

UNITED INTERNATIONAL PICTURES ApS

Hauchsvej 13
1825 Frederiksberg C

Annual report
1 January 2019 - 31 December 2019

**The annual report has been presented and
approved on the company's general meeting the**

29/05/2020

Michael Berg
Chairman of general meeting

Content**Company informations**

Company informations	3
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Reports

Statement by Management	4
-------------------------------	---

Auditor's Reports

The independent auditor's report on financial statements	5
--	---

Management's Review

Management's Review	7
---------------------------	---

Financial statement

Accounting Policies	8
---------------------------	---

Income statement	10
------------------------	----

Balance sheet	11
---------------------	----

Statement of changes in equity	13
--------------------------------------	----

Disclosures	14
-------------------	----

Company information

Reporting company UNITED INTERNATIONAL PICTURES ApS
Hauchsvej 13
1825 Frederiksberg C

CVR-nr: 30759028
Reporting period: 01/01/2019 - 31/12/2019

Auditor ERNST & YOUNG GODKENDT REVISIONSPARTNERSELSKAB
Dirch Passers Allé 36
2000 Frederiksberg
DK Danmark
CVR-nr: 30700228
P-number: 1013415044

Statement by Management

Today, the Executive Board discussed and approved the Annual Report for United International Pictures ApS (the Company) for the financial year 1 January - 31 December 2019.

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 Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019.

In our opinion, the management's review includes a fair review of the matters dealt with in the Management's review.

We recommend the adoption of the annual report at the annual general meeting.

Frederiksberg, the 29/05/2020

Management

David Andrew Childs

Michael Berg

The independent auditor's report on financial statements

To the shareholders of United International Pictures ApS

Opinion

We have audited the financial statements of United International Pictures ApS for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including 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 31 December 2019 and the result of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with the International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibility" section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

INDEPENDENCE

We are independent of the Company in accordance with the International Ethics Standards Board for Accountant's Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Responsibilities of management for the financial statements

Management is responsible for the preparation of the 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 responsibility

Our objectives are to obtain reasonable assurance as to 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 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 the financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark,

we exercise professional judgment and maintain professional scepticism throughout the 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 going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exist 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 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 note disclosures, and whether the financial statements represents 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 the management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the 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 of the Management's review.

Frederiksberg, 29/05/2020

Peter Jensen , mne33246

State Authorised Public Accountant

ERNST & YOUNG GODKENDT REVISIONSPARTNERSELSKAB

CVR: 30700228

Management's Review

Business activities and mission

The Company's principal business activity is distributing films to the Danish Cinemas.

Business review

The Company's income statement for the year ended 31 December 2019 shows a profit of DKK 1.976.899 (after tax a profit of DKK 1.542.017) and the balance sheet at 31 December shows an equity of DKK 5.781.523.

The Management does not propose a dividend for 2019.

The Company released 39 titles in 2019 to the Danish cinemas and "How To Train Your Dragon 3", "Downton Abbey" and "Secret Life of Pets 2" were among the biggest successes.

Post Balance sheet events

No post balance sheet events have occurred, which would materially affect the assessment of the Company's financial position as at 31 December 2019.

The Coronavirus has resulted in closure of cinemas from late March to late May, where we are seeing a gradual reopening, and many film releases have been postponed. As a result of this situation we expect a significant reduced activity and profit for 2020. Despite the reduction in activity and profit the Company will have sufficient cash flow to support the continued operation and the UIP group has offered continued financial support to the Company if this should be required.

The company has established a work from home routine during the closing of the cinemas and costs have been closely monitored and reduced to reflect the lower activity.

Accounting Policies

The annual report has been prepared in accordance with the regulation applying to Reporting class B. There have been options of certain rules in reporting class C. The accounting policies are consistent with those of last year.

Reporting currency

The annual report is presented in Danish kroner.

Currency translation

Transactions in foreign currency are translated into Danish kroner at the exchange rate at the date of transaction.

Monetary items in foreign currency are translated into Danish kroner at the exchange rate at the balance sheet date. Realised and unrealised exchange gains and losses are recognised in the income statement as financial income/expenses.

Income Statement

Gross Margin

With reference to § 32 of the Danish Financial Statements Act Film rental income, Producers share, Other operating income and Other external expenses are grouped in the item Gross margin.

The Company records film rental income etc. based on invoiced rentals. Film rental income is accrued in the period it covers. Film rental income is measured after deduction of all kinds of rebates. VAT and fees charged on behalf of third parties are also deducted.

License and royalty expenses to film producers are calculated according to license agreements, and are recognised as the transactions are carried through.

Other operating income includes items of a secondary nature relative to the entity's core business.

Other external expenses includes expenses to distribution, sales, advertising, administration, facilities etc.

Cost to release film include translation and early release advertising is charged to expenses as incurred.

Depreciation and write-downs

Depreciation and write-downs include depreciation and write-downs of property, plant and equipment. The basis of depreciation is based on the residual value of the asset at the end of its useful life and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

Property, plant and equipment are depreciated on a straight-line basis over the expected useful life of the individual assets.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The depreciation periods, measured by reference to the historic cost are as follows:

	Depreciation- period (years)
Buildings	50
Other fixtures and fittings, tools and equipment	3-10

In case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in the accounting estimates.

Gains or losses on the disposal of fixed assets are calculated as the difference between the selling price less costs to sell and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating expenses, respectively.

Net financials

Financial income and expenses are recognised in the income statement at the amounts that relate to the reporting period. Net financials include interest income and expenses.

Tax

Tax for the year consists of the actual tax based on the taxable income. The taxable income is consistent with guidelines previously issued by the Tax authorities. In the balance sheet, provisions are made for current tax payable less prepaid tax payments.

Balance sheet**Property, plant and equipment**

Property, plant and equipment comprise land and buildings and other fixtures, fittings, tools and equipment. On initial recognition, items of property, plant and equipment are measured at cost.

Land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation. Land is not depreciated.

Cost comprise the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. Production overheads and borrowing costs are not included in the cost.

Impairment of fixed assets

Fixed assets are analysed annually for indications of impairment. In case of indications an impairment test is performed for each single asset or group of assets that generate an independent cash-flow. The assets are written down to the highest of capital value and the net sales price, if this value is lower than book value.

Receivables

Trade receivables, etc. are measured at the lower of amortised cost and the net realisable value, calculated by reference to an assessment of each individual receivable.

Prepayments

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

Equity - dividend

Proposed dividend is included as a debt at the time of declaration at the Annual General Meeting. Dividend expected to be paid in the coming year is shown as a separate item in the equity specification.

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent reporting years.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. Interest bearing debt is subsequently measured at amortised cost, using the effective interest rate method.

Trade payables and other debt is subsequently measured at amortised cost corresponding to the nominal unpaid debt.

Income statement 1 Jan 2019 - 31 Dec 2019

	Disclosure	2019 kr.	2018 kr.
Gross profit (loss)		10,155,444	11,509,157
Employee expense	1	-8,173,383	-8,247,016
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets	2	-74,538	-55,721
Profit (loss) from ordinary operating activities		1,907,523	3,206,420
Other finance income		96,493	0
Other finance expenses		-27,117	-33,678
Profit (loss) from ordinary activities before tax		1,976,899	3,172,742
Tax expense	3	-434,882	-697,983
Profit (loss)		1,542,017	2,474,759
Proposed distribution of results			
Proposed dividend recognised in equity		0	2,500,000
Retained earnings		1,542,017	-25,241
Proposed distribution of profit (loss)		1,542,017	2,474,759

Balance sheet 31 December 2019

Assets

	Disclosure	2019 kr.	2018 kr.
Land and buildings		812,489	812,489
Fixtures, fittings, tools and equipment		172,993	247,530
Property, plant and equipment	4	985,482	1,060,019
Total non-current assets		985,482	1,060,019
Trade receivables		3,539,523	9,648,187
Tax receivables		44,082	26,997
Other receivables		21,953	84,232
Receivables		3,605,558	9,759,416
Cash and cash equivalents		8,448,020	6,835,924
Current assets		12,053,578	16,595,340
Total assets		13,039,060	17,655,359

Balance sheet 31 December 2019

Liabilities and equity

	Disclosure	2019	2018
		kr.	kr.
Contributed capital		299,000	299,000
Revaluation reserve		671,000	671,000
Retained earnings		4,811,523	3,269,506
Proposed dividend		0	2,500,000
Total equity		5,781,523	6,739,506
Other payables, including tax payables, liabilities other than provisions		207,450	0
Long-term liabilities other than provisions, gross		207,450	0
Trade payables		3,912,934	7,472,455
Payables to group enterprises		693,507	778,846
Other payables, including tax payables, liabilities other than provisions		2,443,646	2,664,552
Short-term liabilities other than provisions, gross		7,050,087	10,915,853
Liabilities other than provisions, gross		7,257,537	10,915,853
Liabilities and equity, gross		13,039,060	17,655,359

Statement of changes in equity 1 Jan 2019 - 31 Dec 2019

	Contributed capital	Revaluation reserve	Retained earnings	Proposed dividend recognised in equity	Total
	kr.	kr.	kr.	kr.	kr.
Equity, beginning balance	299,000	671,000	3,269,506	2,500,000	6,739,506
Dividend paid				-2,500,000	-2,500,000
Profit (Loss)			1,542,017	0	1,542,017
Equity, ending balance	299,000	671,000	4,811,523	0	5,781,523

Disclosures

1. Employee expense

	2019	2018
	kr.	kr.
Wages and salaries	7.021.780	7.153.264
Post employment benefit expense	582.753	567.455
Social security contributions	98.839	89.540
Contractor	388.248	382.491
Other staff costs	81.763	54.266
	8.173.383	8.247.016

2. Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets

	2019	2018
	kr.	kr.
Buildings	0	0
Other fixtures, fittings, tools and equipment	74.538	55.721
	74.538	55.721

3. Tax expense

	2019	2018
	kr.	kr.
Current tax	434.918	698.003
Prior year adjustments	-36	-20
	434.882	697.983

4. Property, plant and equipment

	Land and buildings	Fixtures, fittings, tools and equipment	Property, plant and equipment
	kr.	kr.	kr.
Cost, beginning of year	2.416.768	1.161.918	3.578.686
Increase	0	0	0
Decrease	0	-47.133	-47.133
Cost, end of year	2.416.768	1.114.785	3.531.553
Revaluations, beginning of year	671.000	0	671.000
Revaluation, this year	0	0	0
Revaluations, end of year	671.000	0	671.000
Impairment losses and amortisation, beginning of year	-2.275.279	-914.388	-3.189.667
Impairment losses, this year	0	-74.538	-74.538
Reversal on disposal	0	47.134	47.134
Impairment losses and amortisation, end of year	-2.275.279	-941.792	-3.217.071
Carrying value, end of year	812.489	172.993	985.482

The public land assessment of Danish properties at 1st of October 2018 totals kr. 9.200.000

5. Disclosure of contingent liabilities

No contingent liabilities existed at 31 December 2019

	2019	2018
	kr.	kr.
Operational leasing contracts covering a company car and printers		
Future leasing obligations		
Within 1 year	71.321	76.478
Between 1 and 5 years	13.374	84.695
After 5 years	0	0
	84.695	161.173

6. Disclosure of collaterals and assets pledges as security

No collaterals or securities for loans existed at 31 December 2019

7. Disclosure of ownership

Ownership

The company has registered the following shareholders holding more than 5% of the voting rights or nominal value:

United International Pictures
 Building 5, Chiswick park
 566 Chiswick High Road
 London W4 5YF
 UK

Group relations

Included in the consolidated financial statements of:

United International Pictures
 Building 5, Chiswick Park
 566 chiswick High Road
 London W4 5YF
 UK

Where a consolidated financial statement can be requested by letter addressed to the Chief Operating Officer.

8. Disclosure of significant events occurring after end of reporting period

Covid-19

The Coronavirus (Covid-19) has resulted in closure of cinemas from late March to late May, where we are seeing a gradual reopening, and many film releases have been postponed. As a result of this situation we expect a significant reduced activity and profit for 2020. Despite the reduction in activity and profit the Company will have sufficient cash flow to support the continued operation and the UIP group has offered continued financial support to the Company if this should be required.

The company has established a work from home routine during the closing of the cinemas and costs have been closely monitored and reduced to reflect the lower activity.

9. Information on average number of employees

	2019
Average number of employees	12

(2018: 12)