

LLP REGISTRATION NUMBER OC306643

HARWOOD FILM PARTNERSHIP LLP
FINANCIAL STATEMENTS
5 APRIL 2011

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HARWOOD FILM PARTNERSHIP LLP
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2011

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HARWOOD FILM PARTNERSHIP LLP
DESIGNATED MEMBERS AND ADVISORS

Designated members	Scotts Secretarial Services Limited Scotts Nominees Limited
Registered office	c/o Turcan Connell 12 Stanhope Gate London W1K 1AW
Auditor	FourM Chartered Accountants & Registered Auditors Stannergate House 41 Dundee Road West Broughty Ferry Dundee DD5 1NB
Bankers	Bank of Ireland 20 Berkeley Square London W1J 6LL

HARWOOD FILM PARTNERSHIP LLP

THE REPORT OF THE MEMBERS

YEAR ENDED 5 APRIL 2011

The members present their report and the financial statements of the LLP for the year ended 5 April 2011

PRINCIPAL ACTIVITIES

The principal activity of the LLP is to acquire and exploit a portfolio of qualifying British Films (as defined in the Films Act 1985)

In the opinion of the members, the state of the LLP's affairs at 5 April 2011 is satisfactory

DESIGNATED MEMBERS

The following were Designated Members during the year

Scotts Secretarial Services Limited

Scotts Nominees Limited

MEMBERS' INTERESTS

Allocation to Members

Net income of the LLP shall be distributed to all members pro rata and pari passu to their respective capital contributions

Subscription of Capital

Each member has contributed to the capital of the LLP. Members may increase the amount of capital contribution if members so agree by members' consent. On retirement, the balance on a member's capital account is repaid.

The Designated Members have not contributed, and shall not be required to contribute to the capital of the LLP.

STATEMENT OF MEMBERS RESPONSIBILITIES

The members are responsible for preparing the Report of the Members and the financial statements in accordance with applicable law and regulations.

Legislation applicable to limited liability partnerships requires the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the LLP and of the profit or loss of the LLP for that period. In preparing those financial statements, the members are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business.

HARWOOD FILM PARTNERSHIP LLP

THE REPORT OF THE MEMBERS *(continued)*

YEAR ENDED 5 APRIL 2011

The members are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008. The members are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the members are aware:

- there is no relevant audit information of which the LLP's auditor is unaware, and
- the members have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

AUDITOR

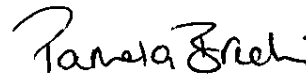
FourM is deemed to be re-appointed under section 487(2) of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008

SMALL LLP PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006 (as applied to limited liability partnerships by regulation 3 of the Limited Liability Partnerships Regulations 2008).

Registered office
c/o Turcan Connell
12 Stanhope Gate
London
W1K 1AW

Signed on behalf of the members



Scotts Secretarial Services Limited

Designated Member

Approved by the members on 19 December 2011

HARWOOD FILM PARTNERSHIP LLP
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
HARWOOD FILM PARTNERSHIP LLP
YEAR ENDED 5 APRIL 2011

We have audited the financial statements of Harwood Film Partnership LLP for the year ended 5 April 2011, set out on pages 6 to 10, which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008) and on the basis of the accounting policies set out on page 8

This report is made solely to the LLP's members, as a body, in accordance with Section 495 of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 LLP and the LLP's members as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF MEMBERS AND AUDITOR

The members' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Members' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008. We also report to you whether in our opinion the information given in the Report of the Members is consistent with the financial statements

In addition we report to you if, in our opinion, the LLP has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding members' remuneration and other transactions is not disclosed.

We read the Report of the Members and consider the implications for our report if we become aware of any apparent misstatements within it

BASIS OF AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the members in the preparation of the financial statements, and of whether the accounting policies are appropriate to the LLP's circumstances, consistently applied and adequately disclosed

HARWOOD FILM PARTNERSHIP LLP
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
HARWOOD FILM PARTNERSHIP LLP *(continued)*

YEAR ENDED 5 APRIL 2011

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements

OPINION

In our opinion,

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the LLP's affairs as at 5 April 2011 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008, and
- the information given in the Report of the Members is consistent with the financial statements



IAIN McBRIDE (Senior Statutory
Auditor)
For and on behalf of
FOURM
Chartered Accountants
& Registered Auditors

Stannergate House
41 Dundee Road West
Broughty Ferry
Dundee DD5 1NB

19 December 2011

HARWOOD FILM PARTNERSHIP LLP

PROFIT AND LOSS ACCOUNT

YEAR ENDED 5 APRIL 2011

		2011	2010
	Note	£	£
TURNOVER	2	437,436	448,411
OPERATING PROFIT	4	437,436	448,411
PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION AND PROFIT SHARES		437,436	448,411
MEMBERS' REMUNERATION CHARGED AS AN EXPENSE		(437,436)	(448,411)
RETAINED PROFIT FOR THE FINANCIAL YEAR AVAILABLE FOR DISCRETIONARY DIVISION AMONG MEMBERS		-	-

The notes on pages 8 to 10 form part of the financial statements

HARWOOD FILM PARTNERSHIP LLP

BALANCE SHEET

5 APRIL 2011

	Note	2011 £	2010 £
CURRENT ASSETS			
Investments in finance leases			
Maturing within one year	5	521,847	453,092
Maturing after one year	5	<u>8,534,821</u>	<u>9,056,668</u>
		9,056,668	9,509,760
Debtors	6	<u>4,072,793</u>	<u>3,619,701</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>13,129,461</u>	<u>13,129,461</u>
NET ASSETS ATTRIBUTABLE TO MEMBERS		<u>13,129,461</u>	<u>13,129,461</u>
Represented by:			
LOANS AND OTHER DEBTS			
DUE TO MEMBERS		<u>13,129,461</u>	<u>13,129,461</u>
TOTAL MEMBERS' INTERESTS			
Loan and other debts due to members	10	13,129,461	13,129,461
Amounts due from members	10	<u>(4,072,793)</u>	<u>(3,619,701)</u>
		<u>9,056,668</u>	<u>9,509,760</u>

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008 relating to small LLPs and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

These financial statements were approved by the members and authorised for issue on 19 December 2011, and are signed on their behalf by



For and on behalf of
Scotts Secretarial Services Limited
Designated Member



For and on behalf of
Scotts Nominees Limited
Designated Member

The notes on pages 8 to 10 form part of the financial statements

HARWOOD FILM PARTNERSHIP LLP

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2011

1. ACCOUNTING POLICIES

Basis of accounting

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) and the requirements of the Statement of Recommended Practice "Accounting for Limited Liability Partnerships" issued March 2006 (SORP 2006)

Finance Leases

The LLP acts as a lessor. Under these leases, the LLP retains legal title to the assets but passes substantially all of the risks and rewards of ownership to the lessee, in return for a rental stream.

The capital element of all future rental payments is recorded in the balance sheet as a debtor at the amount of net investment in the lease less provision for any items such as bad and doubtful rentals receivable.

Rentals received are apportioned between finance income, which is credited to the profit and loss account, and the capital element, which reduces the debtor.

Taxation

Taxation on all partnership profits is solely the personal liability of the individual members. Consequently neither taxation nor related deferred taxation arising in the partnership has been accounted for in these financial statements.

2. TURNOVER

Turnover represents finance income element of the rental stream allocated annually to give a constant periodic rate of return on the LLP's net cash investment in the lease in each financial year.

3. PARTICULARS OF MEMBERS

The average number of members during the period was 30, plus 2 designated members. The largest profit share attributable to a member for the period was £87,107.

4. OPERATING PROFIT

Operating profit is stated after charging:

	2011 £	2010 £
Auditor's fees	-	-
Costs relating to the audit of the financial statements are borne by Scotts Film Management Limited as per the film management services agreement		

HARWOOD FILM PARTNERSHIP LLP

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2011

5. INVESTMENTS IN FINANCE LEASES

Minimum lease receivables due in year ending 5

April	2011 £	2010 £
Within one year	935,054	890,528
In two to five years	4,231,709	4,030,199
In more than five years	<u>6,494,890</u>	<u>7,631,455</u>
Total minimum future rentals	11,661,653	12,552,182
Finance charges allocated to future periods	<u>(2,604,985)</u>	<u>(3,042,422)</u>
	<u>9,056,668</u>	<u>9,509,760</u>

The minimum lease receivables maturing within one year are as follows

	2011 £	2010 £
Gross receivables	935,054	890,528
Finance charges	<u>(413,207)</u>	<u>(437,436)</u>
	<u>521,847</u>	<u>453,092</u>

The original cost of assets leased out by the LLP amounted to £10,798,332

6. DEBTORS

	2011 £	2010 £
Amounts due from members	<u>4,072,793</u>	<u>3,619,701</u>

7. RELATED PARTY TRANSACTIONS

There were no transactions with related parties other than the members. Movement on their capital and other reserves are set out in the reconciliation of members' interests.

8. CONTINGENT LIABILITIES

The performance, observance and discharge by the LLP of each of its obligations, under distribution agreements is secured via a charge over the Distribution Rights in the productions acquired and exploited by the LLP.

The LLP has entered into deeds of assignment and charges over assets with the Bank of Ireland. The deeds relate to security for loans obtained by individual members to fund their capital subscription to the LLP. These loans plus interest are being repaid from the members' drawings from the LLP. The value of these loans is equal to the total of members' interests at note 10.

The designated members consider it unlikely that the LLP's charges over the distribution rights would ever require to be assigned to the Bank of Ireland.

HARWOOD FILM PARTNERSHIP LLP
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2011

9. ULTIMATE CONTROLLING PARTY

In the opinion of the Designated Members, there is no ultimate controlling party

10. RECONCILIATION OF MEMBERS' INTERESTS

	Members' other interests			Loans and other debts due to members less any amounts due from members in debtors	Total Members' Interests
	Members' Capital	Other Reserves	Total		
	£	£	£	£	£
Amounts due to members				13,129,461	
Amounts due from members				<u>(3,619,701)</u>	
Balance at 6 April 2010	-	-	-	9,509,760	9,509,760
Members' remuneration charged as an expense	-	-	-	437,436	437,436
Profit/(loss) for the financial year available for discretionary division among members	-	-	-	-	-
Members' interests after profit/(loss) for the period	-	-	-	9,947,196	9,947,196
Other divisions of profit/losses	-	-	-	-	-
Introduced by members	-	-	-	-	-
Repayment of capital	-	-	-	-	-
Repayment of debt (including members' capital classified as a liability)	-	-	-	-	-
Drawings	-	-	-	(890,528)	(890,528)
Other movements	-	-	-	-	-
Amounts due to members				13,129,461	
Amounts due from members				<u>(4,072,793)</u>	
Balance at 5 April 2011	-	-	-	9,056,668	9,056,668