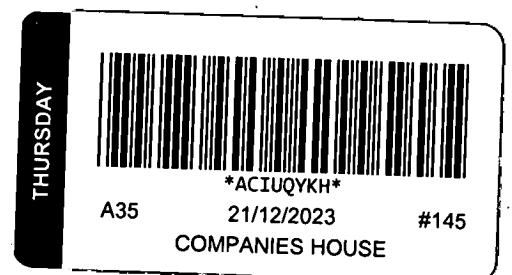


Company registration number 06293305 (England and Wales)

**CREATIVE BENEFIT SOLUTIONS LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 MARCH 2023**



# CREATIVE BENEFIT SOLUTIONS LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	T Clutterbuck M Cumbers	(Appointed 20 July 2023) (Appointed 20 July 2023)
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<b>Secretary</b>	Natwest Group Secretarial Services Limited
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<b>Company number</b>	06293305
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<b>Registered office</b>	Stephenson House 2 Cherry Orchard Road Croydon England CR0 6BA
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<b>Auditor</b>	Goodman Jones LLP 29/30 Fitzroy Square London W1T 6LQ
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<b>Business address</b>	Stephenson House 2nd Floor 2 Cherry Orchard Road Croydon CR0 6BA
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# **CREATIVE BENEFIT SOLUTIONS LIMITED**

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# CREATIVE BENEFIT SOLUTIONS LIMITED

## DIRECTORS' REPORT

### FOR THE PERIOD ENDED 31 MARCH 2023

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The directors present their annual report and financial statements for the period ended 31 March 2023.

The report period is 1 December 2021 to 31 March 2023. The comparative period is 1 December 2020 to 30 November 2021. The change of reporting end date is to assign the period end for group reporting purposes.

#### Principal activities

The principal activity of the company is that of an employee benefit consultancy.

#### Directors

A P McCarthy	(Resigned 29 April 2022)
S A Webber	(Resigned 25 July 2023)
N M Gough	(Resigned 20 July 2022)
P J Doble	(Resigned 29 April 2022)
N K Chambers	(Resigned 13 April 2022)
C G Harrison	(Resigned 29 April 2022)
D I White	(Resigned 31 May 2023)
D Bridger	(Resigned 29 April 2022)
C Stagg	(Resigned 29 April 2022)
T Clutterbuck	(Appointed 20 July 2023)
M Cumbers	(Appointed 20 July 2023)

#### Auditor

Goodman Jones LLP has expressed its willingness to continue in office as auditor.

#### Energy and carbon report

As the company has not consumed more than 40,000 kWh of energy in this reporting period, it qualifies as a low energy user under these regulations and is not required to report on its emissions, energy consumption or energy efficiency activities.

#### Statement of 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 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

# **CREATIVE BENEFIT SOLUTIONS LIMITED**

## **DIRECTORS' REPORT (CONTINUED)**

**FOR THE PERIOD ENDED 31 MARCH 2023**

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### **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



.....  
T A Clutterbuck

Date: ...18.December.2023.....

# CREATIVE BENEFIT SOLUTIONS LIMITED

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBER OF CREATIVE BENEFIT SOLUTIONS LIMITED

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#### Opinion

We have audited the financial statements of Creative Benefit Solutions Limited (the 'company') for the period ended 31 March 2023 which comprise the income statement, the statement of comprehensive income, the statement of financial position, 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 31 March 2023 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.

#### Emphasis of matter

We draw attention to note 4 of the financial statements, in respect of the sale of business assets and the customer contracts to a third party. The consideration was in the form of an initial cash payment of £3,000,000 together with deferred consideration. The amount of deferred consideration has been calculated by management as £1,957,529 and is due to be paid within a year after the period end. At the time of signing these accounts the deferred consideration had not been received. Our opinion is not modified in this respect.

#### 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.

# **CREATIVE BENEFIT SOLUTIONS LIMITED**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

### **TO THE MEMBER OF CREATIVE BENEFIT SOLUTIONS LIMITED**

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#### **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 directors' report for the financial period 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 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 directors' report.

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 company is entitled to claim exemption in preparing a strategic report as it would be so entitled to small companies exemptions but for being a member of an ineligible group.

#### **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.

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:

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to industry sector regulations and unethical and prohibited business practices, 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 and UK Tax Legislation. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls). Appropriate audit procedures in response to these risks were carried. These procedures included:

# CREATIVE BENEFIT SOLUTIONS LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBER OF CREATIVE BENEFIT SOLUTIONS LIMITED

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- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reading minutes of meetings of those charged with governance;
- Obtaining and reading correspondence from legal and regulatory bodies including HMRC;
- Identifying and testing journal entries;
- Challenging assumptions and judgements made by management in their significant accounting estimates.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members; and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

As part of an audit in accordance with ISAs (UK), we have exercised our professional judgement and maintained professional scepticism throughout the audit.

#### 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.



**Philip Woodgate**  
**Senior Statutory Auditor**  
**For and on behalf of Goodman Jones LLP**

Date: 18/12/23

**Chartered Accountants**  
**Statutory Auditor**

29/30 Fitzroy Square  
London  
W1T 6LQ



# CREATIVE BENEFIT SOLUTIONS LIMITED

## INCOME STATEMENT

FOR THE PERIOD ENDED 31 MARCH 2023

	Notes	Period ended 31 March 2023 £	Year ended 30 November 2021 £
Revenue	3	1,525,338	1,382,782
Cost of sales		(1,834)	(2,155)
<b>Gross profit</b>		<b>1,523,504</b>	<b>1,380,627</b>
Administrative expenses		(1,998,986)	(1,247,820)
Other operating income			25,936
Sale of business assets and customer contracts	4	4,957,529	-
<b>Operating profit</b>	5	<b>4,482,047</b>	<b>158,743</b>
Finance costs	8	(7,133)	(281,963)
<b>Profit/(loss) before taxation</b>		<b>4,474,914</b>	<b>(123,220)</b>
Tax on profit/(loss)	9	22,491	(21,873)
<b>Profit/(loss) for the financial period</b>		<b>4,497,405</b>	<b>(145,093)</b>

The income statement has been prepared on the basis that all operations are continuing operations.

# CREATIVE BENEFIT SOLUTIONS LIMITED

## STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 31 MARCH 2023

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	Period ended 31 March 2023 £	Year ended 30 November 2021 £
Profit/(loss) for the period	4,497,405	(145,093)
Other comprehensive income	-	-
Total comprehensive income for the period	<u>4,497,405</u>	<u>(145,093)</u>

# CREATIVE BENEFIT SOLUTIONS LIMITED

## STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2023

	Notes	31 March 2023		30 November 2021	
		£	£	£	£
<b>Non-current assets</b>					
Property, plant and equipment	10		103,844		122,778
Investments	11		7,701		24,199
			<u>111,545</u>		<u>146,977</u>
<b>Current assets</b>					
Trade and other receivables	13	5,822,420		2,418,003	
Cash and cash equivalents		699,778		976,935	
		<u>6,522,198</u>		<u>3,394,938</u>	
<b>Current liabilities</b>	14	(806,658)		(2,244,535)	
<b>Net current assets</b>			<u>5,715,540</u>		<u>1,150,403</u>
<b>Total assets less current liabilities</b>			<u>5,827,085</u>		<u>1,297,380</u>
<b>Provisions for liabilities</b>					
Deferred tax liability	16	-		22,491	
				<u>(22,491)</u>	
<b>Net assets</b>			<u><u>5,827,085</u></u>		<u><u>1,274,889</u></u>
<b>Equity</b>					
Called up share capital	18		21,053		20,050
Share premium account			1,190,000		1,190,000
Retained earnings			<u>4,616,032</u>		<u>64,839</u>
<b>Total equity</b>			<u><u>5,827,085</u></u>		<u><u>1,274,889</u></u>

The financial statements were approved by the board of directors and authorised for issue on 18 December 2023 and are signed on its behalf by:



T A Clutterbuck  
Director

Company Registration No. 06293305

# CREATIVE BENEFIT SOLUTIONS LIMITED

## STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 31 MARCH 2023

	Notes	Share capital £	Share premium account £	Retained earnings £	Total £
<b>Balance at 1 December 2020</b>		20,050	1,190,000	203,910	1,413,960
<b>Year ended 30 November 2021:</b>					
Loss and total comprehensive income for the year		-	-	(145,093)	(145,093)
Credit to equity for equity settled share-based payments	19	-	-	6,022	6,022
<b>Balance at 30 November 2021</b>		20,050	1,190,000	64,839	1,274,889
<b>Period ended 31 March 2023:</b>					
Profit and total comprehensive income for the period		-	-	4,497,405	4,497,405
Dividends		-	-	(16,498)	(16,498)
Credit to equity for equity settled share-based payments	19	-	-	70,286	70,286
Share premium account capital reduction		1,003	-	-	1,003
<b>Balance at 31 March 2023</b>		21,053	1,190,000	4,616,032	5,827,085

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE PERIOD ENDED 31 MARCH 2023

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#### 1 Accounting policies

##### Company information

Creative Benefit Solutions Limited is a private company limited by shares incorporated in England and Wales. The registered office is, Stephenson House, 2 Cherry Orchard Road, Croydon, England, CR0 6BA.

#### 1.1 Reporting period

The report period is 1 December 2021 to 31 March 2023. The comparative period is 1 December 2020 to 30 November 2021. The change of reporting end date is to assign the period end for group reporting purposes. The comparative amounts presented in the financial statements (including the related notes) are therefore not entirely comparable.

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

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 26 'Share based Payment': Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Creative Benefit Solutions Limited is a wholly owned subsidiary of Cushon Holdings Limited and the results of Creative Benefit Solutions Limited are included in the consolidated financial statements of Cushon Holdings Limited which are available from its registered office, Stephenson House, 2 Cherry Orchard Road, Croydon, England, CR0 6BA.

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 1 Accounting policies

(Continued)

#### 1.3 Going concern

These financial statements are prepared on the going concern basis. The directors have a reasonable expectation that the company will continue in operational existence for the foreseeable future.

The company operated at a profit for the year before taxation of £4,474,914. At the year end net current assets amounted to £5,715,540 and net assets amounted to £5,827,085.

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The directors have prepared cash flow and profit forecasts which show that the company can meet its financial obligations as they fall due. Thus the directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### 1.4 Revenue

Commission receivable is recognised as follows:

- Commission and adviser charges on regular premium business is recognised on the effective commencement date of the related policy.
- Commission and advisor charges on other business is recognised on the completion of the relevant documentation to effect the completion of the transaction.
- Renewal commission is recognised when receivable.

Initial Auto Enrolment services income is recognised on a percentage completion basis over the period of their staging date. All other consultancy fees and ongoing Auto Enrolment fees are recognised when due.

#### 1.5 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

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

Fixtures, fittings & equipment	33% on a straight line basis
Computer equipment	33% on a straight line basis
Short leasehold improvements	Straight line over period of lease

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

#### 1.6 Non-current investments

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

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

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

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### 1 Accounting policies

(Continued)

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

#### 1.7 Impairment of non-current assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### 1.8 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.

#### 1.9 Financial instruments

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

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

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### **Basic financial assets**

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

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 31 MARCH 2023

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#### 1 Accounting policies

(Continued)

##### **Other financial assets**

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

##### **Impairment of financial assets**

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

##### **Derecognition of financial assets**

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

##### **Classification of financial liabilities**

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

##### **Basic financial liabilities**

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

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

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

##### **Derecognition of financial liabilities**

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.



# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 1 Accounting policies

(Continued)

#### 1.10 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.

#### 1.11 Taxation

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

##### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### **Deferred tax**

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

#### 1.12 Employee benefits

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

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

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

#### 1.13 Retirement benefits

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

#### 1.14 Share-based payments

Equity-settled share-based payments are measured at fair value at the date of grant by reference to the fair value of the equity instruments granted. The fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the estimate of shares that will eventually vest. A corresponding adjustment is made to equity.

#### 1.15 Leases

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

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 1 Accounting policies

(Continued)

#### 1.16 Government grants

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

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

#### 1.17 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 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.

Critical judgements made by management that have a significant effect on the amounts recognised in the financial statements are described below:

#### Critical Judgement

Calculation of the deferred consideration in respect of the sale of business assets and the customer contracts to a third party (see note 4).

### 3 Revenue

	2023 £	2021 £
<b>Revenue analysed by class of business</b>		
Commission receivable and consultancy fees	1,525,338	1,382,782
	<u>1,525,338</u>	<u>1,382,782</u>
	2023 £	2021 £
<b>Revenue analysed by geographical market</b>		
United Kingdom	1,525,338	1,382,782
	<u>1,525,338</u>	<u>1,382,782</u>
	2023 £	2021 £
<b>Other revenue</b>		
Grants received	-	25,936
	<u>-</u>	<u>25,936</u>

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 4 Sale of business assets and customer contracts

	2023	2021
	£	£
Income		
Sale of business assets and customer contracts	4,957,529	-

On 1 December 2022 the company sold business assets and the customer contracts to a third party. The consideration was in the form of an initial cash payment of £3,000,000 together with deferred consideration. The amount of deferred consideration has been calculated as £1,957,529 and is due to be paid within a year after the period end.

### 5 Operating profit

	2023	2021
	£	£
Operating profit for the period is stated after charging/(crediting):		
Government grants	-	(25,936)
Fees payable to the company's auditor for the audit of the company's financial statements	18,450	14,680
Depreciation of owned property, plant and equipment	56,859	28,595
Profit on disposal of property, plant and equipment	-	(849)
Operating lease charges	302,699	194,275

### 6 Employees

The average monthly number of persons (including directors) employed by the company during the period was:

2023	2021
Number	Number
25	25

Their aggregate remuneration comprised:

	2023	2021
	£	£
Wages and salaries	2,163,663	1,515,479
Social security costs	182,306	141,371
Pension costs	253,423	130,046
	2,599,392	1,786,896

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 7 Directors' remuneration

	2023 £	2021 £
Remuneration for qualifying services	816,125	841,011
Company pension contributions to defined contribution schemes	43,670	46,795
	<u>859,795</u>	<u>887,806</u>

Remuneration disclosed above include the following amounts paid to the highest paid director:

	2023 £	2021 £
Remuneration for qualifying services	<u>116,550</u>	<u>159,210</u>

### 8 Finance costs

	2023 £	2021 £
Interest on bank overdrafts and loans	6,133	20,412
Other finance costs:		
Other interest	<u>1,000</u>	<u>261,551</u>

### 9 Taxation

	2023 £	2021 £
Deferred tax		
Origination and reversal of timing differences	<u>(22,491)</u>	<u>21,873</u>

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 31 MARCH 2023

#### 9 Taxation

(Continued)

The actual (credit)/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:

	2023 £	2021 £
Profit/(loss) before taxation	4,474,914	(123,220)
Expected tax charge/(credit) based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	850,234	(23,412)
Tax effect of expenses that are not deductible in determining taxable profit	(10,180)	8,873
Tax effect of utilisation of tax losses not previously recognised	(807,630)	-
Deferred tax adjustments in respect of prior years	(22,491)	16,310
Non-trade loan relationship debits	190	49,695
Movements in provisions	(32,614)	(29,593)
Taxation (credit)/charge for the period	(22,491)	21,873

#### 10 Property, plant and equipment

	Fixtures, fittings & equipment £	Computer equipment £	Short leasehold improvements £	Total £
<b>Cost</b>				
At 1 December 2021	28,579	119,918	321,151	469,648
Additions	-	43,273	-	43,273
Disposals	-	(35,520)	-	(35,520)
At 31 March 2023	28,579	127,671	321,151	477,401
<b>Depreciation and impairment</b>				
At 1 December 2021	28,579	74,203	244,088	346,870
Depreciation charged in the period	-	41,867	14,992	56,859
Eliminated in respect of disposals	-	(30,172)	-	(30,172)
At 31 March 2023	28,579	85,898	259,080	373,557
<b>Carrying amount</b>				
At 31 March 2023	-	41,773	62,071	103,844
At 30 November 2021	-	45,715	77,063	122,778

#### 11 Fixed asset investments

	Notes	2023 £	2021 £
Investments in subsidiaries	12	7,701	24,199

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 11 Fixed asset investments

(Continued)

#### Movements in non-current investments

	Shares in subsidiaries £
<b>Cost or valuation</b>	
At 1 December 2021	24,199
Disposals	(16,498)
	<hr/>
At 31 March 2023	7,701
	<hr/>
<b>Carrying amount</b>	
At 31 March 2023	7,701
	<hr/>
At 30 November 2021	24,199
	<hr/>

### 12 Subsidiaries

Details of the company's subsidiaries at 31 March 2023 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Creative Auto-Enrolment Limited	England & Wales	Ordinary	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
Creative Auto-Enrolment Limited	1,383,997	2,627,501

### 13 Trade and other receivables

	2023 £	2021 £
<b>Amounts falling due within one year:</b>		
Trade receivables	12,540	58,719
Amounts owed by group undertakings	3,771,008	2,246,407
Other receivables	1,961,349	3,430
Prepayments and accrued income	77,523	109,447
	<hr/>	<hr/>
	5,822,420	2,418,003
	<hr/>	<hr/>

Included in other debtors is £1,957,529 (2021: nil) in respect of deferred consideration on the sale of business assets and customer contracts (see note 4).

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 14 Current liabilities

	Notes	2023 £	2021 £
Bank loans and overdrafts	15	-	775,803
Other borrowings	15	-	41,013
Trade payables		27,512	37,735
Taxation and social security		228,602	222,120
Other payables		402,958	904,912
Accruals and deferred income		147,586	262,952
		<u>806,658</u>	<u>2,244,535</u>

### 15 Borrowings

	2023 £	2021 £
Bank overdrafts	-	775,803
Preference shares	-	41,013
	<u>-</u>	<u>816,816</u>
Payable within one year	<u>-</u>	<u>816,816</u>

During the period the bank overdraft was settled by the company through amounts received from group undertakings.

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 31 MARCH 2023

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#### 16 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2023 £	Liabilities 2021 £
<b>Balances:</b>		
Accelerated capital allowances	-	22,491
	<u>          </u>	<u>          </u>
<b>Movements in the period:</b>		2023 £
Liability at 1 December 2021		22,491
Credit to profit or loss		(22,491)
		<u>          </u>
Liability at 31 March 2023		<u>          </u>



# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 17 Retirement benefit schemes

	2023	2021
Defined contribution schemes	£	£
Charge to profit or loss in respect of defined contribution schemes	253,423	130,046

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

### 18 Share capital

	2023 Number	2021 Number	2023 £	2021 £
Ordinary share capital Issued and fully paid				
Ordinary shares of 1p each	2,105,333	1,955,002	21,053	20,000
Ordinary C shares of 1p each	-	50,000	-	50
	<u>2,105,333</u>	<u>2,005,002</u>	<u>21,053</u>	<u>20,050</u>

# CREATIVE BENEFIT SOLUTIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 MARCH 2023

### 19 Share-based payment transactions

	Number of share options		Weighted average exercise price	
	2023 Number	2021 Number	2023 £	2021 £
Outstanding at 1 December 2021 and 31 March 2023	-	205,000	-	1.03
Exercisable at 31 March 2023	-	-	-	-

### 20 Operating lease commitments

#### Lessee

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

	2023 £	2021 £
Within one year	402,354	204,825
Between two and five years	935,390	749,992
In over five years	142,725	388,021
	<u>1,480,469</u>	<u>1,342,838</u>

### 21 Control

There is no single ultimate controlling party.

The immediate parent company is Cushon MT Limited. The ultimate parent company is Cushon Holdings Limited. The largest and smallest group of undertakings for which group accounts are drawn up which include the company is headed by Cushon Holdings Limited, which is incorporated in the United Kingdom.

In April 2022, the company sold 100% of its shares to Cushon MT Limited in April 2022 and as part of that transaction the company became a 100% owned subsidiary of Cushon Holdings Limited.

Cushon Group was subject to acquisition with Natwest who purchased 85% of the shares in Cushon Group on 1 June 2023.

# **CREATIVE BENEFIT SOLUTIONS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE PERIOD ENDED 31 MARCH 2023**

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### **22 Related party transactions**

During the period, Creative Benefit Solutions Limited recharged expenditure on behalf of Creative Auto-Enrolment Limited totalling £2,126,141 (2021: £1,269,778). At the balance sheet date, the balance outstanding on the intercompany account was £9,640 (2021: £2,410,115 owed by). Creative Benefit Solutions Limited is a related party by virtue of its shareholding in the company.

During the period, Creative Benefit Solutions Limited recharged expenditure on behalf of Creative Benefit Wealth Management Limited totalling £83,868 (2021: £541,555). At the balance sheet date, the balance owed was £29,123 (2021: £163,707). Creative Benefit Wealth Management Limited was a subsidiary of the company, but was disposed of during the period.

During the period, Creative Benefit Solutions Limited made payments to Cushon Group Limited totalling £3,009,487 and repayments totalling £1,220 were made. At the balance sheet date, the balance due on the inter-company account was £3,008,767 (2021: £nil).

During the period, Creative Benefit Solutions Limited made payments to Cushon MT Limited totalling £801,003 and repayments totalling £nil were made. At the balance sheet date, the balance due on the inter-company account was £801,003 (2021: £nil).

Cushon MT Limited acquired 100% of the share capital of Creative Benefit Solutions during the period. Cushon MT Limited is a 100% subsidiary of Cushon Group Limited.