

Registration number: 06469484

# VOD Member (ITV A) Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2017

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## **VOD Member (ITV A) Limited**

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## **VOD Member (ITV A) Limited**

### **Directors' Report for the Year Ended 31 December 2017**

The Directors present their report and the unaudited financial statements for the year ended 31 December 2017.

#### **Principal activity**

The principal activity of VOD Member (ITV A) Limited ("the Company") continues to be that of video on demand services. The Company has ceased to trade on 31 December 2011.

#### **Directors' of the company**

The directors, who held office during the year, were as follows:

Eleanor Irving

Helen Tautz

#### **Directors' liabilities**

The Directors benefit from third party insurance provisions in place during the financial year and at the date of this report.

#### **Dividends**

The Directors recommend a final dividend payment of £Nil be made in respect of the financial year ended 31 December 2017 (2016: £Nil)

#### **Business review**

The results for VOD Member (ITV A) Limited shows a profit of £3,721,623 (2016: £Nil) At the statement of financial position date the Company had net liabilities of £Nil (2016: £3,271,623).

During the year the company became active in order to write off intercompany trading balances

#### **Going concern**

In preparing the financial statements of the Company the Directors have made an assessment of the next twelve months performance from signing and consider preparation on a break up basis to be appropriate (see note 1).

#### **Audit exemption**

VOD Member (ITV A) Limited, as a guaranteed subsidiary of ITV plc, has met the criteria set out in section 479A-479C of the Companies Act 2006, and is claiming exemption from the audit of their individual accounts afforded by those sections for the year ended 31 December 2017.

#### **Small companies provision statement**

This report has been prepared in accordance with the small companies regime under the Companies Act 2006.

Approved by the Board on 25/9/18 and signed on its behalf by:

  
.....  
Eleanor Irving  
Director

#### **Registered office**

2 Waterhouse Square  
140 Holborn  
London  
EC1N 2AE

## **VOD Member (ITV A) Limited**

### **Statement of Directors' Responsibilities**

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 United Kingdom Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework'.

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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## **VOD Member (ITV A) Limited**

### **Income Statement for the Year Ended 31 December 2017**

	Note	2017 £	2016 £
Write off of amounts due to group undertakings	2	<u>3,271,623</u>	<u>-</u>
Profit before tax		3,271,623	-
Taxation	5	<u>-</u>	<u>-</u>
Profit for the year		<u><u>3,271,623</u></u>	<u><u>-</u></u>

The Company has no recognised gains or losses for the year other than the above.

**VOD Member (ITV A) Limited**

**(Registration number: 06469484)**

**Statement of Financial Position as at 31 December 2017**

	Note	31 December 2017 £	31 December 2016 £
<b>Current liabilities</b>			
Trade and other payables	6	<u>-</u>	<u>(3,271,623)</u>
<b>Capital and reserves</b>			
Share capital	7	1	1
Retained earnings		<u>(1)</u>	<u>(3,271,624)</u>
		<u>-</u>	<u>(3,271,623)</u>

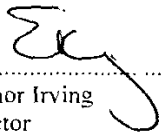
These accounts have been prepared in accordance with the provision applicable to companies subject to the small companies regime.

For the financial year ending 31 December 2017 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

**Directors' responsibilities:**

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board on 25/9/18 and signed on its behalf by:

  
.....  
Eleanor Irving  
Director

# **VOD Member (ITV A) Limited**

## **Statement of Changes in Equity for the Year Ended 31 December 2017**

	<b>Share capital</b> <b>£</b>	<b>Retained</b> <b>earnings</b> <b>£</b>	<b>Total</b> <b>£</b>
At 1 January 2017	1	(3,271,624)	(3,271,623)
Profit for the year	-	3,271,623	3,271,623
At 31 December 2017	<u>1</u>	<u>(1)</u>	<u>-</u>

	<b>Share capital</b> <b>£</b>	<b>Retained</b> <b>earnings</b> <b>£</b>	<b>Total</b> <b>£</b>
At 1 January 2016	<u>1</u>	<u>(3,271,624)</u>	<u>(3,271,623)</u>
At 31 December 2016	<u>1</u>	<u>(3,271,624)</u>	<u>(3,271,623)</u>

## **VOD Member (ITV A) Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2017**

#### **1 Accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Basis of preparation**

VOD Member (ITV A) Limited (the "Company") is a private company incorporated, domiciled and registered in England in the UK. The registered number is 06469484 and the registered address is ITV plc, 2 Waterhouse Square, 140 Holborn, London, EC1N 2AE.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and FRS 101 (2015/16) issued in July 2016 have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

##### **Summary of disclosure exemptions**

The Company is taking advantage of the following disclosure exemptions under FRS 101:

- A Cash Flow Statement and related notes;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel; and
- Disclosures of transactions with a management entity that provides key management personnel services to the Company.

As the consolidated financial statements of ITV plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The Company proposes to continue to apply the reduced disclosure framework of FRS 101 in its next financial statements.

##### **Going Concern**

The Company has ceased trading and received no trade income or incurred no operating expenditure in the year. The Company is not expected to generate trade income or incur operating expenses in the future; therefore these financial statements have been prepared on a basis other than that of a going concern.

All assets have been reflected at their estimated recoverable amount and the Company has made full provisions for all obligations at the statement of financial position date. ITV plc, the Company's ultimate parent undertaking, has confirmed that it is its current intention to provide financial and other support to the Company to the extent necessary to enable it to pay its current external liabilities.



## **VOD Member (ITV A) Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2017**

#### **1 Accounting policies (continued)**

##### **Amounts due (to) / from group undertakings**

The Company participates in an intra-group cash pool policy with other 100% owned UK subsidiaries of the ITV Group. The pool applies to bank accounts where there is an unconditional right of set off and involves the daily closing cash position for participating subsidiaries whether positive or negative, being cleared to £nil via daily bank transfers to/from ITV plc. These daily transactions create a corresponding intercompany creditor or debtor which can result in significant movements in amounts owed to and from subsidiary undertakings in the Company statement of financial position.

##### **Tax**

The tax charge for the period is recognised in the income statement, the statement of comprehensive income and directly in equity, according to the accounting treatment of the related transaction. The tax charge comprises both current and deferred tax. The calculation of the Company's tax charge involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be fully determined until a resolution has been reached by the relevant tax authority.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year and any adjustment in respect of previous years.

The Company recognises liabilities for anticipated tax issues based on estimates of the additional taxes that are likely to become due, which require judgement. Amounts are accrued based on management's interpretation of specific tax law and the likelihood of settlement. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current tax and deferred tax provisions in the period in which such determination is made.

Deferred tax arises due to certain temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and those for taxation purposes. The following temporary differences are not provided for:

- the initial recognition of goodwill;
- the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination; and
- differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities. Deferred tax is calculated using tax rates that are enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognised only to the extent that it is probable that sufficient taxable profit will be available to utilise the temporary difference. Recognition of deferred tax assets, therefore, involves judgement regarding the timing and level of future taxable income.

##### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is neutral, the initial measurement is on a present value basis.

## VOD Member (ITV A) Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2017

#### 2 Write off of amounts due to group undertakings

	2017	2016
	£	£
Write off of amounts due to group undertakings	<u>3,271,623</u>	<u>3,271,623</u>

#### 3 Staff costs

There were no employees and hence no staff costs during the year (2016: £Nil).

#### 4 Directors' remuneration

The Directors were remunerated by other ITV plc Group companies. The Directors received no remuneration in respect of their qualifying services to the Company (2016: £Nil).

#### 5 Taxation

Tax charged/(credited) in the income statement

	2017	2016
	£	£
<b>Current taxation</b>		
UK corporation tax	-	-
Total current income tax	-	-
<b>Deferred taxation</b>		
Total deferred taxation	-	-
Tax expense/(receipt) in the income statement	<u>-</u>	<u>-</u>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2016: the same as the standard rate of corporation tax in the UK) of 19.25% (2016: 20%).

The differences are reconciled below:

	2017	2016
	£	£
Profit before tax	<u>3,271,623</u>	-
Corporation tax at standard rate of 19.25% (2016: 20%)	629,787	-
Effect of revenues exempt from taxation	<u>(629,787)</u>	-
Total tax charge/(credit)	<u>-</u>	<u>-</u>

## VOD Member (ITV A) Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2017

#### 5 Taxation (continued)

The Finance Act 2015 provides for a reduction in the main rate of corporation tax from 20% to 19% from 1 April 2017. The Finance Act 2016, which was substantively enacted on 6 September 2016, provides for a reduction in the main rate of corporation tax to 17% from 1 April 2020 (this supersedes the reduction to 18% which was provided for in the Finance Act 2015). These rate reductions have been reflected in the calculation of deferred tax at the statement of financial position date.

#### 6 Trade and other payables

	31 December 2017 £	31 December 2016 £
Amounts due to group undertakings	<u>-</u>	<u>3,271,623</u>

Amounts due to group undertakings of £nil (2016: £3,271,623) represents intercompany trading, has no associated interest and is repayable on demand.

The carrying value of trade payables is considered to approximate fair value.

#### 7 Share capital

##### Allotted, called up and fully paid

	2017		2016	
	No.	£	No.	£
Ordinary share of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

##### Rights, preferences and restrictions

All shares rank pari passu

#### 8 Parent of group in whose consolidated financial statements the Company is consolidated

The name of the parent of the group in whose consolidated financial statements the Company's financial statements are consolidated is ITV plc.

These financial statements are available upon request from 2 Waterhouse Square, 140 Holborn, London, EC1N 2AE.

## **VOD Member (ITV A) Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2017**

#### **9 Parent and ultimate parent undertaking**

The Company's immediate parent is Granada Media Limited

The ultimate parent is ITV plc. ITV plc is incorporated in the UK.

The most senior parent entity producing publicly available financial statements is ITV plc. These financial statements are available upon request from 2 Waterhouse Square, 140 Holborn, London, EC1N 2AE.

The ultimate controlling party is ITV plc