

HAT TRICK HOLDINGS LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

HAT TRICK HOLDINGS LIMITED

COMPANY INFORMATION

Directors	J Mulville M Redhead N Forster P McKenna P Cohen A Dugdale K Wilson
Company secretary	P Cohen
Registered number	04789044
Registered office	7 Savoy Court London United Kingdom WC2R 0EX
Independent auditors	Sopher + Co LLP Chartered Accountants & Statutory Auditors 5 Elstree Gate Elstree Way Borehamwood Hertfordshire WD6 1JD
Bankers	Coutts & Co 440 Strand London WC2R 0QS
Solicitors	Harbottle and Lewis LLP 7 Savoy Court London WC2R 0EX

HAT TRICK HOLDINGS LIMITED

CONTENTS

	Page
Strategic Report	1
Directors' Report	2 - 3
Independent Auditors' Report	4 - 7
Statement of Comprehensive Income	8
Statement of Financial Position	9
Statement of Changes in Equity	10
Notes to the Financial Statements	11 - 16

HAT TRICK HOLDINGS LIMITED

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The Company is a wholly owned member of Hat Trick Holdings (2019) Limited group.

The Company has not prepared its own Strategic Report as it is included within the group financial statements. Copies of the group financial statements are available from the Registrar of Companies, Crown Way, Maindy, Cardiff, CF14 3UZ.

This report was approved by the board on 27 September 2023 and signed on its behalf.

P Cohen
Director

HAT TRICK HOLDINGS LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their report and the financial statements for the year ended 31 December 2022.

Directors

The directors who served during the year were:

J Mulville
M Redhead
N Forster
P McKenna
P Cohen
A Dugdale
K Wilson

Results and dividends

The loss for the year, after taxation, amounted to £1,860 (2021 - loss £784).

The directors have paid a dividend of £2,699,805 (2021 - £1,100,193). The directors do not recommend the payment of a final dividend.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' 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 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'. 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 for the Company's financial statements and then apply them consistently;
- make judgments 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 to 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.

Future developments

Details of future developments are set out in the group financial statements.

HAT TRICK HOLDINGS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Under section 487(2) of the Companies Act 2006, Sopher + Co LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on 27 September 2023 and signed on its behalf.

P Cohen
Director

HAT TRICK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HAT TRICK HOLDINGS LIMITED

Opinion

We have audited the financial statements of Hat Trick Holdings Limited (the 'Company') for the year ended 31 December 2022, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

HAT TRICK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HAT TRICK HOLDINGS LIMITED (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the directors' report and financial statements, other than the financial statements and our Auditors' Report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, 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 other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- 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; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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, the directors are 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 unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

HAT TRICK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HAT TRICK HOLDINGS LIMITED (CONTINUED)

Auditors' 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 Auditors' 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 (UK) 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including

fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the Company through discussions with directors and other management, and from our commercial knowledge and experience of the TV production sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Company, including the Companies Act 2006, taxation legislation and data protection, anti-bribery, employment, environmental and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- understanding the design of the Company's remuneration policies.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions; and
- investigated the rationale behind significant or unusual transactions.
-

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC and relevant regulators.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations

HAT TRICK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HAT TRICK HOLDINGS LIMITED (CONTINUED)

to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

Use of our report

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 Auditors' 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.

Stephen Iseman FCA (Senior Statutory Auditor)

for and on behalf of

Sopher + Co LLP

Chartered Accountants

Statutory Auditors

5 Elstree Gate

Elstree Way

Borehamwood

Hertfordshire

WD6 1JD

27 September 2023

HAT TRICK HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £	2021 £
Administrative expenses		(1,860)	(788)
Interest receivable and similar income		-	4
Loss before tax		(1,860)	(784)
Taxation	5	-	-
Loss for the financial year		(1,860)	(784)

There was no other comprehensive income for 2022 (2021:£NIL).

The notes on pages 11 to 16 form part of these financial statements.

HAT TRICK HOLDINGS LIMITED
REGISTERED NUMBER:04789044

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Fixed asset investments	7	20,160,869	20,160,870
Current assets			
Bank and cash balances		75,213	18,539
Current liabilities			
Creditors: amounts falling due within one year	8	(13,990,027)	(11,231,689)
Net current liabilities		(13,914,814)	(11,213,150)
Net assets		<u>6,246,055</u>	<u>8,947,720</u>
Capital and reserves			
Called up share capital	9	69,106	69,106
Share premium account	10	2,110,534	2,110,534
Capital redemption reserve	10	50,260	50,260
Profit and loss account	10	4,016,155	6,717,820
		<u>6,246,055</u>	<u>8,947,720</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 27 September 2023.

A Dugdale
Director

The notes on pages 11 to 16 form part of these financial statements.

HAT TRICK HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2021	69,106	2,110,534	50,260	7,818,797	10,048,697
Loss for the year	-	-	-	(784)	(784)
Dividends: Equity capital	-	-	-	(1,100,193)	(1,100,193)
At 1 January 2022	69,106	2,110,534	50,260	6,717,820	8,947,720
Loss for the year	-	-	-	(1,860)	(1,860)
Dividends: Equity capital	-	-	-	(2,699,805)	(2,699,805)
At 31 December 2022	69,106	2,110,534	50,260	4,016,155	6,246,055

The notes on pages 11 to 16 form part of these financial statements.

HAT TRICK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Hat Trick Holdings Limited is a private limited liability company incorporated in England and Wales, with its registered office address at 7 Savoy Court, London, WC2R 0EX.

The principal activity of the Company is that of an intermediate holding company.

The Company's functional and presentational currency is £ Sterling.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The Company is a parent company that is also a subsidiary included in the consolidated financial statements of a larger group by a parent undertaking established under the law of any part of the United Kingdom and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.3 Going concern

The directors have considered the Company's forecast and projections the ongoing impact on the Company's operations and are taking all necessary action to ensure that the Company continues to be able meet its running costs and liabilities as they fall due for at least 12 months from the date of their approval of these financial statements. Based on their current assessment of the situation, the directors consider it appropriate to prepare the financial statements on a going concern basis.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.5 Associates and joint ventures

Associates and Joint Ventures are held at cost less impairment.

2.6 Creditors

Short-term creditors are measured at the transaction price.

2.7 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities creditors, loans from related parties and investments in ordinary shares.

HAT TRICK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.8 Dividends

Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.9 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made a judgement to determine whether there are indicators of impairment of the Company's investments. This involved estimation of future cash flows expected to be generated by these investments and the selection of appropriate discount rates in order to calculate the net present value of those cash flows.

4. Employees

The Company had no employees during the current and preceding year. The directors are remunerated by other group companies.

5. Taxation

	2022 £	2021 £
Current tax for the year	<u>-</u>	<u>-</u>

HAT TRICK HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

5. Taxation (continued)**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2021 - higher than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £	2021 £
Loss on ordinary activities before tax	<u>(1,860)</u>	<u>(784)</u>
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19% (2021 - 19%)	(353)	(149)
Effects of:		
Expenses not deductible for tax purposes	342	-
Group relief	11	149
	<u>-</u>	<u>-</u>
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The Company has tax losses of £279,648 (2021 - £279,648) available to carry forward and use against future taxable profits. No provision has been made for deferred tax asset in respect of these losses in view of uncertainty to when they may prove recoverable.

6. Dividends

	2022 £	2021 £
Ordinary		
Dividends paid on equity shares	<u>2,699,805</u>	<u>1,100,193</u>

HAT TRICK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

7. Fixed asset investments

	Investments in subsidiary companies £	Investment in joint ventures £	Total £
Cost			
At 1 January 2022	19,935,468	225,402	20,160,870
At 31 December 2022	19,935,468	225,402	20,160,870
Net book value			
At 31 December 2022	19,935,468	225,402	20,160,870
At 31 December 2021	19,935,468	225,402	20,160,870

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding
Hat Trick Productions Limited		100
	Ordinary	%
Hat Trick International Limited		100
	Ordinary	%
Hat Trick Television Limited		100
	Ordinary	%
Hat Trick (DG) Limited		100
	Ordinary	%
Hat Trick (Face) Limited		100
	Ordinary	%
Hat Trick (Stuck) Limited		100
	Ordinary	%
Hat Trick Holdings Inc.		100
	Ordinary	%
Hat Trick Entertainment Inc.		100
	Ordinary	%
Hat Trick East Inc.		100
	Ordinary	%
Hat Trick (FTM) Limited		100
	Ordinary	%
Hat Trick (Flack) Limited		100
	Ordinary	%
Hat Trick (K&K) Limited		100
	Ordinary	%
Hat Trick (TFP) Limited		100
	Ordinary	%

All of the above companies have their registered office at 7 Savoy Court, London, WC2R 0EX, apart from Hat Trick Holdings Inc., Hat Trick East Inc. and Hat Trick Entertainment Inc. whose registered address is 16000 Ventura Blvd., Suite 900, Encino, CA 91436.

The principal activity of all the above companies is Creation of content for broadcast media apart from Hat Trick International

HAT TRICK HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

8. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	188	188
Amounts owed to group undertakings	13,989,478	11,231,501
Other creditors	361	-
	<u>13,990,027</u>	<u>11,231,689</u>

9. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
69,106 (2021 - 69,106) Ordinary shares of £1 each	<u>69,106</u>	<u>69,106</u>

10. Reserves**Share premium account**

This reserve represents the amount above the nominal value received for issued share capital, less transaction costs.

Capital redemption reserve

This reserve records the nominal value of shares repurchased by the Company.

Profit and loss account

This reserve represents the cumulative balance of retained profits and losses to the reporting date, all of which are distributable.

11. Related party transactions

The Company has taken advantage of the exemption under FRS102 33.1A Related Party Disclosures not to disclose transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is a party to the transaction is wholly owned by a member of that group.

HAT TRICK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

12. Controlling party

The ultimate parent and controlling company is Hat Trick Holdings (2019) Limited, a company registered in England and Wales. Hat Trick Holdings (2019) Limited is the parent company of the largest and smallest group of which Hat Trick Holdings Limited is a member and for which group financial statements are drawn up. Copies of the group financial statements are available from the Registrar of Companies, Crown Way, Maindy, Cardiff, CF14 3UZ.

The directors regard J Mulville, a director of the Company, as the ultimate controlling party.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.