

Company Registration No. 04014610

Essentially Sports Marketing Limited

Report and Financial Statements

Year ended 31 December 2012



Essentially Sports Marketing Limited

Report and financial statements 2012

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Essentially Sports Marketing Limited

Report and financial statements 2012

Officers and professional advisers

Directors

M Vandrau
K Vandrau
B Campbell
J Glover (Appointed 05 12 12)
E Leask

Secretary

R Davison (Appointed 01 01 13)

Registered Office

PO Box 70693
Southside
105 Victoria Street
London
SW1P 9ZP

Bankers

National Westminster Bank plc
250 Regent Street
London
W1B 3PB

Independent Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

Essentially Sports Marketing Limited

Directors' report

The directors present their annual report and audited financial statements of Essentially Sports Marketing Limited for the year ended 31 December 2012

Principal activities

The principal activity of the company during the year was that of rights ownership and marketing. The directors' intentions for the future of the company are set out within the going concern narrative below.

The results for the year are set out on page 6.

Review of the business and future prospects

The company continues to be profitable with gross profit increasing by £203,920 to £3,483,490 in current year (2011: £3,279,570). Revenue and cost of sales have both increased in current year. Profit before tax for the year was £198,550 (2011: £302,652). Dividends of £300,000 were paid during the year (2011: £1,750,000).

The level of business and the growth in fee income have been satisfactory and the directors believe that the level of activity in the current year to be sustainable for the future, albeit under the new Chime Sports Marketing LLP umbrella.

Going concern

On 1 January 2013, the company transferred its trade and net assets at net book value to Chime Sports Marketing LLP (name subsequently changed to CSM Sport and Entertainment LLP) via Chime Sports Marketing Holdings Limited (name subsequently changed to CSM Sport and Entertainment Holdings Limited), another Group company, where the business will continue in the same form. Following the transfer of trade and assets it is the intention of the directors that the company will become dormant and therefore they have prepared the financial statements on a basis other than that of a going concern. Management will continue to manage the business under the new LLP umbrella and have no plans to alter the principal activity. Further details regarding the going concern assessment can be found in Note 1 to the financial statements.

Directors

The directors who served during the year and to the date of this report are set out on page 1. T Tollis resigned as company secretary on 1 January 2013 and was replaced by R Davison on this date.

Auditor

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

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that he ought to have taken as a director in order to make himself 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 s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

The directors' report has been prepared in accordance with the special provisions applicable to companies entitled to the small companies exemption.

Approved by the Board of Directors
and signed on behalf of the Board

E Leask
Director

30th April 2013

Essentially Sports Marketing Limited

Directors' responsibilities statement

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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments 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.

Independent auditor's report to the members of Essentially Sports Marketing Limited

We have audited the financial statements of Essentially Sports Marketing Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 18. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditor

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its profit 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.

Emphasis of matter – Financial statements prepared other than on a going concern basis

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of Essentially Sports Marketing Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records 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, or
- the director was not entitled to take advantage of the small companies exemption in preparing the director's report

Sarah Shillingford

Sarah Shillingford (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
1st May 2013

Essentially Sports Marketing Limited

Profit and loss account Year ended 31 December 2012

	Notes	Year ended 31 December 2012 £	Year ended 31 December 2011 £
Turnover	2	5,682,391	4,801,906
Cost of sales		(2,198,901)	(1,522,336)
Gross profit		3,483,490	3,279,570
Other operating costs		(3,284,940)	(2,976,918)
Operating profit / profit on ordinary activities before taxation	3	198,550	302,652
Tax on profit on ordinary activities	5	(96,657)	(255,827)
Profit for the financial year	13	101,893	46,825

All results relate to continuing operations, however subsequent to the year end the trade and assets were transferred to another group entity. Further details are given in note 18.

No separate statement of total recognised gains and losses has been presented as all such gains and losses have been dealt with in the profit and loss account, together with the share-based payment charge shown in note 14.

Essentially Sports Marketing Limited

Balance sheet 31 December 2012

	Notes	2012 £	2011 £
Fixed assets			
Tangible assets	7	-	116,173
Current assets			
Stocks and work in progress	8	643,060	302,910
Debtors	9	3,152,846	2,850,508
Cash at bank and in hand		2,533	2,505
		3,798,439	3,155,923
Creditors: amounts falling due within one year	10	(3,781,406)	(3,056,956)
Current assets		17,033	98,967
Total assets less current liabilities; being net assets		17,033	215,140
Capital and reserves			
Called up share capital	11	1,052	1,052
Profit and loss account	13	15,981	214,088
Shareholders' funds	12	17,033	215,140

The financial statements of Essentially Sports Marketing Limited registered number 04014610 were approved by the Board of Directors and authorised for issue on 30th April 2013

The accounts have been prepared in accordance with the provisions applicable to companies under the small companies regime

Signed on behalf of the Board of Directors



E Leask
Director

The accompanying notes and accounting policies form an integral part of these financial statements

Essentially Sports Marketing Limited

Notes to the accounts

1. Accounting policies

Basis of accounting

The financial statements are prepared in accordance with United Kingdom generally accepted accounting practice. The particular accounting policies adopted are described below. They have all been applied consistently throughout the year and the preceding year.

The company has taken advantage of the exemption contained in FRS 29 "Financial Instruments: Disclosures" and has not produced any disclosures required by that standard, as full FRS 29 disclosures are available in the Chime Communications plc Annual Report for the year ended 31 December 2012.

Going concern

On 1 January 2013, the company transferred its trade and net assets at net book value to Chime Sports Marketing LLP (name subsequently changed to CSM Sport and Entertainment LLP) via Chime Sports Marketing Holdings Limited (name subsequently changed to CSM Sport and Entertainment Holdings Limited) another Group company, where the business will continue in the same form. Following the transfer of trade and assets it is the intention of the directors that the company will become dormant. As required by FRS 18 Accounting Policies, the directors have prepared the financial statements on the basis that the company is no longer a going concern. No material adjustments arose as a result of ceasing to apply the going concern basis. Management will continue to manage the business under the new LLP umbrella and have no plans to alter the principal activity. No material adjustments have arisen as a result of this change in the basis of preparation.

Accounting convention

The financial statements are prepared under the historical cost convention.

Turnover

Turnover represents the total amount receivable during the financial year for the sale of goods supplied and services provided, derived from the company's principal activity, after trade discounts, excluding value added tax.

Revenue is recognised as follows:

- in respect of sponsorship services when value is delivered to the rights holder,
- in respect of consulting activity, as services are provided over the period of the underlying contract, and
- in respect of events and hospitality at the time the event takes place.

Gross profit is turnover less amounts payable on behalf of clients to external suppliers where they are retained to perform part of a specific client project or service, and represents fees, commissions and mark-ups on rechargeable expenses and marketing products. Contractual arrangements are reviewed to ascertain whether the company acts as principal or agent with regards to third party costs. If the relationship is that of agent then the recharge of third party costs is not recognised through turnover or cost of sales.

Share-based payments

The company has applied the requirements of FRS 20 "Share-based Payments". In accordance with the transitional provisions FRS 20 has been applied to all grants of equity instruments after 7 November 2002 that were invested as of 1 January 2005.

The parent company Chime Communications plc ('Chime') issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the group's estimate of shares that will eventually vest and adjusted for the effect of non-market based vesting conditions.

Fair value is measured for all schemes with market-based conditions by use of the Monte Carlo model. For all other schemes, fair value is measured by use of the Black-Scholes model. The expected life used in the model has been adjusted based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

Essentially Sports Marketing Limited

Notes to the accounts

1. Accounting policies (continued)

Fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment. Depreciation is provided so as to write off the cost less the estimated residual value of tangible fixed assets over their estimated useful lives as follows:

Fixtures, fittings and equipment	25% straight line
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Work in progress

Work in progress is recognised at the lower of cost and net realisable value. Costs of work in progress includes overheads appropriate to the stage of completion. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion.

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the forward contract rate.

Cash flow statement

The company's cash flows are included in the consolidated group cash flow statement of Chime Communications plc, the company's ultimate parent undertaking, whose consolidated financial statements are publicly available. Consequently, the company is exempt under the terms of Financial Reporting Standard No. 1 (revised) from publishing a cash flow statement.

2. Turnover

An analysis of turnover by geographical market is presented below.

Geographical market

	Year ended 31 December 2012 £	Year Ended 31 December 2011 £
Turnover		
United Kingdom	4,521,503	3,807,380
Europe	1,134,985	514,715
United States of America	18,344	9,173
Rest of the world	7,559	470,638
	<u>5,682,391</u>	<u>4,801,906</u>

Essentially Sports Marketing Limited

Notes to the accounts

2. Turnover (continued)

No analysis of turnover by class of business is presented as the directors are of the opinion that the company's activities do not substantially differ from each other

3. Profit on ordinary activities before taxation

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
This is stated after charging		
Depreciation charge for the period – owned assets	116,174	108,410
Share based payment charge	42,947	42,814
Fees payable to the Company's auditor for the audit of the Company's annual accounts	7,500	10,000

In 2012 the rental of land and buildings is included as part of a central recharge from another group company

The auditor did not perform any non-audit services in either the current or preceding year

The company recognised total expenses in 2012 of £42,947 (2011 £42,814) related to equity-settled share based payment transactions (see note 14)

4. Directors and employees

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
The emoluments of the directors were		
Aggregate emoluments excluding pension contributions	797,334	533,334
The emoluments of the highest paid director were		
Aggregate emoluments excluding pension contributions	398,667	266,667

Of the directors, only V Gomes and C Jones were remunerated directly by the company during the current and prior year. The other Directors were remunerated by Fast Track Sales Limited ("Fast track") a fellow group company. Directors' remuneration disclosures are given within the respective financial statements of this entity, which is publicly available. It is not possible to disaggregate the other Directors' remuneration in respect of services provided to Essentially Sports Marketing during either year.

The average monthly number of employees (including directors) was

	2012 Number	2011 Number
Sales	21	21

Essentially Sports Marketing Limited

Notes to the accounts

4. Directors and employees (continued)

The aggregate payroll costs including directors were

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
Wages and salaries	2,101,174	1,282,142
Social security	181,893	126,962
	<u>2,283,067</u>	<u>1,409,104</u>

5. Taxation on ordinary activities

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
UK corporation tax at 24.5% (2011: 26.5%)	64,550	278,927
Deferred tax (note 9)	32,107	(23,100)
	<u>96,657</u>	<u>255,827</u>

Factors affecting the tax charge

The tax assessed for the year is higher (2011: higher) than that resulting from applying the standard rate of corporation tax in the UK of 24.5% (2011: 26.5%). The differences are explained below

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
Profit on ordinary activities before taxation	198,550	302,652
Profit on ordinary activities by rate of tax	48,645	80,203
Expenses not deductible	46,268	172,351
Capital allowances in excess of depreciation	10,435	9,414
Other deferred tax movements	(21,042)	(1,720)
Adjustments in respect of previous years	(22,972)	13,789
Deferred tax rate reduction	3,216	4,890
Current tax charge for year	<u>64,550</u>	<u>278,927</u>

Future changes to tax legislation

In the UK, legislation was introduced in March 2012 to reduce the main rate of UK corporation tax from 25% to 24% from 1 April 2012. This gives an effective tax rate of 24.5% for current tax for the year ended 31 December 2012. Legislation was also passed in July 2012 to reduce the main rate of UK corporation tax from 24% to 23% from 1 April 2013. Hence the tax rate of 23% has been applied in the calculation of deferred tax.

Essentially Sports Marketing Limited

Notes to the accounts

5 Taxation on ordinary activities (continued)

The UK Government has announced that it intends to introduce further reductions to the main tax rate, with the rate falling to 21% from 1 April 2014 and 20% from 1 April 2015. These further reductions to the tax rate have not been substantively enacted at the balance sheet date and are therefore not reflected in these financial statements.

6 Dividends on equity shares

Amounts recognised as distributions to equity holders in the year

	Year ended 31 December 2012 £	Year ended 31 December 2011 £
Final dividend for the year ended 31 December 2012 of £15.00 (2011: £87.50) per share	300,000	1,750,000
	<u>300,000</u>	<u>1,750,000</u>

7. Tangible fixed assets

	Fixtures, fittings and equipment £
Cost	
At 1 January 2012	422,109
Additions	
Disposals	(422,109)
At 31 December 2012	-
Accumulated depreciation	
At 1 January 2012	305,936
Charge for the Year	116,173
Disposals	(422,109)
At 31 December 2012	-
Net book value	
At 31 December 2012	-
At 31 December 2011	<u>116,173</u>

All fixtures, fittings and equipment having been fully depreciated were disposed of on 31 December 2012.

Essentially Sports Marketing Limited

Notes to the accounts

8. Work in progress

	2012 £	2011 £
Work in progress	643,060	302,910

9. Debtors

	2012 £	2011 £
Due within one year		
Trade debtors	2,256,379	1,384,263
Amounts due from group companies	731,655	828,754
Other debtors	119,500	159,196
Prepayments and accrued income	10,066	116,599
Deferred tax asset	35,246	67,353
Other taxes and social security	-	294,343
	3,152,846	2,850,508

An analysis of the deferred tax asset is given below

Deferred tax asset movement

	2012 £	2011 £
At 1 January	67,353	44,253
Debit / (credit) to profit and loss account	(32,107)	23,100
At 31 December	35,246	67,353

Analysis of deferred tax asset

	2012 £	2011 £
Capital allowances in excess of depreciation	32,772	22,337
Short term timing differences	-	21,500
Share based payments	2,474	23,516
	35,246	67,353

Essentially Sports Marketing Limited

Notes to the accounts

10. Creditors amounts falling due within one year

	2012 £	2011 £
Bank overdraft	1,469,427	1,068,323
Trade creditors	586,460	466,587
Amounts due to Group undertakings	73,658	475,959
Corporation tax	87,521	278,927
Other taxes and social security	47,431	-
Other creditors	1,325,251	585,627
Accruals and deferred income	191,658	181,533
	<u>3,781,406</u>	<u>3,056,956</u>

11. Called up share capital

	2012 No	2011 No	2012 £	2011 £
Issued and fully paid				
£ 052631 'A' Special ordinary shares	14,250	14,250	750	750
£ 052631 'B' Ordinary shares	5,750	5,750	302	302
	<u>20,000</u>	<u>20,000</u>	<u>1,052</u>	<u>1,052</u>

On 17 July 2007 each £1 'A' Special Ordinary Shares was subdivided into 19 £ 052631 'A' Special Ordinary Shares and each £1 'B' Ordinary share was subdivided into 19 £ 052631 'B' Ordinary Share. On the same date 1,000 'B' Ordinary Shares were issued at par for cash.

'A' Ordinary and 'A' Special Ordinary shares carry the right to vote at Annual General meetings of the company. 'B' Ordinary Shareholders are not entitled to vote at General Meetings of the company, until such time as the company is listed, taken over or wound up.

'A' Ordinary, 'A' Special Ordinary shares and 'B' Ordinary shares rank pari passu for any dividend or distribution following the acquisition of the company by Essentially Group Limited. Deferred Shares do not carry any right to dividend or other distribution by the company.

12. Reconciliation of movements in shareholders' funds

	2012 £	2011 £
Opening shareholders' funds	215,140	1,875,501
Profit for the financial	101,893	46,825
Dividends paid (note 6)	(300,000)	(1,750,000)
Share based payment credit (note 14)	-	42,814
Closing shareholders' funds	<u>17,033</u>	<u>215,140</u>

In 2012 the share based payment movement through reserves (2011 £42,814 credit) has been recognised in the financial statements of the parent entity Chime Communications plc and the related expense has been recharged to the company as part of the net intercompany recharges within the profit and loss account. The resulting intercompany balance is included in amounts due to Group undertakings (see note 10).

Essentially Sports Marketing Limited

Notes to the accounts

13. Reserves

	2012		2011	
	Profit and loss £	Share based payment £	Total £	Total £
At beginning of the year	159,308	54,780	214,088	1,874,449
Profit for the financial year	101,893	-	101,893	46,825
Share based payments	-	-	-	42,814
Dividends paid (note 6)	(300,000)	-	(300,000)	(1,750,000)
At end of year	<u>(38,801)</u>	<u>54,780</u>	<u>15,981</u>	<u>214,088</u>

14. Share-Based Payments

The employees of the company participate in three share plans operated by the parent company, Chime Communications plc, an employee savings related scheme (SAYE), a deferred share scheme and a Co-Investment Plan

The Company recognised total expenses of £42,947 (2011 £42,814) relating to equity settled share based payment transactions

SAYE scheme

Employees of the Company participate in the employee savings related scheme (SAYE) run by the parent company, Chime Communications plc. The exercise price of the options granted under the employee savings related scheme is 80% of the market value at the date of offer. The vesting period is five years, if the options remain unexercised six months after this date, the options expire. Furthermore, the options are forfeited if the employee leaves the Group before the options vest.

	2012		2011	
	Options	Weighted average exercise price £	Options	Weighted average exercise price £
Outstanding at the beginning of the year	36,168	1 598	54,161	1 550
Granted during the year	8,195	1 830	2,869	2 150
Exercised during the year	(8,024)	1 550	(1,418)	1 550
Transferred during the year	-	-	(4,012)	1 550
Lapsed during the year	-	-	(15,432)	1 550
Outstanding at the end of the year	<u>36,339</u>	<u>1 661</u>	<u>36,168</u>	<u>1 598</u>

Weighted average contractual life
of share options outstanding

1,625 days

1,460 days

Options outstanding at year end have exercise prices between £1 550 and £2 150. No options are exercisable at the year end.

New options were granted on 26 October 2012 (2011: 27 April). The weighted average exercise price is £1 83 and the remaining contractual life is 5 years. The expected fair value of the options granted is £3,050 (2011: £1,438).

Essentially Sports Marketing Limited

Notes to the accounts

14. Share-Based Payments (continued)

The fair value of the options was calculated using the Black-Scholes model. In valuing the options the following assumptions were used:

	2012	2011
Weighted average share price	£2 067	£2 640
Weighted average exercise price	£1 830	£2 150
Expected volatility	55.3%	53.3%
Expected life	5.7 years	5.7 years
Risk-free rate	0.50%	0.50%
Dividend yield	3.18%	2.29%

Expected volatility was determined by calculating the historical volatility of the Group's share price over the previous two years.

Deferred Shares

Under the deferred share scheme, restricted shares are awarded to employees at no cost to the employee. The vesting period is fixed at the grant date by the Remuneration Committee. Currently there are grants over vesting periods of one, two, three and four years from the date of award. If the employee leaves the Group before vesting then the restricted shares are forfeited. The employee receives the dividend on the shares during the vesting period.

	2012	2011
	Deferred shares	Deferred shares
Outstanding at beginning of year	52,910	52,910
Granted during the year	-	-
Outstanding at the end of the year	52,910	52,910
Share price at date of award	£1 890	£1 890

The remaining contractual life of deferred shares outstanding at the end of the year is 357 days (2011: 723 days).

2010 Co-Investment Plan

The matching shares awarded under the 2010 Co-Investment Plan are awarded to employees at nil cost. The vesting period is three to four years. If the employee leaves the group before vesting then the matching shares are forfeited. If the employee disposes of any of their committed shares then the matching shares awarded would be reduced accordingly. The matching shares awarded are subject to performance criteria relating to the Chime Communications plc group. Further information on the scheme is included in the financial statements of Chime Communications plc.

	2012	2011
	Co-investment Plan	Co-investment Plan
Outstanding at beginning of year	52,910	52,910
Granted during the year	-	-
Outstanding at the end of the year	52,910	52,910

The remaining contractual life is 174 days (2011: 539 days).

Essentially Sports Marketing Limited

Notes to the accounts

15. Contingent liabilities

The company, together with the ultimate parent company and certain other companies in the Chime Communications plc group, has given an unlimited cross-guarantee in favour of its bankers

16. Ultimate parent undertaking

The ultimate parent company, controlling party and the parent undertaking of the largest group for which the group accounts are prepared and of which the company is a member is Chime Communications plc, which is incorporated in Great Britain and registered in England and Wales. Copies of its financial statements are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ. The company's immediate parent undertaking and its immediate controlling party is Essentially Group Limited, incorporated and registered in Jersey. Chime Communications plc is the smallest and largest group to consolidate these financial statements.

17. Related party transactions

As the company is a wholly owned subsidiary of Chime Communications plc, it has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the Group (or investees of the group as related parties). The consolidated financial statements of Chime Communications plc, within which this company is included, can be obtained from the registered office of the company.

18. Post Balance Sheet Events

On 1 January 2013, the company transferred its trade and net assets at net book value to Chime Sports Marketing LLP (name subsequently changed to CSM Sport and Entertainment LLP) via Chime Sports Marketing Holdings Limited (name subsequently changed to CSM Sport and Entertainment Holdings Limited) another Group company, where the business will continue in the same form. See note 1 for further details.