Company Registration No. 13020120 (England and Wales)
Inside Man Limited
Annual report and financial statements For the period ended 30 September 2022

COMPANY INFORMATION

Directors D Vertue

S Vertue

D Cheesbrough

Company number 13020120

Registered office 55 Loudoun Road

St John's Wood London NW8 0DL

Auditor MGR Weston Kay LLP

55 Loudoun Road St John's Wood London NW8 0DL

Bankers Arbuthnet Latham

Arbuthnet House 7 Wilson Street London EC2M 2SN

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STRATEGIC REPORT

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

The directors present the strategic report for the period ended 30 September 2022.

Fair review of the business

During the period the company was involved in the production of the television series inside Man. The company made a profit before tax of £1,252,058 (2021: £1). At the year end the company had net assets of £1,252,059 (2021: £1).

Principal risks and uncertainties

The directors consider the main risks faced by the business are: COVID 19; the ongoing delay to production; the increased pressure to find available studios and talent due to the backlog from 2020 and pressure from broadcaster and audience expectation driving budgets ever higher without broadcasters increasing their investment. This can result in productions running over budget; difficulties keeping valuable in-house talent; difficulties acquiring adequate gap funding for productions. The directors are aware of these risks, they have developed sophisticated planning and production development systems to ensure that the group's programmes are of the best quality and on budget; work hard to develop close associations with top and emerging talent and relationships with broadcasters and buyers who will develop and invest in the company's programmes; keep fully up to date with current trends and work hard to ensure that the production budgets are accurately forecasted, and productions efficiently run thereby mitigating these risks as far as possible.

Development and performance

In the opinion of the directors, the group is in a good position at the year-end with the production costs being in line with the production budget.

Key performance indicators

The group's management regularly monitor the progress of making the programme and keeping overheads to a minimum in line with production output. The main Key Performance Indicators are comparing production costs with budgets and monitoring the eligibility to reclaim the television tax credit from HMRC which is used to cover the production costs.

On behalf of the board		

D Vertue

Director

19 April 2023

DIRECTORS' REPORT

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

The directors present their annual report and financial statements for the period ended 30 September 2022.

Principal activities

The principal activity of the company is that of television programme production.

Results and dividends

The results for the period are set out on page 8.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the period and up to the date of signature of the financial statements were as follows:

B Vertue

D Vertue

S Vertue

D Cheesbrough

The Board are sad to report that B Vertue CBE passed away on 12 February 2022.

Financial instruments

The company has a normal level of exposure to price, credit, liquidity and cash flow risk arising from trading activities which are only conducted in sterling. In the normal course of business the company has entered into lending transactions with its subsidiaries.

Future developments

Inside Man Limited's goal is continued improvement and, where necessary, enhancement of its high reputation for quality production.

Auditor

The auditor, MGR Weston Kay LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

D Vertue

Director

19 April 2023

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

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 judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 MEMBER OF INSIDE MAN LIMITED

Opinion

We have audited the financial statements of Inside Man Limited (the 'company') for the period ended 30 September 2022 which comprise the profit and loss account, the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2022 and of its profit for the period then ended:
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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.

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.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF INSIDE MAN LIMITED

Matters on which we are required to report by exception

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 material misstatements in the strategic report or the directors' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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 remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF INSIDE MAN LIMITED

Explanation as to what extent 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.

As part of our planning of the audit work required we obtained an understanding of the legal and regulatory frameworks that are applicable to the entity via enquiries of the company's management, carried out analytical procedures, held discussions amongst the engagement team and using knowledge of the sector determined that the most significant laws and regulation are those that relate to:

- Health and safety.
- · Copyright.
- Data protection.
- Bribery Act.
- · Child protection.
- UK Tax legislation.

We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as FRS102 and the Companies Act 2006.

Based on the results of our risk assessment we designed our audit procedures to identify non-compliance with the laws and regulations and the fraud risks identified. This included enquiries with management to understand their policies and procedures for compliance with those regulations and we completed the following tests:

- Obtained an understanding of relevant controls.
- Reviewed the company's policies.
- Checked samples of documentation.

We also assessed the risks of material misstatement in respect of fraud as follows:

- Revenue fraud.
- Unauthorised expenditure and/or payments.
- Management override of controls.
- Compliance with the loan covenants.
- Related party fraud.

Based on the results of our risk assessment we designed our audit procedures to identify and to address material misstatements in relation to fraud. This included the risk of management bias, incorrect reporting to the bank regarding compliance with the loan covenants and testing manual journals.

No significant issues were identified during our testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non – detection of irregularities, as these may could involve collusions, forgery, intentional omissions, misrepresentations or the override of internal controls.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBER OF INSIDE MAN LIMITED

Use of our report

This report is made solely to the company's member 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 member those matters we are required to state to the member 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 member, for our audit work, for this report, or for the opinions we have formed.

Nigel Walfisz FCA (Senior Statutory Auditor)
For and on behalf of MGR Weston Kay LLP
Chartered Accountants
Statutory Auditor
55 Loudoun Road
St John's Wood
London
NW8 ODL

19 April 2023

PROFIT AND LOSS ACCOUNT

		Period ended 30 September	Period ended 26 October
		2022	2021
			as restated
	Notes	£	£
Turnover	4	4,795,875	10,810,273
Cost of sales		(3,316,357)	(10,752,152)
Gross profit		1,479,518	58,121
Administrative expenses		(34,930)	(22,312)
Other operating income		-	11,899
Operating profit	5	1,444,588	47,708
Interest payable and similar expenses	8	(192,530)	(47,708)
Profit before taxation		1,252,058	
Tax on profit	9	-	-
Profit for the financial period		1,252,058	

STATEMENT OF COMPREHENSIVE INCOME

	Period	Period
	ended	ended
	30 September	26 October
	2022	2021
		as restated
	£	£
Profit for the period	1,252,058	-
Other comprehensive income	•	-
Total comprehensive income for the period	1,252,058	-

BALANCE SHEET

AS AT 30 SEPTEMBER 2022

		202	2	202	_
				as restate	
	Notes	£	£	£	£
Current assets					
Debtors	10	8,683,906		11,130,046	
Cash at bank and in hand		1,448,122		379,716	
		10,132,028		11,509,762	
Creditors: amounts falling due within one year	11	(3,522,819)		(2,096,853)	
Net current assets			6,609,209		9,412,909
Creditors: amounts falling due after more than one					
year	12		(5,357,150)		(9,412,908)
Net assets			1,252,059		1
Capital and reserves					
Called up share capital	14		1		1
Profit and loss reserves			1,252,058		-
Total equity			1,252,059		1

The financial statements were approved by the board of directors and authorised for issue on 19 April 2023 and are signed on its behalf

D Vertue

Director

Company Registration No. 13020120

STATEMENT OF CHANGES IN EQUITY

		Share capital	Profit and loss reserves	Total
	Notes	£	£	£
As restated for the period ended 26 October 2021:				
Balance at 15 November 2020		-	-	-
Period ended 26 October 2021:				
Profit and total comprehensive income for the period		-	-	-
Issue of share capital	14	1	-	1
Balance at 26 October 2021		1	-	1
Períod ended 30 September 2022:				
Profit and total comprehensive income for the period		-	1,252,058	1,252,058
Balance at 30 September 2022		1	1,252,058	1,252,059

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

1 Accounting policies

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.

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

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Hartswood Films Limited. These consolidated financial statements are available from its registered office, 55 Loudoun Road, St. John's Wood, London, NW8 ODL.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Reporting period

The company shortened its accounting period from 26 October 2022 to 30 September 2022 in order to align with the completion of the series. In the prior period the company shortened its accounting period from 30 November 2021 to 26 October 2021 in order to align with the completion of principal photography. As a result, the comparative amounts presented in the financial statements (including the related notes) are not entirely comparable.

1.4 Turnover

Turnover represents amounts receivable for the production and exploitation of television programmes. Production income is recognised according to the stage of completion of the production and according to the production agreements.

1.5 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.6 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 balance sheet 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.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

1 Accounting policies (Continued)

1.7 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.

1.8 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 Change in accounting policy

The company has changed its accounting policy in relation to High End Television Tax Credits to reflect that these tax credits are a contribution to and are used to fund production costs. As a result of this change in the group's accounting policy, the prior period's financial statements have been restated to show the High End Television Tax Credits previously shown within taxation as a deduction against the production costs.

The effect of this adjustment for 2021 was to reduce the cost of sales by £2,649,851 and increase the tax charge by the same amount.

3 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.

4 Turnover

In the opinion of the directors it would be seriously prejudicial to the company's interest if turnover by class and geographical area is disclosed.

5 Operating profit

	2022	2021
Operating profit for the period is stated after charging:	£	£
Fees payable to the company's auditor for the audit of the company's financial statements		
	18,600	7,500

NOTES TO THE FINANCIAL STATEMENTS

6	Auditor's remuneration		
	Fees payable to the company's auditor and associates:	2022 £	2021 £
	For audit services		
	Audit of the financial statements of the company	18,600	7,500
	For other services		
	All other non-audit services	16,330	14,812
7	Employees		
	The average monthly number of persons (including directors) employed by the company during	the period was:	
		2022	2021
		2022 Number	2021 Number
		Number	Number
	Their aggregate remuneration comprised:	Number	Number
	Their aggregate remuneration comprised:	Number 5	Number 182 2021
		Number 5	Number 182 2021
	Wages and salaries	Number 5 2022 £ 116,726	Number 182 2021 £ 5,298,774
		Number 5	Number 182 2021 £ 5,298,774
	Wages and salaries Social security costs	Number 5 2022 £ 116,726 13,751	Number 182 2021
	Wages and salaries Social security costs Pension costs	2022 £ 116,726 13,751 725	2021 £ 5,298,774 135,959
8	Wages and salaries Social security costs	2022 £ 116,726 13,751 725	2021 £ 5,298,774 135,959
8	Wages and salaries Social security costs Pension costs	2022 £ 116,726 13,751 725	2021 £ 5,298,774 135,959 5,434,733

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

9 Taxation

The actual charge for the period can be reconciled to the expected charge/(credit) for the period based on the profit or loss and the standard rate of tax as follows:

		2022 £	2021 £
		-	•
	Profit before taxation	1,252,058	
	Expected tax charge based on the standard rate of corporation tax in the UK of 19.00%		
	(2021: 19.00%)	237,891	-
	Tax effect of income not taxable in determining taxable profit	453,958	2,649,851
	Unutilised tax losses carried forward	353,078	503,472
	Enhanced losses arising from the TV tax credit	(935,977)	(2,517,359)
	Difference between the rate of corporation tax and the rate of relief under the TV tax credit	(108,950)	(635,964)
	Taxation charge for the period	-	-
10	Debtors		
	Amounts falling due within one year:	2022 £	2021 £
	Trade debtors		309,824
	Corporation tax recoverable	453,958	2,649,851
	Amounts owed by group undertakings		406,516
	Other debtors	_	817,684
	Prepayments and accrued income	8,229,948	6,946,171
		8,683,906	11,130,046
11	Creditors: amounts falling due within one year		
		2022	2021
		£	£
	Trade creditors	3,671	617,975
	Amounts owed to group undertakings	216,385	955
	Taxation and social security	57,304	5,714
	Other creditors	-	116,277
	Accruals and deferred income	3,245,459	1,355,932
		3,522,819	2,096,853

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

12	Creditors: amounts falling due after more than one year			
		A 1 .	2022	2021
		Notes	£	£
	Bank loans and overdrafts	13	5,357,150	9,412,908
13	Loans and overdrafts			
			2022	2021
			£	£
	Bank loans		5,357,150	9,412,908
	Payable after one year		5,357,150	9,412,908

The long-term loans are secured by fixed charges over all of the company's rights, titles and interest (present and future) in the television programme in production, as well as other assets held by the company.

The bank loan bears interest at SONIA plus 1.70% and is repayable by February 2024. The directors consider that the carrying amounts of the bank loan approximate their fair value.

Included within the oustanding bank loan of £5,357,150 are prepaid loan arrangement fees of £38,352.

14 Share capital

	2022	2021	2022	2021
Ordinary share capital	Number	Number	£	£
Issued and fully paid				
Ordinary shares of £1 each	1	1	1	1

Each share carries full voting, dividend and capital distribution rights.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2022

15 Related party transactions

The company has taken advantage of the exemption available in accordance with FRS 102 Section 33 'Related party disclosures not to disclose transactions entered into between two or more members of a group, as the company and the other subsidiaries are wholly owned subsidiary undertakings of the group to which they are party to the transactions.

During the year, production fees of £532,296 (2021: £Nil) were payable by the company to a director of the parent company, Hartswood Films Limited.

16 Ultimate controlling party

The parent company is Hartswood Films Limited, whose registered office is 55 Loudoun Road, St. Johns Wood, London, NW8 ODL.

The smallest and largest group in which the results of the company will be consolidated is Hartswood Films Limited, a company registered in England and Wales. The consolidated financial statements are available to the public and may be obtained from 55 Loudoun Road, St. Johns Wood, London, NW8 ODL.

17 Company information

Inside Man Limited is a private company limited by shares incorporated in England and Wales. The registered office is 55 Loudoun Road, St John's Wood, London. NW8 ODL. The principle place of business is 3A Paradise Road, Richmond, Surrey, TW9 1RX.

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 \pounds .

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.