Registered number: 07046007

THE AMBASSADOR ENTERTAINMENT GROUP LIMITED UNAUDITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023



COMPANY INFORMATION

Directors Mark Ralph Delano Cornell (resigned 24 October 2023)

Ralf Kokemueller (resigned 1 January 2023)

Michael Cowper Lynas John Neil Oldcorn Nicholas Graham Potter

Edward Krenning Stimpson (appointed 24 October 2023)

Registered number

07046007

Registered office

2nd Floor Alexander House

Church Path Woking Surrey GU21 6EJ

Bankers

National Westminster Bank Plc

38 Strand London WC2N 5JB

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STRATEGIC REPORT FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

Introduction

The directors present their Strategic Report on the affairs of The Ambassador Entertainment Group Limited ("the Company) for the 52 week period ended 25 March 2023 ("the period"). The Company's business activities together with the factors likely to affect its future development, performance and position are set out in this Strategic Report. The directors, in preparing this Strategic Report, have complied with s414C of the Companies Act 2006.

Business review

Detailed results for the Group are included in the consolidated accounts of the Company's ultimate parent, International Entertainment Holdings Limited.

Principal risks and uncertainties

The principal risk of the business is a downturn in theatre attendance. There are potential factors outside the Group's control that might impact theatre attendance, including economic slowdowns, recessions, or other extraordinary events such as a global pandemic or a terrorist attack. Historically, the theatre industry has proven to be resilient in the wake of unexpected events over previous period

Financial key performance indicators

There was a profit after taxation in the period of £3.0m, an improvement on the profit after taxation in 2022 of £2.0m.

Other key performance indicators

The non-financial key performance indicators are disclosed in the accounts of the Company's parent, International Entertainment Holdings Limited.

This report was approved by the board and signed on its behalf.

J N Oldcorn Director

NO----

Date: 18/12/2023

DIRECTORS' REPORT FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

The directors present their report and the financial statements for the 52 week period ended 25 March 2023.

Principal activity

The principal activity of the Company is that of managing a group of companies operating theatres, producing theatrical productions and managing the associated ticketing business.

Results and dividends

The profit for the 52 week period, after taxation, amounted to £3.0m (2022-£2.0m).

The directors do not propose payment of a dividend with respect to the period (2022: nil).

Directors

The directors who served during the 52 week period were:

Mark Ralph Delano Cornell (resigned 24 October 2023) Ralf Kokemueller (resigned 1 January 2023) Michael Cowper Lynas John Neil Oldcorn Nicholas Graham Potter

Environmental matters

The Company will seek to minimise adverse impacts on the environment from its activities, whilst continuing to address health, safety and economic issues. The Company has complied with all applicable legislation and regulations.

Going concern

In determining whether the Company's financial statements can be prepared on a going concern basis, the Directors have considered all the factors likely to affect its future development, performance and its financial position. The Company is part of the International Entertainment Holdings Ltd group (the Group) and the going concern review completed at the date of signing the Group financial statements is set out in the International Entertainment Holdings Ltd strategic report.

Based on the above, the Company continues to adopt the going concern basis in preparing the 2023 financial statements.

Future developments

The strong fundamentals that underpin the theatrical industry contribute to the Directors' confidence in the long-term growth of the business in future years. As we have returned to normal operations after COVID-19 pandemic closures, the Company will continue to provide high-quality content and service to customers returning to theatres.

Engagement with suppliers, customers and others

The Company's stakeholders are customers, producers, suppliers, employees, shareholders, and lenders, and the Directors support the active engagement of these stakeholders across industry bodies. Further information can be found in the accounts of the parent company, International Entertainment Holdings Limited.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

DIRECTORS' REPORT (CONTINUED) FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

This report was approved by the board and signed on its behalf.

J N Oldcorn Director

Date: 18/12/2023

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

The directors are responsible for preparing the Strategic Report, 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 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 to 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 OF COMPREHENSIVE INCOME FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

	Note	52 week period ended 25 March 2023 £000	52 week period ended 26 March 2022 £000
Interest receivable and similar income	5	3,014	1,979
Profit before tax		3,014	1,979
Profit for the 52 week financial period		3,014	1,979

There was no other comprehensive income for 2023 (2022:£nil).

The notes on pages 9 to 18 form part of these financial statements.

THE AMBASSADOR ENTERTAINMENT GROUP LIMITED REGISTERED NUMBER: 07046007

STATEMENT OF FINANCIAL POSITION AS AT 25 MARCH 2023

	Note		25 March 2023 £000		26 March 2022 £000
Fixed assets					
Investments	7		87,376		87,376
		_	87,376	_	87,376
Current assets					
Debtors: amounts falling due within one year	8	76,898		75,708	
	•	76,898	_	75,708	
Creditors: amounts falling due within one year	9	(47,567)		(49,391)	
Net current assets	•		29,331		26,317
Total assets less current liabilities		-	116,707	-	113,693
Net assets		-	116,707	- -	113,693
Capital and reserves					
Called up share capital	10		56,436		56,436
Share premium account			46,940		46,940
Profit and loss account			13,331		10,317
		_	116,707	_	113,693

THE AMBASSADOR ENTERTAINMENT GROUP LIMITED REGISTERED NUMBER: 07046007

STATEMENT OF FINANCIAL POSITION (CONTINUED) AS AT 25 MARCH 2023

The members have not required the Company to obtain an audit for the 52 week period in question in accordance with section 476 of the Companies Act 2006.

The Company was entitled to exemption from audit under section 477 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

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

J N Oldcorn

Director

Date: 18/12/2023

The notes on pages 9 to 18 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 27 March 2021	56,436	46,940	8,338	111,714
Comprehensive income for the 52 week period				
Profit for the period	-	-	1,979	1,979
Total comprehensive income for the 52 week period	-	-	1,979	1,979
At 26 March 2022	56,436	46,940	10,317	113,693
Comprehensive income for the 52 week period				
Profit for the 52 week period	-	-	3,014	3,014
Total comprehensive income for the 52 week				
period	-	-	3,014	3,014
At 25 March 2023	56,436	46,940	13,331	116,707

The notes on pages 9 to 18 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

1. General information

The Ambassador Entertainment Group Limited (the "Company") is a company incorporated in the United Kingdom under the Companies Act. Details of the Company's principal activity, registered office and directors can be found in the Directors' Report and the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The financial statements are presented in sterling, rounded to the nearest thousand, except where otherwise indicated.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3),

2.2 Financial Reporting Standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions
 entered into between two or more members of a group, provided that any subsidiary which is a
 party to the transaction is wholly owned by such a member

This information is included in the consolidated financial statements of International Entertainment Holdings Limited as at 26 March 2023 and these financial statements may be obtained from Companies House.

2.3 Exemption from preparing consolidated financial statements

The Company is a parent company that is also a subsidiary included in the consolidated financial statements of a larger group by a parent undertaking established under the law of any part of the United Kingdom and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.4 Going concern

The financial statements have been prepared on a going concern basis, details of which can be found in the Directors' Report.

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

2. Accounting policies (continued)

2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.6 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.7 Trade and other receivables

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Trade and other payables

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

There are a limited number of judgements having a material impact on these financial statements. The primary judgements are as follows:

Recoverable amount of investments in subsidiaries

The book value of investments in subsidiaries is determined by comparing the book value, being historical purchase price, to recoverable amount, being the higher of value in use and fair value less costs to sell. Value in use is determined by reference to forecast economic benefits expected to flow from the investment in future, and is therefore judgemental.

Recoverability of current assets

Current assets that are outstanding significantly after their expected recovery date are reviewed for evidence of irrecoverability. Where an asset is considered wholly or partially irrecoverable, a provision is made against the book value of the relevant asset. Where sufficient evidence of recoverability exists, no such provision is made.

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

4. Employees

The average monthly number of employees, including the directors, during the 52 week period was as follows:

52 week	52 week
period	period
ended	ended
25	26
March March	March
2023	2022
No.	No.
Directors 5	5

The Directors are not remunerated directly by the Company and are remunerated by the Company's intermediate parent company. International Entertainment Investments Limited. It is not possible to disaggregate Directors' remuneration in respect of servces to The Ambassador Entertainment Group Limited.

5. Interest receivable

Taxation on profit on ordinary activities

6.

	52 week period ended 25 March 2023 £000	52 week period ended 26 March 2022 £000
Other interest receivable	3,014	1,979
	3,014	1,979
Taxation		
	52 week period ended	52 week period ended
	25 March 2023 £000	26 March 2022 £000
Total current tax	-	-
Deferred tax		
Total deferred tax	-	·

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

6. Taxation (continued)

Factors affecting tax charge for the 52 week period

The tax assessed for the 52 week period is lower than (2022 - lower than) the standard rate of corporation tax in the UK of 19% (2022 - 19%). The differences are explained below:

	52 week period ended 25 March 2023 £000	52 week period ended 26 March 2022 £000
Profit on ordinary activities before tax	3,014	1,979
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2022 - 19%) Effects of:	573	376
Group relief	(573)	(376)
Total tax charge for the 52 week period		-

7. Fixed asset investments

	Investments in subsidiary companies £000
Cost or valuation	
At 27 March 2022	87,376
At 25 March 2023	87,376
Net book value	
At 25 March 2023	87,376
At 26 March 2022	87,376

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

8. Debtors

	25 March 2023 £000	26 March 2022 £000
Amounts owed by group undertakings	73,197	72,007
Other debtors	3,701	3,701
	76,898	75,708

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

9. Creditors: Amounts falling due within one year

	25 March 2023 £000	26 March 2022 £000
Amounts owed to group undertakings	47,567	49,391
	47,567	49,391

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

10. Share capital

	25 March 2023	26 March 2022
Allotted, called up and fully paid	£	£
• • •		
320,941 (2022 - 320,941) A Ordinary shares of £0.10 each	32,094	32,094
91,648 (2022 - 91,648) B Ordinary shares of £0.10 each	9,165	9,165
104,209 (2022 - 104,209) C Ordinary shares of £0.10 each	10,421	10,421
10,547 (2022 - 10,547) D Ordinary shares of £0.10 each	1,055	1.055
563,832,181 (2022 - 563,832,181) E Ordinary shares of £0.10 each	56,383,218	56,383,218
	56,435,953	56,435,953

There are five classes of ordinary shares, which all rank pari passu. There are no restrictions on the distributions of dividends and the repayment of capital.

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

11. Contingent liabilities

A corporate cross guarantee of the senior debt borrowed by International Entertainment Investments Limited exists between the Company, International Entertainment Finance Limited and the majority of its subsidiary undertakings. The senior debt is secured by a debenture over the whole of the assets of The Ambassador Entertainment Group Limited and the majority of the assets of the International Entertainment Finance Limited Group. International Entertainment Finance Limited is a wholly owned subsidiary of International Entertainment Holdings Limited, the Company's ultimate parent company in the UK.

12. Related party transactions

The Company has taken advantage of exemptions available under paragraph 8(k) of FRS 101 not to disclose transactions with related parties which are wholly owned members of the same group. As such, there were no related party transactions during the period requiring disclosure (2022: £nil).

13. Controlling party

The Company's immediate parent company is International Entertainment Investments Limited. The parent company of the smallest and largest group in which the Company's results are consolidated is International Entertainment Holdings Limited, a company incorporated in England and Wales. The consolidated financial statements are available from the parent company's registered office of 72 Welbeck Street London W1G 0AY.

The Company's ultimate parent company is IE Luxco S.a.r.I (Luxembourg), which is controlled by Providence Equity Partners VII-A-LP (Cayman Islands), Providence VII Global Holdings LP (Cayman Islands) and Providence Equity Partners (Midsummer) LP (Cayman Islands), which the directors consider to be the Company's ultimate controlling parties.

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

14. Listing of subsidiary entities, associates and joint ventures and investments

100% of the ordinary share capital of all subsidiaries is owned directly or indirectly unless otherwise indicated

Incorporated in United Kingdom

All subsidiaries have taken the s479a exemption from audit unless exempt from audit in any case.

Subsidiary undertaking	% Shares held	Principal activity
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The Ambassador Theatre Group Limited Holding and production company London Turnstyle Limited Dormant

Indirect Investments

The Ticket Machine Group

Woking Turnstyle Limited

Theatre Royal Brighton Limited

Limited

ATG Entertainment Limited Holding company ATG London Limited Theatre operator and ticketing company ATG Management Limited Dormant ATG Productions Limited Production company Production company ATGP Shows One Limited Aylesbury Waterside Theatre Theatre operator Limited Churchill Theatre Bromley Dormant First Family Entertainment LLP Production company G.S Lashmar Limited 90% Dormant Golden Egg Productions Limited Production company Glasgow Theatres Limited Theatre operator Highland Fling Japan Limited Dormant London Theatre Club Limited Dormant Milton Keynes Theatre Limited Theatre operator New Wimbledon Theatre Limited Theatre operator Playhouse Theatre Limited Theatre operator Pretty Woman UK Tour Limited Production company Richmond Theatre Limited Theatre operator Stoke-on-Trent Theatres Limited Theatre operator Screenstage Limited Dormant Smart Plays Limited Dormant Screenstage Productions Limited Dormant Sonia Friedman Productions Production company Limited Theatre Management (Holdings) Holding company Limited The Ambassador Theatre Group Theatre operator (Venues) Limited The Ambassador Theatre Group Holding company Overseas Holdings Limited The Duke of York's Theatre Theatre operator

Ticketing agency

Theatre operator

Theatre operator

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

14. Listing of subsidiary entities, associates and joint ventures and investments (continued)

Incorporated in USA

Subsidiary undertaking	% Shares held	Principal activity
Ambassador Theatre Group North America, LLC ATG San Antonio, LLC Arts Center Enterprises – Brooklyn LLC Arts Center Enterprises – New Orleans LLC Ambassador Theatre Group – NY LLC ATG Tickets US, LLC Hudson Theatre, LLC Kings Theatre Developer, LLC Kings Theatre Manager, LLC Hudson Theatre, LLC Lyric Theatre, LLC Saenger Aggregator Leverage Lender, LLC Saenger Theatre Developer, Inc	90%	Management Services Theatre operator Theatre operator Theatre operator Production company Ticketing agency Theatre operator Venue development Managing member Theatre operator Theatre operator Promotions company Financing company Venue Development Managing Member
Saenger Theatre Manager, LLC Saenger Theatre Partnership, Ltd SFP-NY, LLC Sundance Productions, Inc The Ambassador Theatre Group US Holdings, Inc ATG Colonial, LLC ACE SL, LLC ATG San Francisco, LLC Saenger Theatre Master Tenant LLC Saenger Theatre Redevelopment Company LLC The Ambassador Theatre Group US Holdings, Inc CMT Concessions, LLC		Dormant Production company Production company Holding company Theatre operator Venue operator Venue operator Managing member Venue developer Holding company Concessionaire

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

14. Listing of Subsidiary entities, associates and joint ventures and investments (continued)

Incorporated	in Germany
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Subsidiary undertaking	Shares held	Principal activity
BB Entertainment Holding GmbH		Holding company
BB Promotion GmbH		Promotions company
Entertainment Sales and Marketing Solutions GmbH (merged with MMS)		Marketing services
Moulin Rouge Musical Produktions GmbH (previously known as Fandango Musical GmbH)		Production company
On Stage Productions GmbH		Production company
Mehr-BB Entertainment GmbH		Holding company
Deutsche Eintrittskarten TKS GmbH		Ticketing company
Deutsche Eintrittskarten TKS Service Center GmbH		Ticketing company
Mehr-BB Theater GmbH		Theater operator
Starlight Express GmbH		Production company
HP-Theater Produktionsgesellschaft mbH		Production company

Incorporated in Australia

Subsidiary undertaking	%	Principal activity
	Shares	•
	held	
The Ambassador Theatre Group Asia Pacific Ptv Limited		Production company

NOTES TO THE FINANCIAL STATEMENTS FOR THE 52 WEEK PERIOD ENDED 25 MARCH 2023

14. Listing of subsidiary entities, associates and joint ventures and investments (continued)

Associates and Joint Ventures

Name	Incorporated	% Shares	Principal activity
		held	
A.S.S. Concerts & Promotion GmbH	Germany	49.8%	Production company
Fatal Attraction Play Ltd	United Kingdom	18%	Production company
HPCC Group Limited	United Kingdom	25%	Production company
HP West End Limited	United Kingdom	25%	Production company
JB UK Tour II Productions Ltd	United Kingdom	16%	Production company
JB UK Tour III Productions Ltd	United Kingdom	16%	Production company
KKC Productions Ltd	United Kingdom	16%	Production company
ISM Show AG	Switzerland	50%	Production company
Mormon Trail Ltd	United Kingdom	15%	Production company
Planet Orlando Ltd	United Kingdom	15%	Production company
Pretty Woman UK Holdings Ltd	United Kingdom	27%	Production company
Pretty Woman Productions UK Ltd	United Kingdom	27%	Production company
SATG Rights Limited	United Kingdom	50%	Dormant entity
Suite 719, LLC	USA	27%	Production company
Train Times Broadway LP	USA	25%	Production company
Train Times SF LP	USA	25%	Production company
The UK Mission Ltd	United Kingdom	13%	Production company

Other investments

Name	Incorporated	% Shares held	Principal activity
Cieven Investments Ltd	United Kingdom	10%	Production company
For Forever London LLC	United Kingdom	15%	Production company
Kings Theatre Redevelopment Company LLC	USA	1.08%	Venue developer
M R Production West End Ltd	United Kingdom	4%	Production company
Stageservice Frankfurt am Main GmbH	Germany	10%	Production company
Waving Windows London Productions Ltd	United Kingdom	15%	Production company

Details of all group registered offices are included in the consolidated financial statements of International Entertainment Holdings Limited.