
Warner Music Denmark A/S

Falkoner Allé 7, 3, DK-2000 Frederiksberg

Annual Report for 1 October 2017 - 30 September 2018

CVR No 12 66 78 33

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
17/12 2018

Mark Smith
Chairman of the General
Meeting

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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Warner Music Denmark A/S for the financial year 1 October 2017 - 30 September 2018.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 30 September 2018 of the Company and of the results of the Company operations for 2017/18.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Frederiksberg, 17 December 2018

Executive Board

Mikkel Torsting
CEO

Board of Directors

Per Jonas Osborne Siljemark
Chairman

Mikkel Torsting

Roger Denys Booker

Independent Auditor's Report

To the Shareholder of Warner Music Denmark A/S

Opinion

We have audited the Financial Statements of Warner Music Denmark A/S for the financial year 1 October 2017 - 30 September 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 September 2018 and of the results of the Company's operations for the financial year 1 October 2017 - 30 September 2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the

Independent Auditor's Report

audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information re-

Independent Auditor's Report

quired under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

København, 17 December 2018

KPMG

Statsautoriseret Revisionspartnerselskab

CVR No 25 57 81 98

Martin Eiler

statsautoriseret revisor

mne32271

Company Information

The Company

Warner Music Denmark A/S
Falkoner Allé 7, 3
DK-2000 Frederiksberg

CVR No: 12 66 78 33
Financial period: 1 October - 30 September
Municipality of reg. office: Frederiksberg

Board of Directors

Per Jonas Osborne Siljemark, Chairman
Mikkel Torsting
Roger Denys Booker

Executive Board

Mikkel Torsting

Auditors

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
DK-2100 København Ø

Management's Review

Financial Statements of Warner Music Denmark A/S for 2017/18 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Annual Report has been prepared under the same accounting policies as last year.

Main activity

The Company's purpose is to participate in production and publication of musical and literary compositions, records, tapes, audio and video cassettes, COs, DCC, MiniDisc and other phonogram, audio and video media and to participate in all activities within music and entertainment and take over both directly and indirectly controlling and minor interest in companies and groups with the same or similar purposes.

Development in the year

The income statement of the Company for 2017/18 shows a profit of TDKK 16,677 (2016/17 a profit of TDKK 4,379) and at 30 September 2018 the balance sheet of the Company shows equity of TDKK 37,573 (30 September 2017: TDKK 25,896)

The increase in profit from 2016/17 to 2017/18 is a result of a multiple factors, but in particular, the changes in accounting estimate from cash to accrual for neighboring rights and the timing of neighboring rights payments from the collection societies.

Targets and expectations for the year ahead

For the year 2018/19, the management expects a positive result.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 1 October - 30 September

	Note	2017/18 TDKK	2016/17 TDKK
Gross profit/loss		46.281	29.725
Staff expenses	1	-19.026	-18.271
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-5.842	-5.750
Profit before financial income and expenses		21.413	5.704
Financial income	2	224	89
Financial expenses		-65	-73
Profit before tax		21.572	5.720
Tax on profit/loss for the year	3	-4.895	-1.341
Net profit/loss for the year		16.677	4.379

Distribution of profit

Proposed distribution of profit

Extraordinary dividend paid	5.000	10.000
Retained earnings	11.677	-5.621
	16.677	4.379

Balance Sheet 30 September

Assets

	Note	2018 TDKK	2017 TDKK
Catalogues and artist contracts		34.176	39.581
Intangible assets		34.176	39.581
Other fixtures and fittings, tools and equipment		704	697
Leasehold improvements		154	234
Property, plant and equipment		858	931
Fixed assets		35.034	40.512
Trade receivables		7.357	5.528
Receivables from group enterprises		33.875	6.768
Other receivables		831	807
Prepayments		3.026	4.956
Receivables		45.089	18.059
Cash at bank and in hand		13.122	7.586
Currents assets		58.211	25.645
Assets		93.245	66.157

Balance Sheet 30 September

Liabilities and equity

	Note	2018 TDKK	2017 TDKK
Share capital		500	500
Retained earnings		37.073	25.396
Equity		37.573	25.896
Provision for deferred tax		8.662	8.521
Provisions		8.662	8.521
Trade payables		31.351	21.809
Payables to group enterprises		3.550	2.525
Corporation tax		7.301	2.547
Other payables		4.808	4.859
Short-term debt		47.010	31.740
Debt		47.010	31.740
Liabilities and equity		93.245	66.157
Contingent assets, liabilities and other financial obligations	4		
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Statement of Changes in Equity

	Share capital	Retained earnings	Total
	TDKK	TDKK	TDKK
Equity at 1 October	500	25.396	25.896
Extraordinary dividend paid	0	-5.000	-5.000
Net profit/loss for the year	0	16.677	16.677
Equity at 30 September	500	37.073	37.573

Notes to the Financial Statements

	2017/18 TDKK	2016/17 TDKK
1 Staff expenses		
Wages and salaries	16.192	15.091
Pensions	1.234	1.090
Other social security expenses	65	59
Other staff expenses	1.535	2.031
	19.026	18.271
Average number of employees	28	27
2 Financial income		
Interest received from group enterprises	224	35
Other financial income	0	54
	224	89
3 Tax on profit/loss for the year		
Current tax for the year	4.754	2.547
Deferred tax for the year	141	(1.206)
	4.895	1.341

Notes to the Financial Statements

	2018 TDKK	2017 TDKK
4 Contingent assets, liabilities and other financial obligations		
Rental and lease obligations		
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	16	14
Between 1 and 5 years	9	23
	25	37

Rental obligations, expiry 2019/20	2.223	583
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Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Warner/Chappell Music Denmark A/S, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on un-earned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

5 Related parties

Consolidated Financial Statements

Parent:

Name	Place of registered office
Warner Music Group Corp	Unites States of America

Requisitioning of the parent's consolidated financial statements:

[Https://investors.wmg.com](https://investors.wmg.com)

Notes to the Financial Statements

6 Accounting Policies

The Annual Report of Warner Music Denmark A/S has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied are consistent with those of last year.

Changes in accounting estimates

At 30 September 2017, Management did not have sufficient knowledge to estimate the neighbouring rights income according to the recognition criteria of the Danish Financial Statements Act. Management has during the financial year 2017/18 obtained sufficient knowledge and data to accurately estimate non-received income from neighbouring rights, after which an accrual has been made as at 30 September 2018. The effect from this change to an accounting estimate, is an increase in gross profit of TDKK 5,859 for the financial year 2017/18.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

6 Accounting Policies (continued)

Income Statement

Revenue

Income from the sale of goods and finished goods was recognised in revenue at the time of delivery and when the risk passes to the buyer, provided that the income can be made up reliably and is expected to be received.

Income from neighbouring rights is recognized on cash basis up until 30 September 2017 as it was not possible with reasonable accuracy to estimate non-received income.

License and royalty income is recognised over the term of the agreement in accordance with the contents of the agreement.

Revenue is measured net of all types of discounts/rebates granted. Also, revenue is measured net of VAT and other indirect taxes charged on behalf of third parties.

Other external expenses

Other external expenses comprise the year's expenses relating to the entity's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Staff expenses

Staff expenses comprise wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

The cost for completed development projects and acquired IP rights is amortised over the expected useful life. Acquired IP rights include Catalogues and artists contracts.

Notes to the Financial Statements

6 Accounting Policies (continued)

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement.

The Company is jointly taxed with Danish group entities. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance Sheet

Intangible assets

Acquired intangible rights include catalogues and contracts with artists.

Acquired intangible rights are measured at cost less accumulated amortisation and impairment losses. Gains or losses on the sale of intangible assets are recognised in the income statement under 'Other operating income' or 'Other operating expenses', respectively. Gains or losses are calculated by reference to the difference between the selling price less selling expenses and the carrying amount at the time of sale.

The estimated useful lives for intangible assets are as follows:

Artist contracts has a useful lifetime of 10 years

Catalogues has a useful lifetime of 13 years

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the

Notes to the Financial Statements

6 Accounting Policies (continued)

expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment 3-5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation. If there is an indication of impairment, an impairment test is made for each individual asset or group of assets, respectively, generating independent cash flows. The assets are written down to the higher of the value in use and the net selling price of the asset or group of assets (recoverable amount) if its lower than the carrying amount. Where an impairment loss is recognised on a group of assets, a loss must first be allocated to goodwill and then to the other assets on a pro rata basis.

If so, the asset is written down to its lower recoverable amount.

Receivables

Receivables are recognised in the balance sheet at amortised cost, which substantially corresponds to nominal value. Provisions for estimated bad debts are made. Provisions are made to the lower of the net realisable value and the carrying amount.

Prepayments

Prepayments recognised under 'Assets' comprise prepaid expenses regarding subsequent financial reporting years.

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Deferred tax assets and liabilities

Provisions for deferred tax are calculated, based on the liability method, of all temporary differences between carrying amounts and tax values, with the exception of temporary differences occurring at the time of acquisition of assets and liabilities neither affecting the results of operations nor the taxable income, as well as temporary differences on non-amortisable goodwill.

Notes to the Financial Statements

6 Accounting Policies (continued)

Corporation tax

Current tax payable and recievable is recognised in the balance sheet as the estimated tax charge in respect of the taxable income for the year, adjusted for tax on prior years' taxable income and tax paid on account.

Financial debts

Other debts are measured at net realisable value.