

**VIDENDUM CREATIVE SOLUTIONS UK LIMITED  
(FORMERLY VITEC CREATIVE SOLUTIONS UK LIMITED)**

**DIRECTORS REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2021**

**Registered number 11446428**



# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## DIRECTORS' REPORT

The Directors present their report and the audited Financial Statements for the year ended 31 December 2021.

The Directors' Report has been prepared in accordance with the special provisions applicable to the small companies subject to the small companies' exemptions under sections 415A and 382 (3) of the Companies Act 2006. The Company has taken advantage of the exemption available to it under section 414B of the Companies Act 2006 to not prepare a Strategic Report.

## Principal activity

The Company owns the rights to the brand name 'RT Motion', relating to the design and manufacture of lens control systems, used by another Videndum Group company in exchange for royalty income. The Company also provides customer support and R&D support for the lens control products manufactured in the US. A change in the Company's activities is not expected in the foreseeable future.

## Results and dividends

The profit after taxation for the year transferred to reserves amounted to £107,000 (2020: £143,000).

The Directors do not recommend the payment of a dividend (2020: nil).

## Directors

The Directors of the Company in the period under review and to the date of this report were:

Kris Bird  
Jonathan Bolton  
Martin Green  
Simone Schiavo

All Directors' remuneration is borne by other group companies and no allocation is made to the Company. During the year two (2020: two) Directors exercised share options in the ultimate parent company.

The ultimate parent company has granted indemnities to some of the Company's Directors to the extent permitted by law. Qualifying third party indemnity provisions (as defined in Section 234 of the Companies Act 2006) have been adopted for some Directors and indemnify in relation to certain losses and liabilities which the Directors may incur to third parties in the course of acting as Directors of the Company or any other Group company of which they are a Director.

Events occurring after the balance sheet date are detailed in Note 12.

## Name Change

The Company changed its name from Vitec Creative Solutions UK Limited to Videndum Creative Solutions UK Limited on 24 May 2022.

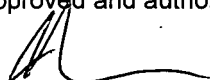
## Disclosure of information to the auditor

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information (as defined in section 418(2) of the Companies Act 2006) of which the Company's auditor is unaware; and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

## Auditor

Deloitte LLP has indicated its willingness to continue in office. Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Deloitte LLP will therefore continue in office.

Approved and authorised for issue by the Board



Jonathan Bolton  
Director

22 September 2022

Registered Office:  
Bridge House  
Heron Square  
Richmond  
TW9 1EN

# **VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

## **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework".

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 then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The Directors 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.

# **VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

### **Report on the audit of the financial statements**

#### **Opinion**

In our opinion the financial statements of Videndum Creative Solutions UK Ltd (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

#### **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 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 Financial Reporting Council's (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**

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.

#### **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 contained within the annual report. 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

# **VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VIDENDUM CREATIVE SOLUTIONS UK LIMITED (continued)**

### **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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### **Extent to which the audit was considered capable of detecting irregularities, including fraud**

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.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of its policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pension legislation and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

# **VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VIDENDUM CREATIVE SOLUTIONS UK LIMITED (continued)**

### **Report on other legal and regulatory requirements**

#### **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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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 any material misstatements in the directors' report.

#### **Matters on which we are required to report by exception**


Under the Companies Act 2006 we are required to report in respect of the following matters 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.
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

#### **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 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.



David Halstead FCA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
St Albans  
United Kingdom

22 September 2022

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## PROFIT AND LOSS ACCOUNT for the year ended 31 December 2021

	Notes	2021 £'000	2020 £'000
Turnover	4	586	501
Administrative expenses	5	(479)	(358)
<b>Profit before taxation</b>		<b>107</b>	<b>143</b>
Tax on profit	7	-	-
<b>Profit after taxation</b>		<b>107</b>	<b>143</b>

The Profit and Loss Account contains all the gains and losses from continuing operations recognised in the year and therefore no separate Statement of Other Comprehensive Income has been presented.

The notes on pages 9 to 13 form an integral part of these Financial Statements.

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## BALANCE SHEET as at 31 December 2021

	Notes	2021 £'000	2020 £'000
<b>Non-current assets</b>			
Tangible fixed assets	8	2	1
<b>Current assets</b>			
Debtors	9	497	386
Cash at bank and in hand		16	15
		<b>513</b>	<b>401</b>
<b>Creditors – amounts falling due within one year</b>	10	<b>(69)</b>	<b>(63)</b>
<b>Net current assets</b>		<b>444</b>	<b>338</b>
<b>Total assets less current liabilities</b>		<b>446</b>	<b>339</b>
<b>Capital and reserves</b>			
Share capital	11	-	-
Profit and loss account		446	339
<b>Shareholders' funds</b>		<b>446</b>	<b>339</b>

The notes on pages 9 to 13 form an integral part of these Financial Statements.

The Financial Statements on pages 6 to 13 were approved by the Board of Directors on 22 Sept 2022 and were signed on its behalf by:



Jonathan Bolton  
Director

Registered in England number 11446428

Videndum Creative Solutions UK Limited is a private company limited by shares and is incorporated and domiciled in the UK.



# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## STATEMENT OF CHANGES IN EQUITY

	Share capital £'000	Profit and loss account £'000	Total equity £'000
Balance at 1 January 2021	-	339	339
Profit for the year	-	107	107
<b>Total comprehensive income for the year</b>	-	<b>107</b>	<b>107</b>
<b>Balance at 31 December 2021</b>	-	<b>446</b>	<b>446</b>

	Share capital £'000	Profit and loss account £'000	Total equity £'000
Balance at 1 January 2020	-	196	196
Profit for the year	-	143	143
<b>Total comprehensive income for the year</b>	-	<b>143</b>	<b>143</b>
<b>Balance at 31 December 2020</b>	-	<b>339</b>	<b>339</b>

The notes on pages 9 to 13 form an integral part of these Financial Statements.

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### 1. Basis of preparation

These Financial Statements have been prepared on the historical cost basis and in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

These financial statements have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and International Financial Reporting Standards as issued by the IASB but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

### 2. Exemptions taken by the Company under FRS 101

The Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash Flow statement and related notes;
- Comparative year reconciliations for share capital and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries which form part of the Group;
- Disclosures in respect of capital management;
- Disclosures in respect of revenue from contracts with customers;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated Financial Statements of the ultimate parent company include equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

### 3. Accounting policies

The following accounting policies have been applied consistently to all years presented in these Financial Statements.

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Financial Statements.

There has been no material impact on the Financial Statements of adopting new standards or amendments.

#### a) Going concern

As part of the Company's Directors' consideration of the appropriateness of adopting the going concern basis in preparing the Company's financial statements, the latest forecasts of the Company have been reviewed.

The Company's Directors have reviewed the scenarios modelled and are satisfied that the Company has access to adequate cash resources to settle obligations as they fall due for at least twelve months from the date of approval of the financial statements. They also consider that the current operations provide sufficient financial sustainability to generate positive cash flows for the foreseeable future.

Accordingly, the Company's Directors continue to adopt the going concern basis in preparing the annual financial statements.

#### b) Turnover

Royalty income is received on the net sales value of all products sold under the licensed brand name. It is recognised on an accrual basis.

#### c) Trade and other creditors

Trade payables are generally recognised at the value of the invoice received from a supplier.

#### d) Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### 3. Accounting policies (continued)

#### d) Taxation (continued)

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

#### e) Pensions

All UK employees of the Company are offered membership of The Videndum 2014 Pension Scheme, which is a defined contribution scheme and all employees are automatically enrolled in to that scheme. The Company's legal or constructive obligation is limited to the contributions made. The costs of providing pensions for employees under defined contribution schemes are expensed as incurred.

#### f) Accounting estimates and judgments

There are no significant estimates or judgments contained in the Financial Statements.

#### g) Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation is provided to write off the cost of the relevant assets, less their estimated residual values, on a straight-line basis over their estimated useful lives.

Fixed assets are depreciated as follows:

Plant and machinery	4-5 years
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#### h) Research and development

Research and development costs are charged to the Profit and Loss Account in the year in which they are incurred unless development expenditure meets the criteria for capitalisation.

Development expenditure is capitalised only where there is a clearly defined project, the expenditure is separately identifiable, the outcome of the project can be assessed with reasonable certainty, aggregate costs are expected to exceed related future sales and adequate resources exist to enable the project to be completed.

### 4. Turnover

There is only a single class of business in the United Kingdom.

### 5. Administrative expenses

	2021 £'000	2020 £'000
Sales and Marketing	152	107
Administration costs	261	140
Research and development costs	66	111
	<u>479</u>	<u>358</u>

Auditor's remuneration: Audit of Company's annual accounts of £14,000 (2020: £10,000) were borne by the ultimate parent company.

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### 6. Staff Costs

Aggregate remuneration of all employees during the year:

	2021 £'000	2020 £'000
Wages and salaries including employee benefits	365	281
Employer's social security costs	42	32
Employer's pension costs	20	14
	<u>427</u>	<u>327</u>

The average monthly number of persons employed by the Company during the year:

	2021	2020
Operations	4	3
Sales and marketing	1	1
Research and development	1	1
	<u>6</u>	<u>5</u>

### 7. Tax on profit

(a) There is no current or deferred tax charge recognised in the year (2020: £nil).

(b) Factors affecting total tax charge

The tax assessed on the profit before tax for the year is lower (2020: lower) than the effective rate of corporation tax in the UK of 19% (2020: 19%). The differences are reconciled below:

	2021 £'000	2020 £'000
Profit before tax	107	143
Profit at the UK statutory rate of 19.00% (2020: 19.00%)	20	27
Effects of:		
Non-deductible items	-	2
Group relief claimed free of charge	(20)	(29)
Total tax charge	<u>-</u>	<u>-</u>

The UK tax rate for the year ended 31 December 2021 is 19%. This was substantively enacted on 17 March 2020.

On 24 May 2021 the UK government substantively enacted to increase the UK corporation tax from 19% to 25% with effect from 1 April 2023.

# VIDENDUM CREATIVE SOLUTIONS UK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### 8. Tangible fixed assets

	Plant & machinery £'000	Total £'000
<b>Cost</b>		
At 1 January 2021	1	1
Additions	2	2
At 31 December 2021	3	3
<b>Depreciation</b>		
At 1 January 2021	-	-
Charge	1	1
At 31 December 2021	1	1
<b>Net book value</b>		
As at 31 December 2021	2	2
As at 1 January 2021	1	1

### 9. Debtors

	2021 £'000	2020 £'000
<b>Amounts due within one year</b>		
Amounts owed by group undertakings	496	384
Other debtors	1	2
<b>Total debtors</b>	497	386

Amounts owed by group undertakings are unsecured, bear no interest and are payable on demand.

### 10. Creditors – amounts falling due within one year

	2021 £'000	2020 £'000
Amounts owed to group undertakings	52	60
Other creditors	17	3
	69	63

Amounts owed to group undertakings are unsecured, bear no interest and are payable on demand.

### 11. Share capital

	2021 £'000	2020 £'000
Issued, allotted and called up:		
2 Ordinary shares of £1 each	-	-

### 12. Post balance sheet events

On 24 May 2022 the Company changed its name from Vitec Creative Solutions UK Limited to Videndum Creative Solutions UK Limited.

On 24 May 2022 the Company's parent company changed its name from Vitec Investments Limited to Videndum Investments Limited.

On 23 May 2022 the Company's ultimate parent company changed its name from The Vitec Group plc to Videndum plc.

The Company has assessed the impact of the current events affecting the Ukraine region and concluded there are no material uncertainties to disclose.

# **VIDENDUM CREATIVE SOLUTIONS UK LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (continued)**

### **12. Post balance sheet events (continued)**

There were no other material adjusting or non-adjusting events that require disclosure between the Balance Sheet date and the date of this report.

### **13. Ultimate parent company**

The Company is a wholly owned subsidiary of Videndum Investments Limited (formerly Vitec Investments Limited) and of its ultimate parent, Videndum plc (formerly The Vitec Group plc). The ultimate parent undertaking and the smallest and largest group to consolidate these financial statements is Videndum plc, a company which is registered in England and Wales. Copies of the Annual Report & Accounts 2021 of Videndum plc are available from the Company Secretary, Bridge House, Heron Square, Richmond, TW9 1EN.