

Registration number: 01397762

# Carnival Film & Television Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2020



## **Carnival Film & Television Limited**

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## **Carnival Film & Television Limited**

### **Company Information**

<b>Directors</b>	G Neame
	D O'Donoghue
	R J Howard
	N J Marchant
<b>Registered office</b>	1 Central St Giles St Giles High Street London WC2H 8NU United Kingdom
<b>Auditors</b>	Deloitte LLP Statutory Auditor London, UK

## **Carnival Film & Television Limited**

### **Strategic Report for the Year Ended 31 December 2020**

The directors present their strategic report for the year ended 31 December 2020.

In preparing this strategic report, the directors have complied with Section 414C of the Companies Act 2006.

#### **Principal activity**

The principal activity of the company is television and other entertainment media production.

#### **Results**

The results of the company show a pre-tax profit of £6,104,000 (2019: £6,610,000) for the year and turnover of £39,872,000 (2019: £50,999,000).

The profit for the year, after taxation, amounted to £6,211,000 (2019: £7,267,000).

The company has net assets of £97,937,000 (2019: net assets of £91,726,000) out of which £112,140,000 (2019: £75,503,000) is due from fellow group companies.

#### **Enhanced business review**

Production volumes and revenues have decreased in 2020 in comparison to 2019 predominantly due to COVID-19. Gross margin is broadly consistent between both years, with no material movements in cost base.

The company's key financial and other performance indicators during the year were as follows:

	<b>Unit</b>	<b>2020</b>	<b>2019</b>
Operating margin	%	15	13
Gross margin	%	34	33
Growth in Revenue	%	(22)	(14)

The operating margin is the ratio of operating profit before exceptional items to sales expressed as a percentage.

The gross margin is the ratio of total turnover less cost of goods sold, divided by total turnover, expressed as a percentage.

Growth in revenue is the ratio of the increase in revenue year on year expressed as a percentage.

## **Carnival Film & Television Limited**

### **Strategic Report for the Year Ended 31 December 2020**

#### **Principal risks and uncertainties**

The management of the business and the execution of the company's strategy are subject to the risks affecting the group companies which it provides services to. These are the competitive pressures within the entertainment industry, a challenging macroeconomic environment, rapid technological change and increased risk of piracy.

#### **Market Risks**

The company operates in an intensely competitive, consumer-driven and rapidly changing environment and competes with a growing number of companies that provide a broad range of communications products and services and entertainment, news and information products and services to consumers. Technological changes are further intensifying and complicating the competitive landscape for the company by challenging existing business models and affecting consumer behaviour.

#### **Financial Risks**

The company is fully supported within the group, which manages a mixture of debt and equity funding in order to minimise risk exposure and enable optimal business performance. Consequently, the company does not hold external debt and is resilient to risks arising from movements in interest rates. The group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The company enters into derivative financial instruments, from time to time, in order to mitigate the risks of changes in foreign currency exchange rates.

Policies have been implemented with the company to minimise liquidity risk, through maintenance of an internal reporting structure based on cash targets. Additionally, appropriate credit checks are carried out for all potential customers before contracts are entered into, with status monitoring taking place throughout.

#### **Risks associated with the coronavirus outbreak**

The COVID-19 pandemic has had, and will likely continue to have, a material adverse effect on our business and results of operations. The impacts of COVID-19 and measures to prevent its spread across the globe have impacted our results of operations during 2020 and our businesses in a number of ways. The production of our film and television has been disrupted, including from the suspension of studio production operations in the first half of 2020. Our studio production operations have resumed at a limited capacity.

We have implemented and will continue to implement cost savings initiatives across our business that have impacted and will continue to impact our results of operations. Certain costs have been incurred by our business in response to COVID-19.

We expect that the impacts of the COVID-19 pandemic will continue to have a material adverse impact on our results of operations over the near to medium term, although the extent of such impact will depend on restrictive governmental measures, further deterioration of the global economy and widespread availability of vaccines. This uncertainty makes it challenging for management to estimate with precision the future performance of our business.

#### **Future developments**

The impact of COVID-19 on our business also generally depends on the extent of restrictive governmental measures taken that affect day-to-day life and the length of time that such measures remain in place to respond to COVID-19, further deterioration of the global economy and the widespread availability of a vaccine. At this point, it is impossible to predict such extent and duration and the degree to which our results of operations will continue to be affected.

No other external factors are expected to impact the entity. The directors' expect no significant changes to the future activities of the business.

## **Carnival Film & Television Limited**

### **Strategic Report for the Year Ended 31 December 2020**

#### **Section 172(1) statement**

Section 172 of the Companies Act 2006 requires directors to have regard to the following in performing their duties, and as part of the process are required to consider, where relevant:

- The likely long-term consequences of the decision.
- The interests of the company's employees.
- The need to foster the company's business relationships with suppliers, customers and others.
- The impact of the company's operations on the community and the environment.
- The desire to maintain the company's reputation for high standards of business conduct.
- The need to act fairly between members of the company.

Decisions made by the company's directors are in line with Comcast NBCUniversal group's strategic goals and Comcast Code of Conduct. The key decisions made at the company level include approving the annual financial statements and dividend distribution in board meetings. Whilst making decisions, at a group and company level, the following section 172 factors are considered:

#### **Our employees**

At Comcast NBCUniversal, we strive to make every employee feel valued and respected for who they are and the unique contributions they make. The company places considerable value on the involvement of its employees through group communications, regular leadership broadcasts of strategy and performance, employee surveys and Town Hall sessions which are run across the group. We provide all employees with the Comcast Code of Conduct and annual training to help them understand their responsibilities. The Comcast NBCUniversal group considers the interests of employees in their decision-making process. The Comcast NBCUniversal group has accelerated its commitment to fostering a culture of Diversity, Equity & Inclusion and ensuring all our employees feel supported, embraced, and heard. Decisions made by the company's directors are in line with the group's strategy and purpose.

#### **Our partners**

As a group, Comcast NBCUniversal understand the need to foster relationships with suppliers and customers. We seek to build long-term relationships with them and help them succeed. A critical part of doing business is partnering with others, and we believe that partnerships are built on trust and mutual advantage. We interact honestly and with integrity in the marketplace and expect our business partners to do the same. The group considers these relationships in their decision-making process. Decisions made by the company's directors are in line with the group's strategy and purpose.

#### **Our communities**

At Comcast NBCUniversal, a global media and technology company, we are committed to using the power of our platforms, our people, and our reach to create positive change and a more equitable society. By supporting local communities, our teammates, and our planet we can help create a world of open possibilities — so together, we can build a future that benefits generations to come. We are focusing our efforts in the following areas:

- Digital Equity - Helping people access the resources, skills, and tools they need to succeed in an increasingly digital world.
- Diversity, Equity & Inclusion - Creating a more diverse and equitable company and society.
- Environment - Shaping a more sustainable future by improving our environmental impact.
- Values & Integrity - Fostering a company culture built on integrity and respect. Our values and principles guide everything we do.

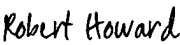
All decisions made by the company's directors are in line with the group's strategy and purpose. Further details are available in Comcast Code of Conduct and Comcast values at [www.cmcsa.com](http://www.cmcsa.com).

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

**Carnival Film & Television Limited**

**Strategic Report for the Year Ended 31 December 2020**

Approved by the Board on 10 June 2021 and signed on its behalf by:

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R J Howard  
Director

## **Carnival Film & Television Limited**

### **Directors' Report for the Year Ended 31 December 2020**

The directors present their annual report on the affairs of the company, together with the audited financial statements and auditor's report for the year ended 31 December 2020.

#### **Future developments**

For future developments, please refer to the Strategic Report on page 3.

#### **Important non adjusting events after the financial period**

In April 2021, the company subscribed for and was issued 1 ordinary share for total consideration of \$5,000,000 (equivalent £3,610,200) in Carnival (DAX) Limited.

In April 2021, the company declared and paid an interim dividend of £80,000,000.

#### **Financial risk management objectives and policies**

For financial risk management objectives and policies please refer to the Strategic Report on page 3.

#### **Dividends**

The directors did not declare payment of a final dividend (2019: £nil).

The directors did not declare an interim dividend for the year (2019: £nil).

#### **Directors of the company**

The directors who held office during the year and up to the date of signing were as follows:

G Neame

J L Wachtel (resigned 27 November 2020)

D O'Donoghue

V Texin (resigned 3 June 2020)

R J Howard (appointed 1 December 2020)

N J Marchant (appointed 1 December 2020)

#### **Directors' indemnities**

The company has made no qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

## **Carnival Film & Television Limited**

### **Directors' Report for the Year Ended 31 December 2020**

#### **Going concern**

The directors have reviewed the current financial performance and position of the company and the uncertainties surrounding the impact of COVID-19, including a stress test assessment of the cash requirements of the business under a prolonged period of lockdown with limited revenue. Although negatively impacted, the directors expect that the business will continue to generate significant cash flow from operating activities and we believe that these cash flows, together with our existing cash, cash equivalents and the international treasury cash pool facility will be sufficient for us to meet our current and long-term liquidity and capital requirements. The directors also took actions to conservatively manage cash through reductions in costs and capital expenditures in 2020. The directors further highlight that the company has received confirmation that Comcast Corporation intends to support the Company for a period of at least 15 months from the date of signing of these financial statements.

As a result, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, with net assets of £97,937,000, and hence continue to adopt the going concern basis of accounting in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the accounting policies in note 2 to the financial statements.

#### **Disclosure of information to the auditors**

Each of the persons who is a director at the date of approval of this report confirms that:

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

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

#### **Reappointment of auditors**

Deloitte LLP has indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting. This information is given and should be interpreted in accordance with the provisions of Section 487 of the Company's Act 2006.

## **Carnival Film & Television Limited**

### **Directors' Report for the Year Ended 31 December 2020**

#### **Energy and carbon reporting**

We have reported on all sources of GHG emissions and energy usage as required under The Large and Medium-Sized Company and Groups (Accounts and Reports) Regulations 2008 as amended.

#### **Emissions and energy consumption**

We have followed the 2019 UK Government environmental reporting guidance. We have used the GHG Protocol Corporate Accounting and Reporting Standard (revised edition) and emission factors from the UK Government's GHG Conversion Factors for Company Reporting 2020 to calculate the below disclosures.

Summary of greenhouse gas emissions and energy consumption for the year ended 31 December 2020:

	<b>Unit of Measurement</b>	<b>2020</b>
Emissions from purchased electricity (Scope 2)	kg CO <sub>2</sub> e	18,117
Energy consumption used to calculate emissions	kWh	<u>77,709</u>

#### **Intensity ratio**

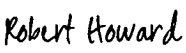
During the year ended 31 December 2020, the intensity ratio of kg of CO<sub>2</sub>e per £1,000 of revenue was 0.45.

#### **Actions taken to improve energy efficiency**

During 2020 we have taken a number of steps to improve energy efficiency. These include:

- Green is Universal is an employee resource group, advocating for targets and emissions reduction across the business. The group hope that their work will support the various teams in implementing improved energy efficiency, reducing waste and reducing fuel consumption going forwards.
- Due to COVID-19, the company has implemented remote working where possible and emissions associated with employees travelling to work have reduced significantly. Business travel has also reduced significantly in 2020.
- At the main office premises occupied by the company, there have been steps taken to reduce emissions from electricity, gas and water. The building was closed for a period of time due to COVID-19 and re-opened at reduced capacity which led to reduced emissions.

Approved by the Board on 10 June 2021 and signed on its behalf by:

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R J Howard

## **Carnival Film & Television Limited**

### **Statement of Directors' Responsibilities**

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 102 the Financial Reporting standard applicable in the UK and Republic of Ireland. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

## **Carnival Film & Television Limited**

### **Independent Auditor's Report to the Members of Carnival Film & Television Limited**

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

##### **Opinion**

In our opinion the financial statements of Carnival Film & Television Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2020 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; 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 statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 20.

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).

##### **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.

## **Carnival Film & Television Limited**

### **Independent Auditor's Report to the Members of Carnival Film & Television Limited**

#### **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.

#### **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.

## **Carnival Film & Television Limited**

### **Independent Auditor's Report to the Members of Carnival Film & Television Limited**

#### **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 their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and those charged with governance about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework 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, pensions legislation, tax legislation.
- 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 including relevant internal specialists such as tax regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address them are described below:

- Completeness of contractual revenue: Tested the design and implementation of key controls, traced a sample from the reciprocal population of title amortisation expense to revenue, as amortisation only commences once a title is in production; and
- Valuation of capitalised development costs (intangibles): Tested the design and implementation of key controls, and traced a sample of capitalised costs to external support.

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 in-house 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.

## **Carnival Film & Television Limited**

### **Independent Auditor's Report to the Members of Carnival Film & Television Limited**

#### **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 Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Directors' Report have 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 strategic report or 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.

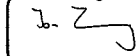
We have nothing to report in respect of these matters.

##### **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.

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 Strategic Report or the Directors' Report.

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Jon Young FCA (Senior Statutory Auditor)  
For and on behalf of Deloitte LLP,  
Statutory Auditor

London, UK

10 June 2021

## Carnival Film & Television Limited

### Profit and Loss Account for the Year Ended 31 December 2020

	Note	2020 £ 000	2019 £ 000
Turnover	3	39,872	50,999
Cost of sales		<u>(26,313)</u>	<u>(34,222)</u>
Gross profit		13,559	16,777
Administrative expenses		<u>(7,738)</u>	<u>(10,271)</u>
Operating profit	4	<u>5,821</u>	<u>6,506</u>
Interest receivable and similar income	5	346	106
Interest payable and similar expenses	6	-	(2)
Amounts written off investments		<u>(63)</u>	<u>-</u>
		<u>283</u>	<u>104</u>
Profit before taxation		6,104	6,610
Tax on profit	10	<u>107</u>	<u>657</u>
Profit for the financial year	16	<u><u>6,211</u></u>	<u><u>7,267</u></u>

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

The notes on pages 18 to 33 form an integral part of these financial statements.

**Carnival Film & Television Limited**

**Statement of Other Comprehensive Income for the Year Ended 31 December 2020**

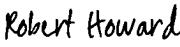
	<b>2020</b>	<b>2019</b>
	<b>£ 000</b>	<b>£ 000</b>
Profit for the year	<u>6,211</u>	<u>7,267</u>
Total comprehensive income for the year	<u><u>6,211</u></u>	<u><u>7,267</u></u>

**Carnival Film & Television Limited**

**(Registration number: 01397762)**  
**Balance Sheet as at 31 December 2020**

	Note	2020 £ 000	2019 £ 000
<b>Non-current assets</b>			
Investments	11	1	64
Non-current receivables		540	-
		<u>541</u>	<u>64</u>
<b>Current assets</b>			
Work in progress	12	2,861	26,263
Debtors	13	117,899	88,682
Cash at bank and in hand		908	599
		<u>121,668</u>	<u>115,544</u>
<b>Creditors: Amounts falling due within one year</b>	14	<u>(24,272)</u>	<u>(23,882)</u>
<b>Net current assets</b>		<u>97,396</u>	<u>91,662</u>
<b>Total assets less current liabilities</b>		<u>97,937</u>	<u>91,726</u>
<b>Net assets</b>		<u>97,937</u>	<u>91,726</u>
<b>Capital and reserves</b>			
Called up share capital	15	-	-
Share premium reserve	16	1,500	1,500
Profit and loss account	16	96,437	90,226
<b>Shareholder's funds</b>		<u>97,937</u>	<u>91,726</u>

The financial statements have been approved and authorised for issue by the Board on 10 June 2021 and signed on its behalf by:

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R J Howard  
 Director

**Carnival Film & Television Limited**

**Statement of Changes in Equity for the Year Ended 31 December 2020**

	Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2019	-	1,500	82,959	84,459
Profit for the year	-	-	7,267	7,267
Total comprehensive income	-	-	7,267	7,267
At 31 December 2019	-	1,500	90,226	91,726
	Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2020	-	1,500	90,226	91,726
Profit for the year	-	-	6,211	6,211
Total comprehensive income	-	-	6,211	6,211
At 31 December 2020	-	1,500	96,437	97,937

The notes on pages 18 to 33 form an integral part of these financial statements.

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **1 General information**

The Company's principal activity is in television and other entertainment media production. The entity is a private company limited by shares, incorporated in United Kingdom under Companies Act 2006 and registered in England & Wales.

The address of its registered office is 1 Central St Giles, St Giles High Street, London, WC2H 8NU, United Kingdom.

#### **2 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council.

##### **Basis of preparation**

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The functional currency of Carnival Film & Television Limited is pounds sterling because that is the currency of the primary economic environment in which the company operates.

##### **Summary of disclosure exemptions**

As a qualifying entity, exemptions have also been taken under FRS 102 Section 1 in relation to financial instruments, presentation of a cash flow statement, intra-group transactions and remuneration of key management personnel.

##### **Exemption from preparing group accounts**

The financial statements contain information about Carnival Film & Television Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company has taken advantage of the exemption provided by FRS 102 Section 9.3 and has not prepared group accounts. It is also exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, NBCUniversal Media LLC, a company incorporated in USA..

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **Going concern**

Given the integrated nature of the Group's financial planning and treasury functions, the impact of COVID-19 on the Company's operations and funding requirements has been assessed at the Group level. The uncertainty around COVID-19 makes it *challenging for management to estimate with precision the future performance of our business* but we expect the impact of COVID19 to continue in 2021 and to have a material adverse impact on our results of operations over the near to medium term. We have reviewed the current financial performance and position of the company and the uncertainties surrounding the impact of COVID-19, including a stress test assessment of the cash requirements of the business under a prolonged period of lockdown with limited revenue. Although negatively impacted, the directors expect that the business will continue to generate significant cash flow from operating activities and we believe that these cash flows, together with our existing cash, cash equivalents and the international treasury cash pool facility (totaling approximately USD 900 million across NBCUniversal International) will be sufficient for us to meet our current and long-term liquidity and capital requirements.

The parent company NBCUniversal Media LLC has additionally provided a corporate guarantee to the international cash pool entity, that indemnifies the cash pool header entity against default by borrowers from the cash pool thereby effectively ensuring the solvency of the NBCUniversal international subsidiaries from the US parent. This guarantee has never been invoked nor is there any anticipation, at this stage, that it will be in the foreseeable future. We further highlight that the company has received confirmation that Comcast Corporation intends to support the Company for a period of at least 15 months from the date of signing of these financial statements.

On the basis of our assessment, we have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, with net assets of £97,937,000, and hence continue to adopt the going concern basis of accounting in preparing the financial statements.

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **Critical accounting judgements**

In preparing these financial statements, the directors have made the following judgements:

Management makes an estimate of the recoverable value of its trade debtors given. When assessing impairment of debtors, management considers the credit-worthiness of the borrower, the existing and future trading cashflows, the economic environment in which the business operates and historical repayment experience. Refer to note 13 for the carrying amount of debtors.

Determining whether there are indicators of impairment of the company's WIP in development and investments. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

#### **Key sources of estimation uncertainty**

Estimates are used in determining the ultimate revenue on secondary sales of titles which impacts the level or amortisation on Television Costs. Refer to the accounting policy for Work in Progress in Note 2 for more detail. The carrying amount is £2,861,000 (2019 £26,263,000).

#### **Turnover**

Turnover comprises production fees and amounts receivable for the exploitation of rights, net of VAT.

Production revenues are recognised when a programme is delivered to the broadcaster, on an episodic basis where applicable. Revenues received for funded development costs are included within turnover.

Broadcast distribution revenues are recognised when all contractual obligations have been fulfilled. Video distribution revenues generated by affiliated companies are recognised as sold net of provisions for returns.

Non-refundable advances under third-party distribution and licensing arrangements are recognised once a contract is in place and the contractual obligations have been fulfilled.

Royalties are recognised on a declared basis and only accrued where sufficient evidence of amounts due can be obtained or calculated as at the year-end reporting date.

#### **Finance income and costs policy**

Interest receivable is recognised as interest accrues, using the effective interest rate method. All interest receivable is recognised in the profit and loss accounts.

Interest payable is recognised as interest accrues. All interest payable is recognised in the profit and loss account.

#### **Foreign currency transactions and balances**

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **Tax**

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit or loss account, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax asset is reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profits.

Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority and the entity intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

#### **Investments**

Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Dividends on equity shares are recognised in income when receivable.

#### **Trade debtors**

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade debtors are derecognised when the contractual rights to the cash flows from the trade debtor expire or are settled

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **Work in progress**

Work in progress is a reflection of the costs directly incurred in programme creation, which are held on the balance sheet until successful delivery of the project.

The company uses a long term contract accounting method for work in progress with respect to its programme creation. This basis considers all expected revenue streams, costs of production, distribution and exploitation in order to estimate a profit margin for the project. Costs are recognised proportionally in line with the anticipated margin. The assumptions on which the original model was based are reviewed periodically through management's review of impairment.

#### **Trade creditors**

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities. Trade creditors are recognised at the transaction price. Trade creditors are derecognised only when the obligation specified in the contract has been discharged, cancelled or expires.

#### **Borrowings**

Borrowings are initially measured at transaction price (including transaction costs) and subsequently measured at amortised cost. Borrowings are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

#### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### **Defined contribution pension obligation**

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **Share based payments**

The cost of equity-settled transactions with employees is measured by reference to the fair value of the equity instruments granted at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become fully entitled to the award.

Fair value is determined by an external valuer using an appropriate pricing model. In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of the company (market conditions) and non vesting conditions. No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market or non vesting condition, which are treated as vesting irrespective of whether or not the market or non vesting condition is satisfied, provided that all other performance conditions are satisfied.

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

#### 3 Turnover

The analysis of the company's turnover for the year from continuing operations is as follows:

	2020 £ 000	2019 £ 000
Rendering of services	496	18,798
Royalties	39,376	32,201
	<u>39,872</u>	<u>50,999</u>

An analysis of turnover by geographical market is given below:

	2020 £ 000	2019 £ 000
UK	17,771	34,763
Rest of European Union	24	21
USA	21,654	16,111
Rest of World	423	104
	<u>39,872</u>	<u>50,999</u>

#### 4 Operating profit

Arrived at after charging/(crediting)

	2020 £ 000	2019 £ 000
Amortisation expense	17,020	27,750
Foreign exchange losses/ (gains)	(736)	3,496

#### 5 Interest receivable and similar income

	2020 £ 000	2019 £ 000
Interest from group companies	<u>346</u>	<u>106</u>

#### 6 Interest payable and similar expenses

	2020 £ 000	2019 £ 000
Interest on loans from group undertakings	<u>-</u>	<u>2</u>

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

#### 7 Auditors' remuneration

	2020 £ 000	2019 £ 000
Audit of the financial statements	<u>35</u>	<u>33</u>

There were no fees payable to the company's auditor for non-audit services during the current or prior period.

#### 8 Staff numbers and costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2020 £ 000	2019 £ 000
Wages and salaries	3,101	1,751
Social security costs	523	462
Pension costs, defined contribution scheme	252	192
Redundancy costs	<u>168</u>	<u>-</u>
	<u>4,044</u>	<u>2,405</u>

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

	2020 No.	2019 No.
Production	10	11
Administration and support	<u>10</u>	<u>10</u>
	<u>20</u>	<u>21</u>

#### 9 Directors' remuneration

The directors' remuneration for the year was as follows:

	2020 £ 000	2019 £ 000
Remuneration	4,839	2,230
Contributions paid to money purchase schemes	<u>29</u>	<u>5</u>
	<u>4,868</u>	<u>2,235</u>

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

During the year the number of directors who were receiving benefits and share incentives was as follows:

	<b>2020</b>	<b>2019</b>
	<b>No.</b>	<b>No.</b>
Received or were entitled to receive shares under long term incentive schemes	3	1
Accruing benefits under money purchase pension scheme	<u>2</u>	<u>1</u>

In respect of the highest paid director:

	<b>2020</b>	<b>2019</b>
	<b>£ 000</b>	<b>£ 000</b>
Remuneration	3,668	1,867
Benefits under long-term incentive schemes (excluding shares)	<u>263</u>	<u>283</u>

#### 10 Income tax

Tax charged/(credited) in the income statement

	<b>2020</b>	<b>2019</b>
	<b>£ 000</b>	<b>£ 000</b>
<b>Current taxation</b>		
UK corporation tax	1,235	1,343
UK corporation tax adjustment to prior periods	<u>(1,343)</u>	<u>(2,001)</u>
	<u>(108)</u>	<u>(658)</u>
<b>Deferred taxation</b>		
Arising from origination and reversal of timing differences	26	-
Arising from changes in tax rates and laws	-	1
Arising from previously unrecognised tax loss, tax credit or timing difference of prior periods	<u>(25)</u>	<u>-</u>
Total deferred taxation	<u>(1)</u>	<u>(1)</u>
Tax credit in the income statement	<u>(107)</u>	<u>(657)</u>

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax 19% (2019:19%) to the profit before tax is as follows:

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## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

#### 11 Investments in subsidiaries

	2020 £ 000	2019 £ 000
Investments in subsidiaries	<u>1</u>	<u>64</u>
<b>Subsidiaries</b>		<b>£ 000</b>
<b>Cost or valuation</b>		
At 1 January 2020		64
Disposals		<u>(63)</u>
At 31 December 2020		<u>1</u>
<b>Provision</b>		
Provision		63
Eliminated on disposals		<u>(63)</u>
At 31 December 2020		<u>-</u>
<b>Carrying amount</b>		
At 31 December 2020		<u><u>1</u></u>
At 31 December 2019		<u><u>64</u></u>

The investment in Rosemary and Thyme Enterprises was written off during the year.

#### Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
			2020	2019
<b>Subsidiary undertakings</b>				
Chocolate Media Limited 1 Central St. Giles, St. Giles High Street, London, WC2H 8NU	United Kingdom	Ordinary Shares	100%	100%
Carnival (Charles Dickens) Limited 1 Central St. Giles, St. Giles High Street, London, WC2H 8NU	United Kingdom	Ordinary Shares	100%	100%

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

Castle Pictures Limited 1 Central St. Giles, St. Giles High Street, London, England, WC2H 8NU	United Kingdom	Ordinary shares	100%	100%
Carnival (DAX) Limited 1 Central St. Giles, St. Giles High Street, London, England, WC2H 8NU	United Kingdom	Ordinary	100%	100%
Carnival Productions Limited 1 Central St. Giles, St. Giles High Street, London, WC2H 8NU	United Kingdom	Ordinary Shares	100%	100%

The principal activity of Chocolate Media Limited is dormant.

The principal activity of Carnival (Charles Dickens) Limited is dormant.

The principal activity of Castle Pictures Limited is motion picture production.

The principal activity of Carnival (DAX) Limited is artistic creation.

The principal activity of Carnival Productions Limited is TV production.

#### 12 Work in progress

	Production WIP £ 000	Development WIP £ 000	Total £ 000
<b>Cost</b>			
At 1 January 2020	321,829	774	322,603
Additions/Transfers	(6,368)	(14)	(6,382)
At 31 December 2020	<u>315,461</u>	<u>760</u>	<u>316,221</u>
<b>Amortisation</b>			
At 1 January 2020	296,340	-	296,340
Amortisation Charge	17,020	-	17,020
At 31 December 2020	<u>313,360</u>	<u>-</u>	<u>313,360</u>
<b>Carrying amount</b>			
At 31 December 2020	<u>2,101</u>	<u>760</u>	<u>2,861</u>
At 31 December 2019	<u>25,489</u>	<u>774</u>	<u>26,263</u>

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

WIP in production are the capitalised costs of producing a show that has been commissioned. These costs are then amortised using long term contract accounting. More information on this can be found in the accounting policies note under the heading work in progress.

WIP in development are the capitalised costs of those projects that meet the criteria to be capitalised per FRS 102 Section 18 but are not yet commissioned and hence are not being amortised since revenues are yet to be recognised. Once the project these costs related to is commissioned, these costs are then moved to WIP in production and amortised accordingly.

#### 13 Debtors

	Note	2020 £ 000	2019 £ 000
Trade debtors		865	7,490
Owed by group undertakings		113,977	76,233
Accrued income		1,592	3,813
Other receivables		8	9
Prepayments		872	1,136
Deferred tax assets	10	1	1
VAT receivable		584	-
Total current trade and other receivables		<u>117,899</u>	<u>88,682</u>

The balance of owed by group undertakings includes £3,182,000 from parent companies, £10,871,000 from subsidiaries and £99,924,000 from other group companies.

Interest will be received at market rate from group undertakings on balances which are not trade in nature. These balances are repayable on demand.

## Carnival Film & Television Limited

### Notes to the Financial Statements for the Year Ended 31 December 2020

#### 14 Creditors

	Note	2020 £ 000	2019 £ 000
<b>Due within one year</b>			
Trade creditors		76	47
Income tax liability	10	1,235	1,343
Accruals and deferred income		21,124	21,253
Owed to group undertakings		1,837	730
VAT payable		-	509
		<u>24,272</u>	<u>23,882</u>

The balance of owed to group undertakings includes £1,776,000 to parent companies, £5,000 to other group companies and £56,000 to subsidiaries.

Interest will be paid at market rate to group undertakings on balances which are not trade in nature. These balances are repayable on demand.

#### 15 Share capital

##### Allotted, called up and fully paid shares

	2020		2019	
	No.	£	No.	£
'A' Ordinary Shares of £0.01 each	3,333	33	3,333	33
'B' Ordinary Shares of £0.01 each	13,334	133	13,334	133
'C' Ordinary Shares of £0.01 each	5,555	56	5,555	56
	<u>22,222</u>	<u>222</u>	<u>22,222</u>	<u>222</u>

**A and C Ordinary** - These ordinary shares do not: carry the right to receive a dividend; carry the right to receive notice of, attend and vote at general meetings; or are entitled to receive a return of capital

**B Ordinary** - These ordinary shares: carry the right to receive a dividend; carry the right to receive notice of, attend and vote at general meetings; and are entitled to receive a return of capital

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **16 Reserves**

##### **Share premium reserve**

The share premium reserve contains the premium arising on issue of equity shares.

##### **Other reserves**

The other reserve has arisen completely from share based payment transactions and is therefore the buildup of expense associated with these payments which will be recycled when the share based payments vest.

##### **Profit and loss account**

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

#### **17 Pension and other schemes**

##### **Defined contribution pension scheme**

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £251,703 (2019: £192,418).

#### **18 Share-based payments**

##### **Comcast Corporation Incentive Plans**

##### **Scheme details and movements**

Certain employees of the company were previously selected to participate in share options and restricted units of Comcast Corporation under the terms of the Comcast Corporation Incentive Plans. Share options generally expire 10 years from grant date and vest over service periods ranging from one to nine and a half years. The option price is usually set as the closing day share price on grant date.

Restricted units give the participants the right to receive shares in Comcast Corporation for no consideration. Restricted units vest over various service periods beginning one year from grant date through five years.

All grants of Comcast options under all plans must be approved by the Compensation Committee of Comcast Corporation, which consist entirely of outside directors.

For further details on stock options and Restricted Units from both plans, please refer to the Comcast Corporation Annual report available at [www.cmcsk.com](http://www.cmcsk.com)

##### **a) Stock options**

##### **Fair Value of options granted**

There were no share options issued to the staff or directors of the Company in the current year (2019: nil).

## **Carnival Film & Television Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2020**

#### **b) Restricted Stock Units**

The total number of restricted stock units (RSUs) granted during 2020 was 14,512 (2019: 15,004).

#### **Fair value of restricted funds**

The fair value of each restricted stock unit is the market price of the stock on the date of grant. The fair value of RSUs for the year ended 31 December 2020 was \$41.71 and 2019 was \$40.42 (under the Comcast plan). The weighted average value of restricted stock units granted during 2019 was \$42.24 and 2019 was \$38.96.

The average monthly exchange rate at the year end was \$1.28 (2019: \$1.27).

The opening exchange rate was \$1.31 (2019: \$1.26).

The closing exchange rate was \$1.35 (2019: \$1.31).

The entity is part of a group share-based payment scheme and it recognises and measures its share-based payment expense on the basis of a reasonable allocation of the expense recognised for the group. The allocation of the group expense is based on the entity's employees who receive share-based payments.

#### **Effect of share-based payments on profit or loss and financial position**

The total expense recognised in profit or loss for the year was £436,129 (2019: £449,144).

#### **19 Parent and ultimate parent undertaking**

The company's immediate parent is NBCUniversal International Limited, incorporated in England and Wales.

The smallest group in which the results of the company was consolidated is that headed by NBCUniversal Media LLC, a company incorporated in the United States of America. The principal and registered place of business is 30 Rockefeller Plaza New York, NY 10112-0015, USA.

The largest group in which the results of the company are consolidated is that headed up by its ultimate parent undertaking and ultimate controlling party, Comcast Corporation, a company incorporated in United States of America. The principal and registered place of business is One Comcast Center. The consolidated financial statements are available upon request from 30 Rockefeller Plaza, New York, NY 10112-0015, USA and the One Comcast Center, 1701 John F. Kennedy Boulevard, Philadelphia, PA 19103-2838, USA or at [www.cmcsa.com](http://www.cmcsa.com) respectively.

#### **20 Non adjusting events after the financial period**

In April 2021, the company subscribed for and was issued 1 ordinary share for total consideration of \$5,000,000 (equivalent £3,610,200) in Carnival (DAX) Limited.

In April 2021, the company declared and paid an interim dividend of £80,000,000.