

Company Registration No. 02519495 (England and Wales)

Wedding List Solutions Limited

**Financial statements
for the year ended 31 December 2021**

Pages for filing with the Registrar

Wedding List Solutions Limited

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Wedding List Solutions Limited**Statement of financial position
As at 31 December 2021**

		2021	2020
	Notes	£	£
Fixed assets			
Intangible assets	4	1,132,233	1,002,365
Tangible assets	5	643,929	634,184
Investments	6	3	3
		<u>1,776,165</u>	<u>1,636,552</u>
Current assets			
Stocks		-	597,259
Debtors - deferred tax		2,097,674	1,022,829
Debtors - other	8	5,503,749	2,803,154
Cash at bank and in hand		4,647,458	800,174
		<u>12,248,881</u>	<u>5,223,416</u>
Creditors: amounts falling due within one year	9	<u>(21,585,347)</u>	<u>(13,423,194)</u>
Net current liabilities		<u>(9,336,466)</u>	<u>(8,199,778)</u>
Net liabilities		<u><u>(7,560,301)</u></u>	<u><u>(6,563,226)</u></u>
Capital and reserves			
Called up share capital		2,000,400	2,000,400
Profit and loss reserves		(9,560,701)	(8,563,626)
Total equity		<u><u>(7,560,301)</u></u>	<u><u>(6,563,226)</u></u>

The directors of the company have elected not to include a copy of the income statement within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 26 September 2022 and are signed on its behalf by:

Pru Leary
Director

Company Registration No. 02519495

Wedding List Solutions Limited

Notes to the financial statements For the year ended 31 December 2021

1 Accounting policies

Company information

Wedding List Solutions Limited is a private company limited by shares incorporated in England and Wales. The registered office is 80-82 Glenthams Road, Barnes, London, SW13 9JJ.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.2 Change in accounting estimate

During the year there was a change in the depreciation policy of fixtures and fittings from 4 years to 12 years. This change in accounting estimate has led to an adjustment of £89,077 being recognised as a reduction in the depreciation charge.

1 Accounting policies (continued)

1.3 Going concern

COVID19 severely affected the group in 2020 and the first half of 2021, however we are seeing significant growth across the business since restrictions on weddings were lifted. Growth is being driven by pent up demand as a result of postponed weddings, gaining market share from competitors, and increasing the size of the market through our digital marketing acquisition strategies. Our belief is that the wedding market will continue to rebound in 2022, with both new planned weddings and cancelled 2020 weddings. There are no indicators from the UK government that further COVID19 related restrictions will be required but of course at any time there is a risk of a future pandemic. The business monitors both current trading and future trading to ensure it can react to any adverse news.

COVID19 and Brexit has also affected our supply chain. We remain close to our suppliers to ensure that any disruption can be mitigated and remain in regular communication with our brides and grooms to manage expectations on deliveries. Together with a surge in demand, this put huge pressure on our operations in Q4'21 and Q1'22. However, the business has responded, backlogs have been cleared and the service level is improving. The business is now gearing up staffing levels and improving operational efficiencies to ensure we are prepared to meet demand in 2022.

Inflation is a current risk to the business. We sell products at supplier RRP's and ensure that we monitor price changes with suppliers to ensure accuracy and protect margin. Consumer purchasing power may become negatively impacted so the business is focused on customer registrations and conversion to ensure we have a healthy pipeline. Salaries are regularly benchmarked to ensure we retain talent and overheads are constantly monitored, with energy prices fixed in 2021 until 2024 in our core properties such as the warehouse.

The businesses in the group have collectively grown consistently over the last 5 years, COVID19 aside, and the Directors believe that this growth will continue. However, there is always the threat of new entrants that can take away some of the growth or market share. The Directors monitor the competitive landscape.

Consequently the directors continue to adopt the going concern basis of account in preparing the financial statements and believe there is sufficient liquidity and support available in the Group to continue to grow the business into profitability.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

Sales of goods and services are recognised as revenue at the point that the sales order has been finalised and ownership passes to the recipient.

1.5 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1 Accounting policies (continued)

1.6 Intangible fixed assets - goodwill

Goodwill arising on business acquisitions represents the excess of the fair value of the consideration over the fair value of the identifiable assets and liabilities acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Goodwill was fully amortised in previous years and has nil value brought forward.

1.7 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Goodwill	20% straight line
Lease premium	20% straight line
Research and development	20% straight line

1.8 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold improvements	10 years straight line
Fixtures & fittings	12 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.9 Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

1 Accounting policies (continued)

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.10 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

1.11 Stocks

Stocks are stated at the lower of cost and net realisable value.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

During the year all stock was moved to Cambium Operations Ltd, the group's fulfilment company.

1.12 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.13 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

1 Accounting policies (continued)

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.14 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.15 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement 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 company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Wedding List Solutions Limited

Notes to the financial statements (continued)

For the year ended 31 December 2021

1 Accounting policies (continued)

1.16 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.17 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.18 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.19 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

1.20 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Critical accounting judgements and key sources of estimation uncertainty

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

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

The directors do not believe there are any critical accounting judgements or key sources of estimation uncertainty.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Deferred tax assets

A deferred tax asset is recognised when it has become probable that future taxable profit will allow the deferred tax asset to be recovered. Recognition, therefore involves judgement regarding the forecasting of future taxable profits of the business. At the balance sheet date, gross tax losses of £8.4 million have been recognised based on the expectation that these will be utilised over the next five years.

3 Employees

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

	2021 Number	2020 Number
Total	102	106
	==	==

Wedding List Solutions Limited

Notes to the financial statements (continued)
For the year ended 31 December 2021

4 Intangible fixed assets

	Goodwill	Other	Lease premium	Total
	£	£	£	£
Cost				
At 1 January 2021	865,913	2,564,341	42,000	3,472,254
Additions	-	840,966	-	840,966
At 31 December 2021	865,913	3,405,307	42,000	4,313,220
Amortisation and impairment				
At 1 January 2021	865,913	1,562,476	41,500	2,469,889
Amortisation charged for the year	-	710,698	400	711,098
At 31 December 2021	865,913	2,273,174	41,900	3,180,987
Carrying amount				
At 31 December 2021	-	1,132,133	100	1,132,233
At 31 December 2020	-	1,001,865	500	1,002,365

5 Tangible fixed assets

	Land and buildings	fixtures & fittings	Total
	£	£	£
Cost			
At 1 January 2021	259,530	1,196,871	1,456,401
Additions	-	111,922	111,922
At 31 December 2021	259,530	1,308,793	1,568,323
Depreciation and impairment			
At 1 January 2021	38,224	783,993	822,217
Depreciation charged in the year	25,954	76,223	102,177
At 31 December 2021	64,178	860,216	924,394
Carrying amount			
At 31 December 2021	195,352	448,577	643,929
At 31 December 2020	221,306	412,878	634,184

Wedding List Solutions Limited**Notes to the financial statements (continued)****For the year ended 31 December 2021****6 Fixed asset investments**

	2021	2020
	£	£
Shares in group undertakings and participating interests	3	3

7 Subsidiaries

Details of the company's subsidiaries at 31 December 2021 are as follows:

Name of undertaking	Address	Class of shares held	% Held	
			Direct	Indirect
The Wedding Shop Limited	England and Wales	Ordinary	0	100.00
Wedding Presents Direct Limited	England and Wales	Ordinary	100.00	0

8 Debtors

	2021	2020
	£	£
Amounts falling due within one year:		
Corporation tax recoverable	242,572	-
Amounts owed by group undertakings	4,417,565	2,394,435
Other debtors	843,612	408,719
	5,503,749	2,803,154
Deferred tax asset	2,097,674	1,022,829
	7,601,423	3,825,983

9 Creditors: amounts falling due within one year

	2021	2020
	£	£
Trade creditors	630,768	265,070
Amounts owed to group undertakings	11,909,485	9,056,486
Taxation and social security	321,539	88,197
Other creditors	8,723,555	4,013,441
	21,585,347	13,423,194

Wedding List Solutions Limited

Notes to the financial statements (continued)

For the year ended 31 December 2021

10 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Neil Davies and the auditor was Saffery Champness LLP.

11 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2021	2020
	£	£
	1,858,114	2,112,789
	<u> </u>	<u> </u>

12 Related party transactions

Remuneration of key management personnel

	2021	2020
	£	£
Aggregate compensation	977,065	489,871
	<u> </u>	<u> </u>

Other information

The company has taken advantage of the exemption under paragraph 33.1a of FRS 102 from disclosing transactions entered into between two or more members of a group, where any subsidiary undertaking which is a party to the transaction is wholly owned by a member of that group.

The amounts owed to and from group companies are disclosed in the respective creditor and debtor notes.

Wedding List Solutions Limited

Notes to the financial statements (continued)

For the year ended 31 December 2021

13 Parent company

The parent company of Wedding List Solutions Limited is The Cambium Group UK Holdings Limited (formerly WLS Holdings Limited) and its registered office is 80-82 Glentham Road, London, United Kingdom, SW13 9JJ. Consolidated accounts are produced by the parent company which are available from Companies House.

The ultimate parent company at is WLS International Limited, a company registered in Cayman Islands.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.