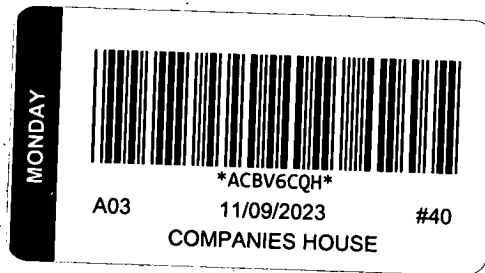


Company registration number: 07540740

London Film Museum (Covent Garden) Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 28 February 2023



London Film Museum (Covent Garden) Limited

Contents

Company Information	1
Directors' Report	2 to 3
Statement of Directors' Responsibilities in respect of the financial statements	4
Income Statement	5
Statement of Financial Position	6
Notes to the Unaudited Financial Statements	7 to 12

London Film Museum (Covent Garden) Limited

Company Information

Directors	S Roots D Bisoni
Registered office	Warner House 98 Theobald's Road London WC1X 8WB

London Film Museum (Covent Garden) Limited

Directors' Report for the Year Ended 28 February 2023

The directors present their annual report on the affairs of London Film Museum (Covent Garden) Limited ("the company") together with the financial statements for the year ended 28 February 2023.

Principal activity

The principal activity of the company is to provide services to its immediate parent undertaking, Warner Bros. Studios Leavesden. On the 21st September 2021 the agreements on which the company were providing services were novated to Warner Bros. Studios Leavesden Limited and the company stopped trading.

Results and dividends

Profit for the year after taxation amounted to £nil (2022 - £nil).

No dividends were paid during the year (2022 - £nil). The directors do not propose a declaration of a final dividend.

Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. On the basis of their assessment of the company's financial position the company's directors have reasonable expectations that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis for preparing the annual financial statements.

Directors of the company

The following were directors of the company who served throughout the year and were still directors at the date of this report:

S Roots
D Bioni

The Articles of Association do not require directors to retire either by rotation or in the year of appointment.

Directors qualifying third party indemnity provisions

The company may indemnify one or more directors of the company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006 and the company may purchase insurance for this purpose. Warner Bros. Discovery, Inc. has purchased a directors and officers liability insurance policy for the benefit of the company and its directors and such policy was in force during the year and is in force as at the date of approving the Directors' Report.

Auditor

For the year ended 30 June 2022 the company was entitled to exemption under section 480 of the Companies Act 2006.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.


Small companies' exemption

In preparing the Directors' Report, the directors have taken advantage of the small companies' exemption under section 415(A) of the Companies Act 2006. The directors have also taken the exemption under section 414(B) not to prepare a Strategic Report.

London Film Museum (Covent Garden) Limited

Directors' Report for the Year Ended 28 February 2023 (continued)

The financial statements on pages 5 to 12 were approved by the Board of Directors on the date noted below and signed on its behalf by

 D Bisoni (Sep 4, 2023 14:46 GMT+1)

D Bisoni
Director

Date: 04-Sep-2023

London Film Museum (Covent Garden) Limited

Statement of Directors' Responsibilities in respect of the financial statements

The directors are responsible for preparing the Strategic Report, 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 comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" 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;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

London Film Museum (Covent Garden) Limited

**Income Statement
for the Year Ended 28 February 2023**

	Note	Year ended 28 February 2023 £ 000	Year ended 29 February 2022 £ 000
Turnover	2	-	54
Administrative expenses		-	(54)
Operating profit/(loss)	3	-	-
Profit/(loss) before tax		-	-
Taxation	5	-	-
Profit/(loss) for the financial year		-	-

The above results were derived from continuing operations.

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

London Film Museum (Covent Garden) Limited

Statement of Financial Position as at 28 February 2023

	Note	28 February 2023 £ 000	28 February 2022 £ 000
Current assets			
Debtors	6	6	6
Creditors: Amounts falling due within one year	7	<u>(331)</u>	<u>(331)</u>
Net liabilities		<u>(325)</u>	<u>(325)</u>
Capital and reserves			
Profit and loss account		<u>(325)</u>	<u>(325)</u>
Total shareholder's funds		<u>(325)</u>	<u>(325)</u>

- For the financial year ending 28 February 2023 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.
- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board and signed on its behalf by:

D Bisoni (Sep 4, 2023 14:46 GMT+1)

D Bisoni
Director

Date: 04-Sep-2023

Company registration number: 07540740

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

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023

1 Accounting policies

a) Statement of compliance

London Film Museum (Covent Garden) Limited is a limited liability company incorporated in England. The Registered Office is Warner House, 98 Theobald's Road, London, WC1X 8WB.

The company's financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements of the company for the year ended 28 February 2023.

b) Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and with applicable United Kingdom accounting standards.

The financial statements are prepared in sterling which is the functional currency of the company and rounded to the nearest £'000.

The company has taken advantage of the exemption from the requirement to prepare consolidated financial statements available under s401 of the Companies Act 2006, as it is a wholly-owned subsidiary undertaking of Warner Bros. Discovery, Inc., a company incorporated in the United States of America, which prepares publicly available financial statements (see note 9).

Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. On the basis of their assessment of the company's financial position the company's directors have reasonable expectations that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis for preparing the annual financial statements.

Statement of cash flows

The company has taken advantage of the exemption in FRS 102.1.12(b) Reduced disclosures for subsidiaries. A statement of cashflows has not been prepared as the company is a member of a group where the parent, Warner Bros. Discovery, Inc., prepares publicly available consolidated financial statements and the company is included in the consolidation (see note 9).

Related parties

The company has taken advantage of the exemption in FRS 102.1.12(e) Reduced disclosures for subsidiaries. Key management remuneration has not been disclosed as the company is a member of a group where the parent, Warner Bros. Discovery, Inc., prepares publicly available consolidated financial statements and the company is included in the consolidation (see note 9).

The company has taken advantage of the exemption in FRS 102.33.1A not to disclose related party transactions with fellow wholly-owned subsidiary undertakings of Warner Bros. Discovery, Inc., which prepares publicly available consolidated financial statements (see note 9).

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023 (continued)

1 Accounting policies (continued)

c) Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the statement of financial position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Taxation

The company recognises liabilities for anticipated uncertain corporation tax positions based on reasonable estimates of whether additional taxes will be due and the timing of those additional taxes. Further details are contained in note 5.

Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits.

Operating lease commitments

The company has entered into leases as a lessee. The classification of such leases as operating or finance lease requires the company to determine, based on an evaluation of the terms and conditions of the arrangements, whether it retains or acquires the significant risks and rewards of ownership of these assets and accordingly whether the lease requires an asset and liability to be recognised in the statement of financial position.

c) Judgements and key sources of estimation uncertainty (continued)

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the statement of financial position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023 (continued)

1 Accounting policies (continued)

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes.

Turnover represents service fee income on lease services performed on behalf of the immediate parent company Warner Bros. Studios Leavesden Limited.

Revenue from the sale of services is recognised when the significant risks and rewards of ownership of the services have passed to the buyer (usually on recognition of the associated cost), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

d) Significant accounting policies

Deferred taxation

Deferred tax is recognised without discounting in respect of all timing differences which are differences between taxable profits and total comprehensive income that 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. Deferred tax assets are only recognised to the extent that they are considered recoverable against future taxable profits.

Leasing commitments

Rentals payable under operating leases are charged in the income statement on a straight line basis over the lease term. Lease incentives are recognised over the lease term on a straight line basis.

Financial instruments

The company has chosen to adopt sections 11 and 12 of FRS 102 in respect of financial instruments. The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities such as trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Basic financial liabilities including trade and other payables and interest bearing loans and borrowing are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the liability is measured at present value of the future payments discounted at a market rate of interest. Basic financial liabilities, other than short term payables, are subsequently carried at amortised cost, using the effective interest rate method. The effective interest rate amortisation is included in interest payable and similar expenses in the income statement. Short term trade and other payables with no stated interest rate which are payable within one year are recorded at transaction price.

Basic financial assets including trade and other receivables and investments in loan notes are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. These basic financial assets, other than short term receivables, are subsequently carried at amortised cost using the effective interest method. Short term trade and other receivables with no stated interest rate which are receivable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in administrative expenses.

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023 (continued)

2 Turnover

Until 31 May 2019 the company's turnover was derived from income from operating a museum and gift shop, wholly undertaken in the United Kingdom.

From 1 June 2019 until 21 September 2021 the company's turnover is derived from service fee income on lease and licensing services performed on behalf of the immediate parent company Warner Bros Studios Leavesden Limited, wholly undertaken in the United Kingdom.

3 Operating profit

This is stated after charging/(crediting):

	Year ended 28 February 2023 £ 000	Year ended 28 February 2022 £ 000
Operating lease rentals	-	54

Audit fees of £3,000 for the current period were borne by a fellow group undertaking.

4 Directors' remuneration

Each director of the company is also a director of, and paid by, fellow group undertakings. They have minimal qualifying services to the company and receive no remuneration in respect of the company.

5 Taxation

a) The tax charge based on the result for the year is £nil (2021 - £nil).

b) Factors affecting future tax charges:

The Finance Act 2021, enacted on 10 June 2021, included legislation to increase the rate of Corporation tax to 25% as of 1 April 2023. The proposed rate rise has no material impact on these or future accounts.

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023 (continued)

6 Debtors

	28 February 2023 £ 000	28 February 2022 £ 000
Amounts owed by group undertakings	6	6
	<u>6</u>	<u>6</u>

All amounts owed by fellow group undertakings are unsecured, interest free and repayable on demand.

7 Creditors

	28 February 2023 £ 000	28 February 2022 £ 000
Due within one year		
Due to group undertakings	331	331
	<u>331</u>	<u>331</u>

All amounts due to fellow group undertakings are unsecured, interest free and repayable on demand.

8 Share capital

	Issued, allotted, called up and fully paid 28 February 2023		28 February 2022	
	No.	£	No.	£
Ordinary shares of £1 each	300	300	300	300
	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>

London Film Museum (Covent Garden) Limited

Notes to the Unaudited Financial Statements for the Year Ended 28 February 2023 (continued)

9 Ultimate parent undertaking and controlling party

The company's immediate parent undertaking is Warner Bros. Studios Leavesden Limited.

Up until 8 April 2022, the smallest and largest group the company was part of was the AT&T group. The ultimate parent company and controlling party of this group is AT&T Inc., a company incorporated in the United States of America. Copies of AT&T Inc.'s financial statements can be obtained from 208 S. Akard St, Dallas, TX 75202, USA.

From 8 April 2022, the smallest and largest group the company was part of was the Warner Bros. Discovery group. The ultimate parent company and controlling party of this group is Warner Bros. Discovery, Inc., a company incorporated in the United States of America. Copies of Warner Bros. Discovery, Inc.'s financial statements can be obtained from 230 Park Avenue South, New York City, New York, USA.