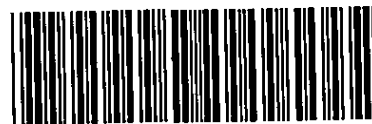


WARNER CHAPPELL MUSIC GROUP (UK) LIMITED
(Registered in England No 1853621)

REPORT AND UNAUDITED FINANCIAL STATEMENTS

30 SEPTEMBER 2012

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WARNER CHAPPELL MUSIC GROUP (UK) LIMITED

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WARNER CHAPPELL MUSIC GROUP (UK) LIMITED

Registration No 1853621

DIRECTORS

J Dyball
M Lavin
R Booker

SECRETARY

Olswang Cossec Limited

REGISTERED OFFICE

Seventh floor
90 High Holborn
London
WC1V 6XX

WARNER CHAPPELL MUSIC GROUP (UK) LIMITED

REPORT OF THE DIRECTORS

The directors present their annual report on the affairs of the company, together with the unaudited financial statements, for the year ended 30 September 2012

BUSINESS REVIEW

The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and preceding financial period. It is anticipated that the company will remain dormant for the foreseeable future. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the company. There are no risks or uncertainties facing the company including those within the context of the use of financial instruments.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the year ended 30 September 2012 were as listed on page 2

On behalf of the board



M Lavin
Director

Date 24-5-13

WARNER CHAPPELL MUSIC GROUP (UK) LIMITED

BALANCE SHEET AT 30 SEPTEMBER 2012

	Notes	2012 £	2011 £
Debtors falling due in greater than one year		1	1
		<u> </u>	<u> </u>
Total Assets		1	1
		<u>=====</u>	<u>=====</u>
Capital and reserves			
Equity share capital	2	1	1
		<u> </u>	<u> </u>
Shareholders' funds	2	1	1
		<u>=====</u>	<u>=====</u>

The company did not trade during the current or preceding period and has made neither profit nor loss, nor any other recognised gain or loss

For the year ending 30 September 2012 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

Directors' responsibilities

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

The financial statements of Warner Chappell Music Group (UK) Limited (registered number 1853621) were approved by the board of directors and were signed on its behalf by



M Lavin
Director

Dated 24-5-13

The notes on page 5 form part of these financial statements

WARNER CHAPPELL MUSIC GROUP (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS AT 30 SEPTEMBER 2012

1 ACCOUNTING POLICIES

These financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards

2 SHARE CAPITAL

	2012	2011
	£	£
Authorised		
40,000,000 ordinary shares of £1 each	40,000,000	40,000 000
	=====	=====
Allotted, called up and fully paid		
1 ordinary share of £1	1	1
	=====	=====

3 PARENT UNDERTAKING AND ULTIMATE PARENT UNDERTAKING

WMG Acquisition (UK) Limited is the company's immediate parent undertaking

AI Entertainment Holdings LLC is the ultimate parent undertaking Warner Music Group Corp was the parent undertaking of the smallest group of undertakings of which the company was a member and for which group financial statements are drawn up Copies of Warner Music Group Corp's financial statements can be obtained from 1209 Orange Street, Wilmington, DE 19801, USA