Registered number: 04399568

ACAMAR FILMS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2022

COMPANY INFORMATION

Directors	Terence Back Julie Fitzjohn Frank McKirgan Mikael Shields Sandra Vauthier-Cellier (resigned 29 November 2022) David Brierwood (appointed 29 November 2022)
Registered number	04399568
Registered office	7 Savoy Court London WC2R 0EX
Trading Address	Ground Floor The Rotunda 42-43 Gloucester Crescent London NW1 7DL
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 30 Finsbury Square London EC2A 1AG

ACAMAR FILMS LIMITED

CONTENTS

	Page
Group Strategic Report	1 - 3
Directors' Report	4 - 5
Independent Auditor's Report	6 - 10
Consolidated Statement of Comprehensive Income	11
Consolidated Statement of Financial Position	12
Company Statement of Financial Position	13
Consolidated Statement of Changes in Equity	14
Company Statement of Changes in Equity	15
Consolidated Statement of Cash Flows	16 - 17
Notes to the Financial Statements	18 - 40

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 30 SEPTEMBER 2022

Introduction

The Directors present their Strategic Report of Acamar Films Limited (the "Company") and the Acamar Films Group (the "Group") for the financial year ended 30 September 2022.

Business review

Financial performance

Turnover for the year was £9.43m *(2021: £6.84m)* representing 38% growth from the prior year, following 31% growth in the financial year 2020 to 2021. The growth in turnover was driven by increased media revenues generated from sales of the Bing television series, growth in digital revenue due to significant viewing increases in international online audiences and supported by the continued development of the Group's commercial intellectual property licensing programmes.

Throughout the year, the Directors have continued to monitor closely the Group's expenditure and were able to deliver significant cost savings against management's internal budget.

The Group continues to invest in the creation of high-quality content for global distribution, and investments into talent and headcount. In the year ended 30 September 2022 the Group has evolved and extended its policy of capitalising asset creation expenditure, as well as amortising over a longer time period, in line with the actual demonstrable life of the assets generated. This is evidenced by material commercial contracts extending rights beyond the existing five year time horizon, in particular extending rights to 2028, being 14 years after the launch of many of the episodes.

These substantial continuing investments in the business resulted in a Loss after tax of £1.76m *(2021: Loss of £5.05m)*. The loss after tax, which has decreased year on year, includes significant accounting adjustments for depreciation and amortisation as well as share based payments and warrants charges. These results compare favourably with the Directors' expectations for financial performance in the year and represent an outperformance of forecasts from management's internal budgeting.

Trading environment

The Directors view the financial performance and commercial progress achieved in the year as an encouraging sign of the underlying strength of the project and the Group's long-term prospects.

The Group's priorities continue to centre around:
- safeguarding the Group's assets, solvency and long-term interests;
- responding to the evolving needs of the Group's audience and partners; and
- continuing to support growth of the Group's activities internationally.

Financial key performance indicators

The Group uses Turnover as its primary performance indicator which has increased to £9.43m *(2021: £6.84m)* as a result of continued growth across revenue streams.

Principal risks and uncertainties

Competition
The market in which the Group operates is competitive. No assurance can be given of the economic success of any television series, with revenues derived from the production, distribution and commercial exploitation of television content, particularly in new territories, primarily dependent on its acceptance by the public, which cannot be predicted.

Regulation and legislation

Ensuring compliance with laws and regulations in the UK and existing international territories in which the Group operates is an ongoing priority. As the Group continues to grow internationally, the increased risk of ensuring compliance will remain a priority.

Intellectual property rights

The Group relies on trademark, copyright and other intellectual property laws to establish and protect its proprietary rights in the UK and internationally. The risk of infringement is mitigated through rigorous due diligence and trademark registration and protection.

Cashflow

Due to the capital intensive nature of the business, involving expenditure on production and infrastructure, the Group monitors and manages the risks associated with its cash flow, as part of its day to day control procedures, and ensures that funds are available to meet short and medium term financial commitments.

Interest rates

The Group is in part financed by debt. As market interest rates rise the cost of issuing new debt instruments to finance operations for the Group rises. The risk is mitigated through diversification of the available instruments being offered and the impacts are continuously monitored as part of day to day cash flow management.

Going concern

The Directors have considered forecast financial performance, recoverability of assets and financial viability for a period extending at least 12 months from the date of approval of these financial statements.

The Directors remain mindful that even though the worst of the global health crisis seems to have passed, the lasting impacts are still being seen across the globe, including wider macro-economic factors. To mitigate these, the Group continues to proactively take steps to monitor any impact, and where necessary, manage its expenditure across all incremental costs.

Over the period between March 2018 and June 2023, the Company has successfully raised equity finance totalling £25.9m and gross loan notes finance of £28.9m. This funding has been used for general corporate purposes, and to refinance maturing bank debt and loan note programme maturities totalling £19.6m. £1.9m of equity investment and £6.2m of net loan note Investment (after repayments) has been raised in the period March 2022 to June 2023 since the last statutory accounts were signed, further underpinning the Company's ability to raise working capital as required.

During the forecast period to June 2024, further investment is being sought to cover the Company’s ongoing working capital needs. The Board has reviewed the Company’s base case cash flow and the future fundraise requirements and given the Company’s successful fundraising history over a period of 18 years, there is reasonable expectation that these targets will be met.

The Directors therefore have reasonable expectation that there will be adequate resources for the Company to continue in operational existence for the foreseeable future and have adopted the going concern basis in preparing these financial statements.

Future developments

The principal activities of the Group are expected to continue as they are for the foreseeable future. The Group will continue to exploit its rights and invest in creating new localised language versions in order to launch into new global markets.

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

Julie Fitzjohn
Director

Date: 22/6/2023

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 SEPTEMBER 2022

The Directors present their report and the financial statements for the year ended 30 September 2022.

Principal activity

The principal activity of the Group and Company is the production, distribution and commercial exploitation of the animated television programme 'Bing'.

Results and dividends

The loss for the year, after taxation, amounted to £1.76m *(2021: £5.05*m*)*.

The Directors do not recommend the payment of a dividend.

Directors

The Directors who served during the year were:

Terence Back
Julie Fitzjohn
Frank McKirgan
Mikael Shields
Sandra Vauthier-Cellier (resigned 29 November 2022)

Directors' responsibilities statement

The Directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated 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 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 and profit or loss of the Group 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Subsequent events

On 6 April 2023 the Group incorporated a new subsidiary, Acamar MTN Collections Limited. Acamar MTN Collections Limited is 100% owned by Acamar Films Limited.

Since the year end and in line with expectations, the Group has refinanced and issued new loan notes as mentioned in note 15 and raised additional equity funds totalling £1.3m.

Matters covered in the Group Strategic Report

A discussion of the Group's financial performance, financial position, future developments, risk management and key performance indicators have been disclosed in the Group Strategic Report.

Disclosure of information to auditor

The Directors confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the Directors have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

Julie Fitzjohn
Director

Date: 22/6/2023

Grant Thornton

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACAMAR FILMS LIMITED

Opinion

We have audited the financial statements of Acamar Films Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 30 September 2022, which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statement of Financial Position, the Consolidated and Company Statement of Changes in Equity and the Consolidated 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 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 Group's and the parent Company's affairs as at 30 September 2022 and of the Group's 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 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the Group and the parent 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 are responsible for concluding 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 and 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 report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor’s opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group and the parent Company to cease to continue as a going concern.

In our evaluation of the Directors' conclusions, we considered the inherent risks associated with the Group's and the parent Company's business model including effects arising from macro-economic uncertainties such as the current cost of living crisis, we assessed and challenged the reasonableness of estimates made by the Directors and the related disclosures and analysed how those risks might affect the Group's and the parent Company's financial resources or ability to continue operations over the going concern period.

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 Group's and the parent 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. 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 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.

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

GrantThornton

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACAMAR FILMS LIMITED (CONTINUED)

Matter on which we are required to report under the Companies Act 2006

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

Matters on which we are required to report by exception

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 by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company 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 for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 Group's and the parent 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 Group or the parent 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACAMAR FILMS LIMITED (CONTINUED)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. The extent to which our procedures are capable of detecting irregularities, including fraud is, detailed below:

- The Group is subject to laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements. We identified the following laws and regulations as the most likely to have a material effect if non-compliance were to occur; financial reporting legislation, tax legislation, anti-bribery legislation and employment law.
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.
- We tested all material off ledger journal entries and reviewed journal posting combinations for areas where risk factors were identified, that were subject to estimates and areas impacting key performance indicators such as revenue.
- We enquired of management and those charged with governance, whether they were aware of any instances of non-compliance with laws and regulations or whether they had any knowledge of actual, suspected or alleged fraud.
- Explain how the auditor obtained an understanding of the legal and regulatory framework applicable to the entity and how the entity is complying with that framework.
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.
- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation.
  - knowledge of the industry in which the client operates.
  - understanding of the legal and regulatory requirements specific to the entity including:
    - ♦ the provisions of the applicable legislation.
    - ♦ the rules and related guidance issued by relevant authorities that interprets those rules.
    - ♦ the applicable statutory provisions.
- In assessing the potential risks of material misstatement, we obtained an understanding of:
  - the entity's operations, including the nature of its revenue sources, products and services and of its objectives and strategies to understand the classes of transactions, account balances, expected financial statement disclosures and business risks that may result in risks of material misstatement.
  - the applicable statutory provisions.
  - the entity’s control environment, including the policies and procedures implemented to comply with the requirements of relevant laws and regulations, including the adequacy of the training to inform staff of relevant legislation, rules and other regulations applicable to the entity, the adequacy of procedures for authorisation of transactions and the internal review procedures over the entity’s compliance with legal requirements.

GrantThornton

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACAMAR FILMS LIMITED (CONTINUED)

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 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.

Grant Thornton UK LLP

Nicholas Page PhD BSc FCA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London
Date: 22/6/2023

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2022

	Note	2022 £	*2021 £*
Turnover	4	**9,433,891**	*6,837,383*
Cost of sales		**(2,654,491)**	*(2,475,732)*
Gross profit		**6,779,400**	*4,361,651*
Administrative expenses		**(8,029,013)**	*(8,820,594)*
Operating loss	5	**(1,249,613)**	*(4,458,943)*
Interest payable and similar expenses	9	**(649,175)**	*(796,021)*
Loss before taxation		**(1,898,788)**	*(5,254,964)*
Tax on loss	10	**134,043**	*202,616*
Loss for the financial year		**(1,764,745)**	*(5,052,348)*

The loss for the year and total comprehensive income is 100% attributable to the owners of the parent Company.

All the activities of the Group are from continuing operations.

The Group has no other recognised items of income and expenses other than the results for the year as set out above.

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

The notes on pages 18 to 40 form part of these financial statements.

ACAMAR FILMS LIMITED
REGISTERED NUMBER:04399568

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2022

	Note		2022 £		2021 £
Fixed assets					
Intangible assets	11		**11,963,473**		*7,579,283*
Tangible assets	12		**508,382**		*480,831*
			12,471,855		*8,060,114*
Current assets					
Debtors: due within one year	14	**5,281,795**		*3,182,397*	
Cash at bank and in hand		**2,187,858**		*1,579,491*	
		7,469,653		*4,761,888*	
Creditors: due within one year	15	**(7,813,686)**		*(4,778,785)*	
Net current liabilities			**(344,033)**		*(16,897)*
Total assets less current liabilities			**12,127,822**		*8,043,217*
Creditors: due after more than one year	16		**(10,040,640)**		*(8,538,184)*
Net assets/(liabilities)			**2,087,182**		*(494,967)*
Capital and reserves					
Share capital	18		**8,040,794**		*7,763,291*
Share premium	19		**21,631,798**		*18,620,446*
Retained earnings	19		**(27,585,410)**		*(26,878,704)*
Equity attributable to owners of the parent Company			**2,087,182**		*(494,967)*

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Julie Fitzjohn
Director

Date: 22/6/2023

The notes on pages 18 to 40 form part of these financial statements.

ACAMAR FILMS LIMITED
REGISTERED NUMBER:04399568

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2022

	Note		2022 £		2021 £
Fixed assets					
Intangible assets	11		**11,963,473**		*7,579,283*
Tangible assets	12		**508,382**		*480,831*
Investments	13		**4**		*4*
			12,471,859		*8,060,118*
Current assets					
Debtors: due within one year	14	**4,688,961**		*2,764,475*	
Cash at bank and in hand		**2,076,854**		*1,299,718*	
		6,765,815		*4,064,193*	
Creditors: due within one year	15	**(7,109,852)**		*(4,081,094)*	
Net current liabilities			**(344,037)**		*(16,901)*
Total assets less current liabilities			**12,127,822**		*8,043,217*
Creditors: due after more than one year	16		**(10,040,640)**		*(8,538,184)*
Net assets/(liabilities)			**2,087,182**		*(494,967)*
Capital and reserves					
Share capital	18		**8,040,794**		*7,763,291*
Share premium	19		**21,631,798**		*18,620,446*
Retained earnings brought forward		**(26,878,704)**		*(22,264,186)*	
Loss for the year		**(1,764,745)**		*(5,052,348)*	
Other changes in retained earnings		**1,058,039**		*437,830*	
Retained earnings carried forward			**(27,585,410)**		*(26,878,704)*
			2,087,182		*(494,967)*

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Julie Fitzjohn
Director

Date: 22/6/2023

The notes on pages 18 to 40 form part of these financial statements.

ACAMAR FILMS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2022

	Share capital £	Share premium £	Retained earnings £	Total equity attributable to owners of parent Company £
At 1 October 2020	**6,926,112**	**15,798,452**	**(22,264,186)**	**460,378**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(5,052,348)**	**(5,052,348)**
Contributions by and distributions to owners				
Shares issued during the year	**837,179**	**2,821,994**	**-**	**3,659,173**
Share-based payments	**-**	**-**	**411,490**	**411,490**
Equity warrants	**-**	**-**	**26,340**	**26,340**
At 1 October 2021	**7,763,291**	**18,620,446**	**(26,878,704)**	**(494,967)**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(1,764,745)**	**(1,764,745)**
Contributions by and distributions to owners				
Shares issued during the year	**277,503**	**3,011,352**	**-**	**3,288,855**
Share-based payments	**-**	**-**	**615,895**	**615,895**
Equity warrants	**-**	**-**	**442,144**	**442,144**
At 30 September 2022	**8,040,794**	**21,631,798**	**(27,585,410)**	**2,087,182**

The notes on pages 18 to 40 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	Share capital	Share premium	Retained earnings	Total equity
	£	£	£	£
At 1 October 2020	**6,926,112**	**15,798,452**	**(22,264,186)**	**460,378**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(5,052,348)**	**(5,052,348)**
Contributions by and distributions to owners				
Shares issued during the year	**837,179**	**2,821,994**	**-**	**3,659,173**
Share-based payments	**-**	**-**	**411,490**	**411,490**
Equity warrants	**-**	**-**	**26,340**	**26,340**
At 1 October 2021	**7,763,291**	**18,620,446**	**(26,878,704)**	**(494,967)**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(1,764,745)**	**(1,764,745)**
Contributions by and distributions to owners				
Shares issued during the year	**277,503**	**3,011,352**	**-**	**3,288,855**
Share-based payments	**-**	**-**	**615,895**	**615,895**
Equity warrants	**-**	**-**	**442,144**	**442,144**
At 30 September 2022	**8,040,794**	**21,631,798**	**(27,585,410)**	**2,087,182**

The notes on pages 18 to 40 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	2022	*2021*
	£	*£*
Cash flows from operating activities		
Loss for the financial year	**(1,764,745)**	*(5,052,348)*
Adjustments for:		
Amortisation of intangible assets	**996,870**	*1,294,721*
Depreciation of tangible assets	**123,079**	*95,805*
Loss on disposal of tangible assets	**281**	*-*
Foreign exchange	**(188,035)**	*(5,371)*
Share based payments & warrants	**1,058,039**	*1,462,830*
Interest paid	**1,080,698**	*965,026*
Taxation credit	**(134,043)**	*(202,616)*
Increase in debtors	**(2,150,450)**	*(848,525)*
Increase/(decrease) in creditors	**416,839**	*(64,664)*
Corporation tax received	**173,181**	*85,889*
Net cash used in operating activities	**(388,286)**	*(2,269,253)*
Cash flows from investing activities		
Purchase of intangible fixed assets	**(5,381,060)**	*(2,132,630)*
Purchase of tangible fixed assets	**(151,312)**	*(125,491)*
Sale of tangible fixed assets	**400**	*-*
Net cash used in investing activities	**(5,531,972)**	*(2,258,121)*

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	2022 £	2021 £
Cash flows from financing activities		
Issue of shares	**3,288,855**	*2,315,429*
Repayment of loan notes	**(615,000)**	*-*
Proceeds from issue of new loan notes	**4,970,000**	*1,910,000*
Repayment of other loans	**(34,532)**	*(31,998)*
Interest paid	**(1,080,698)**	*(965,026)*
Net cash generated from financing activities	**6,528,625**	*3,228,405*
Net increase/(decrease) in cash and cash equivalents	**608,367**	*(1,298,969)*
Cash and cash equivalents at beginning of year	**1,579,491**	*2,878,460*
Cash and cash equivalents at the end of year	**2,187,858**	*1,579,491*
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**2,187,858**	*1,579,491*

The notes on pages 18 to 40 form part of these financial statements.

1. General information

Acamar Films Limited is a private company limited by shares and incorporated in England and Wales. Its registered head office is located at 7 Savoy Court, London, WC2R 0EX. The principal place of business address is Ground Floor, The Rotunda, 42-43 Gloucester Crescent, London, NW1 7DL.

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 Group's financial statements are presented in Sterling and all values are rounded to the nearest pound (£) except when otherwise stated.

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

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

Financial reporting standard 102 - reduced disclosure exemptions - company only

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland:

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This Company only information is included in these consolidated financial statements as at 30 September 2022.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

2. Accounting policies (continued)

2.3 Going concern

The Directors have considered forecast financial performance, recoverability of assets and financial viability for a period extending at least 12 months from the date of approval of these financial statements.

The Directors remain mindful that even though the worst of the global health crisis seems to have passed, the lasting impacts are still being seen across the globe, including wider macro-economic factors. To mitigate these, the Group continues to proactively take steps to monitor any impact, and where necessary, manage its expenditure across all incremental costs.

Over the period between March 2018 and June 2023, the Company has successfully raised equity finance totalling £25.9m and gross loan notes finance of £28.9m. This funding has been used for general corporate purposes, and to refinance maturing bank debt and loan note programme maturities totalling £19.6m. £1.9m of equity investment and £6.2m of net loan note Investment (after repayments) has been raised in the period March 2022 to June 2023 since the last statutory accounts were signed, further underpinning the Company's ability to raise working capital as required.

During the forecast period to June 2024, further investment is being sought to cover the Company’s ongoing working capital needs. The Board has reviewed the Company’s base case cash flow and the future fundraise requirements and given the Company’s successful fundraising history over a period of 18 years, there is reasonable expectation that these targets will be met.

The Directors therefore have reasonable expectation that there will be adequate resources for the Company to continue in operational existence for the foreseeable future and have adopted the going concern basis in preparing these financial statements.

2.4 Foreign currency translation

(a) Functional and presentational currency

The Group and Company's presentation and functional currency is £ (Sterling).

(b) Transactions and balances

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the reporting date. Non-monetary items that are measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Any exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were initially recorded are recognised in the Statement of Comprehensive Income in the period in which they arise.

2. Accounting policies (continued)

2.5 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business, net of discounts and sales-related taxes.

Media and digital sales

Revenue derived from the sale of the television series is stated gross of withholding tax but excluding value added tax. The revenue and associated costs are recognised in the Statement of Comprehensive Income when the following criteria are met:

a) A licence agreement has been executed by both parties
b) The episode has met all necessary technical quality requirements with the commissioning broadcaster
c) The episode is available for delivery to the broadcaster
d) The licence term has commenced
e) The arrangement is fixed or determinable
f) Collection of the revenue is reasonably assured

Licensing revenue

Minimum guarantees in respect of other Licensing, Publishing and DVD revenues are recognised in the Statement of Comprehensive Income when the following criteria are met:

a) A license agreement has been executed by both parties
b) The programme or other materials have met all the necessary technical quality requirements with the Licensee
c) The license term has commenced
d) The arrangement is fixed or determinable
e) Collection of the revenue is reasonably assured
f) All conditions of the contract have been met

Additional licensing revenue is recognised when it has been notified to the Company.

2.6 Operating leases

Rentals payable under operating leases are charged to the Statement of Comprehensive Income on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on a straight-line basis over the lease term.

2.7 Interest

Interest income and expenses are recognised in the Statement of Comprehensive Income on an accruals basis using the effective interest method.

2. Accounting policies (continued)

2.8 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

A portion of finance costs are capitalised as Intangible assets using an applied rate based on production staff activity in the period.

2.9 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

2.10 Taxation

Tax expenses recognised in the Statement of Comprehensive Income comprise the sum of the tax currently payable and deferred tax not recognised in other comprehensive income or directly in equity.

Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from profit as reported in the Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other years, and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed by the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference. Deferred tax balances are not discounted.

2. Accounting policies (continued)

2.11 Intangible assets

Intangible assets are initially recognised at cost, under the historic cost model, and subsequently measured at cost less accumulated amortisation.

Costs incurred are capitalised as intangible fixed assets when the following conditions are satisfied:

- Completion of the asset is technically feasible so that it will be available for use or sale;
- The Company intends to complete the asset and use or sell it;
- The Company has the ability to use or sell the asset, and the asset will generate probable future economic benefits (over and above cost);
- There are adequate technical, financial and other resources to complete the development and to use or sell the asset; and
- The expenditure attributable to the asset during its development can be measured reliably.

In the current financial year the estimates used in the accounting for the 'Series production' category (previously known as Production costs) were revised. The method of amortisation has been revised from a discounted future income matching model to a straight-line basis as well as the useful economic life being extended from 5 years to 15 years. This is evidenced by material commercial contracts extending rights beyond the existing five year time horizon, in particular extending rights to 2028, being 14 years after the launch of many of the episodes.

Costs capitalised in the Series production category comprise the costs of producing the television series. Costs capitalised in the Other production category comprise costs incurred in the production of other digital assets for future exploitation.

The estimated useful lives of Intangibles assets held are as follows:

Series production (formerly Production costs)	-	15 years
Other production	-	5 years

2.12 Tangible fixed assets

Tangible assets are stated at historical cost less accumulated depreciation. Depreciation is calculated to write down the cost less estimated residual value of all property, plant and equipment by equal annual instalments over their expected useful lives less estimated residual values, using the methods stated below. The rates generally applicable are:

Leasehold improvements	-	Straight line depreciation over the life of the leasehold
Plant and machinery	-	25% reducing balance basis

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Comprehensive Income.

The assets' residual value and useful lives are reviewed, and adjusted if required, at each reporting date. The carrying amount of an asset is written down immediately to its recoverable amount if the carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2. Accounting policies (continued)

2.13 Investments

Investments in subsidiaries are measured at cost less accumulated provisions.

2.14 Debtors

Short term debtors are measured at transaction price, less any write-off for bad debt. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any write-off.

2.15 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.

2.16 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.17 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of any such write offs. If objective evidence of any such write offs is found, a charge is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the write-offs are measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any write-off is the current effective interest rate determined under the contract.

2. Accounting policies (continued)

2.17 Financial instruments (continued)

For financial assets measured at cost less accumulated write-off, these write-offs are measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.18 Share options

Employees and non-employees (including Directors) of the Company are granted share options over shares in the Company. The Company has applied the requirements of FRS 102 share options to all grants of equity instruments.

The cost of share option transactions with employees and non-employees is measured by reference to the fair value at the grant date of the equity instrument granted. The fair value is determined by using the Black-Scholes method. The costs of equity-settled transactions are recognised, together with a corresponding charge to equity, over the period between the date of grant and the end of a vesting period, where relevant employees become fully entitled to the award.

2.19 Share warrants

The issue of equity warrants is recognised at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments. The fair value is determined by calculating the discounted present value of the consideration for similar financial instruments issued with and without equity warrants. Any transaction costs incurred are deducted from equity, net of any related income tax benefit. Increases in equity arising on the issue of shares or other equity instruments is presented in the Statement of Financial Position and is determined by applicable laws.

2.20 Share capital

Share capital represents the nominal value of shares that have been issued.

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

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

The preparation of financial statements under FRS 102 requires the Group to make estimates and assumptions that affect the application of policies and reported amounts. 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. Actual results may differ from these estimates. The estimates and assumptions which have a risk of causing a material adjustment to the carrying amount of assets and liabilities are discussed below.

Capitalisation of production costs (note 11)
Distinguishing the research and development phases of new programmes and determining whether the recognition requirements for the capitalisation of development costs are met requires judgement. After capitalisation, management monitors whether the recognition requirements continue to be met and whether there are any indicators that capitalised costs may need to be provided against.

4. Turnover

An analysis of turnover by class of business and geography is as follows:

	2022	*2021*
	£	*£*
Licensing revenue	**3,490,844**	*3,495,203*
Media and digital revenue	**5,943,047**	*3,342,180*
	9,433,891	*6,837,383*

	2022	*2021*
	£	*£*
United Kingdom	**2,434,379**	*1,732,223*
Rest of the world	**6,999,512**	*5,105,160*
	9,433,891	*6,837,383*

5. Operating loss

The operating loss is stated after charging:

	2022 **£**	*2021* *£*
Amortisation of intangible assets	**996,870**	*1,294,721*
Depreciation of tangible assets	**123,079**	*95,805*
Foreign exchange differences	**(188,035)**	*(5,371)*
Operating lease rentals	**257,427**	*257,427*
Loss on disposal of fixed assets	**281**	*-*

Operating lease rental costs of £111,008 *(2021: £85,962)* included in the above have been capitalised in the year as Intangible assets.

6. Auditor's remuneration

	2022 **£**	*2021* *£*
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	**45,000**	*37,500*

Fees payable to the Group's auditor and its associates in respect of:

Tax compliance	**14,900**	*12,500*
Tax advisory	**8,485**	*21,575*
Other non-audit services	**6,500**	*5,900*
	29,885	*39,975*

7. Employees

Staff costs were as follows:

	Group 2022 £	*Group 2021 £*	**Company 2022 £**	*Company 2021 £*
Wages and salaries	**6,617,477**	*5,866,318*	**6,617,477**	*5,866,318*
Social security costs	**765,226**	*666,569*	**765,226**	*666,569*
Costs of defined contribution scheme	**164,590**	*147,995*	**164,590**	*147,995*
	7,547,293	*6,680,882*	**7,547,293**	*6,680,882*

Staff costs of £2,830,696 *(2021: £1,130,990)* included in the above have been capitalised in the year as Intangible assets.

The average monthly number of employees, including the Directors, during the year was as follows:

	2022 No.	*2021 No.*
Administrative	**62**	*58*
Administrative - Production	**24**	*17*
	86	*75*

8. Directors' remuneration

	2022	*2021*
	£	*£*
Executive Directors	**1,019,014**	*1,048,071*
Non-Executive Directors	**30,000**	*30,000*
Social security costs	**138,260**	*137,503*
Company contributions to defined contribution pension schemes	**11,020**	*10,650*
	1,198,294	*1,226,224*

During the year retirement benefits were accruing to 3 Directors *(2021: 3)* in respect of defined contribution pension schemes.

The highest paid Director earned remuneration of £517,438 *(2021: £523,125)* which includes amounts in lieu of pension contributions paid to a defined contribution pension scheme of £11,188 *(2021: £15,188)*.

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £4,000 *(2021: £Nil).*

The total cost to the Company including pension contributions was £521,438 *(2021: £523,125).*

Remuneration for executive directors accrued and unpaid as at 30 September 2022 amounted to £261,750 *(2021: £288,750)*.

9. Interest payable and similar expenses

	2022	*2021*
	£	*£*
Loan note interest	**569,174**	*676,021*
Other loan interest	**80,001**	*120,000*
	649,175	*796,021*

In addition to the above, Interest costs of £431,523 *(2021: £169,005)* have been capitalised in the year as Intangible assets.

Interest costs are capitalised at a rate based on production staff activity in the period.

10. Tax on loss on ordinary activities

Major components of tax income

	2022 £	2021 £
Current tax:		
Current tax on loss for the year	**(134,043)**	*(202,616)*
Deferred tax:		
Origination and reversal of timing differences	**-**	-
Taxation on loss on ordinary activities	**(134,043)**	*(202,616)*

Reconciliation of tax income

The tax assessed on the loss on ordinary activities for the year is lower than *(2021: lower than)* the standard rate of corporation tax in the UK of 19% *(2021: 19%)*.

	2022 £	2021 £
Loss on ordinary activities before taxation	**(1,898,788)**	*(5,254,964)*
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% *(2021: 19%)*	**(360,770)**	*(998,443)*
Effects of:		
Expenses not deductible for tax purposes	**170,616**	*159,804*
Capital allowances for year in excess of depreciation	**(5,364)**	*(5,640)*
Deferred tax not recognised	**195,518**	*844,279*
Animation tax relief	**(134,043)**	*(202,616)*
Total tax charge for the year	**(134,043)**	*(202,616)*

Factors that may affect future tax charges

Unused tax losses to be used against future taxable profits amount to £29,720,759 *(2021: £28,690,274)*.

11. Intangible assets

Group and Company

	Series production £	Other production £	Total £
Cost			
At 1 October 2021	**24,259,038**	**-**	**24,259,038**
Additions	**2,891,863**	**2,489,197**	**5,381,060**
At 30 September 2022	**27,150,901**	**2,489,197**	**29,640,098**
Amortisation			
At 1 October 2021	**16,679,755**	**-**	**16,679,755**
Charge for the year	**499,031**	**497,839**	**996,870**
At 30 September 2022	**17,178,786**	**497,839**	**17,676,625**
Net book value			
At 30 September 2022	**9,972,115**	**1,991,358**	**11,963,473**
At 30 September 2021	*7,579,283*	*-*	*7,579,283*

The above charge of £996,870 *(2021: £1,294,721)* has been recognised within 'administrative expenses' in the Statement of Comprehensive Income.

As a result of the revision to the accounting estimates, as described in the Intangible Asset accounting policy, the effect on the amortisation charge in the period has resulted in a decrease of £1,854,072.

12. Tangible fixed assets

Group and Company

	Leasehold improvements £	Plant and machinery £	Total £
Cost			
At 1 October 2021	**329,112**	**520,678**	**849,790**
Additions	**1,231**	**150,081**	**151,312**
Disposals	**-**	**(1,182)**	**(1,182)**
At 30 September 2022	**330,343**	**669,577**	**999,920**
Depreciation			
At 1 October 2021	**115,224**	**253,735**	**368,959**
Charge for the year	**34,296**	**88,783**	**123,079**
Disposals	**-**	**(500)**	**(500)**
At 30 September 2022	**149,520**	**342,018**	**491,538**
Net book value			
At 30 September 2022	**180,823**	**327,559**	**508,382**
At 30 September 2021	*213,888*	*266,943*	*480,831*

The above charge of £123,079 *(2021: £95,805)* has been recognised within 'administrative expenses' in the Statement of Comprehensive Income.

13. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 October 2021	**4**
At 30 September 2022	**4**
Net book value	
At 30 September 2022	**4**
At 30 September 2021	*4*

Subsidiary undertakings

The following were subsidiary undertakings of the Company during the year:

Name	Principal activity	Class of shares	Holding
Bing Bunny Productions Limited	Television production activities	Ordinary	100%
Bing Bunny Productions 2 Limited	Television production activities	Ordinary	100%
Bing Bunny Productions 3 Limited	Dormant	Ordinary	100%
Bing Bunny Collections Limited	Collection and royalty paying agent	Ordinary	100%

The address of the registered office of the above subsidiary undertakings is 7 Savoy Court, London, WC2R 0EX.

14. Debtors

	Group 2022 £	*Group 2021 £*	**Company 2022 £**	*Company 2021 £*
Trade debtors	**802,854**	*876,558*	**4,674**	*9,862*
Amounts owed by group undertakings	**-**	*-*	**4,304,818**	*2,447,516*
Other debtors	**75,867**	*64,117*	**75,867**	*64,998*
Prepayments and accrued income	**4,313,627**	*2,113,137*	**303,602**	*242,099*
Tax recoverable	**89,447**	*128,585*	**-**	*-*
	5,281,795	*3,182,397*	**4,688,961**	*2,764,475*

All amounts are short term. All of the Group and Company's trade and other debtors have been reviewed for indicators of bad debts and, where necessary, a provision for any write-offs provided. The carrying value is considered a fair approximation of their fair value. The Directors consider that all the above financial assets that are not provided for or past due, are of good credit quality, as such no provision has been made against the debtor balance.

Amounts owed by group undertakings are interest free, repayable on demand and unsecured.

15. Creditors: due within one year

	Group 2022 £	*Group 2021 £*	**Company 2022 £**	*Company 2021 £*
Loan notes	**5,338,003**	*2,370,000*	**5,338,003**	*2,370,000*
Other loans	**-**	*34,532*	**-**	*34,532*
Trade creditors	**390,348**	*542,425*	**361,982**	*441,774*
Amounts owed to group undertakings	**-**	*-*	**4**	*4*
Other taxation and social security	**268,439**	*242,620*	**268,439**	*242,620*
Other creditors	**29,652**	*26,089*	**29,652**	*26,089*
Accruals and deferred income	**1,787,244**	*1,563,119*	**1,111,772**	*966,075*
	7,813,686	*4,778,785*	**7,109,852**	*4,081,094*

All amounts are short term. The Directors consider that the carrying value of trade and other creditors to be a reasonable approximation of fair value.

Loan notes of £2,370,000 outstanding at the end of the prior year end matured during the year of which £1,370,000 were refinanced and an additional £4,995,000 of new notes were issued. Between the Statement of Financial Position date and the date of signature of these accounts £4,345,000 and \$812,080 of the loan notes outstanding at the year end have matured of which £4,270,000 and \$162,080 were refinanced and a further £2,885,000 and \$300,000 of new loan notes have been issued.

Amounts owed to group undertakings are interest free, repayable on demand and unsecured.

16. Creditors: due after more than one year

	Group 2022 £	*Group 2021 £*	**Company 2022 £**	*Company 2021 £*
Loan notes	**9,910,000**	*8,382,348*	**9,910,000**	*8,382,348*
Other creditors	**130,640**	*155,836*	**130,640**	*155,836*
	10,040,640	*8,538,184*	**10,040,640**	*8,538,184*

Other creditors relate to a lease incentive and rent-free period on an operating lease entered into in 2017 (see note 25).

17. Debt instruments

A maturity analysis of the debt instruments is provided below:

	Group 2022 £	*Group 2021 £*	**Company 2022 £**	*Company 2021 £*
Creditors: due within one year				
Loan notes	**5,338,003**	*2,370,000*	**5,338,003**	*2,370,000*
Other loans	**-**	*34,532*	**-**	*34,532*
	5,338,003	*2,404,532*	**5,338,003**	*2,404,532*
Creditors: due after more than one year				
Loan notes	**9,910,000**	*8,382,348*	**9,910,000**	*8,382,348*
	15,248,003	*10,786,880*	**15,248,003**	*10,786,880*

17. Debt instruments (continued)

Loan notes

Included in Creditors: due within one year are loan notes of £5,338,003 *(2021: £2,370,000)* and included in Creditors: due after more than one year are loan notes of £9,910,000 *(2021: £8,382,348)*. These are analysed as follows:

	2022	2021	Currency	Interest rate	2022 notes Term remaining at 30 September 2022
	£	£		%	
Creditors: due within one year					
	3,130,000	2,370,000	Sterling	8.50%	1 Year
	1,465,000		Sterling	7.50%	1 Year
	743,003	-	US Dollars	9.00%	1 Year
	5,338,003	2,370,000			
Creditors: due after more than one year					
	2,350,000	-	Sterling	4.50%	5 Years
	330,000	-	Sterling	6.00%	5 Years
	1,000,000	1,685,000	Sterling	7.50%	2 Years
	-	1,000,000	Sterling	7.50%	3 Years
	750,000	-	Sterling	8.00%	2 Years
	1,090,000	750,000	Sterling	8.00%	3 Years
	1,200,000		Sterling	8.00%	5 Years
	1,435,000	2,910,000	Sterling	8.50%	2 Years
	1,755,000	1,435,000	Sterling	8.50%	3 Years
	-	602,348	US Dollar	9.00%	2 Years
	9,910,000	8,382,348			

The loan notes are secured by way of a debenture over the Group's assets. The loan notes denominated in dollars amount to $812,080 and are revalued at the exchange rate ruling at each year end.

Other loans

Included in Other loans and shown within Creditors: due within one year, is a loan of £Nil *(2021: £34,532)* relating to S4C deficit finance investment for Series 1 to 3 together with deficit interest. The balance of the loan was repaid during the year.

18. Share capital

	2022 £	*2021* *£*
Allotted, called up and fully paid		
4,250,000 *(2021: 4,250,000)* Ordinary A shares of £0.0001 each	**425**	*425*
5,323,488 *(2021: 5,323,488)* Ordinary B shares of £1 each	**5,323,488**	*5,323,488*
2,108,852 *(2021: 1,831,349)* B Investor Premium NV shares of £1 each	**2,108,852**	*1,831,349*
608,029 *(2021: 608,029)* Ordinary C shares of £1 each	**608,029**	*608,029*
	8,040,794	*7,763,291*

During the year the Company issued 277,503 B Investor Premium NV shares. £193,794 of costs were incurred on the share issues during the year and have been deducted from share premium.

During the year a new class of shares, being B Growth Investor Premium NV shares of £0.50 each, was created. No allotments of this new share type have been made.

In the event of a sale of the Company involving a change of control, the Ordinary B shares, B Investor Premium NV shares and B Growth Investor Premium NV shares rank above the Ordinary A and C shares in being paid out. Prior to any amounts paid out to the Ordinary A or C shareholders, the Ordinary B shareholders, B Investor Premium NV shareholders and B Growth Investor Premium NV shareholders are entitled to be paid their capital invested first and then a sum equal to 60% of their respective capital invested. After payment of the B share capitals invested and B share premiums, A, B and C shares will be paid out in proportion to the number of shares held pari passu.

19. Reserves

Share premium

Includes premiums received on the issue of share capital less any transaction costs associated with the issuing of shares.

Retained earnings

This reserve records all current and prior period retained profit and losses.

20. Analysis of net debt

	At 1 October 2021 £	Cash flows £	Other non-cash changes £	At 30 September 2022 £
Cash at bank and in hand	1,579,491	608,367	-	2,187,858
Debt due after 1 year	(8,382,348)	(4,970,000)	3,442,348	(9,910,000)
Debt due within 1 year	(2,404,532)	649,532	(3,583,003)	(5,338,003)
	(9,207,389)	(3,712,101)	(140,655)	(13,060,145)

21. Share options

The Company operates three share-based compensation plans granting share options to employees and non-employees. Certain share options granted to employees are under the Enterprise Management Initiative ("EMI") scheme and vest either immediately or monthly over a 4 year period. Other options issued vest either immediately or monthly over periods of between 1 to 4 years. At year end not all shares are fully vested.

Ordinary C share options

Historically the Company issued share options over 450,000 Ordinary C shares. These brought forward Ordinary C share options were granted in the year ended 30 September 2014 and are fully vested. A new scheme to reward employees was introduced in the year ended 30 September 2019. This scheme was continued and the Company granted further share options over 38,402 Ordinary C Shares during the year.

	2022 No.	**2022 WAEP**	*2021 No.*	*2021 WAEP*
Balance brought forward	**1,201,490**	**2.01**	*962,788*	*1.86*
Share options granted	**38,402**	**4.10**	*238,702*	*2.64*
Balance carried forward	**1,239,892**	**2.08**	*1,201,490*	*2.01*

Ordinary B share options

The B Share Option Scheme was introduced in October 2017. No further options have been granted during the current year.

	2022 No.	**2022 WAEP**	*2021 No.*	*2021 WAEP*
Balance brought forward	**980,188**	**4.08**	*980,188*	*4.08*
Share options granted	**-**	**-**	*-*	*-*
Balance carried forward	**980,188**	**4.08**	*980,188*	*4.08*

B Investor Premium NV share options

The B Investor Premium NV Share Option Scheme was introduced in July 2019. The Company granted further share options over 310,000 B Investor Premium NV Shares during the year. 10,000 of the options granted during the year had a vesting period of 1 year only, the remainder vest over a 4 year period.

	2022 No.	**2022 WAEP**	*2021 No.1*	*2021 WAEP*
Balance brought forward	**12,501**	**5.00**	*12,501*	*5.00*
Share options granted	**310,000**	**10.84**	*-*	*-*
Balance carried forward	**322,501**	**10.61**	*12,501*	*5.00*

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions. The fair value of awards granted under the EMI scheme is measured using a Black Scholes model. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each Statement of Financial Position date, the estimate of the number of options that are expected to vest is revised, and any changes in estimate is recognised in the Statement of Comprehensive Income, with a corresponding adjustment in equity as per FRS102.

During the year, the Group recognised total share-based payment expenses of £615,895 *(2021: £411,490)*.

22. Equity warrants

Ordinary C equity warrants

In 2018 the Board passed a resolution to create and issue up to 750,000 warrants to subscribe for up to 750,000 C Ordinary shares to some subscribers of the loan note programme. These equity warrants had an expiry period of 3 years. During the prior year 608,032 warrants were exercised and resulted in new C Ordinary shares being issued. The remaining 117,647 warrants lapsed. No further C Ordinary share warrants have been granted during the current year.

	2022 No.	**2022 WAEP**	*2021 No.*	*2021 WAEP*
Balance brought forward	**-**	**-**	*725,679*	*2.21*
Warrants granted	**-**	**-**	*-*	*-*
Exercised during the year	**-**	**-**	*(608,032)*	*2.21*
Lapsed during the year	**-**	**-**	*(117,647)*	*2.21*
Balance carried forward	**-**	**-**	*-*	*-*

B Investor Premium NV equity warrants

In the period to 30 September 2021, the Board has passed resolutions to create and issue up to 25,753 warrants to subscribe for up to 25,753 B Investor Premium NV shares to some subscribers of the loan note programme. During the current year ended 30 September 2022 further resolutions were passed to create and issue up to a further 104,745 warrants to subscribe for up to a further 104,745 B Investor Premium NV shares to subscribers of the loan note programme. The existing 24,823 warrants expire in 2025, the 103,853 granted during the year expire in 2027.

	2022 No.	**2022 WAEP**	*2021 No.*	*2021 WAEP*
Balance brought forward	**24,823**	**9.93**	*14,753*	*9.93*
Warrants granted	**103,853**	**16.32**	*10,070*	*9.93*
Balance carried forward	**128,676**	**15.09**	*24,823*	*9.93*

During the year, the Group recognised total equity warrant expenses of £442,144 *(2021: £26,340)*.

23. Capital commitments

As at 30 September 2022 the Group and Company had no capital commitments or contracts for capital expenditure in place in the year *(2021: £Nil)*.

24. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £164,590 *(2021: £147,995)*. Contributions totalling £43,098 *(2021: £35,395)* were payable to the fund at the reporting date and are included in creditors.

25. Commitments under operating leases

At 30 September 2022 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2022	*2021*
	£	*£*
Group and Company		
Not later than 1 year	**282,624**	*282,624*
Later than 1 year and not later than 5 years	**1,130,496**	*1,130,496*
Later than 5 years	**53,428**	*336,052*
	1,466,548	*1,749,172*

26. Transactions with directors

During the year a director's fee was charged to the Company by a director amounting to £15,000 *(2021: £15,000)* of which £Nil was outstanding as at 30 September 2022 *(2021: £Nil)*.

During the year a director's fee of £15,000 *(2021: £15,000)* was charged to the Company by an LLP in which one of the Directors is also a member, of which £Nil was outstanding as at 30 September 2022 *(2021: £Nil)*.

During the year £25,000 of loan notes matured and were re-invested by a close family member of a director (see note 27) *(2021: £25,000)*.

During the year, contractual payment obligations to Development Financiers were accrued and paid, one of whom is the step-father of a director and until 21 February 2020 was a person with significant influence over the Company. The costs relating to this related party amounted to £62,855 *(2021: £94,284).* These amounts were being paid in accordance with the recoupment schedule agreement governing recoupment of investment in the Bing production alongside equity and deficit finance investors and was settled in full during the year.

27. Related party transactions

Loan notes totalling £25,000 were invested in the year by a close family member of a director. These loan notes have a maturity date of September 2025. Interest on these loan notes is paid at 8.5%. Interest rates paid to the related party is in line with interest rates paid to other loan notes holders for each loan note series.

The Company has taken advantage of the exemptions provided by FRS 102 (Section 33) from disclosing transactions with other wholly owned group companies.

No further transactions require disclosure under FRS102.

28. Subsequent events

On 6 April 2023 the Group incorporated a new subsidiary, Acamar MTN Collections Limited. Acamar MTN Collections Limited is 100% owned by Acamar Films Limited.

Since the year end and in line with expectations, the Group has refinanced and issued new loan notes as mentioned in note 15 and raised additional equity funds totalling £1.3m.