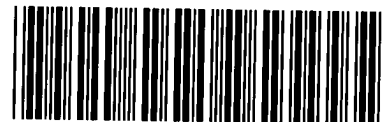


**STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017
FOR
ALTUS MEDIA (TWO) LTD
PREVIOUSLY KNOWN AS ALTUS MEDIA (TWO) PLC**

FRIDAY



L6G0UK88

LD6

29/09/2017

#62

COMPANIES HOUSE

ALTUS MEDIA (TWO) LTD

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017**

	Page
Company Information	1
Strategic Report	2
Report of the Directors	3
Report of the Independent Auditors	5
Income Statement	7
Other Comprehensive Income	8
Balance Sheet	9
Statement of Changes in Equity	10
Cash Flow Statement	11
Notes to the Cash Flow Statement	12
Notes to the Financial Statements	13
Profit and Loss Account	16

ALTUS MEDIA (TWO) LTD
COMPANY INFORMATION
FOR THE YEAR ENDED 31 MARCH 2017

DIRECTORS:

P A P Brett
J J M Fields

SECRETARY:

R G C Horsley

REGISTERED OFFICE:

Valhalla House
30 Ashby Road
Tove Valley Business Park
Towcester
Northamptonshire
NN12 6PG

REGISTERED NUMBER:

08260708 (England and Wales)

SENIOR STATUTORY AUDITOR: David Segall

AUDITORS:

Macalvins Limited
Chartered Accountants
and Statutory Auditors
7 St John's Road
Harrow
Middlesex
HA1 2EY

ALTUS MEDIA (TWO) LTD

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 MARCH 2017**

The directors present their strategic report for the year ended 31 March 2017.

PRINCIPAL ACTIVITY

The Principal activities of the Company are the production, co-production and exploitation of high quality commercial independent film and television projects.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The company has in the past entered into production agreements for, or incurred costs in relation to services provided to develop, Sin City 2, Welcome to New York, The Journey, Exeter (f.k.a Backmask), Better living through chemistry, Chef, Echo Lake Development Slate, Last Days of Mars, Madame Bovary, Nina, Wolf Hall and The Hallow (f.k.a The Woods). The company continues to hold rights to these projects, but no new projects were entered in to during the period. The company monitor the performance of existing projects that have been released and expects future incomes to continue. The Company is also working with Echo Lake to seek opportunities for a slate of projects that have been developed.

PRINCIPAL RISKS AND UNCERTAINTIES

The Board is required to follow a strict risk mitigation strategy when deciding which film projects to enter in to. However, the commercial success of a film is always uncertain and failure of a film project is the principal risk to the company.

KEY PERFORMANCE INDICATORS

The Key Performance Indicator for the Company is the Net Asset Value (NAV) and whether it is increasing or decreasing. The NAV as at the year-end date is £2,541,223 (2016: £2,560,451). The decrease is mainly due to disappointing performance from a number of projects leading to receipts by the company that were below expectations, and also due to loan repayments during the year.

ON BEHALF OF THE BOARD:



.....
J J M Fields - Director

Date: 27/9/17

ALTUS MEDIA (TWO) LTD
REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 MARCH 2017

The directors present their report with the financial statements of the company for the year ended 31 March 2017.

CHANGE OF NAME

The company passed a special resolution on 5 April 2017 changing its name from Altus Media (Two) Plc to Altus Media (Two) Ltd.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the production, co-production and exploitation of high quality commercial independent film and television projects.

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2017.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2016 to the date of this report.

P A P Brett
J J M Fields

Other changes in directors holding office are as follows:

P Nichols - resigned 14 March 2017
T J D Smith - resigned 5 October 2016

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

This information is included in the strategic report.

RESULT

The loss for the period amounted to £19,228 (2016: £40,869 profit) .

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors 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 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;
- make judgements 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 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.

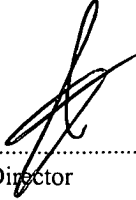
ALTUS MEDIA (TWO) LTD

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 MARCH 2017**

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:



.....
J J M Fields - Director

Date: 27/9/17

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ALTUS MEDIA (TWO) LTD

We have audited the financial statements of Altus Media (Two) Ltd for the year ended 31 March 2017 on pages seven to fifteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors 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 and express an opinion on 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 Ethical Standards for Auditors.

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 company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements, and has been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the company and its environment, we have not identified any material misstatements in the Strategic Report or the Report of the Directors.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
ALTUS MEDIA (TWO) LTD**

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 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
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

David Segall (Senior Statutory Auditor)
for and on behalf of Macalvins Limited
Chartered Accountants
and Statutory Auditors
7 St John's Road
Harrow
Middlesex
HA1 2EY

27 September 2017

ALTUS MEDIA (TWO) LTD

**INCOME STATEMENT
FOR THE YEAR ENDED 31 MARCH 2017**

	Notes	2017 £	2016 £
TURNOVER	3	25,235	65,209
Administrative expenses		<u>50,889</u>	<u>24,340</u>
OPERATING (LOSS)/PROFIT	5	(25,654)	40,869
Interest receivable and similar income		<u>6,426</u>	<u>-</u>
(LOSS)/PROFIT BEFORE TAXATION		(19,228)	40,869
Tax on (loss)/profit	6	<u>-</u>	<u>-</u>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		<u><u>(19,228)</u></u>	<u><u>40,869</u></u>

The notes form part of these financial statements

ALTUS MEDIA (TWO) LTD

**OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2017**

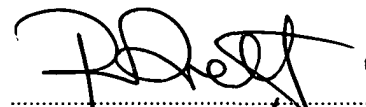
	Notes	2017 £	2016 £
(LOSS)/PROFIT FOR THE YEAR		(19,228)	40,869
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>(19,228)</u>	<u>40,869</u>

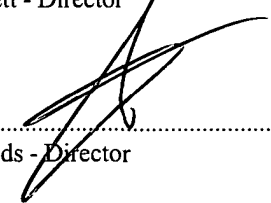
The notes form part of these financial statements

BALANCE SHEET
31 MARCH 2017

	Notes	2017 £	2016 £
CURRENT ASSETS			
Debtors	7	2,503,532	2,544,514
Cash at bank		88,564	19,754
		<u>2,592,096</u>	<u>2,564,268</u>
CREDITORS			
Amounts falling due within one year	8	50,873	3,817
NET CURRENT ASSETS		<u>2,541,223</u>	<u>2,560,451</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>2,541,223</u>	<u>2,560,451</u>
CAPITAL AND RESERVES			
Called up share capital	9	3,975,537	3,975,537
Retained earnings	10	(1,434,314)	(1,415,086)
SHAREHOLDERS' FUNDS		<u>2,541,223</u>	<u>2,560,451</u>

The financial statements were approved by the Board of Directors on 27/9/17 and were signed on its behalf by:


.....
P A P Brett - Director


.....
J J M Fields - Director

ALTUS MEDIA (TWO) LTD

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2017**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2015	3,975,537	(1,455,955)	2,519,582
Changes in equity			
Total comprehensive income	-	40,869	40,869
Balance at 31 March 2016	<u>3,975,537</u>	<u>(1,415,086)</u>	<u>2,560,451</u>
Changes in equity			
Total comprehensive income	-	(19,228)	(19,228)
Balance at 31 March 2017	<u><u>3,975,537</u></u>	<u><u>(1,434,314)</u></u>	<u><u>2,541,223</u></u>

The notes form part of these financial statements

ALTUS MEDIA (TWO) LTD

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 MARCH 2017**

	Notes	2017 £	2016 £
Cash flows from operating activities			
Cash generated from operations	1	23,925	364,995
Net cash from operating activities		<u>23,925</u>	<u>364,995</u>
Cash flows from investing activities			
Interest received		6,426	-
Net cash from investing activities		<u>6,426</u>	<u>-</u>
Cash flows from financing activities			
New loans in year		(12,115)	-
Loan repayments in year		50,574	(346,714)
Net cash from financing activities		<u>38,459</u>	<u>(346,714)</u>
Increase in cash and cash equivalents		<u>68,810</u>	<u>18,281</u>
Cash and cash equivalents at beginning of year	2	19,754	1,473
Cash and cash equivalents at end of year	2	<u><u>88,564</u></u>	<u><u>19,754</u></u>

The notes form part of these financial statements

ALTUS MEDIA (TWO) LTD

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2017

1. RECONCILIATION OF (LOSS)/PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2017	2016
	£	£
(Loss)/profit before taxation	(19,228)	40,869
Provision against amount due	2,483	-
Finance income	(6,426)	-
	<u>(23,171)</u>	<u>40,869</u>
Decrease in trade and other debtors	40	323,809
Increase in trade and other creditors	47,056	317
	<u>47,096</u>	<u>324,126</u>
Cash generated from operations	<u>23,925</u>	<u>364,995</u>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2017

	31.3.17	1.4.16
	£	£
Cash and cash equivalents	<u>88,564</u>	<u>19,754</u>

Year ended 31 March 2016

	31.3.16	1.4.15
	£	£
Cash and cash equivalents	<u>19,754</u>	<u>1,473</u>

The notes form part of these financial statements

ALTUS MEDIA (TWO) LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

1. STATUTORY INFORMATION

Altus Media (Two) Ltd is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Going concern

After reviewing the company's financial position and the expected activities, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least the 12 months from the approval of these financial statements. The company therefore continues to adopt the going concern basis in preparing its financial statements.

Turnover

Turnover comprise amounts invoiced for film production services, excluding value added tax.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated in to sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

Deferred tax

Deferred tax asset has not been recognised as there is no certainty of profit being earned by the company.

3. TURNOVER

The whole of the turnover is attributable to the principal activity of the company.

All turnover arose within the United Kingdom.

4. EMPLOYEES AND DIRECTORS

There were no staff costs for the year ended 31 March 2017 nor for the year ended 31 March 2016.

	2017 £	2016 £
Directors' remuneration	-	-

5. OPERATING (LOSS)/PROFIT

The operating loss (2016 - operating profit) is stated after charging/(crediting):

	2017 £	2016 £
Auditors' remuneration	3,700	5,050
Foreign exchange differences	(1,314)	(26,514)

ALTUS MEDIA (TWO) LTD

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2017

6. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose for the year ended 31 March 2017 nor for the year ended 31 March 2016.

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2017 £	2016 £
(Loss)/profit before tax	<u>(19,228)</u>	<u>40,869</u>
(Loss)/profit multiplied by the standard rate of corporation tax in the UK of 20% (2016 - 20%)	(3,846)	8,174
Effects of:		
Expenses not deductible for tax purposes	600	640
Unutilised tax losses c/fwd	<u>3,246</u>	<u>(8,814)</u>
Total tax charge	<u>-</u>	<u>-</u>

The company has £1,428,114 tax trading losses to carry forward. (2016: £1,411,886).

7. DEBTORS

	2017 £	2016 £
Amounts falling due within one year:		
Amounts owed by related companies	73,058	114,000
Other debtors	-	140
VAT	810	710
	<u>73,868</u>	<u>114,850</u>
Amounts falling due after more than one year:		
Other debtors	<u>2,429,664</u>	<u>2,429,664</u>
Aggregate amounts	<u>2,503,532</u>	<u>2,544,514</u>

Included in other debtors is an amount of £2,429,664 (2016: £2,429,664) which, under the terms of an undertaking provided, cannot be recovered until such time as one or more loans made by one or more lenders to the shareholders of the company are repaid by the shareholder from such other resources of the relevant shareholders as are available other than from investment in this company.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2016 £
Trade creditors	4,301	-
Accrued expenses	<u>46,572</u>	<u>3,817</u>
	<u>50,873</u>	<u>3,817</u>

ALTUS MEDIA (TWO) LTD

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2017

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2017 £	2016 £
3,975,537	Ordinary	£1	<u>3,975,537</u>	<u>3,975,537</u>

10. RESERVES

	Retained earnings £
At 1 April 2016	(1,415,086)
Deficit for the year	<u>(19,228)</u>
At 31 March 2017	<u>(1,434,314)</u>

11. CONTINGENT LIABILITIES

The shareholders of the company have borrowed £2,429,664 from a lender. The company has amounts receivable amounting to £2,429,664 (2016: £2,429,664) which are held by a third party. The lender or lenders have rights to claim repayment from balances held with a third party in the event of the shareholders not repaying the loan or loans made to them by the lender. No provision has been made in respect of any sums that will become payable in the event of the shareholders not repaying their loans. The directors are of the opinion that no provision is necessary in this respect as any shortfalls (and associated costs thereof) would be directly recoverable from the other resources of the relevant shareholders.

12. OTHER FINANCIAL COMMITMENTS

The company had no financial commitments as at 31 March 2017.

13. RELATED PARTY DISCLOSURES

During the period the company has made and received loan advances to, and purchased services from the entities listed below, related parties by virtue of common directorship.

Loan advances are not interest bearing and are repayable on demand. Purchases relate to film and professional consultancy costs.

	Balance at 01 April 2016 £	Sales £	Purchase £	Loans repayments £	Balance at 31 March 2017 £
Altus Media (Five) Ltd	114,000	-	-	(50,574)	63,426
Altus Media (Six) Ltd	-	-	-	12,115	12,115

A provision of £2,484 has been made against the amount due from Altus Media (Six) Ltd..

Interest amounting to £6,426 was receivable from Altus Media (Five) Ltd.

Film service fees amounting to £39,525 were payable to Valhalla Private Client Services LLP, a partnership in which the Directors have a material interest. This amount is included in creditors under accruals.

Also see notes 7.