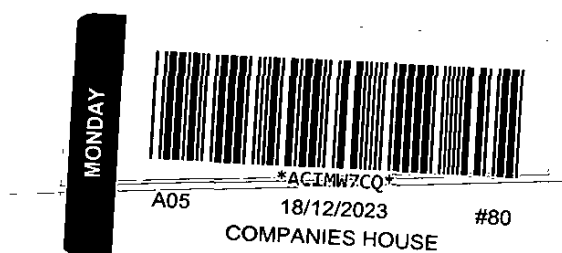


**Company Registration No. 04484629**

**BYTEMARK LIMITED**

**Annual Report and Financial Statements**

**31 March 2023**



# **BYTEMARK LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS 2023**

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# **BYTEMARK LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS 2023**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTORS**

L Dimes  
S Cunningham

#### **COMPANY SECRETARY**

A McDonald (resigned 28 February 2023)  
J Brown (appointed 28 February 2023)

#### **REGISTERED OFFICE**

3<sup>rd</sup> Floor  
11-21 Paul Street  
London  
EC2A 4JU

#### **SOLICITORS**

Pinsent Masons LLP  
141 Bothwell Street  
Glasgow  
G2 7EQ

## **BYTEMARK LIMITED**

### **DIRECTORS' REPORT** **Year ended 31 March 2023**

The directors present their annual report and the unaudited financial statements for the year ended 31 March 2023. This directors' report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

For the year ended 31 March 2023 and 31 March 2022, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

#### **PRINCIPAL ACTIVITY**

The trade and assets of the company were transferred to iomart Hosting Limited, a fellow subsidiary undertaking of iomart Group plc, on 31 March 2022. Subsequent to this transfer, the principal activity of the company is a non-trading entity.

In the prior year, the immediate parent company of Bytemark Limited was Bytemark Holdings Limited. On 20 March 2023, the investment held by Bytemark Holdings Limited in Bytemark Limited was transferred to iomart Group plc as part of a corporate simplification exercise.

#### **RESULTS AND DIVIDENDS**

The results for the year are set out on page 4. As the company is non-trading, it made neither a profit nor a loss in the year (2022: profit before tax of £1,294,151).

On 31 March 2023, the directors made payment of a dividend of £514,266 to its parent company, iomart Group plc (2022: £3,200,000 paid to Bytemark Holdings Limited).

#### **DIRECTORS AND THEIR INTERESTS**

The following directors have held office throughout the year and to the date of this report:

R Donovan (resigned 15 September 2023)

L Dimes (appointed 18 September 2023)

S Cunningham

None of the directors has any interest in the shares of the company. The interests of the directors in the shares of the parent undertaking, iomart Group plc, are disclosed in that Group's financial statements.

#### **GOING CONCERN**

On 31 March 2022, the company ceased trading and is expected to become dormant in the future. The directors have therefore prepared the financial statements on the basis other than going concern. No material adjustments arose as a result of ceasing to apply the going concern basis of accounting.

Approved by the Board of Directors  
and signed by order of the Board



J Brown  
Company Secretary  
14 December 2023

# **BYTEMARK LIMITED**

## **DIRECTORS' REPORT** **Year ended 31 March 2023**

### **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 are required to prepare the financial statements in accordance with the requirements of the Companies Act 2006 and have elected to prepare the Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework". Under company law the Directors must not approve the accounts 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 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 Financial Reporting Standards FRS 101 "Reduced Disclosure Framework" 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.

## BYTEMARK LIMITED

### STATEMENT OF COMPREHENSIVE INCOME Year ended 31 March 2023

		2023 Unaudited £	2022 Unaudited £
	Note		
Revenue	3	-	2,461,709
Cost of sales		-	(487,962)
<b>Gross profit</b>		-	1,973,747
Administrative expenses		-	(679,596)
<b>Profit before taxation</b>	4	-	1,294,151
Taxation	6	-	(137,929)
<b>Profit for the financial year</b>		-	1,156,222

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

# BYTEMARK LIMITED

## STATEMENT OF FINANCIAL POSITION

As at 31 March 2023

	Note	2023 Unaudited £	2022 Unaudited £
<b>Current assets</b>			
Debtors	7	101	514,367
<b>NET ASSETS</b>		<u>101</u>	<u>514,367</u>
<b>Capital and reserves</b>			
Called up share capital	9	100	100
Profit and loss account		<u>1</u>	<u>514,267</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>101</u>	<u>514,367</u>

For the year ended 31 March 2023, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. Directors' responsibilities confirm:

- the members have not required the company to obtain an audit of its accounts for the year ended 31 March 2023 in accordance with section 476;
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of the financial statements; and
- these financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

These financial statements were approved by the Board of Directors and authorised for issue on 14 December 2023 and are signed on their behalf by:



S Cunningham  
Director

Company number: 04484629

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

## BYTEMARK LIMITED

### STATEMENT OF CHANGES IN EQUITY Year ended 31 March 2023

	Share Capital £	Profit and loss account £	Total £
<b>Balance at 1 April 2021 (audited)</b>	<u>100</u>	<u>2,558,045</u>	<u>2,558,145</u>
Profit for the financial year and total comprehensive income	-	1,156,222	1,156,222
Dividends paid	<u>-</u>	<u>(3,200,000)</u>	<u>(3,200,000)</u>
<b>Balance at 31 March 2022 (unaudited)</b>	<u>100</u>	<u>514,267</u>	<u>514,367</u>
Dividends paid	<u>-</u>	<u>(514,266)</u>	<u>(514,266)</u>
<b>Balance at 31 March 2023 (unaudited)</b>	<u>100</u>	<u>1</u>	<u>101</u>

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



# **BYTEMARK LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 March 2023**

### **1. COMPANY INFORMATION**

Bytemark Limited is a private limited company incorporated and domiciled in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the registered office is 3<sup>rd</sup> floor, 11-21 Paul Street, London, EC2A 4JU. The Company's principal activity is a non-trading company.

For the year ended 31 March 2023, and 31 March 2022, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

### **2. ACCOUNTING POLICIES**

#### **Statement of compliance**

These financial statements have been prepared in accordance with applicable accounting standards and in accordance with Financial Reporting Standard 101 – 'Reduced Disclosure Framework' (FRS 101). The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have all been applied consistently throughout the period unless otherwise stated.

#### **Disclosure exemptions adopted**

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore, these financial statements do not include:

- a statement of cash flows and related notes;
- the requirement of IAS 24 related party disclosures to disclose related party transactions entered into between two or more members of the iomart Group as they are wholly owned within the iomart Group;
- disclosure of key management personnel compensation;
- capital management disclosures;
- share based payments;
- disclosures in respect of financial instruments;
- impairment of assets;
- certain disclosure requirements in respect of leases; and
- the effect of future accounting standards not adopted.

#### **Adoption of new and revised Standards - Amendments to IFRS that are mandatorily effective for the current year**

There are no new accounting policies applied in the year ended 31 March 2023 which have had a material effect on these accounts. In addition, the Directors do not consider that the adoption of new and revised standards and interpretations issued by the IASB has had any material impact on the financial statements of the Company.

#### **New and revised IFRSs in issue but not yet effective and have not been adopted by the Company**

The Company has taken the exemption available under FRS 101 to not disclose the effect of future accounting standards effective but not yet adopted.

#### **Going concern**

On 31 March 2022, the company ceased trading and is expected to become dormant in the future. The directors have therefore prepared the financial statements on the basis other than going concern. No material adjustments arose as a result of ceasing to apply the going concern basis of accounting.

#### **Parent company**

The Company is a wholly owned subsidiary of iomart Group plc which prepares publicly available consolidated financial statements in accordance with IFRS. This Company is included in the consolidated financial statements of iomart Group plc for the year ended 31 March 2023. These accounts are available from iomart Group plc, 6 Atlantic Quay, 55 Robertson Street, Glasgow, G2 8JD.

## **BYTEMARK LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS** **Year ended 31 March 2023**

#### **2. ACCOUNTING POLICIES (CONTINUED)**

##### **Financial assets**

##### **Trade receivables**

Trade receivables are amounts due from customers for goods sold and services provided in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. In recognising any provision for impairment, the Company applies the IFRS 9 approach to measuring expected credit losses which uses a lifetime expected loss allowance for all assets held at amortised cost. The Company recognises a loss allowance for all expected credit losses on initial recognition of trade receivables.

##### **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and short-term deposits that are readily convertible into known amounts of cash with maturities of three months or less from inception and which are subject to an insignificant risk of changes in value.

##### **Revenue**

Revenue comprises the fair value of the consideration received or receivable for the sale of services in the ordinary course of the Company's activities. Revenue is shown net of value-added tax, returns, and discounts.

Revenue from the sale of cloud computing infrastructure and managed services is recognised on an over time basis over the life of the agreement and only after the service has been established. Set-up fees charged on contracts are spread over the life of the contract. Any unearned portion of revenue is included in payables as deferred revenue.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow from the transaction and specific criteria have been met for each of the Company's activities as described below. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved. The Company bases its estimates on prior experience, taking into consideration the type of customer and the type of transaction.

The Company will typically enter multi-element contracts where more than one service is provided such as a private cloud platform combined with an online backup portal, and in such instances the delivery of these multi-element contracts is treated as a single performance obligation. Revenue is then subsequently recognised over the period of service delivery when the criteria for recognition has been met.

In both the current year and prior year all of the company's revenue has been recognised on an over time basis.

##### **Dividends paid**

Dividends paid are included in the financial statements when a final dividend is approved by the Directors.

##### **Taxation**

Current tax is the tax currently payable based on taxable profit for the period. Deferred income taxes are calculated using the liability method on temporary differences. Deferred tax is generally provided on the difference between the carrying amounts of assets and liabilities and their tax bases. In addition, tax losses available to be carried forward, as well as other income tax credits to the Company, are assessed for recognition as deferred tax assets.

# BYTEMARK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2023

### 2. ACCOUNTING POLICIES (CONTINUED)

#### Taxation (continued)

Deferred tax liabilities are provided in full, with no discounting. Deferred tax assets are recognised to the extent that it is probable that the underlying deductible temporary differences will be able to be offset against future taxable income. Current and deferred tax assets and liabilities are calculated at tax rates and laws that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the period end.

Changes in deferred tax assets or liabilities are recognised as a component of tax expense in the statement of comprehensive income, except where they relate to items that are recognised directly in other comprehensive income or equity in which case the related deferred tax is also recognised in other comprehensive income or equity accordingly.

#### Operating profit

Operating profit comprises the results of the Company before interest receivable and similar income, interest payable and similar charges, corporation tax and deferred tax.

#### Capital and reserves

Capital and reserves comprise the following:

- “Called up share capital” represents the nominal value of equity shares.
- “Share based payments reserve” represents share-based remuneration plans, which are ultimately recognised as an expense through profit or loss.
- “Profit and loss account” represents all current and prior period retained profits and losses.

#### Key judgements and sources of estimation uncertainty

There is not considered to be any key assumptions, or levels of estimation uncertainty, which could have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the past or present financial year.

### 3. REVENUE

	2023 Unaudited £	2022 Unaudited £
United Kingdom	-	2,356,911
Rest of the World	-	104,798
	<u>-</u>	<u>2,461,709</u>

All turnover originates from one class of business which is the provision of colocation and managed cloud services.

### 4. OPERATING PROFIT

	2023 Unaudited £	2022 Unaudited £
Operating profit is stated after charging:		
Depreciation of tangible assets – owned assets	<u>-</u>	<u>230,351</u>

## BYTEMARK LIMITED

### NOTES TO THE FINANCIAL STATEMENTS Year ended 31 March 2023

#### 5. DIRECTORS AND EMPLOYEES

##### Number of employees

The company did not have any employees in the year ended 31 March 2023 or the year ended 31 March 2022. All staff costs within the company are recharged from other Group entities.

##### Employee costs were:

	2023 Unaudited £	2022 Unaudited £
Staff costs recharged from other Group entities	-	315,000

The Directors are employed and remunerated by other companies in the iomart Group. They do not receive any remuneration specifically for their services as Directors of the Company (2022: £nil).

# BYTEMARK LIMITED

## NOTES TO THE FINANCIAL STATEMENTS Year ended 31 March 2023

### 6. TAXATION

#### Analysis of the tax charge

	2023 Unaudited £	2022 Unaudited £
<b>Corporation tax:</b>		
Corporation tax – current year		262,376
Adjustments in respect of prior years	-	(94,618)
Total current taxation charge	-	167,758
<b>Deferred tax:</b>		
Origination and reversal of timing differences	-	(17,627)
Adjustment in respect of prior years	-	7,563
Effect of changes in tax rates	-	(19,765)
Total deferred tax credit (note 8)	-	(29,829)
Total taxation charge	-	137,929

#### Factors affecting the tax charge for the current year

	2023 Unaudited £	2022 Unaudited £
Profit before taxation	-	1,294,151
Tax at 19% (2022 – 19%) thereon:	-	245,889
Effects of:		
Expenses not deductible for tax purposes	-	190
Adjustments in deferred tax relating to prior periods	-	7,563
Adjustments in current tax relating to prior periods	-	(94,618)
Deferred tax relating to changes in tax rates	-	(19,765)
Effect of super deduction	-	(1,330)
Total taxation charge for the year	-	137,929

Deferred tax assets and liabilities at 31 March 2022 were calculated based on the rate of 25%.

### 7. DEBTORS

	2023 Unaudited £	2022 Unaudited £
Amounts owed by group undertakings	100	514,367

The Directors consider that the carrying amount of trade and other debtors is approximately equal to their fair value. Amounts owed by group undertakings are non-interest bearing.

## BYTEMARK LIMITED

### NOTES TO THE FINANCIAL STATEMENTS Year ended 31 March 2023

#### 8. DEFERRED TAX

	2023 Unaudited £	2022 Unaudited £
The movement in deferred tax asset during the year was:		
Balance brought forward	-	62,588
Profit and loss account movement arising during the year (note 6)	-	29,829
Intragroup transfer to iomart Hosting Limited	-	(92,417)
	<u>-</u>	<u>(92,417)</u>
Balance carried forward	<u>-</u>	<u>-</u>

#### 9. CALLED UP SHARE CAPITAL

	2023 Unaudited £	2022 Unaudited £
<b>Authorised, allotted, called up and fully paid:</b>		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

#### 10. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate parent company and controlling party is iomart Group plc, a company registered in Scotland, which heads the smallest and largest group in which the results of Bytemark Limited are consolidated.

The consolidated financial statements are available from iomart Group plc, 6 Atlantic Quay, 55 Robertson Street, Glasgow, G2 8JD.