

COMPANY REGISTRATION NUMBER 06956348

FUTURE RECORDS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018



FUTURE RECORDS LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018

CONTENTS	PAGES
Officers and professional advisers	1
Strategic report	2 to 3
Directors' report	4 to 5
Statement of comprehensive income	6
Statement of financial position	7
Statement of changes in equity	8
Notes to the financial statements	9 to 14

FUTURE RECORDS LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

THE BOARD OF DIRECTORS

DS Joseph
G Barlow

COMPANY SECRETARY

A Abioye

REGISTERED OFFICE

4 Pancras Square
London
N1C 4AG

FUTURE RECORDS LIMITED

STRATEGIC REPORT

YEAR ENDED 31 DECEMBER 2018

The directors present their strategic report for the company for the year ended 31 December 2018.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was to market and distribute recorded music and videos.

The result of the company for the year ended 31 December 2018 and its position as at that date are set out in the statement of comprehensive income, statement of financial position and statement of changes in equity on pages 6, 7 and 8 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 £29,000 (2017 - profit £23,000). The retained profit for the year has been transferred to reserves. The directors do not recommend a dividend payment for the year ended 31 December 2018 (2017 - £Nil).

KEY PERFORMANCE INDICATORS

The company uses a variety of performance indicators to review historical performance and plan for the future. The key indicators are turnover and gross profit, as described below.

Turnover

Turnover decreased to £21,000 in 2018 from £48,000 in 2017. The outlook for future years appears positive based on increasing demand for streaming services.

Gross profit

Gross profit has increased to £29,000, compared to £23,000 in the prior year. The increase was driven by recoupment against artist advances.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company uses a variety of financial instruments including equity and trade payables that arise directly from its operations.

The directors are of the view that the main risk arising from the company's financial instruments is liquidity risk, as summarised below:

Liquidity risk

The company manages its financial risk by ensuring liquidity is sufficient to meet future needs, and that sufficient funding is in place before any new commitments are entered into. The cash position and cash flow forecasts are monitored by management on a regular basis.

FUTURE RECORDS LIMITED
STRATEGIC REPORT (continued)
YEAR ENDED 31 DECEMBER 2018

PRINCIPAL RISKS AND UNCERTAINTIES

The company is faced with similar risks and uncertainties as other companies operating in the recorded music business, broadly:

- competition from other major and independent record companies that market and distribute recorded music and video;
- competition from alternative entertainment products;
- price pressure from the increased presence of supermarkets in the music market and their threat to the survival of independent music retailers;
- the threat of a devalued product due to piracy and the illegal use of music; and
- uncertainty as to whether the growth in the subscription services market will continue in the longer term.

All risks and uncertainties are regularly monitored by the directors, including the following:

Brexit

Following the referendum held on 23rd June 2016 the United Kingdom is expected to leave the European Union ("Brexit"). At this stage the directors do not consider that the effects of Brexit pose a significant risk to the company's operations.

Climate change

At this stage the directors do not consider that the effects of climate change pose a significant risk to the company's operations.

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

DS Joseph
Director

Date: - 9 SEP 2019

FUTURE RECORDS LIMITED
DIRECTORS' REPORT
YEAR ENDED 31 DECEMBER 2018

The directors present their report, together with the financial statements of the company, for the year ended 31 December 2018.

They have included the following matters within the strategic report, otherwise required to be disclosed in the directors' report, as they are considered to be of strategic importance to the company.

- Financial risk management objectives and policies; and
- Future developments.

DIRECTORS

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

DS Joseph
G Barlow

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.

FUTURE RECORDS LIMITED

DIRECTORS' REPORT (continued)

YEAR ENDED 31 DECEMBER 2018

DIRECTORS' RESPONSIBILITIES

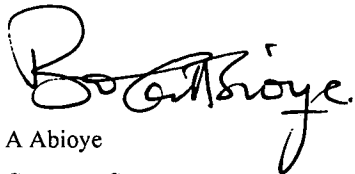
The directors are responsible for preparing the annual report and financial statements in accordance with applicable law and regulations.

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, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (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 year. 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

By order of the board



A Abioye

Company Secretary

Date: **- 9 SEP 2019**

Company Registration Number: 06956348

FUTURE RECORDS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
YEAR ENDED 31 DECEMBER 2018

	Note	2018 £'000	2017 £'000
TURNOVER	4	21	48
Cost of sales		8	(25)
		<hr/>	<hr/>
PROFIT BEFORE TAXATION		29	23
Tax on profit	6	-	-
		<hr/>	<hr/>
PROFIT FOR THE FINANCIAL YEAR		29	23
		<hr/>	<hr/>

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

The notes on pages 9 to 14 form part of these financial statements

FUTURE RECORDS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2018

	Note	2018 £'000	2017 £'000
CURRENT ASSETS			
Debtors: Amounts falling due within one year	7	2	41
		<u>2</u>	<u>41</u>
CREDITORS: Amounts falling due within one year	8	(5,231)	(5,299)
NET LIABILITIES		<u>(5,229)</u>	<u>(5,258)</u>
CAPITAL AND RESERVES			
Called-up equity share capital	10	-	-
Profit and loss account		(5,229)	(5,258)
EQUITY SHAREHOLDERS' DEFICIT		<u>(5,229)</u>	<u>(5,258)</u>

For the year ended 31 December 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

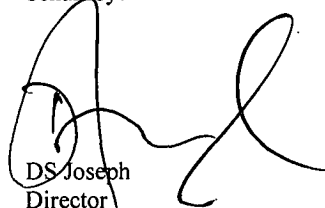
- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

These accounts were approved by the board of directors and authorised for issue on behalf by:

- 9 SEP 2019

and are signed on their



DS Joseph
Director

Company Registration Number: 06956348

The notes on pages 9 to 14 form part of these financial statements

FUTURE RECORDS LIMITED
STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 31 DECEMBER 2018

	Share capital £'000	Profit & loss account £'000	Total shareholders' funds £'000
Balance brought forward at 1 January 2017	-	(5,281)	(5,281)
Total comprehensive income			
Profit for the financial year	-	23	23
	<hr/>	<hr/>	<hr/>
Balance brought forward at 1 January 2018	-	(5,258)	(5,258)
Total comprehensive income			
Profit for the financial year	-	29	29
	<hr/>	<hr/>	<hr/>
Balance carried forward at 31 December 2018	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

The notes on pages 9 to 14 form part of these financial statements

FUTURE RECORDS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

1. GENERAL INFORMATION

Future Records Limited is a private company limited by shares and incorporated in the UK under the Companies Act 2006 and registered in England and Wales. The registered office is 4 Pancras Square, London, N1C 4AG.

The principal activities of the company and the nature of its operations are set out in the strategic report on pages 2 to 3.

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. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Small company exemptions

The company has taken advantage of the exemption in FRS 102 from preparing a cash flow statement and related party disclosures, as it qualifies as a small company throughout the year under the meaning of Section 382 of the Companies Act 2006.

Turnover

Turnover comprises the value of sales of physical goods, digital products, royalty income and services rendered during the year. It is stated net of VAT, discounts and returns.

Turnover from sales of goods is recognised when products are despatched, at which point the significant risks and rewards are considered to be transferred to the customer. Turnover relating to digital products and royalty income is recognised when the products are sold, or if it cannot be reliably estimated, on a receipts basis. Turnover relating to services rendered is recognised once the services have been performed. Royalties payable are charged against the relevant income of the same period.

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

FUTURE RECORDS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2018

3. ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions of being 'basic' financial instruments as defined in paragraph 11.9 of FRS 102 are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Other debt instruments not meeting conditions of being 'basic' financial instruments are measured at fair value through profit or loss.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Impairment

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each statement of financial position date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

FUTURE RECORDS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 31 DECEMBER 2018

3. ACCOUNTING POLICIES (continued)

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

Advances

Advances to unproven artists, where no discernible track record of activity is evidenced, are expensed. Advances to proven artists are written down to the estimated amount that will be recoverable from future royalty payments to the artist. Net advances are classified as falling due within one year, although elements may not be recovered until more than one year.

Critical accounting judgements and key sources of estimation uncertainty

The directors may make judgements in the application of the accounting policies above that have a significant impact on the amounts recognised, and may make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the company's accounting policies

The directors have concluded there are no critical judgements to disclose.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

FUTURE RECORDS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 31 DECEMBER 2018

3. ACCOUNTING POLICIES (continued)

Key sources of estimation uncertainty (continued)

Artist royalty provisions

The company holds a provision for artist royalty audits. The value of the provision is an estimate and the actual costs and timing of cash flows are dependent on future events. Any differences between expectations and the actual future liability are accounted for in the period when such determination is made.

4. TURNOVER

Turnover by activity is as follows:

	2018 £'000	2017 £'000
Product sales	21	15
Royalties	-	33
	<u>21</u>	<u>48</u>

Turnover by destination is as follows:

	2018 £'000	2017 £'000
United Kingdom	<u>21</u>	<u>48</u>

5. PARTICULARS OF EMPLOYEES

The company had no employees during the year ended 31 December 2018 (2017 - none).

Emoluments for one director of the company are paid for by a related company. The related company has not recharged any amount to the company (2017 - nil) on the basis that they are unable to make a reasonable apportionment of the portion of these total emoluments that relate to qualifying services provided by the director of the company.

FUTURE RECORDS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 31 DECEMBER 2018

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

(a) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%).

Under the Finance (No.2) Act 2015, the main rate of corporation tax was 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 that is expected to apply to the accounting period when the asset is realised or the liability is settled, based on the above rates.

	2018 £'000	2017 £'000
Profit before taxation	29	23
Profit at the standard rate of UK Corporation tax of 19.00% (2017 - 19.25%)	6	4
Utilisation of tax losses	(6)	(4)
Current tax charge for the financial year	-	-

(b) Factors that may affect future tax charges

The company has total unutilised tax losses carried forward estimated at £5,142,000 (2017 - £5,171,000), which may reduce future tax charges. No deferred tax asset has been recognised in respect of these losses due to uncertainty as to their future recoverability.

7. DEBTORS: Amounts due within one year

	2018 £'000	2017 £'000
VAT recoverable	1	40
Prepayments and accrued income	1	1
	2	41

8. CREDITORS: Amounts falling due within one year

	2018 £'000	2017 £'000
Trade creditors	72	140
Other creditors	5,159	5,159
	5,231	5,299

FUTURE RECORDS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

YEAR ENDED 31 DECEMBER 2018

9. RELATED PARTY TRANSACTIONS

The other creditors balance at 31 December 2018 includes £5,159,000 (2017 - £5,159,000) in respect of the closing funding position with Universal Music Operations Limited.

10. SHARE CAPITAL AND RESERVES

Allotted, called up and fully paid:

	2018 No	£'000	2017 No	£'000
Ordinary A shares of £1 each	1	-	1	-
Ordinary B shares of £1 each	1	-	1	-
	<u>2</u>	<u>-</u>	<u>2</u>	<u>-</u>

The A and B Ordinary shares carry equal voting rights and rank pari passu in all respects.

The profit and loss account reflects cumulative profits or losses, net of dividends and other adjustments.

11. ULTIMATE PARENT COMPANY

Future Records Limited is a joint venture whose shares are held equally by Universal Music Operations Limited and GEETV Limited. Accordingly, the directors do not regard either of the shareholders to be the ultimate parent or controlling party.