Registered number: 09063134

INGENIOUS MEDIA FINANCE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019



COMPANY INFORMATION

Directors

N Forster

P Touche

C Conan (appointed 15 June 2020) D Reid (appointed 15 June 2020)

Company secretary

S Cruickshank

Company number

09063134

Registered office

15 Golden Square

London W1F 9JG

Independent auditor

Shipleys LLP

Chartered Accountants and Statutory Auditor

10 Orange Street Haymarket London WC2H 7DQ

Bankers

Barclays Bank PLC

38 Hans Crescent

London SW1X 0LZ

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements of Ingenious Media Finance Limited ("the Company") for the year ended 31 December 2019.

Principal activity

The principal activity of the Company is to generate returns for its shareholder through the issuance of commercial loans and credit services to borrowers for the purpose of funding the development, production and exploitation of television programmes, films and other media projects.

In assessing which counterparties to issue commercial loans to, the Company benefits from its relationship with Ingenious Capital Management Limited to facilitate the sourcing of suitable opportunities.

Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Directors' Report and Financial Statements.

In considering the adoption of the going concern basis, the directors have noted the Covid-19 global pandemic situation.

Further details regarding the adoption of the going concern basis can be found in the Statement of Accounting Policies.

Directors

The directors who served during the year and subsequently were:

K Bennetts (resigned 22 May 2020)

H Eastwood (resigned 30 April 2019)

N Forster

P Touche

C Sutherland (resigned 4 June 2020)

Directors' responsibilities statement

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

Company law requires the directors to prepare the Directors Report and the 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.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019

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.

Disclosure of information to auditor

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 auditor is 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 auditor is aware of that information.

Post balance sheet events

There were no post balance sheet events.

Auditor

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

In the absence of a notice proposing that the appointment be terminated, the auditor, Shipleys LLP, will be deemed to be re-appointed in accordance with section 487(2) of the Companies Act 2006.

Small Companies' Exemptions

This Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption. This is in accordance with Part 15 of the Companies Act 2006. The Company has taken advantage of the exemption for the requirement to disclose an enhanced business review and to prepare a strategic report in accordance with section 414B of the Companies Act 2006.

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

Duncan Reid Director

Date: 22.07.2020

15 Golden Square

London W1F 9JĜ

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INGENIOUS MEDIA FINANCE LIMITED

Opinion

We have audited the financial statements of Ingenious Media Finance Limited for the year ended 31 December 2019 which comprise the profit and loss account, the balance sheet, and the notes to the financial statements. 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), including FRS 102 Section 1A 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 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 for opinion

We conducted our audit in accordance with applicable law and International Standards on Auditing (UK) (ISAs (UK)). 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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.

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 directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INGENIOUS MEDIA FINANCE LIMITED

Conclusions relating to going concern (continued)

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 matter 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements and has 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 directors' report.

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 or 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; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance
 with the small companies regime and take advantage of the small companies' exemptions in preparing the
 directors' report and from the requirement to prepare a strategic report.'

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INGENIOUS MEDIA FINANCE LIMITED

Responsibilities of directors

As explained more fully in the directors' responsibilities statement on page 1, 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.

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 auditor's report.

Use of this 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 that 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, or the opinions we have formed.

Joseph Kinton (Senior statutory auditor)

for and on behalf of Shipleys LLP

Chartered Accountants and Statutory Auditor

10 Orange Street Haymarket London WC2H 7DQ Date: 28 July 2020

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 £	2018 £
Turnover		1,684,075	1,587,363
Cost of sales		(73,015)	(27,900)
Gross profit		1,611,060	1,559,463
Administrative expenses		(562,707)	(666,068)
Operating profit		1,048,353	893,395
Interest receivable and similar income	5	1,229	2,137
Interest payable and similar expenses	6	(1,120,249)	(972,926)
Other finance income		105,902	351,793
Profit before tax		35,235	274,399
Tax on profit	7	(6,695)	(52,136)
Profit for the financial year		28,540	222,263

There were no recognised gains and losses for 2019 or 2018 other than those included in the statement of comprehensive income.

The notes on pages 8 to 16 form part of these financial statements.

INGENIOUS MEDIA FINANCE LIMITED REGISTERED NUMBER: 09063134

BALANCE SHEET AS AT 31 DECEMBER 2019

	Note		2019 £		2018 £
Fixed assets					
Current assets					
Debtors: amounts falling due after more than one year	8	18,408,246		6,476,570	
Debtors: amounts falling due within one year	8	24,468,739		24,859,012	
Cash at bank and in hand	9	2,467,095		5,366,669	
		45,344,080		36,702,251	
Creditors: amounts falling due within one year	10	(44,986,208)		(36,372,919)	
Net current assets			357,872		329,332
Total assets less current liabilities		-	357,872	•	329,332
Net assets excluding pension asset		-	357,872		329,332
Net assets		- -	357,872		329,332
Capital and reserves		-		·	
Called up share capital	11		-		-
Profit and loss account	12		357,872		329,332
		-	357,872	•	329,332

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - Small Entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by: The notes on pages 8 to 16 form part of these financial statements.

Duncan Reid

Director

Date: 22.07.2020

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies

1.1 Basis of preparation of financial statements

The Company is incorporated in England & Wales under the Companies Act 2006.

The Company is a private company limited by shares and is registered in England and Wales. The address of the registered office is given on the Company Information page.

The principal activity can be found in the Directors Report.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 Section 1A, the Financial Reporting Standard applicable in the UK and the Republic of Ireland ("FRS 102") and the Companies Act 2006.

The functional and presentational currency of the Company is considered to be pound sterling because that is the currency of the primary economic environment in which the Company operates. The financial statements are rounded to the nearest \pounds .

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 2).

The financial statements do not include a cash flow statement because the Company satisfies the criteria of being a small entity as defined in FRS 102 and as such has taken advantage of the exemption available under Section 1A of FRS 102 not to disclose a statement.

The following principal accounting policies have been applied:

1.2 Going concern

The Company continues to issue increasing levels of loans for commercial loans for the purpose of funding the production of television programmes and films. Capital available to the Company to fund these commercial loans also steadily increased over the year and is expected to continue. These loans are expected to generate positive cash flows. Due to these growth plans and overall prospects of the Company the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Directors' Report and Financial Statements.

In reviewing the recoverability of the commercial loans, the potential impact of Covid-19 has been considered. While there is uncertainty in forecasting the overall impact of the pandemic on the film and television production industry, each loan has been considered for its recoverability, and the status of each underlying production has been reviewed. There are currently not considered to be any indicators of a going concern threat to the company as a consequence of the impact of Covid-19.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

1.3 Turnover recognition

Arrangement fee income and interest income, on financial assets that are classified as trade loans, is determined using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset or liability and of allocating the interest income over the expected life of the asset or liability. The effective interest rate is a rate that exactly discounts the estimated future cash flows to the instrument's initial carrying amount. Calculation of the effective interest rate takes into account fees receivable, that are an integral part of the instrument yield and transaction costs. All contractual terms of a financial instrument are considered when estimating future cash flows.

1.4 Cost of sales

Cost of sales represents direct costs attributable to turnover.

1.5 Taxation

Tax is recognised in the Profit and Loss Account, 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 balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

1.6 Foreign currencies

Transactions denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date, with the exception of certain balances which are translated into sterling at the rate of exchange in forward and spot rate contracts. These contracts are in place in order to mitigate the risk of exchange rate fluctuations. Exchange differences are taken to the Profit and Loss Account.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

1.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

1.8 Financial instruments

The Company's principal financial instruments are its cash at bank and trade loan receivables. The main purpose of the cash at bank and trade loan receivables is to provide funding for the Company's operations and to ensure the Company can meet its liabilities and provision for committed loans as they fall due. Due to the nature of the financial instruments used by the Company, there is no exposure to price risk. Credit risk of receivables is closely monitored.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

1.8 Financial instruments (continued)

Financial assets

On initial recognition, trades loans are classified as financial assets.

Trade loans are initially recognised at fair value plus directly related transaction costs. They are subsequently measured at amortised cost using the effective interest method (see turnover recognition) less any impairment loss.

The Company assesses at each balance sheet date whether there is any objective evidence that a financial asset is impaired. Financial assets are impaired and an impairment loss incurred if there is objective evidence that an event or events since initial recognition of the asset have adversely affected the amount or timing of future cash flows from the asset.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired.

Financial liabilities

On initial recognition, financial liabilities are measured at amortised cost using the effective interest method (see turnover recognition).

A financial liability is removed from the balance sheet when the obligation is discharged, or cancelled, or expires.

2. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevent. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estiamte is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

3. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2019 £	2018 £
Auditor's remuneration	4,500	4,500

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

4. Directors' remuneration

The Company did not have any employees during the year (2018: none). The directors did not receive any remuneration for their services during the year (2018: £nil).

5. Interest receivable

		2019 £	2018 £
	Bank and other interest receivable	1,229	2,137
		1,229	2,137
6.	Interest payable and similar expenses		
		2019 £	2018 £
	Loan interest payable	123,655	98,883
	Loans from group undertakings	996,594	874,043
		1,120,249	972,926

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

Current tax on profit on ordinary activities	2019 £	2018 £
UK corporation tax	6,695	52,136
	6,695	52,136
Total current tax	6,695	52,136
Deferred tax		
Total deferred tax	•	-
Taxation on profit on ordinary activities	6,695	52,136

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2018: the same as) the standard rate of corporation tax in the UK of 19.00% (2018: 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	35,235	274,399
Tax on profit on ordinary activities at standard UK corporation tax rate of 19.00% (2018:19%) Effects of:	6,695	52,136
Total tax charge for the year	6,695	52,136

8.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

Debtors		
	2019 £	2018 £
Due after more than one year		
Trade debtors	18,408,246	6,476,570
	18,408,246	6,476,570
	2019 £	2018 £
Due within one year		
Trade debtors	23,500,891	24,109,450
Other debtors	518,679	704,158
Prepayments and accrued income	60,027	24,573
Financial instruments	389,142	20,831
	24,468,739	24,859,012

Contained within the above is a balance of £389,142 (2018: £20,831) in relation to foreign exchange contracts held at fair value. During the year, £420,577 was charged to the profit and loss (2018: £314,450) in respect of these.

9. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	2,467,095	5,366,669
	2,467,095	5,366,669

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

10. Creditors: Amounts falling due within one year

	2019 £	2018 £
Other loans	7,824,255	-
Amounts owed to group undertakings	36,609,248	35,801,266
Corporation tax	•	52,136
Other creditors	11,474	44,000
Accruals and deferred income	541,231	475,517
	44,986,208	36,372,919

Amounts owed to group undertakings is owed to Ingenious Estate Planning Limited. The loan is unsecured, repayable on demand and interest is charged at 2% plus the Bank of England base rate per annum.

During the year-ended 31 December 2019, a revolving credit facility was provided by Ingenious Project Finance Limited, and interest was charged at 3.75% above the Bank of England base rate per annum.

11. Share capital

	2019	2018
•	£	£
Authorised, allotted, called up and fully paid		
1 (2018 - 1) Ordinary shares share of £0.10	-	-

12. Reserves

Profit and loss account

The profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

13. Related party transactions

The Company is a wholly-owned subsidiary of Ingenious Estate Planning Limited, a company registered in England and Wales. The Company is managed by Ingenious Capital Management Limited. Ingenious Capital Management Limited is a wholly-owned subsidiary of Ingenious Capital Management Holdings Limited, a company registered in England and Wales.

The Company has applied the exemption granted by Section 33.1A of FRS 102 Related Party Disclosures not to disclose transactions with the parent company on the basis that it is a wholly-owned subsidiary and any transactions with other related parties have been undertaken under normal market conditions.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

14. Controlling party

During the year to December 2019, the Company was a wholly-owned subsidiary of Ingenious Estate Planning Limited, registered at 15 Golden Square, London, W15 9JG.

No consolidated financial statement are prepared for the parent undertaking as they have taken the exemption for consolidation on the grounds set out in paragraph 9.9(b) of FRS 102 relating to subsidiaries held as part of an investment portfolio, at fair value through profit or loss.