Registration number: 4042168

# 3sixtymedia Limited

**Financial Statements** 

for the Year Ended 31 December 2013

COMPANIES HOUSE



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30/09/2014

**#204** 

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# 3sixtymedia Limited Company Information

**Directors** 

Paul Bennett Sarah Woodward Peter Hall

Registered office

The London Television Centre

Upper Ground London SE1 9LT

Auditors

KPMG Audit Plc Chartered Accountants 15 Canada Square

London E14 5GL

## 3sixtymedia Limited Strategic Report for the Year Ended 31 December 2013

The directors present their strategic report for the year ended 31 December 2013.

#### Principal activity

The principal activity of 3sixtymedia Limited ("the Company") continues to be the provision of production and post production facilities.

#### Fair review of the business

The results for 3sixtymedia Limited ("the Company") show a profit for the period of £417,000 (2012: profit of £1,303,000) and sales of £8,682,000 (2012: £10,074,000). At the balance sheet date the Company had net assets of £5,615,000 (2012: net assets £5,198,000).

In January 2013 3sixtymedia Limited successfully transferred Studio production from Quay Street to Mediacity having negotiated a buy-out of Studio facilities from dock10 (formerly known as Mediacity Studios Ltd, MCSL). 3sixtymedia effectively rents Studio 'HQ4' from dock10 and in turn manages the provision of crews and all logistical operations enabling ITV Studios to produce its core production of Jeremy Kyle, Countdown & University Challenge.

The building of our new post production facilities in the Orange tower was completed while we also maintained 'business as usual' from our Quay Street base.

In Studio the core production days of Jeremy Kyle, Countdown and University Challenge were augmented by the addition of Soap Awards, Countdown Mash Up (Zeppotron), Show Me The Telly and University Challenge Graduates.

Post Production had a very busy year effectively running a dual site operation. Major shows were Jeremy Kyle, Coronation Street, Countdown, You've Been Framed, University Challenge & Tonight as well as many smaller titles for Factual & Entertainment. We also had external income from Red Productions working on Scott & Bailey and Last Tango In Halifax.

The Company's key financial and other performance indicators during the year were as follows:

	Unit	2013	2012
Net Margin	%	5	13
Overheads	£	2,864,000	3,353,000
EBITDA	£	494,000	1,263,000

#### **Future developments**

The Company is a participating employer in both ITV and BBC defined benefit schemes. There is a risk that the Company may cease to be a participating employer in one or both schemes in the future due to staff leaving and as a result the Company may incur additional pension liabilities. However, the staffing levels are now stable and the numbers are not currently low enough to cause immediate concern.

## 3sixtymedia Limited Strategic Report for the Year Ended 31 December 2013

#### Principal risks and uncertainties

The management of the business and execution of the Company's strategy are subject to a number of risks. These are:

Red Productions will cease to use 3sixtymedia post production facilities during 2014. Red Productions accounted for £540k of external post production turnover in 2013. Work is on-going to review how this loss can be mitigated.

The new base of post production in the Orange Tower at Mediacity means a loss of flex space that was previously available at Quay Street. 3sixtymedia will continue to review the space available during 2014.

As we review the space used at MediaCity 3sixtymedia believe there is opportunity to reduce some office support space while finding efficiencies in technical room flexibility.

Approved by the Board on 24 2014 and signed on its behalf by:

Paul Bennett Director

# 3sixtymedia Limited Directors' Report for the Year Ended 31 December 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

#### Directors of the company

The directors who held office during the year and up to the date of this report were as follows:

Paul Bennett Sarah Woodward Darren Berman (resigned 20 March 2013) Peter Hall (appointed 20 March 2013)

#### **Dividends**

The directors recommend a final dividend payment of £Nil be made in respect of the financial year ended 31 December 2013 (2012: £Nil).

#### Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

#### Reappointment of auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office.

Approved by the Board on 24 109 2014 and signed on its behalf by:

Paul Bennett Director

## 3sixtymedia Limited Statement of Directors' Responsibilities

The directors are responsible for preparing the Directors' Report, Strategic Report 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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures
  disclosed and explained in the financial statements; and
- 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 generally responsible for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

# 3sixtymedia Limited Independent Auditor's Report

We have audited the financial statements of 3sixtymedia Limited for the year ended 31 December 2013, set out on pages 7 to 19. 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).

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 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 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 auditor

As explained more fully in the Statement of Directors' Responsibilities (set out on page 5), 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

#### Opinion on the 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 December 2013 and of its profit 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 the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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.

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Mark Summerfield (Senior Statutory Auditor)
For and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants 15 Canada Square London E14 5GL

Date: 29/9/14

# 3sixtymedia Limited Profit and Loss Account for the Year Ended 31 December 2013

	Note	2013 £ 000	2012 £ 000
Turnover		8,682	10,074
Cost of sales	_	(5,401)	(5,534)
Gross profit		3,281	4,540
Administrative expenses	_	(2,864)	(3,353)
Operating profit	2	417	1,187
Other interest receivable and similar income	5	77	76
Profit on ordinary activities before taxation		494	1,263
Tax on profit on ordinary activities	6	(77)	40
Profit for the financial year	13	417	1,303

Turnover and operating profit derive wholly from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

## 3sixtymedia Limited (Registration number: 4042168) Balance Sheet as at 31 December 2013

	Note	2013 £ 000	2012 £ 000
Fixed assets			
Tangible assets	7	520	423
Current assets		•	
Stocks	8	-	16
Debtors	9	52,083	44,797
		52,083	44,813
Creditors: Amounts falling due within one year	10	(46,988)	(40,038)
Net current assets		5,095	4,775
Net assets	_	5,615	5,198
Capital and reserves			
Called up share capital	11	2	2
Share premium reserve	13	9,965	9,965
Profit and loss account	13	(4,352)	(4,769)
Shareholders' funds	14	5,615	5,198

Approved by the Board on Allon, and signed on its behalf by:

Paul Bennett Director

## 3sixtymedia Limited Cash Flow Statement for the Year Ended 31 December 2013

Reconciliation of operating profit to net cash flow for	rom operating activit	ies	
		2013	2012
Operating profit		<b>£ 000</b> 417	£ 000 1,187
Depreciation, amortisation and impairment charges		139	474
Decrease in stocks		16	6
Increase in debtors		(7,363)	(8,521)
Increase in creditors		6,950	6,932
Net cash inflow from operating activities		159	78
Cash flow statement			
		2013 £ 000	2012 £ 000
Net cash inflow from operating activities		159	78
Returns on investments and servicing of finance		•	,
Interest received		77	76
Taxation received		-	40
Capital expenditure and financial investment			
Purchase of tangible fixed assets	· · · · ·	(236)	(194)
Net cash inflow/(outflow) before management of liquid financing	l resources and	<u>-</u>	
Increase/(decrease) in cash			-
Reconciliation of net cash flow to movement in net of	lebt	•	2012
	Note	2013 £ 000	2012 £ 000
Change in net debt resulting from cash flows	16	-	•
Movement in net debt	16	-	-
Net funds/(debt) at 1 January	16	<del>-</del>	<u>-</u>
Net funds/(debt) at 31 December	16		<u>-</u>

#### 1 Accounting policies

#### **Basis of preparation**

The financial statements have been prepared under the historical cost convention.

#### Going Concern

The Company does not have a bank account. Cash receipts and payments are accounted for on the Company's behalf by fellow subsidiaries and are reflected in the movement in amounts owed to/from group undertakings.

The financial statements have been prepared on a going concern basis, which the directors believe to be appropriate for the following reason. The Company is dependent for its working capital on funds provided to it by ITV plc, the Company's ultimate parent company. ITV plc has indicated that for at least 12 months from the date of approval of these financial statements it will continue to make available such funds as are needed by the Company and, in particular, will not seek repayment of the amounts currently made available.

On this basis, and on their assessment of the Company's financial position, the Company's directors have a reasonable expectation that the Company will be able to continue in existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### **Turnover**

Turnover, which arises wholly in the United Kingdom, represents the invoiced amounts for services provided during the year and is stated net of value added tax. Revenue is recognised when the services are provided.

#### Depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

#### Asset class

Depreciation method and rate

Vehicles, equipment and fittings

3 - 8 years

#### Stock

Stocks and work-in-progress are stated at the lower of cost and net realisable value. Cost includes materials, direct labour and production overheads appropriate to the relevant stage of production. Net realisable value is based on estimated selling price less all further costs to completion and all relevant selling and distribution costs.

#### Taxation

The charge for taxation is based on the profit or loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

Deferred tax assets are recognised to the extent that it is more likely than not that the asset will be recovered.

### Foreign currency

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

#### Hire purchase and leasing

Finance leases are those which transfer substantially all the risks and the ownership to the lessee. Assets held under such leases are capitalised as tangible fixed assets and depreciation is provided where appropriate. Outstanding finance lease obligations, which comprise principal plus accrued interest, are included within creditors. The finance element of the agreement is charged to profit and loss account over the term of the lease on a systematic basis. All other leases are operating leases. The rentals on such leases are charged to the profit and loss account on a straight line basis over the term lease.

#### Pensions

The Company is a member of the Group's defined benefit and defined contribution pension schemes. The schemes' assets are held in separate trustee administered funds. Contributions are based on pension costs across the Group as a whole.

With the exception of the unfunded pension scheme the Company is unable to identify its share of the scheme assets and liabilities on a consistent and reasonable basis. Therefore, as permitted by FRS 17 'Retirement benefits' these schemes are accounted for as if they were defined contribution schemes. The unfunded pension scheme is accounted for as a defined benefit pension scheme in accordance with FRS 17.

In addition the Company contributes to the BBC pensions scheme which has been treated similarly to the above. Details of this scheme can be found in the financial statements of the BBC Pensions Scheme, which can be obtained from BBC Pension Trust Limited, Broadcasting House, London WA1 1AA.

#### 2 Operating profit

Operating profit is stated after charging

	2013	2012
	£ 000	£ 000
Operating leases - other assets	500	219
Depreciation of owned assets	139	474

#### 3 Directors emoluments and auditor's remuneration

No director received any remuneration for their services to the Company (2012: £nil).

The auditor's remuneration of £1,000 (2012: £1,000) was borne by another Group company.

Amounts paid to the Company's auditor in respect of services to the Company, other than the audit of the Company's financial statements, have not been disclosed as the information is required to be disclosed on a consolidated basis in the consolidated financial statements of the Company's ultimate parent, ITV plc.

### 4 Particulars of employees

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

	2013 No.	2012 No.
Administration and support	23	28
Other departments	54	53
•		81
The aggregate payroll costs were as follows:		
	2013 £ 000	2012 £ 000
Wages and salaries	3,326	3,564
Social security costs	304	302
Other pension schemes	359	372
	3,989	4,238
5 Other interest receivable and similar income		
	2013	2012 £ 000
Interest receivable from group undertakings	£ 000 77	76

### 6 Taxation

#### Tax on profit on ordinary activities

Tax on profit on ordinary activities	2013 £ 000	2012 £ 000
Current tax Adjustments in respect of previous years	<u>-</u>	(40)
Total current tax	<del>.</del>	(40)
Deferred tax Origination and reversal of timing differences Effect of changes in tax rates	40 37	23 (23)
Total deferred tax	<u> 77</u>	<u> </u>
Total tax on profit on ordinary activities	77	(40)

#### Factors affecting current tax charge for the year

The tax on profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK (2012 - lower than the standard rate of corporation tax in the UK) of 23.25% (2012 - 24.5%).

The differences are reconciled below:

	2013 £ 000	2012 £ 000
Profit on ordinary activities before tax	494	1,263
Corporation tax at standard rate	115	310
Capital allowances in excess of depreciation	(47)	-
Other timing differences	(68)	24
Permanent differences and group relief		(373)
Total current tax		(39)

Factors that may affect future tax charges

Reductions in the UK corporation tax rate to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. This will reduce the company's future current tax charge accordingly.

The deferred tax balance at 31 December 2013 has been calculated based on the rates of 20% and 21% substantively enacted at the balance sheet date.

## 7 Tangible fixed assets

			Plant and machinery £ 000
	Cost		
	At 1 January 2013 Additions		12,394 236
	At 31 December 2013		12,630
	Depreciation At 1 January 2013 Charge for the year		11,971 139
	At 31 December 2013		12,110
	Net book value		
	At 31 December 2013		520
	At 31 December 2012		423
8	Stocks		
		2013 £ 000	2012 £ 000
	Stocks		16

## 9 Debtors

	2013 £ 000	2012 £ 000
Trade debtors	76	52
	51,575	43,757
Deferred tax	204	281
Prepayments and accrued income	228	707
	52,083	44,797
Deferred tax The movement in the deferred tax asset in the year is as follows:		
·		Deferred tax £ 000
At 1 January 2013		281
Charged to the profit and loss account	_	(77)
At 31 December 2013	=	204
Analysis of deferred tax		
	2013	2012
	£ 000	£ 000
Difference between accumulated depreciation and amortisation and capital allowances	204	281

#### 10 Creditors: Amounts falling due within one year

	2013 £ 000	2012 £ 000
Trade creditors	272	26
Amounts owed to group undertakings	45,421	38,757
Corporation tax	324	324
Accruals and deferred income	971	931
	46,988	40,038

Creditors amounts falling due within one year includes the following liabilities, on which security has been given by the Company:

	2013	2012
	£ 000	£ 000
Operational Creditors	46,988	40,038

In the current and prior year, all operational trade creditors are settled on the Company's behalf by ITV Services Limited and consequently are reflected in amounts due from / to fellow group undertakings.

#### 11 Share capital

#### Allotted, called up and fully paid shares

	2013			2012
	No. 000	£ 000	No. 000	£ 000
'A' ordinary of £1 each	1	1	1	1
'B' ordinary of £1 each	1	1	1	1
	2	2	2	2

The rights attaching to the holders of A Ordinary and B Ordinary shares are as follows:

All sums distributed by the Company for or in any financial period are to be apportioned amongst the A and B shareholders in proportion to the number of shares held. All A and B shares to rank pari passu.

On a return of capital on liquidation or otherwise, the surplus assets of the Company after payment of liabilities will be distributed in proportion to the numbers of A or B shares held. All A and B shares to rank pari passu.

In the event of a sale of the whole of the issued share capital, the proceeds are to be apportioned in proportion to the number of shares owned. All A and B shares to rank pari passu.

On a show of hands every A Ordinary shareholder has one vote, and on a poll every A shareholder has one vote for every share held. Although entitled to receive notice of and to attend general meetings of the Company, a holder of B shares will not be entitled to vote in respect of those shares.

### 12 Dividends

2013	2012
£ 000	£ 000

#### 13 Reserves

	Share premium account £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2013	9,965	(4,769)	5,196
Profit for the year	-	417	417
At 31 December 2013	9,965	(4,352)	5,613
14 Reconciliation of movement in shareholders' fundament in shareholders' f	ds	2013 £ 000 417	2012 £ 000 1,303
Shareholders' funds at 1 January		5,198	3,895
Shareholders' funds at 31 December		5,615	5,198

#### 15 Pension schemes

#### **Defined contribution scheme**

Total contributions recognised in the profit and loss account in relation to defined contribution schemes during 2013 were £101,317 (2012: £59,112).

#### Defined benefit scheme

The Company is a participating member of the ITV defined benefit pension scheme. The scheme's assets are held in separate trustee administered funds. Contributions are based on pension costs across the group as a whole.

The Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent and reasonable basis. Therefore, as permitted by FRS 17 'Retirement benefits' the Company has accounted for contributions to the scheme as if it were a defined contribution scheme.

The Group's main scheme consists of three sections, A, B and C. Full actuarial valuations are carried out every three years. The latest actuarial valuation of the three sections were carried out as at 1 January 2011 with a funding deficit standing at £587 million. The next triennial valuation will be as at 1 January 2014, and is expected to be agreed in 2015.

As a result of the latest valuation a 15 year funding plan has been agreed for the main section (Section A) to repay its pension deficit. As in previous years it is a mixture of fixed and performance related contributions. The current contribution plan remains in place until the end of 2014 and then there is a gradual increase in the fixed contribution from £48 million to £50 million for the period from 2015 to 2019. From 2020 to 2025 the fixed contribution remains at £50 million. Any performance related contributions are payable in addition to these amounts. If the performance related elements of the main section pay out, the funding period reduces to ten years.

For Sections B and C, the Group will continue to make contributions of £5.5 million per annum in order to eliminate the deficits of these sections by 31 March 2021. The latest actuarial valuations have been updated for FRS 17 purposes to 31 December 2013 by a qualified independent actuary.

The Company's normal contribution for the year was £201,427 (2012: £262,540). In addition to normal funding the Group made further contributions of £80 million in 2013 (2012: £72 million) as disclosed in the ITV plc financial statements. The levels of contributions are based on the current service costs and the expected future cash flows of the defined benefit scheme.

At 31 December 2013 the scheme had an FRS 17 deficit of £445 million (2012: £551 million).

Particulars of the actuarial valuations of the group schemes are contained in the financial statements of ITV plc which can be obtained from the address given in note 18.

As well as the above contributions, a contribution of £23,933 (2012: £23,156) has been made to the BBC pensions scheme which has been treated similarly to the above. Details of this scheme can be found in the financial statements of the BBC Pensions Scheme, which can be obtained from BBC Pension Trust Limited, Broadcasting House, London WA1 1AA.

#### 16 Analysis of net debt

At 1 January 2013 £ 000	Cash flow £ 000	At 31 December 2013 £ 000
		<del>-</del>

Net debt

The company had no cash balances at the balance sheet date. All working capital funding is provided by ITV Services Limited, a fellow group undertaking of the Company, the other side of which is reflected in movements in amounts owed by / to fellow group undertakings.

#### 17 Related party transactions

During the year the company made the following related party transactions:

#### The British Broadcasting Corporation

(The British Broadcasting Corporation is treated as a related party because it owns 20% of the class A ordinary shares of the Company. This represents a 10% holding of the total share capital.)

Sales during the year of £32,000 (2012: £21,000).

At the balance sheet date the amount due from The British Broadcasting Corporation was £Nil (2012:£1,000).

#### **ITV Studios Limited**

(ITV Studios Limited is treated as a related party because it is the immediate parent undertaking of the Company.)

Sales £7,952,000 (2012: £8,715,000)

Purchase of services £2,437,000 (2012: £3,373,000)

Interest Payment £78,000 (2012: £76,000).

At the balance sheet date the amount due to ITV Studios Limited was £7,110,149 (2012: £6,574,000).

### **ITV Broadcasting Limited**

(ITV Broadcasting Limited is treated as a related party because it is a fellow subsidiary of ITV plc.) Intercompany Trading.

At the balance sheet date the amount due from ITV Broadcasting Limited was £496,925 (2012: £471,000).

#### **ITV Services**

(ITV Services Limited is treated as related party because it is a fellow subsidiary of ITV plc.) Intercompany trading.

At the balance sheet date the amount due to ITV Services was £38,308,724 (2012: £32,182,000).

#### **Carlton Communications Limited**

(Carlton Communications Limited is treated as a related party because it is a fellow subsidiary of ITV plc.) Intercompany trading.

At the balance sheet date the amount due from Carlton Communications Limited was £50,494,036 (2012 : £42,751,000).

#### 18 Control

The company is controlled by ITV Studios. The ultimate controlling party is ITV plc. At 31 December 2013 the Company's immediate parent company was ITV Studios, a company registered in England and Wales and the Company's ultimate parent company was ITV plc, a company registered in England and Wales.

The largest and smallest group in which the results of the Company were consolidated was that headed by ITV plc. The consolidated accounts of ITV plc are available to the public and may be obtained from www.itvplc.com or the Company Secretary, The London Television Centre, Upper Ground, London, SE1 9LT.