

**GROUP STRATEGIC REPORT,
REPORT OF THE DIRECTORS AND
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2022
FOR
TELEVISION SYSTEMS HOLDINGS LIMITED**

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FOR THE YEAR ENDED 30 JUNE 2022**

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TELEVISION SYSTEMS HOLDINGS LIMITED

**COMPANY INFORMATION
FOR THE YEAR ENDED 30 JUNE 2022**

DIRECTORS:

Mr D M MacGregor (Deceased)
Mr J R Knight
Mr C Exelby
Mr B E MacGregor
Mr D J MacGregor
Advantage Business Partnerships Ltd

REGISTERED OFFICE:

Mercury House
19-21 Chapel Street
Marlow
Buckinghamshire
SL7 3HN

REGISTERED NUMBER:

07700945 (England and Wales)

AUDITORS:

Richardson Jones
Registered Auditors &
Chartered Accountants
Mercury House
19-21 Chapel Street
Marlow
Buckinghamshire
SL7 3HN

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2022**

The directors present their strategic report of the company and the group for the year ended 30 June 2022.

**GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2022**

REVIEW OF BUSINESS

The results for the group show a pre-tax profit of £344,386 (2021: £53,602) for the period. The group has net assets of £3,915,851 (2021: £3,678,784) at the balance sheet date.

This financial year for the Group has seen the beginnings of a recovery from the pandemic period, though the market remains well below pre-pandemic levels. Future pipeline is building strongly however and there are certainly signs that top line revenue will continue to improve, particularly as we bring new products to market too.

Inflation in the cost base is yet to impact fully in this financial year, but will have a bigger impact going forward, however our ability to manage our cost base flexibly and continue with new product development remains key.

Research and development

The Television Systems Group (TSL Group) operates primarily in the broadcasting industry which continues to change rapidly with new technological developments and techniques.

The TSL Group maintains a high level of awareness of new developments by attendance at industry exhibitions and seminars, close scrutiny of industry publications and information provided by third party suppliers of equipment that is subsequently used in the group's broadcast system, services and products.

Customers demand this latest technology and thus the TSL Group is well positioned to provide the professional services and equipment to enable the design and integration of broadcast systems to meet the customer's requirements.

The Group's products are constantly developed to adapt to the changing requirements of the new technologies, based on market research and specific customer requests. This includes developments across all 3 of our product platforms to address the needs of the market in IP and hybrid infrastructures, remote production and for improved productivity and sustainability.

Increasingly our solutions have applications outside of the broadcast industry too and we will be looking to exploit this further in 2022-23.

Future outlook

The group continues to broaden the services and products it offers and the geographies, customer base and industries to which it offers them.

Increasingly sales are back to pre-pandemic levels and margins continue to prove resilient. Global supply chain difficulties and ongoing recruitment challenges continue, particularly given both the UK and California have been introducing additional taxes and other disincentives to skilled workers wanting to locate themselves in our home jurisdictions, but we are proving ourselves adaptable and able to source alternative solutions. but have navigated these successfully to date and expect a strong improvement in top and bottom line results in 2021-22.

2022-23 will see a variety of new solutions coming to market and with the refreshed ability to actually visit customers, see their needs in person and physically demonstrate products to their end users we expect further improvements in performance and opportunity.

Principal risks and uncertainties

The state of the broadcast industry has been shown in the past to depend on the confidence of the world market place in general. Financial market disruption, pandemics, wars, terrorist activity etc., can cause a major and sudden change in the confidence of the broadcasters to invest in new facilities. This is the major risk against the continued growth of The TSL Group's business activities, but as the Group has proven during the last 2 years, it is agile enough to adapt quickly and mitigate the impact of such risks with an experienced management team capable of leading successfully through a crisis.

While Brexit remains an unwelcome complication for the additional administration and logistical burdens it places on some export sales to the EU and has undoubtedly contributed to lower sales in Europe, these have been more than replaced by improved sales to North America in particular. Our global diversification is one of our strongest risk mitigation factors. Tariffs are not expected to be a material issue for the Group's product range.

The COVID-19 pandemic has had a significant impact on broadcaster budgets and workflows and it remains uncertain exactly where the market will settle and what the priorities will be, but TSL's diversity and agility means we continue to navigate these changes successfully.

**GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2022**

Key performance indicators

Given the straightforward nature of the business, the Group's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business. The individual trading subsidiary companies do operate to a number of their own KPIs and both financial and non-financial targets as part of their own growth strategies.

ON BEHALF OF THE BOARD:

Mr M Quade - Director

27 March 2023

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 30 JUNE 2022**

The directors present their report with the financial statements of the company and the group for the year ended 30 June 2022.

DIVIDENDS

No dividends will be distributed for the year ended 30 June 2022.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 July 2021 to the date of this report.

Mr D M MacGregor (Deceased)
Mr J R Knight
Mr C Exelby
Mr B E MacGregor
Mr D J MacGregor
Advantage Business Partnerships Ltd

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

AUDITORS

The auditors, Richardson Jones, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Mr M Quade - Director

27 March 2023

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF TELEVISION SYSTEMS HOLDINGS LIMITED

Opinion

We have audited the financial statements of Television Systems Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 June 2022 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, 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 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 group's and of the parent company affairs as at 30 June 2022 and of the group's profit for the year 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group 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 group's and the parent 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 directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

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.

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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF TELEVISION SYSTEMS HOLDINGS LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page five, 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 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We gained an understanding of the legal and regulatory framework applicable to Television Systems Holdings Limited and the industry in which it operates, and considered the risk of acts by the company that were contrary to applicable laws and regulations, including fraud. We designed audit procedures to respond to the risk, recognising that 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.

We focussed on laws and regulations which could give rise to a material misstatement in the financial statements, including, but not limited to the Companies Act 2006 and UK tax legislation. Our procedures included:

- agreeing the financial statement disclosures to underlying supporting documentation
- enquiries with management
- understanding of management's internal controls designed to prevent and detect irregularities

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. As in all our audits, we also addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

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. This description forms part of our Report of the Auditors.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
TELEVISION SYSTEMS HOLDINGS LIMITED**

Use of our 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 a Report of the Auditors 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.

Christopher Jones (Senior Statutory Auditor)
for and on behalf of Richardson Jones
Registered Auditors &
Chartered Accountants
Mercury House
19-21 Chapel Street
Marlow
Buckinghamshire
SL7 3HN

27 March 2023

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**CONSOLIDATED
INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2022**

	Notes	30.6.22 £	30.6.21 £
TURNOVER	3	6,584,034	6,082,275
Cost of sales		<u>1,581,504</u>	<u>1,938,068</u>
GROSS PROFIT		5,002,530	4,144,207
Administrative expenses		<u>4,932,077</u>	<u>4,227,959</u>
		70,453	(83,752)
Other operating income		<u>274,277</u>	<u>137,354</u>
OPERATING PROFIT	5	344,730	53,602
Interest receivable and similar income		<u>26</u>	<u>-</u>
		344,756	53,602
Interest payable and similar expenses	7	<u>370</u>	<u>-</u>
PROFIT BEFORE TAXATION		344,386	53,602
Tax on profit	8	<u>49,738</u>	<u>(17,341)</u>
PROFIT FOR THE FINANCIAL YEAR		<u>294,648</u>	<u>70,943</u>
Profit attributable to:			
Owners of the parent		221,935	55,660
Non-controlling interests		<u>72,713</u>	<u>15,283</u>
		<u>294,648</u>	<u>70,943</u>

The notes form part of these financial statements

**CONSOLIDATED
OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2022**

	30.6.22 £	30.6.21 £
Notes		
PROFIT FOR THE YEAR	294,648	70,943
OTHER COMPREHENSIVE INCOME		
Foreign exchange on consolidation	(57,581)	22,970
Income tax relating to other comprehensive income	-	-
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX	<u>(57,581)</u>	<u>22,970</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>237,067</u>	<u>93,913</u>
Total comprehensive income attributable to:		
Owners of the parent	164,354	78,630
Non-controlling interests	<u>72,713</u>	<u>15,283</u>
	<u>237,067</u>	<u>93,913</u>

The notes form part of these financial statements

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**CONSOLIDATED BALANCE SHEET
30 JUNE 2022**

	Notes	30.6.22 £	£	30.6.21 £	£
FIXED ASSETS					
Intangible assets	10		440,585		283,657
Tangible assets	11		86,783		61,364
Investments	12		-		-
			<u>527,368</u>		<u>345,021</u>
CURRENT ASSETS					
Stocks	13	2,478,388		1,758,201	
Debtors	14	1,660,112		2,145,662	
Cash at bank and in hand		<u>998,098</u>		<u>3,056,582</u>	
		5,136,598		6,960,445	
CREDITORS					
Amounts falling due within one year	15	<u>1,344,727</u>		<u>3,138,019</u>	
NET CURRENT ASSETS			<u>3,791,871</u>		<u>3,822,426</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			4,319,239		4,167,447
CREDITORS					
Amounts falling due after more than one year	16		<u>403,388</u>		<u>488,663</u>
NET ASSETS			<u>3,915,851</u>		<u>3,678,784</u>
CAPITAL AND RESERVES					
Called up share capital	19		29,474		29,474
Retained earnings	20		<u>3,637,921</u>		<u>3,473,567</u>
SHAREHOLDERS' FUNDS	24		3,667,395		3,503,041
NON-CONTROLLING INTERESTS	21		<u>248,456</u>		<u>175,743</u>
TOTAL EQUITY			<u>3,915,851</u>		<u>3,678,784</u>

The financial statements were approved by the Board of Directors and authorised for issue on 27 March 2023 and were signed on its behalf by:

Mr M Quade - Director

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**COMPANY BALANCE SHEET
30 JUNE 2022**

	Notes	30.6.22 £	£	30.6.21 £	£
FIXED ASSETS					
Intangible assets	10		-		-
Tangible assets	11		-		-
Investments	12		<u>2,125</u>		<u>2,125</u>
			2,125		2,125
CURRENT ASSETS					
Debtors	14	293,548		301,329	
Cash at bank		<u>9,464</u>		<u>7,655</u>	
		303,012		308,984	
CREDITORS					
Amounts falling due within one year	15	<u>-</u>		<u>9,000</u>	
NET CURRENT ASSETS			<u>303,012</u>		<u>299,984</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>305,137</u>		<u>302,109</u>
CAPITAL AND RESERVES					
Called up share capital	19		29,474		29,474
Retained earnings	20		<u>275,663</u>		<u>272,635</u>
SHAREHOLDERS' FUNDS	24		<u>305,137</u>		<u>302,109</u>
Company's profit/(loss) for the financial year			<u>3,028</u>		<u>(73,261)</u>

The financial statements were approved by the Board of Directors and authorised for issue on 27 March 2023 and were signed on its behalf by:

Mr M Quade - Director

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2022**

	Called up share capital £	Retained earnings £	Total £	Non-controlling interests £	Total equity £
Balance at 1 July 2020	29,474	3,394,937	3,424,411	160,460	3,584,871
Changes in equity					
Total comprehensive income	-	78,630	78,630	15,283	93,913
Balance at 30 June 2021	29,474	3,473,567	3,503,041	175,743	3,678,784
Changes in equity					
Total comprehensive income	-	164,354	164,354	72,713	237,067
Balance at 30 June 2022	29,474	3,637,921	3,667,395	248,456	3,915,851

The notes form part of these financial statements

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2022**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 July 2020	29,474	345,896	375,370
Changes in equity			
Total comprehensive income	-	(73,261)	(73,261)
Balance at 30 June 2021	29,474	272,635	302,109
Changes in equity			
Total comprehensive income	-	3,028	3,028
Balance at 30 June 2022	29,474	275,663	305,137

The notes form part of these financial statements

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 2022**

	Notes	30.6.22 £	30.6.21 £
Cash flows from operating activities			
Cash generated from operations	1	(556,381)	(294,120)
Interest paid		(370)	-
Tax paid		<u>94,572</u>	<u>(71,430)</u>
Net cash from operating activities		<u>(462,179)</u>	<u>(365,550)</u>
Cash flows from investing activities			
Purchase of intangible fixed assets		(300,350)	-
Purchase of tangible fixed assets		(87,107)	(14,550)
Interest received		<u>26</u>	<u>-</u>
Net cash from investing activities		<u>(387,431)</u>	<u>(14,550)</u>
Cash flows from financing activities			
New loans in year		50,302	1,909,788
Loan repayments in year		(1,474,091)	-
Amount introduced by directors		-	5,141
Exchange difference on consolidation		(59,362)	23,765
Government grant		<u>274,277</u>	<u>62,498</u>
Net cash from financing activities		<u>(1,208,874)</u>	<u>2,001,192</u>
(Decrease)/increase in cash and cash equivalents		<u>(2,058,484)</u>	<u>1,621,092</u>
Cash and cash equivalents at beginning of year	2	<u>3,056,582</u>	<u>1,435,490</u>
Cash and cash equivalents at end of year	2	<u><u>998,098</u></u>	<u><u>3,056,582</u></u>

The notes form part of these financial statements

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 2022**

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	30.6.22	30.6.21
	£	£
Profit before taxation	344,386	53,602
Depreciation charges	206,891	166,323
Government grants	(274,277)	(62,498)
Finance costs	370	-
Finance income	(26)	-
	<u>277,344</u>	<u>157,427</u>
(Increase)/decrease in stocks	(720,187)	261,886
Decrease/(increase) in trade and other debtors	390,978	(901,671)
(Decrease)/increase in trade and other creditors	<u>(504,516)</u>	<u>188,238</u>
Cash generated from operations	<u><u>(556,381)</u></u>	<u><u>(294,120)</u></u>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 30 June 2022

	30.6.22	1.7.21
	£	£
Cash and cash equivalents	<u>998,098</u>	<u>3,056,582</u>

Year ended 30 June 2021

	30.6.21	1.7.20
	£	£
Cash and cash equivalents	<u>3,056,582</u>	<u>1,435,490</u>

3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.7.21	Cash flow	At 30.6.22
	£	£	£
Net cash			
Cash at bank and in hand	<u>3,056,582</u>	<u>(2,058,484)</u>	<u>998,098</u>
	<u>3,056,582</u>	<u>(2,058,484)</u>	<u>998,098</u>
Debt			
Debts falling due within 1 year	(1,423,788)	1,339,705	(84,083)
Debts falling due after 1 year	<u>(486,000)</u>	<u>84,084</u>	<u>(401,916)</u>
	<u>(1,909,788)</u>	<u>1,423,789</u>	<u>(485,999)</u>
Total	<u><u>1,146,794</u></u>	<u><u>(634,695)</u></u>	<u><u>512,099</u></u>

The notes form part of these financial statements

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2022**

1. STATUTORY INFORMATION

Television Systems Holdings Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2019, is being amortised evenly over its estimated useful life of five years.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Patents and licences are being amortised evenly over their estimated useful life of nil years.

Development costs are being amortised evenly over their estimated useful life of nil years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Website development	- 25% on cost
Improvements to property	- 10% on cost
Plant and machinery	- 25% on cost and 20% on cost
Fixtures and fittings	- 20% on cost
Computer equipment	- 20% on cost

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

The group operates a money purchase pension scheme for the directors. The assets of the scheme are held separately from those of the group in a small self-administered fund. Contributions payable for the year are charged in the profit and loss account.

The group also contributes to personal pension schemes for members of staff. Such contributions are deducted from the gross salary of those individuals.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022**

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the group.

An analysis of turnover by geographical market is given below:

	30.6.22	30.6.21
	£	£
United Kingdom	876,702	1,056,511
Rest of Europe	1,073,941	700,738
Rest of World	<u>4,633,391</u>	<u>4,325,026</u>
	<u>6,584,034</u>	<u>6,082,275</u>

4. EMPLOYEES AND DIRECTORS

	30.6.22	30.6.21
	£	£
Wages and salaries	2,341,160	2,139,746
Social security costs	240,445	223,574
Other pension costs	<u>71,759</u>	<u>64,549</u>
	<u>2,653,364</u>	<u>2,427,869</u>

The average number of employees during the year was as follows:

	30.6.22	30.6.21
Directors	2	2
Staff	<u>43</u>	<u>42</u>
	<u>45</u>	<u>44</u>

	30.6.22	30.6.21
	£	£
Directors' remuneration	372,783	284,640
Directors' pension contributions to money purchase schemes	<u>21,667</u>	<u>14,530</u>

Information regarding the highest paid director is as follows:

	30.6.22	30.6.21
	£	£
Emoluments etc	<u>-</u>	<u>1,543</u>

5. OPERATING PROFIT

The operating profit is stated after charging:

	30.6.22	30.6.21
	£	£
Depreciation - owned assets	63,439	54,979
Goodwill amortisation	103,068	111,344
Patents and licences amortisation	66	-
Development costs amortisation	40,318	-
Auditors' remuneration	<u>41,440</u>	<u>26,400</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022

6. EXCEPTIONAL ITEMS

	30.6.22	30.6.21
	£	£
Waiver of connected party loan	-	74,856
Waiver of connected party loan	<u>3,028</u>	<u>(73,261)</u>
	<u>3,028</u>	<u>1,595</u>

7. INTEREST PAYABLE AND SIMILAR EXPENSES

	30.6.22	30.6.21
	£	£
Bank interest	<u>370</u>	<u>-</u>

8. TAXATION**Analysis of the tax charge/(credit)**

The tax charge/(credit) on the profit for the year was as follows:

	30.6.22	30.6.21
	£	£
Current tax:		
UK corporation tax	<u>49,738</u>	<u>(17,341)</u>
Tax on profit	<u>49,738</u>	<u>(17,341)</u>

Reconciliation of total tax charge/(credit) included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	30.6.22	30.6.21
	£	£
Profit before tax	<u>344,386</u>	<u>53,602</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19 % (2021 - 19 %)	65,433	10,184
Effects of:		
Expenses not deductible for tax purposes	834	20,230
Income not taxable for tax purposes	(190,986)	(14,223)
Capital allowances in excess of depreciation	(10,158)	-
Depreciation in excess of capital allowances	-	7,344
capital allowances		
R&D enhancement expenditure	-	(88,771)
Losses carried forward	184,615	13,920
Consolidation adjustments not affecting tax charge	-	33,920
Losses unavailable to carry forward	-	55
Total tax charge/(credit)	<u>49,738</u>	<u>(17,341)</u>

Tax effects relating to effects of other comprehensive income

	Gross	30.6.22	Net
	£	Tax	£
Foreign exchange on consolidation	<u>(57,581)</u>	<u>-</u>	<u>(57,581)</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022

8. TAXATION - continued

	30.6.21	
	Gross	Tax
	£	£
Foreign exchange on consolidation	<u>22,970</u>	<u>-</u>
		<u>Net</u>
		<u>£</u>
		<u>22,970</u>

9. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

10. INTANGIBLE FIXED ASSETS**Group**

	Goodwill	Patents and licences	Development costs	Totals
	£	£	£	£
COST				
At 1 July 2021	3,971,349	428	-	3,971,777
Additions	-	-	300,350	300,350
Exchange differences	-	58	-	58
At 30 June 2022	<u>3,971,349</u>	<u>486</u>	<u>300,350</u>	<u>4,272,185</u>
AMORTISATION				
At 1 July 2021	3,687,912	208	-	3,688,120
Amortisation for year	103,068	66	40,318	143,452
Exchange differences	-	28	-	28
At 30 June 2022	<u>3,790,980</u>	<u>302</u>	<u>40,318</u>	<u>3,831,600</u>
NET BOOK VALUE				
At 30 June 2022	<u>180,369</u>	<u>184</u>	<u>260,032</u>	<u>440,585</u>
At 30 June 2021	<u>283,437</u>	<u>220</u>	<u>-</u>	<u>283,657</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022

11. TANGIBLE FIXED ASSETS

Group

	Website development £	Improvements to property £	Plant and machinery £
COST			
At 1 July 2021	13,120	114,489	16,845
Additions	-	-	27,220
Exchange differences	-	89	396
At 30 June 2022	<u>13,120</u>	<u>114,578</u>	<u>44,461</u>
DEPRECIATION			
At 1 July 2021	13,120	95,150	7,698
Charge for year	-	11,671	4,826
Exchange differences	-	-	105
At 30 June 2022	<u>13,120</u>	<u>106,821</u>	<u>12,629</u>
NET BOOK VALUE			
At 30 June 2022	<u>-</u>	<u>7,757</u>	<u>31,832</u>
At 30 June 2021	<u>-</u>	<u>19,339</u>	<u>9,147</u>
	Fixtures and fittings £	Computer equipment £	Totals £
COST			
At 1 July 2021	12,812	229,428	386,694
Additions	35	59,852	87,107
Exchange differences	-	3,189	3,674
At 30 June 2022	<u>12,847</u>	<u>292,469</u>	<u>477,475</u>
DEPRECIATION			
At 1 July 2021	9,705	199,657	325,330
Charge for year	1,368	45,574	63,439
Exchange differences	-	1,818	1,923
At 30 June 2022	<u>11,073</u>	<u>247,049</u>	<u>390,692</u>
NET BOOK VALUE			
At 30 June 2022	<u>1,774</u>	<u>45,420</u>	<u>86,783</u>
At 30 June 2021	<u>3,107</u>	<u>29,771</u>	<u>61,364</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 202212. **FIXED ASSET INVESTMENTS****Company**Shares in
group
undertakings
£**COST**At 1 July 2021
and 30 June 20222,125**NET BOOK VALUE**At 30 June 2022
At 30 June 20212,1252,125

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiary**TSL Professional Products Limited**

Registered office: Mercury House, 19-21 Chapel Street, Marlow, Bucks. SL7 3HN

Nature of business: Manufacture and supply of broadcast equipment.

Class of shares:	% holding
Ordinary	95.00
A	78.33

30.6.22	30.6.21
£	£
3,517,768	3,517,344
<u>424</u>	<u>305,611</u>

Aggregate capital and reserves
Profit for the year13. **STOCKS****Group**

	30.6.22	30.6.21
	£	£
Stocks	629,749	257,550
Finished goods	<u>1,848,639</u>	<u>1,500,651</u>
	<u>2,478,388</u>	<u>1,758,201</u>

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022**

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	30.6.22	30.6.21	30.6.22	30.6.21
	£	£	£	£
Trade debtors	1,233,580	1,669,368	-	-
Amounts owed by group undertakings	-	66,579	247,965	255,740
Other debtors	37,702	37,127	-	-
Social security and other taxes	-	1,090	-	-
Directors' loan accounts	45,109	45,109	45,109	45,109
Tax	68,181	162,753	-	-
VAT	52,082	-	-	6
Called up share capital not paid	474	474	474	474
Prepayments and accrued income	222,984	163,162	-	-
	<u>1,660,112</u>	<u>2,145,662</u>	<u>293,548</u>	<u>301,329</u>

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	30.6.22	30.6.21	30.6.22	30.6.21
	£	£	£	£
Bank loans and overdrafts (see note 17)	84,083	1,423,788	-	-
Trade creditors	228,034	427,379	-	9,000
Amounts owed to group undertakings	-	64,983	-	-
Corporation tax	49,738	-	-	-
Social security and other taxes	56,380	50,007	-	-
VAT	-	5,234	-	-
Amounts due re acquisitions	102,940	181,159	-	-
Other creditors	480,520	905,211	-	-
Accrued expenses	343,032	80,258	-	-
	<u>1,344,727</u>	<u>3,138,019</u>	<u>-</u>	<u>9,000</u>

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group	
	30.6.22	30.6.21
	£	£
Bank loans (see note 17)	401,916	486,000
Amounts due re acquisitions	-	2,663
Accruals and deferred income	1,472	-
	<u>403,388</u>	<u>488,663</u>

TELEVISION SYSTEMS HOLDINGS LIMITED (REGISTERED NUMBER: 07700945)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022**

17. LOANS

An analysis of the maturity of loans is given below:

		Group	
		30.6.22	30.6.21
		£	£
Amounts falling due within one year or on demand:			
Bank loans		<u>84,083</u>	<u>1,423,788</u>
Amounts falling due between one and two years:			
Bank loans - 1-2 years		<u>86,580</u>	<u>84,083</u>
Amounts falling due between two and five years:			
Bank loans - 2-5 years		<u>315,336</u>	<u>267,531</u>
Amounts falling due in more than five years:			
Repayable by instalments			
Bank loans more 5 yr by instal		<u>-</u>	<u>134,386</u>

18. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

		Group	
		Non-cancellable operating leases	
		30.6.22	30.6.21
		£	£
Within one year		241,116	149,446
Between one and five years		<u>794,739</u>	<u>113,745</u>
		<u>1,035,855</u>	<u>263,191</u>

19. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal value:	30.6.22	30.6.21
Number:	Class:		£	£
29,474	Ordinary	£1	<u>29,474</u>	<u>29,474</u>

20. RESERVES

		Group	
			Retained earnings
			£
At 1 July 2021			3,473,567
Profit for the year			221,935
Exchange differences			<u>(57,581)</u>
At 30 June 2022			<u>3,637,921</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022

20. RESERVES - continued

Company

	Retained earnings £
At 1 July 2021	272,635
Profit for the year	3,028
At 30 June 2022	<u>275,663</u>

21. NON-CONTROLLING INTERESTS

As at 1 July 2021	£175,743
Movement in the year	£72,713
As at 30 June 2022	<u>£248,456</u>

22. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 30 June 2022 and 30 June 2021:

	30.6.22 £	30.6.21 £
Mr C Exelby		
Balance outstanding at start of year	45,109	50,250
Amounts repaid	-	(5,141)
Amounts written off	-	-
Amounts waived	-	-
Balance outstanding at end of year	<u>45,109</u>	<u>45,109</u>

23. ULTIMATE CONTROLLING PARTY

The controlling party is Mr D M MacGregor (Deceased).

As at the balance sheet date, Mr D MacGregor was the controlling party of Television Systems Holdings Limited. He died on 29 August 2022 and the controlling party is currently the executors of his estate.

24. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Group

	30.6.22 £	30.6.21 £
Profit for the financial year	221,935	55,660
Other comprehensive income relating to the year (net)	<u>(57,581)</u>	<u>22,970</u>
Net addition to shareholders' funds	164,354	78,630
Opening shareholders' funds	<u>3,503,041</u>	<u>3,424,411</u>
Closing shareholders' funds	<u>3,667,395</u>	<u>3,503,041</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 JUNE 2022

24. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS - continued

Company

	30.6.22	30.6.21
	£	£
Profit/(loss) for the financial year	3,028	(73,261)
Net addition/(reduction) to shareholders' funds	3,028	(73,261)
Opening shareholders' funds	302,109	375,370
Closing shareholders' funds	305,137	302,109

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.