

Roadster Music (UK) Limited

**Director's report and financial
statements**

Registered number 2641804

Year ended 31 December 2005



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COMPANIES HOUSE

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18/08/2006

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Director's report

The directors present their report and the unaudited financial statements of the company for the year ended 31 December 2005.

Principal activity

The company was engaged in the business of music publishing until 2003 when the company ceased trading.

Business review and results

The company was inactive throughout the year under review and consequently made neither a profit nor a loss. The directors do not propose the payment of a dividend (2004: £188,590).

On 1 January 2004 the trade and net assets of the company were sold to BMG Music Publishing Limited, the company's immediate parent undertaking for a consideration of £188,690. The exceptional profit on disposal was £169,684. The company has not traded since this date.


Directors and their interests

The directors who held office during the year were:

P Curran
W Downs

None of the directors held any beneficial interest in the shares of the company or any other group undertaking during the current or prior period.

By order of the board



EJP Wareham
Secretary

20 Fulham Broadway
London
SW6 1AH

15th August 2006

Statement of directors' responsibilities

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 UK Accounting Standards.

The financial statements are required by law to 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 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Under applicable law the directors are also responsible for preparing a Directors' Report that complies with that law.

Profit and loss account

for the year ended 31 December 2005

	Note	2005 £	2004 £
Profit on disposal of discontinued operations	3	-	169,684
Profit on ordinary activities before taxation		-	169,684
Tax on profit on ordinary activities	4	-	-
Profit on ordinary activities after taxation		-	169,684
Dividends paid		-	(189,590)
Retained profit brought forward		-	19,906
Retained (loss)/profit carried forward		-	-

Turnover and profit on ordinary activities before taxation for the current and prior year relate to discontinued operations following the disposal of the company's trade and net assets on 1 January 2004.

There are no other gains and losses other than those recognised in the profit and loss account.

There is no difference between the profit as disclosed in the profit and loss account and profit on a historical cost basis

The notes on pages 5 to 7 form part of these financial statements.

Balance sheet
at 31 December 2005

	<i>Note</i>	2005 £	2004 £
Current assets			
Trade debtors	5	100	100
Net current assets/net assets		<u>100</u>	<u>100</u>
Capital and reserves			
Called up share capital	6	100	100
Profit and loss account		-	-
Equity shareholders' funds	7	<u>100</u>	<u>100</u>

For the year ended 31 December 2005 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 249B(2).

The directors acknowledge their responsibility for (i) ensuring the company keeps accountings records which comply with section 221; and (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial period and of its profit and loss for the financial period in accordance with section 226 and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

These financial statements were approved by the board of directors on 15th August 2006 and were signed on its behalf by:



W Downs
Director

The notes on pages 5 to 7 form part of these financial statements.

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of accounting

The financial statements are prepared under the historical cost convention and in accordance with applicable Accounting Standards.

The company is exempt from the requirements of Financial Reporting Standard 1, Cash flow statements, being a wholly owned subsidiary of Bertelsmann AG, a company incorporated in Germany and which prepares consolidated financial statements containing a consolidated cash flow statement including the cash flows of the company.

Taxation

The charge for taxation is based on the profit for the financial period.

Deferred tax is recognised without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

Bertelsmann AG UK entities are able to relieve their taxable losses by surrendering them to other group companies where capacity to utilise those losses exists. There is an agreement between members of the group that such losses will be purchased and paid for by the recipient company. Where there is reasonable certainty that taxable losses can be utilised the group relief receivable is included in the taxation charge or credit for the financial period.

2 Directors and employees

The only employees of the company in either year were the directors who received no emoluments in either year in respect of services to the company.

3 Non-operating exceptional item

On 1 January 2004 the company sold its trade and net assets to BMG Music Publishing Limited for a consideration of £188,690. The exceptional profit on disposal was £169,684.

Notes (continued)

4 Tax on profit on ordinary activities

Factors affecting the tax charge for the current period.

The tax charge for the financial period is equal to (2004: lower than) the standard rate of corporation tax in the UK 30% (2004: 30%). The differences are explained below.

	2005 £	2004 £
Profit on ordinary activities before tax	-	169,684
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2004: 30%)	-	50,905
<i>Effects of:</i>		
Non-taxable intra-group disposal proceeds	-	(50,905)
Current tax charge for year	-	-

5 Debtors

	2005 £	2004 £
Amounts owed by group undertakings	100	100
	100	100

6 Called up share capital

	2005 £	2004 £
<i>Authorised, issued and fully paid:</i>		
100 ordinary shares of £1 each	100	100

7 Reconciliation of movements in equity shareholders' funds

	2005 £	2004 £
Opening equity shareholders' funds	100	19,006
Profit for the year	-	169,684
Dividends paid	-	(188,590)
Closing equity shareholders' funds	100	100

Notes *(continued)*

8 Ultimate holding company

The company is a wholly owned subsidiary of BMG Music Publishing Limited, a company incorporated in England and Wales.

The company's ultimate holding company and ultimate controlling party is Bertelsmann AG, a company incorporated in Germany.

The largest and smallest group for which consolidated financial statements are prepared, and of which the company is a member, is as follows:

Name	Bertelsmann AG
Country of incorporation	Germany
Address from where the copies of the Group financial statements can be obtained	Carl Bertelsmann Strasse 270 33311 Gütersloh 1 Germany

9 Related party transactions

The company is exempt under the terms of Financial Reporting Standard No. 8 from disclosing relate party transactions with entities that are part of the Bertelsmann AG group of companies. There are no other related party transactions.