

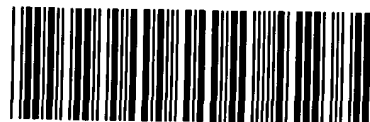
# **C3 456 Limited**

Registered number: 13061044

## **Annual report**

**For the period ended 31 March 2021**

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**C3 456 LIMITED**

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**COMPANY INFORMATION**

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<b>Directors</b>	V C Kendall J A MacLeay E Rollason L McLintock J L Howard A J McRae N A Deman
<b>Registered number</b>	13061044
<b>Registered office</b>	Capital Building Tyndall Street Cardiff Wales CF10 4AZ
<b>Independent auditor</b>	Mazars LLP Chartered Accountants & Statutory Auditor Tower Bridge House St Katharine's Way London E1W 1DD

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**DIRECTORS' REPORT  
FOR THE PERIOD ENDED 31 MARCH 2021**

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The directors present their report and the audited financial statements for the period ended 31 March 2021.

**Principal activity**

The principal activity of the Company during the period is that of a holding company.

The Company was incorporated on 3 December 2020.

The current accounting period was shortened from 31 December 2021 to 31 March 2021.

**Results and dividends**

The loss for the period, after taxation, amounted to £194,640.

During the year dividends of £nil were paid.

**Directors**

The directors who served during the period and up to the date of this report were:

V C Kendall (appointed 3 December 2020)  
J A MacLeay (appointed 15 January 2021)  
E Rollason (appointed 28 January 2021)  
L McLintock (appointed 28 January 2021)  
J L Howard (appointed 28 January 2021)  
A J McRae (appointed 17 February 2021)  
N A Deman (appointed 17 May 2021)  
P Barkley (appointed 3 December 2020, resigned 15 January 2021)

**DIRECTORS' REPORT (CONTINUED)  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**Directors' responsibilities statement**

The directors are responsible for preparing the Directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements 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 to 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.

**Qualifying third party indemnity provisions**

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report. No claim or notice of claim in respect of these indemnities has been received in the period.

**The withdrawal of the United Kingdom from the European Union**

New trading arrangements between the United Kingdom and the European Union took effect on 31 December 2020. In general, tariffs and quotas on trade have not been introduced, although administrative complications and regulatory restrictions have reduced the freedom of cross-border trade. The Company is carefully monitoring the practical application of the new trading arrangements by regulatory authorities, to better understand what the eventual impact on its business will be. The process of determining these effects is ongoing, and has also been delayed by the suspension of certain sectors of economic activity in response to the COVID-19 pandemic.

**Economic impact of the COVID-19 pandemic**

The COVID-19 pandemic continues to affect the UK and global economies adversely. At the time of signing this report, the government has lifted the social restrictions which have suppressed economic activity during 2020 and 2021. Therefore, the directors expect to see the UK and global economies return to growth in due course, but it is not possible to predict how quickly and to what degree this may happen. The priorities of the directors remain to comply with all regulatory requirements to the fullest extent possible, and to maintain the safety and well-being of the Company's personnel.

**DIRECTORS' REPORT (CONTINUED)  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**Going concern**

The financial statements have been prepared on a going concern basis as the directors have reviewed the Company's forecast cash flows and consider that the Company has adequate resources to continue in operational existence. Covid-19 has not had a material impact on the Company.

**Provision of information to auditor**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed 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 ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**Post balance sheet events**

There have been no significant events affecting the Company since the period end.

**Auditor**

During the period, Mazars LLP was appointed as auditor.

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:



**J L Howard**  
Director

Date: Oct 19, 2021

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF C3 456 LIMITED**

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**Opinion**

We have audited the financial statements of C3 456 Limited (the 'Company') for the period ended 31 March 2021 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 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 31 March 2021 and of its loss 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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF C3 456 LIMITED**

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In connection with our audit of the financial statements, 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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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 the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In 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 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 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 directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF C3 456 LIMITED**

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**Responsibilities of Directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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 either the directors 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.

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. Based on our understanding of the Company and its industry, we identified that the principal risks of non-compliance with laws and regulations related to the UK tax legislation, pensions legislation, employment regulation and health and safety regulation, anti-bribery, corruption and fraud, money laundering, non-compliance with implementation of government support schemes relating to COVID-19, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements, such as the Companies Act 2006.

We evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates.

Our audit procedures were designed to respond to those identified risks, including non-compliance with laws and regulations (irregularities) and fraud that are material to the financial statements. Our audit procedures included but were not limited to:

- discussing with the directors and management their policies and procedures regarding compliance with laws and regulations;
- communicating identified laws and regulations throughout our engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- considering the risk of acts by the Company which were contrary to applicable laws and regulations, including fraud.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF C3 456 LIMITED**

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Our audit procedures in relation to fraud included but were not limited to:


- making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- gaining an understanding of the internal controls established to mitigate risks related to fraud;
- discussing amongst the engagement team the risks of fraud; and
- addressing the risks of fraud through management override of controls by performing journal entry 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 involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Use of the audit report**

This report is made solely to the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body for our audit work, for this report, or for the opinions we have formed.



Gareth Jones (Partner) (Oct 19, 2021 20:09 GMT+1)

Gareth Jones (Senior statutory auditor)  
for and on behalf Mazars LLP  
Chartered Accountants and Statutory Auditor  
Tower Bridge House  
St Katharine's Way  
London  
E1W 1DD

Date: Oct 19, 2021

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD ENDED 31 MARCH 2021**

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	Note	Period ended 31 March 2021 £
Interest receivable and similar income	4	15,475
Interest payable and similar expenses	5	(227,043)
<b>Loss before tax</b>		<u>(211,568)</u>
Tax on loss		16,928
<b>Loss for the financial period</b>		<u><u>(194,640)</u></u>
Other comprehensive income		-
<b>Total comprehensive loss for the period</b>		<u><u>(194,640)</u></u>

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

The notes on pages 11 to 18 form part of these financial statements.

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**C3 456 LIMITED**  
**REGISTERED NUMBER: 13061044**

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**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 MARCH 2021**

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	Note	31 March 2021 £
<b>Fixed assets</b>		
Investments	6	6,000
		<u>6,000</u>
<b>Current assets</b>		
Debtors: Amounts falling due within one year	7	11,051,403
		<u>11,051,403</u>
Creditors: Amounts falling due within one year	8	(445,661)
		<u>10,605,742</u>
<b>Net current liabilities</b>		10,605,742
<b>Total assets less current liabilities</b>		<u>10,611,742</u>
Creditors: amounts falling due after more than one year		(10,800,382)
		<u>(188,640)</u>
<b>Net liabilities</b>		<u>(188,640)</u>
<b>Capital and reserves</b>		
Called up share capital	12	6,000
Profit and loss account		(194,640)
		<u>(188,640)</u>
<b>Total equity</b>		<u>(188,640)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



**N A Deman**  
Director

Date: Oct 19, 2021

The notes on pages 11 to 18 form part of these financial statements.

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**C3 456 LIMITED**

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**STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD ENDED 31 MARCH 2021**

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	<b>Called up share capital</b>	<b>Profit and loss account</b>	<b>Total equity</b>
	<b>£</b>	<b>£</b>	<b>£</b>
<b>At incorporation on 3 December 2020</b>	-	-	-
<b>Comprehensive loss for the period</b>			
Loss for the period	-	(194,640)	(194,640)
<b>Other comprehensive income for the period</b>	-	-	-
<b>Total comprehensive loss for the period</b>	-	(194,640)	(194,640)
Shares issued during the period	6,000	-	6,000
<b>Total transactions with owners</b>	6,000	-	6,000
<b>At 31 March 2021</b>	6,000	(194,640)	(188,640)

The notes on pages 11 to 18 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**1. General information**

C3 456 Limited, is a private company limited by shares, incorporated and registered in England and Wales. The Company's registered number is 13061044. The address of the registered office of the Company is Capital Building, Tyndall Street, Cardiff, Wales, CF10 4AZ.

The Company was incorporated on 3 December 2020.

The principal activity of the Company during the period is that of a holding company.

The current accounting period was shortened from 31 December 2021 to 31 March 2021.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The financial statements have been presented in Pound Sterling as this is currency of the primary economic environment in which the Company operates and is rounded to the nearest pound.

The following principal accounting policies have been applied:

**2.2 Going concern**

The financial statements have been prepared on a going concern basis as the directors have reviewed the Company's forecast cash flows and consider that the Company has adequate resources to continue in operational existence. Covid-19 has not had a material impact on the Company.

**2.3 Exemption from preparing consolidated financial statements**

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of a non-EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 401 of the Companies Act 2006.

**2.4 Interest receivable and similar income**

Interest receivable and similar income is recognised in the Statement of Comprehensive Income using the effective interest method.

**2.5 Interest payable and similar expenses**

Interest payable and similar expenses are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**2. Accounting policies (continued)**

**2.6 Current and deferred taxation**

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

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

**2.7 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**2.8 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.9 Creditors**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**2.10 Financial instruments**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**2. Accounting policies (continued)****2.10 Financial instruments (continued)**

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an 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.

**3. Employees**

The average monthly number of employees, including directors, during the period was 7.

**4. Interest receivable and similar income**

	<b>Period ended 31 March 2021 £</b>
Loans to group undertakings	15,475
	<u>15,475</u>

**5. Interest payable and similar expenses**

	<b>Period ended 31 March 2021 £</b>
Other loan interest payable	223,701
Loans from group undertakings	3,342
	<u>227,043</u>



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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**6. Investments**

	<b>Investments in subsidiary companies £</b>
<b>Cost</b>	
At 3 December 2020	-
Additions	6,000
At 31 March 2021	<u>6,000</u>
<b>Net book value</b>	
At 31 March 2021	<u><u>6,000</u></u>

**Subsidiary undertakings**

The following were subsidiary undertakings of the Company:

<b>Name</b>	<b>Registered office</b>	<b>Principal activity</b>	<b>Class of shares</b>	<b>Holding</b>
C3 789 Limited	Capital Building, Tyndall Street, Cardiff, United Kingdom, CF10 4AZ	Holding company	Ordinary	100%
Channel 3 Consulting Ltd*	Capital Building, Tyndall Street, Cardiff, United Kingdom, CF10 4AZ	Information technology consultancy	Ordinary	100%

\*indirectly held through the investment in C3 789 Limited.

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**7. Debtors: Amounts falling due within one year**

	<b>31 March 2021 £</b>
Amounts owed by group undertakings	10,122,436
Intercompany loans	912,039
Deferred taxation	16,928
	<hr/> 11,051,403 <hr/>

Amounts owed by group undertakings are interest free and repayable on demand.

The intercompany loans are interest bearing at 10%, are not secured and are repayable on demand.

**8. Creditors: Amounts falling due within one year**

	<b>31 March 2021 £</b>
Intercompany loans	196,960
Amounts owed to group undertakings	25,000
Accruals and deferred income	223,701
	<hr/> 445,661 <hr/>

The intercompany loans are interest bearing at 10%, are not secured and are repayable on demand.

Amounts owed to group undertakings are interest free and repayable on demand.

**9. Creditors: Amounts falling due after more than one year**

	<b>31 March 2021 £</b>
Other loans	10,800,382
	<hr/> 10,800,382 <hr/>

Other loans are secured and represent amounts due under the terms of a loan note agreement dated 28 January 2021. Interest is payable at a fixed rate of 12% on the principal amount outstanding, of which 10% is payable quarterly and 2% accrues and compounds quarterly and is payable when the principal is repaid. Repayments are due in 3 to 5 years.

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**10. Loans**

Analysis of the maturity of loans is given below:

	<b>31 March 2021 £</b>
<b>Amounts falling due within one year</b>	
Intercompany loans	196,960
	<u>196,960</u>
<b>Amounts falling due 3-5 years</b>	
Other loans	10,800,382
	<u>10,997,342</u>

The intercompany loans are interest bearing at 10%, are not secured and are repayable on demand.

Other loans are secured and represent amounts due under the terms of a loan note agreement dated 28 January 2021. Interest is payable at a fixed rate of 12% on the principal amount outstanding, of which 10% is payable quarterly and 2% accrues and compounds quarterly and is payable when the principal is repaid. Repayments are due in 3 to 5 years.

**11. Deferred taxation**

	<b>2021 £</b>
At beginning of period	-
Credited to profit or loss	16,928
<b>At end of period</b>	<u><u>16,928</u></u>

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**11. Deferred taxation (continued)**

The deferred tax asset is made up as follows:

	<b>31 March 2021 £</b>
Short term timing differences	3,311
Losses and other deductions	13,617
	<hr/> 16,928 <hr/>

**12. Share capital**

	<b>31 March 2021 £</b>
<b>Allotted, called up and fully paid</b>	
600,000 Ordinary shares of £0.01 each	<hr/> 6,000 <hr/>

Each share is entitled to one vote in any circumstances and is also entitled *pari passu* to dividend payments or any other distribution.

On 3 December 2020, the Company allotted 1 ordinary share at par value.

On 28 January 2021, the Company allotted a further 599,999 ordinary shares at par value.

**13. Related party transactions**

The Company is a wholly owned subsidiary of C3 123 Limited and as such has taken advantage of the exemption permitted by Section 33 'Related party disclosures' not to provide disclosures of transactions entered into with other wholly owned members of the group. The Company and its subsidiary undertakings are included within the consolidated financial statements of C3 123 Limited.

**14. Post balance sheet events**

There have been no significant events affecting the Company since the period end.

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**C3 456 LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2021**

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**15. Controlling party**

The immediate parent undertaking is C3 123 Limited, a company incorporated and registered in the United Kingdom. The address of its registered office is Capital Building, Tyndall Street, Cardiff, Wales, CF10 4AZ.

The Company is ultimately controlled by Westbridge II LP by virtue of the majority shareholding.

C3 123 Limited is the smallest and largest group into which the Company's financial statements are consolidated. Copies of the group's financial statements may be obtained from Companies House.