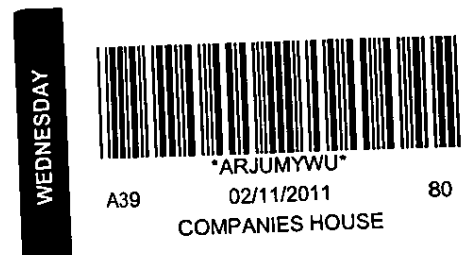


**ROSE FILM PARTNERSHIP LLP**  
**FINANCIAL STATEMENTS**  
**5TH APRIL 2011**



**MALDE & CO**  
Chartered Certified Accountants & Statutory Auditor  
99 Kenton Road  
Kenton Harrow  
Middlesex  
HA3 0AN

# ROSE FILM PARTNERSHIP LLP

## DESIGNATED MEMBERS AND ADVISORS

<b>Designated members</b>	BSP-LLP Management Limited Atlantic Capital Management Limited
<b>Registered office</b>	99 Kenton Road Kenton Harrow Middlesex HA3 0AN
<b>Auditor</b>	Malde & Co Chartered Certified Accountants & Statutory Auditor 99 Kenton Road Kenton Harrow Middlesex HA3 0AN
<b>Bankers</b>	Barclays Bank PLC Media Banking Center 27 Soho Square London W1A 4WA

# **ROSE FILM PARTNERSHIP LLP**

## **THE REPORT OF THE MEMBERS**

### **YEAR ENDED 5TH APRIL 2011**

The Members have pleasure in presenting their report and the financial statements of the LLP for the year ended 5th April 2011

#### **PRINCIPAL ACTIVITIES**

The principal activity of the Limited Liability Partnership is to acquire and exploit a portfolio of qualifying British Films (as defined in the Finance (No 2) Act 1992 (as amended))

#### **RESULTS FOR THE YEAR AND ALLOCATION TO MEMBERS**

The profit for the year available for distribution to members was £595,202 (2010 £601,519)

#### **DESIGNATED MEMBERS**

The following were designated members during the year

BSP-LLP Management Limited  
Atlantic Capital Management Limited

#### **POLICY WITH RESPECT TO MEMBERS' DRAWINGS AND SUBSCRIPTION AND REPAYMENTS OF AMOUNTS SUBSCRIBED OR OTHERWISE CONTRIBUTED BY MEMBERS**

Profits of the LLP may be distributed to Members as soon as reasonably practicable, subject to its anticipated cashflow needs having been taken into account

New Members are required to contribute a minimum level of capital upon Members' consent

Members' capital may be repaid to them upon retirement, subject to Members' consent, provided they are satisfied that the LLP's assets are sufficient to cover all of its liabilities and reasonable reserve requirements

#### **TRANSFER OF MEMBERS' INTERESTS**

During the year £nil was transferred from members' equity interests to debts due to members

#### **RESPONSIBILITIES OF THE MEMBERS**

The Members are responsible for preparing the Members' Report and the financial statements in accordance with applicable law and regulations

Legislation applicable to limited liability partnerships requires the Members to prepare financial statements for each financial year. Under that law the Members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the LLP and of the profit or loss of the LLP for that period. In preparing those financial statements, the Members are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business

# ROSE FILM PARTNERSHIP LLP

## THE REPORT OF THE MEMBERS *(continued)*

### YEAR ENDED 5TH APRIL 2011

The Members are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008. The Members are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Members are aware

- there is no relevant audit information of which the LLP's auditor is unaware, and
- the Members have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

### AUDITOR


Malde & Co are deemed to be re-appointed under section 487(2) of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008.

### SMALL LLP PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006 (as applied to limited liability partnerships by regulation 3 of the Limited Liability Partnerships Regulations 2008).

Registered office  
99 Kenton Road  
Kenton  
Harrow  
Middlesex  
HA3 0AN

Signed on behalf of the Members



Richard Charles  
For and on behalf of  
Atlantic Capital Management Limited  
Designated member

Approved by the Members on 01 July 2011

**ROSE FILM PARTNERSHIP LLP****INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROSE FILM PARTNERSHIP LLP****YEAR ENDED 5TH APRIL 2011**

We have audited the financial statements of Rose Film Partnership LLP for the year ended 5th April 2011. 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 LLP's members, as a body, in accordance with Chapter 3 of Section 16 of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 LLP and the LLP's members as a body, for our audit work, for this report, or for the opinions we have formed.

**RESPECTIVE RESPONSIBILITIES OF MEMBERS AND AUDITOR**

As explained more fully in the Members' Report set out on pages 2 to 3, the members 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 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 (APB's) Ethical Standards for Auditors, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)", in the circumstances set out in note 9 to the financial statements.

**SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the limited liability partnership's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by members, and the overall presentation of the financial statements.

**OPINION ON FINANCIAL STATEMENTS**

In our opinion the financial statements

- give a true and fair view of the state of the limited liability partnership's affairs as at 5<sup>th</sup> April 2011 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 as modified by the Limited Liability Partnerships Regulations 2008.

**OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006 AS MODIFIED BY THE LIMITED LIABILITY PARTNERSHIPS REGULATIONS 2008**

In our opinion the information given in the Members' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## ROSE FILM PARTNERSHIP LLP

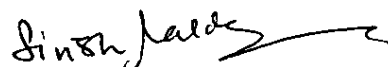
### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROSE FILM PARTNERSHIP LLP *(continued)*

YEAR ENDED 5TH APRIL 2011

#### OP 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 as modified by the Limited Liability Partnerships Regulations 2008 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
- we have not received all the information and explanations we require for our audit, or
- the members were not entitled to prepare the financial statements and the members' report in accordance with the small companies regime



SIRISHKUMAR V MALDE FCCA (Senior  
Statutory Auditor)  
For and on behalf of  
MALDE & CO  
Chartered Certified Accountants  
& Statutory Auditor

99 Kenton Road  
Kenton Harrow  
Middlesex  
HA3 0AN

01 July 2011

**ROSE FILM PARTNERSHIP LLP**  
**PROFIT AND LOSS ACCOUNT**  
**YEAR ENDED 5TH APRIL 2011**

		<b>2011</b>	<b>2010</b>
		<b>£</b>	<b>(restated)</b>
	<b>Note</b>		<b>£</b>
<b>TURNOVER</b>	<b>2</b>	<b>610,941</b>	<b>617,044</b>
Administrative expenses		<u>15,739</u>	<u>15,525</u>
<b>PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION AND PROFIT SHARES AVAILABLE FOR DISCRETIONARY DIVISION AMONG MEMBERS</b>		<u><b>595,202</b></u>	<u><b>601,519</b></u>

**ROSE FILM PARTNERSHIP LLP****STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES****YEAR ENDED 5TH APRIL 2011**

	<b>2011</b>	<b>2010</b>
	<b>£</b>	<b>(restated)</b>
		<b>£</b>
Profit for the financial year before members' remuneration and profit shares available for discretionary division among members	<b>595,202</b>	<b>601,519</b>
Total recognised gains and losses relating to the year	<b>595,202</b>	<b>601,519</b>
Prior year adjustment (see note 5)	<b>2,406,742</b>	
Total gains and losses recognised since the last annual report	<b>3,001,944</b>	



**ROSE FILM PARTNERSHIP LLP****BALANCE SHEET****5TH APRIL 2011**


		2011		2010 (restated)
	Note	£	£	£
<b>CURRENT ASSETS</b>				
Debtors due within one year	6	3,884,424		2,794,241
Debtors due after one year	6	11,663,119		12,124,271
Cash at bank		2,372		5,485
		<u>15,549,915</u>		<u>14,923,997</u>
<b>CREDITORS: Amounts falling due within one year</b>	7	<u>1,216</u>		<u>20,500</u>
<b>NET CURRENT ASSETS</b>			<b>15,548,699</b>	<b>14,903,497</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u><b>15,548,699</b></u>	<u><b>14,903,497</b></u>
<b>REPRESENTED BY:</b>				
<b>EQUITY</b>				
Members' other interests - members' capital	11		<u><b>15,548,699</b></u>	<u><b>14,903,497</b></u>
<b>TOTAL MEMBERS' INTERESTS</b>				
Members' other interests	11		<b>15,548,699</b>	<b>14,903,497</b>
Amounts due from members	6		<b>(3,417,805)</b>	<b>(2,406,742)</b>
			<u><b>12,130,894</b></u>	<u><b>12,496,755</b></u>

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008 relating to small LLPs and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

These financial statements were approved by the Members and authorised for issue on 01 July 2011, and are signed on their behalf by

  
 RICHARD CHARLES  
 [NAME OF MEMBER]

Registered Number OC327672

  
 BSP LLP MANAGEMENT LTD  
 [NAME OF MEMBER]

**ROSE FILM PARTNERSHIP LLP****NOTES TO THE FINANCIAL STATEMENTS****YEAR ENDED 5TH APRIL 2011****1. ACCOUNTING POLICIES****Basis of accounting**

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of financial instruments, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008), and the requirements of the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships' issued in March 2006 (SORP 2006)

**Turnover**

Turnover represents the finance element of the finance lease receipts, which are allocated to accounting periods over the term of the lease to produce a constant rate of return. The finance element is the amount by which the total of the expected receipts exceed the cost of the leased asset. A rate is applied to the amount invested in the lease, which makes the total return over the whole period of 15 years, equal to the total of the finance element of the receipts.

**Finance lease agreements**

The LLP acts as a lessor. Under these leases, the LLP retains legal title to the assets but passes substantially all of the risks and rewards of ownership to the lessee, in return for a rental stream.

The capital element of all future rental payments is recorded in the balance sheet as a debtor at the amount of net investment in the lease less provision for any items such as bad and doubtful rentals receivable.

Rentals payments received are apportioned between finance income, which are credited to the Profit and Loss Account, and the capital element, which reduces the debtor.

**Members' participation rights**

Members' participation rights are the rights of a member against the LLP that arise under the members' agreement (for example, in respect of amounts subscribed or otherwise contributed, remuneration and profits).

Members' participation rights in the earnings or assets of the LLP are analysed between those that are, from the LLP's perspective, either a financial liability or equity, in accordance with FRS 25 (IAS 32) Financial Instruments: Disclosure and Presentation and UITF abstract 39 Members' shares in co-operative entities and similar instruments. A member's participation right results in a liability unless the right to any payment is discretionary on the part of the LLP.

Amounts subscribed or otherwise contributed by Members, for example Members' capital, are classed as equity if the LLP has an unconditional right to refuse payment to Members. If the LLP does not have such an unconditional right, such amounts are classified as liabilities.

Where profits are automatically divided as they arise, so the LLP does not have an unconditional right to refuse payment, the amounts arising that are due to Members are in the nature of liabilities. They are therefore treated as an expense in the Profit and Loss Account in the relevant year. To the extent that they remain unpaid at the year end, they are shown as liabilities in the Balance Sheet.

# ROSE FILM PARTNERSHIP LLP

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 5TH APRIL 2011

#### 1. ACCOUNTING POLICIES *(continued)*

Conversely, where profits are divided only after a decision by the LLP or its representative, so that the LLP has an unconditional right to refuse payment, such profits are classed as an appropriation of equity rather than as an expense. They are therefore shown as a residual amount available for discretionary division among Members in the Profit and Loss Account and are equity appropriations in the Balance Sheet.

Other amounts applied to Members, for example remuneration paid under an employment contract and interest on capital balances, are treated in the same way as all other divisions of profits, as described above, according to whether the LLP has, in each case, an unconditional right to refuse payment.

All amounts due to Members that are classified as liabilities are presented in the Balance Sheet within 'Loans and other debts due to Members' and are charged to the Profit and Loss Account within 'Members' remuneration charged as an expense'. Amounts due to Members that are classified as equity are shown in the Balance Sheet within 'Members' other interests'.

#### 2. TURNOVER

Overseas turnover amounted to 100.00% (2010 - 100.00%) of the total turnover for the year.

#### 3. OPERATING PROFIT

Operating profit is stated after charging

2011	2010 (restated)
£	£

Auditor's fees amounting to £2,150 are borne by the Atlantic Capital Management Limited as per the film management services agreement.

#### 4. INFORMATION IN RELATION TO MEMBERS

	2011	2010 (restated)
	No	No
The average number of members during the year was	<u>31</u>	<u>31</u>
	2011	2010 (restated)
	£	£
The average members remuneration during the year was	<u>-</u>	<u>-</u>

# ROSE FILM PARTNERSHIP LLP

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 5TH APRIL 2011

#### 5 PRIOR YEAR ADJUSTMENT

Certain balances in the financial statements have been restated for the year ended 5 April 2010 in relation to the following prior period adjustments

In prior years, the amounts drawn by the members were treated as reduction in members' capital. This was not in accordance with the members agreement and hence, the amounts drawn by the members in prior years are now treated correctly resulting in

- a) an increase in amounts due from the members by £2,406,742, and
- b) a reduction in members' capital by £2,406,742

The net effect on profit and loss and total members' interest is Nil

#### 6. DEBTORS

	2011	2010 (restated)
	£	£
Finance lease receivables	12,124,271	12,511,766
Other debtors	5,467	4
Amounts due from members	3,417,805	2,406,742
	<u>15,547,543</u>	<u>14,918,512</u>

The debtors above include the following amounts falling due after more than one year

	2011	2010 (restated)
	£	£
Finance lease debtor	<u>11,663,119</u>	<u>12,124,271</u>

#### 7. CREDITORS: Amounts falling due within one year

	2011	2010 (restated)
	£	£
Trade creditors	—	5,000
Other creditors	1,216	15,500
	<u>1,216</u>	<u>20,500</u>

#### 8. CONTINGENT LIABILITIES

Barclays Bank plc has placed a charge over the LLP's Barclays dedicated bank account and all monies standing in that account from time to time, as well as all of the LLP's rights, interest and title in respect of the films entitled "Katil Kab Kyon Kahan", "Love Part 2", "Mamoo", "Shanti", "Devil's Chair", "Rollin With The Nines", "Waiting For Dublin" and "Housewarming", in order to secure the amounts borrowed by the individual members under facility letters that were entered into for the purpose of funding their capital contributions in the LLP

# ROSE FILM PARTNERSHIP LLP

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 5TH APRIL 2011

#### 9. APB ETHICAL STANDARDS

In common with many other businesses of our size and nature we use our auditors to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements

#### 10. RELATED PARTY TRANSACTIONS

In the opinion of the members there is no controlling party

No transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard for smaller entities (effective April 2008)

#### 11. MEMBERS' INTERESTS

	Members' other interests		Amounts		
	Members' capital (classified as equity) (restated)	Other reserves	Total members' other interests (restated)	due from members in debtors (restated)	Total (restated)
	£	£	£	£	£
Balance at 6th April 2010	12,496,755	-	12,496,755	-	12,496,755
Prior year adjustment (see note 5)	2,406,742	-	2,406,742	(2,406,742)	-
Balance at 6th April 2010 restated	14,903,497	-	14,903,497	(2,406,742)	12,496,755
Profit for the financial year available for discretionary division amongst members		595,202	595,202		595,202
Members' interests after profit for the year	14,903,497	595,202	15,498,699	(2,406,742)	13,091,957
Introduced by members	50,000		50,000	(12,626)	37,374
Drawings				(998,437)	(998,437)
Other movements	595,202	(595,202)	-		-
Balance at 5th April 2011	15,548,699	-	15,548,699	(3,417,805)	12,130,894