OVP (VENTURES) LIMITED

STRATEGIC REPORT, REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

DTE Business Advisory Services Limited Chartered Accountants and Registered Auditors Park House 26 North End Road

London NW11 7PT

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OVP (VENTURES) LIMITED

COMPANY INFORMATION FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

DIRECTORS:

S A Greene

C Marren

REGISTERED OFFICE:

The Old Vic The Cut London SE1 8NB

REGISTERED NUMBER:

08365071 (England and Wales)

AUDITORS:

DTE Business Advisory Services Limited

Chartered Accountants and Registered Auditors

Park House

26 North End Road

London NW11 7PT

SOLICITORS:

HowardKennedyFsi LLP

179 - 185 Great Portland Street

London W1W 5LS

STRATEGIC REPORT FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

The directors present their strategic report for the period 17 January 2013 to 31 December 2013.

REVIEW OF BUSINESS

The profit and loss account for the year is set out on page 7.

A review of the group's operations is contained in the chairman's statement on page 2 of the Old Vic Productions plc group accounts.

PRINCIPAL RISKS AND UNCERTAINTIES

The key risk to the company is any future productions not being profitable.

FINANCIAL INSTRUMENTS

A review of the group's financial instruments is contained in the group strategic report on page 4 of the Old Vic Productions plc group accounts.

FUTURE DEVELOPMENTS

A review of the group's future developments is contained in the chairman's statement on page 2 of the Old Vic Productions plc group accounts.

KEY PERFORMANCE INDICATORS

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using Key Performance Indicators is not necessary for an understanding of the development, performance or position of the business.

THE POSITION OF THE COMPANY AT THE YEAR END

As shown in the profit and loss account on page 7, the reported neither profit or loss represents the company's results of the year's activities. The balance sheet on page 8 of the financial statements shows the company's financial position.

ON BEHALF OF THE BOARD:

S A Greene - Director

21/16.09.14

REPORT OF THE DIRECTORS FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

The directors present their report with the financial statements of the company for the period 17 January 2013 to 31 December 2013.

COMMENCEMENT OF TRADING

The company was incorporated on 17 January 2013 and commenced trading on the same date.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of staging and managing theatrical productions.

DIVIDENDS

No dividends will be distributed for the period ended 31 December 2013.

DIRECTORS

The directors who have held office during the period from 17 January 2013 to the date of this report are as follows:

S A Greene - appointed 17 January 2013 C Marren - appointed 17 January 2013

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

REPORT OF THE DIRECTORS FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

AUDITORS

DTE Business Advisory Services Limited were appointed as auditors of the company. The auditors, DTE Business Advisory Services Limited, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

S A Greene-Director

Date: ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF OVP (VENTURES) LIMITED

We have audited the financial statements of OVP (Ventures) Limited for the period ended 31 December 2013 on pages seven to eleven. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally 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 a Report of the Auditors 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 auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 Strategic Report and the Report of the Directors 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.

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 2013 and of its profit for the period 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 matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF **OVP (VENTURES) LIMITED**

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.

DTEBUCINECS Advisory Services Limited
Pankaj Patel (Senior Statutory Auditor)

for and on behalf of DTE Business Advisory Services Limited

Chartered Accountants and Registered Auditors

Park House

26 North End Road

London

NW11 7PT

Date: 22/9/2014.

PROFIT AND LOSS ACCOUNT FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

•	Notes	£
TURNOVER		2,246,226
Cost of sales		(1,905,700)
GROSS PROFIT		340,526
Administrative expenses		(340,526)
OPERATING PROFIT and PROFIT ON ORDINARY ACTIVITIES	6	
BEFORE TAXATION	3	· -
Tax on profit on ordinary activities	4	-
PROFIT FOR THE FINANCIAL PERI	OD	

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current period.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses for the period.

The notes form part of these financial statements

BALANCE SHEET 31 DECEMBER 2013

	•	
	Notes	£
CURRENT ASSETS		
Debtors	5	6,011
Cash at bank and in hand		184,943
CDEDITORS	٠.	190,954
CREDITORS	_	
Amounts falling due within one year	6	. (190,953)
NET CURRENT ASSETS		1
TOTAL ASSETS LESS CURRENT LIABILITIES		1 .
CAPITAL AND RESERVES		
Called up share capital	7	· 1
SHAREHOLDERS' FUNDS	11	1
		•

The financial statements were approved by the Board of Directors on 16 109 2014 and were signed on its behalf by:

S A Greene-Director

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

1. ACCOUNTING POLICIES

Accounting convention

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

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking where the voting rights are controlled within the group.

Going concern

At 31 December 2013 the company had net assets of £1 and showed neither a profit or loss. The company has no bank borrowings at the balance sheet date. Included within current liabilities is a balance due to Old Vic Productions plc, the parent company, of £138,697. Assurances have been received from the parent company that they will only call on this debt when this company is in a position to repay it.

The directors therefore consider that it is appropriate to prepare the accounts on a going concern basis. The validity of this assumption is dependent upon the continued support of the company's creditors. If the company was unable to trade, adjustments would have to be made to reduce the value of the assets to their recoverable amounts and to provide for further liabilities that might arise.

Turnover

Turnover represents income from the company's principal activities, net of VAT. Income from productions is recognised on a receivable basis.

Deferred tax

Deferred tax is recognised in respect of all material timing differences that have originated but not reversed at the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

2. STAFF COSTS

Wages and salaries	£ 349,345
Social security costs	42,960
	392,305
The average monthly number of employees during the period was as follows:	
Management	3
Administration	4
Production	13
•	20
	20

9

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013

3.	OPERATING PROFIT	
	The operating profit is stated after charging/(crediting):	
	Auditors' remuneration Profit on foreign exchange transactions	£ 3,000 (2)
	Directors' remuneration	· ===
4.	TAXATION	
	Analysis of the tax charge No liability to UK corporation tax arose on ordinary activities for the period.	
	Factors affecting the tax charge The tax assessed for the period is the same as the standard rate of corporation tax in the UK.	
	Profit on ordinary activities before tax	£
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23%	-
-	Effects of: Expenses not deductible for tax purposes Group relief	1,105 (1,105)
	Current tax charge	<u>-</u>
5.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	£
	Other debtors	6,011
6.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	£
	Trade creditors Amounts owed to group undertakings VAT Accrued expenses	601 138,697 45,655 6,000 190,953
7	CALLED VID SHADE CADITAL	

7. CALLED UP SHARE CAPITAL

1 Ordinary share of £1 was allotted and fully paid for at par during the period.

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 17 JANUARY 2013 TO 31 DECEMBER 2013 .

8.	RESERVES	
		Profit
		and loss
		account £
		T.
	Profit for the period	
	At 31 December 2013	-
		=
9.	ULTIMATE PARENT COMPANY	
	The ultimate parent undertaking is Old Vic Productions plc, a company registered and operating in I Wales. The consolidated accounts of Old Vic Productions plc can be obtained from Companies House.	England and
10.	RELATED PARTY DISCLOSURES	
	The company has taken advantage of the exemption in Financial Reporting Standard Number requirement to disclose related party transactions with other group companies on the grounds that it owned subsidiary of Old Vic Productions plc and that company's accounts are publicly available as renote 9.	is a wholly
	At 31 December 2013, an amount of £138,697 was due to Old Vic Productions plc, the parent company	•
11.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	
		£
	Profit for the financial period	-
•	New share capital subscribed	1
	Nist addition to the mile dament founds	
	Net addition to shareholders' funds Opening shareholders' funds	1
	opening shareholders funds	
	Closing shareholders' funds	1
		===
		_
	Equity interests	1
	·	