258 Marketing Limited

Report and Financial Statements

29 February 2020

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258 Marketing Limited Company Information

Directors

Mr A O O Joshua Mr F J L Cunningham

Auditors

Platts

Churchill House

120 Bunns Lane, Suite 112 - 118

Mill Hill

London

NW7 2AS

Registered office

Churchill House

120 Bunns Lane, Suite 112 - 118

Mill Hill

London

NW7 2AS

Registered number

08902364

258 Marketing Limited

Registered Number: 08902364

Directors' Report

The directors present their report and financial statements for the year ended 29 February 2020.

Principal activities

The company's principal activity during the year continued to be the provision of marketing services for sponsorships and endorsements.

Dividends

The directors recommends a final dividend of £40,000 (£40,000 per share).

Directors

The following served as directors during the year:

Mr A O O Joshua
Mr F J L Cunningham

Directors' responsibilities

The directors are responsible for preparing the report and financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (Financial Reporting Standard 102 and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- · make judgements and 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. It is important to bear in mind that legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as he is aware, there is no relevant audit information of which the company's auditor is unaware; and
- he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This report was approved by the board on 12 February 2021 and signed on its behalf.

Mr A O O Joshua Director

258 Marketing Limited Strategic Report

The directors presents their strategic report on the company for the year ended 29 February 2020.

Business review

The company's principal business activity is marketing services for sponsorships and endorsements. The turnover of the company from the provision of its services analysed by territory is as follows:

		2020			2019	
Territory	UK	EU	Non-EU	UK	EU	Non-EU
Sponsorships	3,070,706	1,303,231	2,246,194	3,213,695	1,098,837	2,160,297

The sponsorships and endorsements division has increased by 2% from 2019 to 2020. This is as a result of third parties placing more value on the use of the fighter's image rights. The fighter's social media presence has also grown and this has led to being able to target larger a u d i e n c e s .

The company faces a number of risks and uncertainties and the director believes the key business risks are in respect of competition from both within the UK and international markets. In view of this risk and uncertainty, the director is aware that the development of the company may be affected by factors outside its control.

Principal risks and uncertainties

Risk	Impact on Company	Mitigation
Advertising	The company must ensure that the fighter's image rights are not used in a negative manner.	The company ensures that it does not enter into contracts that may harm the image of the fighter. The fighter has also built a very good image of themselves to the public through various media outlets such as YouTube and Instagram.
COVID-19	The pandemic has had an impact on the company being able to effectively fulfil its marketing services.	The company has worked closely with key stakeholders, its sponsors, to ensure that any prior engagements are carried out in accordance with government guidelines for COVID-19 compliance.

The directors have considered the effect of 'Brexit' on the business specifically. Given that the company currently operates within the UK market and its customers are based in the UK, there is no direct or immediate impact envisaged by the director, on the company.

The directors do acknowledge that there may be contingent liabilities, such as the potential impact on profitability of non-recoverable VAT for companies which currently incur and recover input VAT in other EU states, the effect upon the availability of EU grants and subsidies and the

effect upon available workforce, that may arise from 'Brexit', depending on the dissolution terms to be agreed with the EU.

Future developments

The directors anticipates the business environment will remain competitive. The directors believes that the company is in a good financial position and that the risks that have been identified are being well managed. The directors are confident in the company's ability to maintain and build on this position, albeit with cautious growth expectations.

Financial instruments

The company has a normal level of exposure to price, credit, liquidity and cash flow risks arising from trading activities which are only conducted in sterling. The company does not enter into any hedging transactions.

Research and development

The company is currently undertaking research and development to improve its sponsorship income from the provision of the fighter's image rights.

This report was approved by the board on 12 February 2021 and signed on its behalf.

Mr A O O Joshua Director

258 Marketing Limited

Independent auditor's report

to the member of 258 Marketing Limited

Opinion

We have audited the financial statements of 258 Marketing Limited for the year ended 29 February 2020 which comprise the Income Statement, the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and notes to the financial statements, 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 FRS 102 'The Financial Reporting Standard applicable in the UK and the 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 29 February 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis of 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 Auditor's 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 UK, including the FRC'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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may
 cast significant doubt about the company's ability to continue to adopt the going concern basis of
 accounting for a period of at least twelve months from the date when the financial statements are
 authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report,36 other than the financial statements and our auditor's 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.

The previous period's figures were not audited.

Opinions 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 director's 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, 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.

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 (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.

As part of an audit in accordance with ISAs (UK), 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 group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's or the parent 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 group or the parent company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the
 disclosures, and whether the financial statements represent the underlying transactions and events in
 a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Adrian Platt (Senior Statutory Auditor)
For and on behalf of Platts (Statutory Auditor)
Churchill House
120 Bunns Lane, Suite 112 - 118
Mill Hill
London
NW7 2AS

258 Marketing Limited Income Statement For the year ended 29 February 2020

	Notes	2020 £	2019 £
Turnover	3	6,620,131	6,472,829
Cost of sales		(25,000)	(26,068)
Gross profit		6,595,131	6,446,761
Administrative expenses		(797,228)	(556,647)
Operating profit	4	5,797,903	5,890,114
Gain/(loss) on revaluation of investments Interest receivable		162 38,745	(298) 20,397
Profit on ordinary activities before taxation		5,836,810	5,910,213
Tax on profit on ordinary activities	7	(1,115,942)	(1,122,997)
Profit for the financial year		4,720,868	4,787,216

258 Marketing Limited Statement of comprehensive income For the year ended 29 February 2020

	Notes	2020	2019
		£	£
Profit for the financial year		4,720,868	4,787,216
·			
Other comprehensive income			
Total comprehensive income for the year		4,720,868	4,787,216

258 Marketing Limited Statement of Financial Position As at 29 February 2020

	Notes		2020		2019
			£		£
Fixed assets					
Investments	8		437		275
Current assets					
Debtors	9	1,458,546		1,093,700	
Cash at bank and in hand		12,889,706		9,095,567	
		14,348,252		10,189,267	
Creditors: amounts falling					
due within one year	10	(814,244)		(1,335,965)	
Net current assets			13,534,008		8,853,302
Net assets		-	13,534,445	-	8,853,577
Capital and reserves					
Called up share capital	11		1		1
Profit and loss account			13,534,444		8,853,576
Total equity		-	13,534,445	- -	8,853,577

Mr A O O Joshua

Director

Approved by the board on 12 February 2021

258 Marketing Limited Statement of Changes in Equity For the year ended 29 February 2020

	Share	Profit	Total
	capital	and loss	
		account	
	£	£	£
At 1 March 2018	1	4,077,860	4,077,861
Profit for the financial year		4,787,216	4,787,216
Dividends	-	(11,500)	(11,500)
At 28 February 2019	1	8,853,576	8,853,577
At 1 March 2019	1	8,853,576	8,853,577
Profit for the financial year		4,720,868	4,720,868
Dividends	-	(40,000)	(40,000)
At 29 February 2020	1	13,534,444	13,534,445

258 Marketing Limited Statement of Cash Flows For the year ended 29 February 2020

Notes	s 2020	2019
	£	£
Operating activities		
Profit for the financial year	4,720,868	4,787,216
Adjustments for:		
(Gain)/loss on revaluation of investments	(162)	298
Interest receivable	(38,745)	(20,397)
Tax on profit on ordinary activities	1,115,942	1,122,997
Increase in debtors	(364,846)	(528,699)
Increase in creditors	55,334	110,868
	5,488,391	5,472,283
Interest received	38,745	20,397
Corporation tax paid	(1,692,997)	(605,128)
Cash generated by operating activities	3,834,139	4,887,552
Financing activities		
Equity dividends paid	(40,000)	(11,500)
Cash used in financing activities	(40,000)	(11,500)
Net cash generated		
Cash generated by operating activities	3,834,139	4,887,552
Cash used in financing activities	(40,000)	(11,500)
Net cash generated	3,794,139	4,876,052
Cash and cash equivalents at 1 March	9,095,567	4,219,515
Cash and cash equivalents at 29 February	12,889,706	9,095,567
Cash and cash equivalents comprise:		
Cash at bank	12,889,706	9,095,567

258 Marketing Limited

Notes to the Accounts

For the year ended 29 February 2020

1 Summary of significant accounting policies

Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at f a i r v a l u e .

The company (a wholly owned subsidiary) has taken advantage of the exemption under FRS 102, Section 33.1A, in that, disclosures need not be given of transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

The Company's functional and presentation currency is the pound sterling.

258 Marketing Limited is a limited company incorporated in England.

The address of the company's registered office is, Churchill House, Suite 112 - 118, Bunns Lane, Mill Hill, London, NW7 2AS.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the rendering of endorsements and sponsorship deals.

Turnover from the rendering of endorsement and sponsorship deals is recognised as the contract $p \ r \ o \ g \ r \ e \ s \ s \ e \ s$.

Turnover from endorsement and sponsorship income is recognised in accordance with the specific endorsement or sponsorship agreement in place. For each agreement, certain obligations have to be fulfilled and conditions met prior to recognition by reference to stage of completion of an agreement.

Employee Benefits

The Company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined contribution pension plans.

i. Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

ii. Defined contribution pension plans

The Company operates a UK defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

iii. Annual bonus plan

The Company operates an annual bonus plan for employees. An expense is recognised in the profit and loss account when the Company has a legal or constructive obligation to make payments under the plans as a result of past events and a reliable estimate of the obligation can be made.

Investments

Listed investments are measured at fair value. Changes in fair value are included in the profit and loss account.

Debtors

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts.

Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment losses for bad and doubtful debts.

Creditors

Short term creditors are measured at transaction price (which is usually the invoice price).

Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Taxation

A current tax liability is recognised for the tax payable on the taxable profit of the current and past periods. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous period.

Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future t a x a b l e profit s.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used.

Current and deferred tax assets and liabilities are not discounted.

Provisions

Provisions (i.e. liabilities of uncertain timing or amount) are recognised when there is an obligation at the reporting date as a result of a past event, it is probable that economic benefit will be transferred to settle the obligation and the amount of the obligation can be estimated reliably.

2 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the

circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 9 for the net carrying amount of the debtors and associated impairment provision.

3	Analysis of turnover	2020	2019
		£	£
	Services rendered	6,620,131	6,472,829
	By geographical market:		
	UK	3,070,706	2,433,819
	Europe	1,303,231	1,645,797
	Rest of world	2,246,194	2,393,213
		6,620,131	6,472,829
4	Operating profit	2020	2019
•	epotating prom	£	£
	This is stated after charging:	_	_
	Auditors' remuneration for audit services	5,000	-
	Key management personnel compensation (including director's emoluments)	145,277	144,142
5	Directors' emoluments	2020	2019
•		£	£
	Emoluments	144,004	143,370
	Company contributions to defined contribution pension plans	1,273	772
		145,277	144,142
	Highest paid director:		
	Emoluments	144,004	143,370
	Company contributions to defined contribution pension plans	1,273	772
		145,277	144,142
	Number of directors to whom retirement benefits accrued:	2020	2019
		Number	Number

	Defined contribution plans	1	1
6	Staff costs	2020	2019
		£	£
	Wages and salaries	244,144	180,465
	Social security costs	26,615	20,195
	Other pension costs	2,429	1,125
		273,188	201,785
	Average number of employees during the year	Number	Number
	Administration	4	4
7	Taxation	2020	2019
		£	£
	Analysis of charge in period		
	Current tax:		
	UK corporation tax on profits of the period	1,115,942	1,122,997
	Factors affecting tax charge for period		
	The difference between the terror of feether and dead and the		

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	2020	2019
	£	£
Profit on ordinary activities before tax	5,836,810	5,910,213
Standard rate of corporation tax in the UK	19%	19%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	1,108,994	1,122,940
Effects of:		
Expenses not deductible for tax purposes	6,980	-
Unrealised (Gains)/losses not assessable for tax purposes	(32)	57
Current tax charge for period	1,115,942	1,122,997

8 Investments

					£
	Cost				
	At 1 March 2019				275
	Revaluation				162
	At 29 February 2020				437
9	Debtors			2020	2019
				£	£
	Trade debtors			1,435,289	1,093,700
	Other debtors			15,697	-
	Prepayments and accrued income			7,560	-
				1,458,546	1,093,700
10	Creditors: amounts falling due wi	thin one vear		2020	2019
10	orealtors, amounts faming due wi	tiiii one year		£	£
	Amounts owed to group undertaking which the company has a participati Corporation tax Other taxes and social security cost Other creditors	ng interest	tings in	184,969 545,942 60,737 22,596 814,244	128,030 1,122,997 73,222 11,716 1,335,965
11	Share capital	Nominal	2020	2020	2019
		value	Number	£	£
	Allotted, called up and fully paid:				
	Ordinary shares	£1 each	100	1	1
12	Dividends			2020	2019
				£	£
	Dividends on ordinary shares			40,000	11,500

13 Events after the reporting date

On 23 March 2020, as a result of the COVID 19 pandemic, most UK businesses closed, including the group's businesses causing disruption to the group's events provisionally agreed to be attended or staged. As a result of the COVID 19 pandemic, revenue from marketing services, is expected to decrease.

14 Related party transactions

The company (a wholly owned subsidiary) has taken advantage of the exemption under FRS 102, Section 33.1A, in that, disclosures need not be given of transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Included within Other Debtors are as follows:

At the balance sheet date, the company was owed an amount in the sum of £12,240 (2019 - £Nil) from 258 Management Limited, a company controlled by a common director and shareholder. The balance has arisen due to providing working capital assistance. The receivable is repayable on demand is unsecured.

At the balance sheet date, the company was owed an amount in the sum of £3,457 (2019 - £Nil) from 258 Merchandise Limited, a company controlled by a common director and shareholder. The balance has arisen due to providing working capital assistance. The receivable is repayable on demand is unsecured.

See note 5 for disclosure of the director's remuneration.

Key management compensation for the year amounted to £145,277 (2019 - £144,142).

15 Controlling party

The

The immediate parent undertaking is Sparta Promotions Limited.

is

party

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Joshua.

The address from which consolidated accounts can be obtained is Churchill House, 120 Bunns Lane, Suite 112 - 118, Mill Hill, London, NW7 2AS.

16 Functional and presentation currency

ultimate

The company's functional and presentation currency is the pound sterling.

controlling

17 Legal form of entity and country of incorporation

258 Marketing Limited is a private company limited by shares and incorporated in England.

18 Principal place of business

The address of the company's principal place of business is:

Unit 23, Flotilla House Juniper Drive Battersea Reach SW18 1FX

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.