
ACCESS INDUSTRIES (UK) LIMITED

Directors' report and financial statements
for the year ended 28 February 2013

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ACCESS INDUSTRIES (UK) LIMITED

Company Information

Directors	Daniel M Rosen Access Industries Management LLC
Company secretary	Thomas C Harding
Registered number	05035508
Registered office	The Warner Building 28 Kensington Church Street London W8 4EP
Independent auditors	Nexia Smith & Williamson Statutory Auditors & Chartered Accountants 25 Moorgate London EC2R 6AY

ACCESS INDUSTRIES (UK) LIMITED

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ACCESS INDUSTRIES (UK) LIMITED

**Directors' report
for the year ended 28 February 2013**

The directors present their report and the financial statements for the year ended 28 February 2013

Principal activities

The principal activity of the Company continues to be the provision of advisory services to its ultimate parent company, Access Industries, Inc

Directors

The directors who served during the year were

Daniel M Rosen
Access Industries Management LLC

Political and charitable contributions

The Company made no donations during the year (2012 £20,000 to the Conservative party)

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

Auditors

The auditors, Nexia Smith & Williamson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on

10/28/2013

and signed on its behalf


Access Industries Management LLC
Director

ACCESS INDUSTRIES (UK) LIMITED

**Directors' responsibilities statement
for the year ended 28 February 2013**

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 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 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,
- 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.

ACCESS INDUSTRIES (UK) LIMITED

Independent auditor's report to the shareholders of Access Industries (UK) Limited

We have audited the financial statements of Access Industries (UK) Limited for the year ended 28 February 2013, which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 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 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 Directors' responsibilities statement, as set out on page 2, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 28 February 2013 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

ACCESS INDUSTRIES (UK) LIMITED

Independent auditor's report to the shareholders of Access Industries (UK) 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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' report

Nexia Smith & Williamson —

Philip Quigley (Senior statutory auditor)

for and on behalf of
Nexia Smith & Williamson

Statutory Auditors
Chartered Accountants

25 Moorgate
London
EC2R 6AY
Date

1. 11. 2013

ACCESS INDUSTRIES (UK) LIMITED

**Profit and loss account
for the year ended 28 February 2013**

	Note	2013 £	2012 £
Turnover	1	2,656,895	2,331,742
Administrative expenses		(2,530,376)	(2,220,082)
Other operating income	2	-	2,000
		<hr/>	<hr/>
Operating profit	3	126,519	113,660
Interest receivable		347	84
Interest payable	5	-	(626)
		<hr/>	<hr/>
Profit on ordinary activities before taxation		126,866	113,118
Tax on profit on ordinary activities	6	(104,663)	(21,124)
		<hr/>	<hr/>
Profit for the financial year	12	22,203	91,994
		<hr/> <hr/>	<hr/> <hr/>

The notes on pages 7 to 12 form part of these financial statements

ACCESS INDUSTRIES (UK) LIMITED
Registered number: 05035508

Balance sheet
as at 28 February 2013

	Note	28 February 2013 £	29 February 2012 £
Fixed assets			
Tangible assets	7	51,288	68,238
Investments	8	16,099	16,099
		67,387	84,337
Current assets			
Debtors	9	636,107	721,606
Cash in hand		77,229	6,263
		713,336	727,869
.. Creditors: amounts falling due within one year	10	(225,722)	(279,408)
Net current assets		487,614	448,461
Net assets		555,001	532,798
Capital and reserves			
Called up share capital	11	1	1
Profit and loss account	12	555,000	532,797
Shareholders' funds	13	555,001	532,798

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

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

10/28/2013


Access Industries Management LLC
Director

The notes on pages 7 to 12 form part of these financial statements

ACCESS INDUSTRIES (UK) LIMITED

Notes to the financial statements for the year ended 28 February 2013

1. Accounting policies

1.1 Basis of preparation of financial statements

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)

1.2 Going concern

The financial statements have been prepared on a going concern basis. The adoption of the going concern basis is dependent on the commitment of the ultimate parent company, Access Industries, Inc, to provide financial support to the Company for at least 12 months from the date of approval of these financial statements, the commitment of which has been evidenced in writing. On this basis the directors of the Company consider it appropriate to draw up the financial statements on a going concern basis. The financial statements do not include any adjustments which would not result should the going concern basis not be appropriate.

1.3 Turnover

Turnover comprises operational costs plus a 5% recharge to the parent company, Access Industries, Inc. This is receivable as the costs are incurred. All turnover relates to services provided to North America.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Motor vehicles	-	straight line basis over 4 years
Fixtures & fittings	-	straight line basis over 4 years
Office equipment	-	straight line basis over 3 years

1.5 Investments

Fixed asset investments consist of artwork purchased by the Company which is shown at historic cost less provision for impairment.

1.6 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rental costs under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

ACCESS INDUSTRIES (UK) LIMITED

Notes to the financial statements for the year ended 28 February 2013

1 Accounting policies (continued)

1.7 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

1.8 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction

Exchange gains and losses are recognised in the profit and loss account

2. Other operating income

	2013 £	2012 £
Other operating income	-	2,000

3. Operating profit

The operating profit is stated after charging

	2013 £	2012 £
Depreciation of tangible fixed assets		
- owned by the company	39,323	30,767
- held under finance leases	-	5,915
Auditor's remuneration (see additional note)	39,513	22,596

During the year, no director received any emoluments (2012 - £NIL)

ACCESS INDUSTRIES (UK) LIMITED

**Notes to the financial statements
for the year ended 28 February 2013**

3. Operating profit (continued)

Fees payable to the Company's auditor and its associates for other services

	2013	2012
	£	£
Audit fees	5,591	5,300
Tax compliance services	4,965	5,425
Tax advisory services	-	-
Other assurance services	28,957	11,871
	<u>39,513</u>	<u>22,596</u>

4. Staff costs

Staff costs were as follows

	2013	2012
	£	£
Wages and salaries	1,146,788	1,277,593
Social security costs	143,460	164,613
	<u>1,290,248</u>	<u>1,442,206</u>

The average monthly number of employees, including the directors, during the year was as follows

	2013	2012
	No	No
	<u>13</u>	<u>14</u>

5. Interest payable

	2013	2012
	£	£
On finance leases and hire purchase contracts	<u>-</u>	<u>626</u>

6. Taxation

	2013	2012
	£	£
UK corporation tax charge on profit for the year	<u>104,663</u>	<u>21,124</u>

ACCESS INDUSTRIES (UK) LIMITED

**Notes to the financial statements
for the year ended 28 February 2013**

7. Tangible fixed assets

	Motor vehicles £	Fixtures & fittings £	Office equipment £	Total £
Cost				
At 1 March 2012	16,000	315,745	195,708	527,453
Additions	-	20,093	2,280	22,373
At 28 February 2013	<u>16,000</u>	<u>335,838</u>	<u>197,988</u>	<u>549,826</u>
Depreciation				
At 1 March 2012	16,000	308,165	135,050	459,215
Charge for the year	-	12,291	27,032	39,323
At 28 February 2013	<u>16,000</u>	<u>320,456</u>	<u>162,082</u>	<u>498,538</u>
Net book value				
At 28 February 2013	<u>-</u>	<u>15,382</u>	<u>35,906</u>	<u>51,288</u>
At 29 February 2012	<u>-</u>	<u>7,580</u>	<u>60,658</u>	<u>68,238</u>

8. Fixed asset investments

	Artwork £
Cost	
At 1 March 2012 and 28 February 2013	<u>16,099</u>
Net book value	
At 28 February 2013	<u>16,099</u>
At 29 February 2012	<u>16,099</u>

9. Debtors

	28 February 2013 £	29 February 2012 £
Due after more than one year		
Other debtors	50,000	50,000
Due within one year		
Amounts owed by group undertakings	459,856	654,932
Other debtors	126,251	16,674
	<u>636,107</u>	<u>721,606</u>

ACCESS INDUSTRIES (UK) LIMITED

**Notes to the financial statements
for the year ended 28 February 2013**

10 Creditors

Amounts falling due within one year

	28 February 2013	<i>29 February 2012</i>
	£	£
Net obligations under finance leases and hire purchase contracts	-	1,791
Corporation tax	100,436	5,773
Other taxation and social security	29,459	196,882
Other creditors	95,827	74,962
	<u>225,722</u>	<u>279,408</u>

11. Share capital

	28 February 2013	<i>29 February 2012</i>
	£	£
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 March 2012	532,797
Profit for the financial year	22,203
	<u>555,000</u>
At 28 February 2013	<u>555,000</u>

13. Reconciliation of movement in shareholders' funds

	28 February 2013	<i>29 February 2012</i>
	£	£
Opening shareholders' funds	532,798	440,804
Profit for the financial year	22,203	91,994
	<u>555,001</u>	<u>532,798</u>

ACCESS INDUSTRIES (UK) LIMITED

**Notes to the financial statements
for the year ended 28 February 2013**

14. Operating lease commitments

At 28 February 2013 the Company had annual commitments under non-cancellable operating leases as follows

	28 February 2013 £	<i>29 February 2012 £</i>
Expiry date:		
Within 1 year	21,144	<i>21,144</i>

15. Related party transactions

At 28 February 2013, £459,856 (2012 £654,932) was owed to Access Industries (UK) Limited by Access Industries, Inc, the ultimate parent company. During the year £2,656,895 (2012 £2,331,742) was charged to Access Industries, Inc in respect of services provided to that company.

16. Controlling party

As at 28 February 2013 Access Industries (UK) Limited was controlled by Access Industries Management LLC, a company incorporated in Delaware. The ultimate parent company was Access Industries, Inc, a company incorporated in the State of New York. The ultimate controlling party is Leonard Blavatnik, who is the indirect beneficial owner of 100% of Access Industries, Inc.