31 March 2014 No.
Production	-	25

5. DIRECTORS' REMUNERATION

The directors did not receive any remuneration in respect of their services to the company (2014 - £NIL). The directors are remunerated by Neal Street Productions Limited and details of their emoluments and pension payments are available in the financial statements of that company.

CTM 3 PRODUCTIONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015**

6. INTEREST PAYABLE

	31 March 2015 £	14 month period ended 31 March 2014 £
Loan interest	-	50,000

7. TAXATION

	31 March 2015 £	14 month period ended 31 March 2014 £
Analysis of tax charge in the year/period		
Deferred tax (see note 10)		
Current year	(29,193)	-
Tax on loss on ordinary activities	(29,193)	-

Factors affecting tax charge for the year/period

The tax assessed for the year/period is different to (2014 - different to) the standard rate of corporation tax in the UK of 21% (2014 - 20%). The differences are explained below:

	31 March 2015 £	14 month period ended 31 March 2014 £
Loss on ordinary activities before tax	(11,739)	(256,555)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 21% (2014 - 20%)	(2,465)	(51,311)
Effects of:		
Unrelieved tax losses carried forward	2,465	51,311
Current tax charge for the year/period (see note above)	-	-

Reductions to the main rate of corporation tax were included in the Finance Act 2013, which was enacted in July 2013. The rate has reduced from 21% to 20% effective from 1 April 2015. The changes to the main rate of corporation tax disclosed above had been substantively enacted at the balance sheet date, and deferred taxes have been measured using the enacted rates within these financial statements.

CTM 3 PRODUCTIONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015**

8. DEBTORS

	2015 £	2014 £
Trade debtors	-	197,013
Amounts owed by group undertakings	153,716	37,500
Other debtors	3,345	323,016
Prepayments and accrued income	-	170,032
Tax recoverable	440	958,041
Deferred tax asset (see note 10)	29,193	-
	<u>186,694</u>	<u>1,685,602</u>

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

	2015 £	2014 £
Trade creditors	-	204,590
Amounts owed to group undertakings	111,679	675,041
Taxation and social security	-	10,729
Other creditors	-	55,990
Accruals and deferred income	6,200	847,867
	<u>117,879</u>	<u>1,794,217</u>

Amounts due to group undertakings are interest-free, unsecured and repayable on demand.

10. DEFERRED TAXATION

	2015 £	2014 £
At beginning of year/period	-	-
Created in the year	29,193	-
	<u>29,193</u>	<u>-</u>
At end of year/period	<u>29,193</u>	<u>-</u>

The deferred taxation balance is made up as follows:

	2015 £	2014 £
Tax losses carried forward	<u>29,193</u>	<u>-</u>

CTM 3 PRODUCTIONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015**

11. SHARE CAPITAL

	2015 £	2014 £
Allotted, called up and fully paid		
1 Ordinary share of £1	<u>1</u>	<u>1</u>

12. RESERVES

	Profit and loss account £
At 1 April 2014	51,360
Profit for the financial year	17,454
	<u>68,814</u>
At 31 March 2015	

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2015 £	2014 £
Opening shareholders' funds	51,361	307,916
Profit/(loss) for the financial year/period	17,454	(256,555)
	<u>68,815</u>	<u>51,361</u>
Closing shareholders' funds		

14. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent company.

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Neal Street Productions Limited. The company's ultimate parent undertaking was Neal Street Productions Limited until 31 March 2015 when 54% of the issued share capital of the parent company was purchased by All3Media Finance Limited.

Neal Street Productions Limited is the parent undertaking of the largest and smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Neal Street Productions Limited are available from Berkshire House, 168-173 High Holborn, London, WC1V 7AA.