

Public Digital Holdings Limited

Annual Report and Financial Statements

For the year ended 31 October 2021

Pages for Filing with Registrar

Company Registration No. 10993674 (England and Wales)

Public Digital Holdings Limited

Company Information

Directors	T S Brooks M T Bracken A D Greenway T W F Loosemore F Golant B J Terrett R Acton
Company number	10993674
Registered office	9 Perserverance Works London United Kingdom E2 8DD
Auditor	Moore Kingston Smith LLP Charlotte Building 17 Gresse Street London W1T 1QL
Business address	5th Floor, Clerks Court Clerks Court 18 - 20 Farringdon Lane London EC1R 3AU

Public Digital Holdings Limited

Contents

	Page
Group balance sheet	1
Company balance sheet	2
Notes to the financial statements	3 - 11

Public Digital Holdings Limited

Group Balance Sheet

As at 31 October 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Intangible assets	3		30,820		44,000
Tangible assets	4		82,215		67,613
			<u>113,035</u>		<u>111,613</u>
Current assets					
Debtors	7	691,423		1,096,345	
Cash at bank and in hand		2,141,692		757,350	
		<u>2,833,115</u>		<u>1,853,695</u>	
Creditors: amounts falling due within one year	8	<u>(1,334,016)</u>		<u>(908,613)</u>	
Net current assets			<u>1,499,099</u>		<u>945,082</u>
Total assets less current liabilities			<u>1,612,134</u>		<u>1,056,695</u>
Creditors: amounts falling due after more than one year	9		-		(55,875)
Provisions for liabilities			<u>(18,334)</u>		<u>(21,207)</u>
Net assets			<u><u>1,593,800</u></u>		<u><u>979,613</u></u>
Capital and reserves					
Called up share capital	11		14		14
Profit and loss reserves			<u>1,593,786</u>		<u>979,599</u>
Total equity			<u><u>1,593,800</u></u>		<u><u>979,613</u></u>

The directors of the group have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared in accordance with the provisions applicable to groups and companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 11 February 2022 and are signed on its behalf by:

B J Terrett
Director

Public Digital Holdings Limited

Company Balance Sheet

As at 31 October 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Investments	5		4		4
Current assets					
Cash at bank and in hand		72		55	
Creditors: amounts falling due within one year	8	(210)		(110)	
Net current liabilities			(138)		(55)
Total assets less current liabilities			(134)		(51)
Capital and reserves					
Called up share capital	11		14		14
Profit and loss reserves			(148)		(65)
Total equity			(134)		(51)

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £83 (2020 - £199,935 profit).

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 11 February 2022 and are signed on its behalf by:

B J Terrett
Director

Company Registration No. 10993674

Public Digital Holdings Limited

Notes to the Financial Statements

For the year ended 31 October 2021

1 Accounting policies

Company information

Public Digital Holdings Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is 9 Perserverance Works, London, United Kingdom, E2 8DD.

The group consists of Public Digital Holdings Limited and Public Digital Limited.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements 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.

1.2 Basis of consolidation

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries are accounted for at cost less impairment.

The consolidated financial statements incorporate those of Public Digital Holdings Limited and its subsidiary Public Digital Limited (ie entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes.

All financial statements are made up to 31 October 2021. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

1 Accounting policies

(Continued)

1.3 Going concern

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

The directors continue to monitor the impact of the COVID-19 pandemic. The group remains profitable since the year end and has sufficient cash reserves. The group has assessed the potential risks and the impact on the business as a result of the pandemic. The group does not have a high level of fixed costs, however should there be a negative impact, a cost deferral and reduction plan will be put in place in order to minimise the impact of any potential risks. This will be proportionate to any anticipated drop off in revenues and cash inflows.

As a result the directors are confident that they have the ability to respond effectively to continued uncertainty and as a result, the directors believe that the company will be able to continue to meet its liabilities as they fall due for a period of at least twelve months from the date of approval of the financial statements. Consequently the financial statements have been prepared on a going concern basis.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in relation to specialist digital transformation consultancy services, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from contracts for the provision of consultancy services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

1.5 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.6 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date if the fair value can be measured reliably.

Amortisation 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:

Website costs	33% straight line
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1.7 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

1 Accounting policies

(Continued)

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:

Leasehold improvements	Over the life of the lease
Computers	33% straight line
Motor vehicles	25% reducing balance

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 recognised in the profit and loss account.

1.8 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

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

1.9 Impairment of fixed assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible 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.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

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.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

1 Accounting policies

(Continued)

1.10 Cash at bank and in hand

Cash at bank and in hand 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.

1.11 Financial instruments

The company only has basic financial instruments measured at amortised cost, with no financial instruments classified as other or basic instruments at fair value.

1.12 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.13 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 profit and loss account 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 group'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 profit and loss account, 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 if, and only if, there is 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.

1.14 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 fixed 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.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

1 Accounting policies

(Continued)

1.15 Retirement benefits

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

1.16 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to the profit and loss account so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to income 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 lease asset are consumed.

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 are included in the profit and loss account for the period.

2 Employees

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

	Group 2021 Number	2020 Number	Company 2021 Number	2020 Number
Total employees	22	15	6	6
	==	==	==	==

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

3 Intangible fixed assets

Group	Website costs
	£
Cost	
At 1 November 2020	44,000
Additions	2,000
	<u>46,000</u>
At 31 October 2021	46,000
Amortisation and impairment	
At 1 November 2020	-
Amortisation charged for the year	15,180
	<u>15,180</u>
At 31 October 2021	15,180
Carrying amount	
At 31 October 2021	<u>30,820</u>
At 31 October 2020	<u>44,000</u>

The company had no intangible fixed assets at 31 October 2021 or 31 October 2020.

4 Tangible fixed assets

Group	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 November 2020	-	125,600	125,600
Additions	31,424	20,930	52,354
	<u>31,424</u>	<u>146,530</u>	<u>177,954</u>
At 31 October 2021	31,424	146,530	177,954
Depreciation and impairment			
At 1 November 2020	-	57,986	57,986
Depreciation charged in the year	14,885	22,868	37,753
	<u>14,885</u>	<u>80,854</u>	<u>95,739</u>
At 31 October 2021	14,885	80,854	95,739
Carrying amount			
At 31 October 2021	<u>16,539</u>	<u>65,676</u>	<u>82,215</u>
At 31 October 2020	<u>-</u>	<u>67,613</u>	<u>67,613</u>

The company had no tangible fixed assets at 31 October 2021 or 31 October 2020.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

5 Fixed asset investments

	Group 2021 £	2020 £	Company 2021 £	2020 £
Investments	-	-	4	4

Movements in fixed asset investments Company

Shares in group undertakings

Cost or valuation

At 1 November 2020 and 31 October 2021

£

4

Carrying amount

At 31 October 2021

4

At 31 October 2020

4

6 Subsidiaries

Details of the company's subsidiaries at 31 October 2021 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Public Digital Limited	See below	Digital transformation	Ordinary	100.00	0
9 Perserverance Works, London, United Kingdom, E2 8DD					

7 Debtors

	Group 2021 £	2020 £	Company 2021 £	2020 £
Amounts falling due within one year:				
Trade debtors	377,671	1,009,134	-	-
Other debtors	313,752	87,211	-	-
	691,423	1,096,345	-	-

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

8 Creditors: amounts falling due within one year

	Group 2021 £	2020 £	Company 2021 £	2020 £
Trade creditors	334,606	99,407	-	-
Amounts due to group undertakings	-	-	210	110
Corporation tax payable	152,241	198,990	-	-
Other taxation and social security	346,457	314,702	-	-
Other creditors	500,712	295,514	-	-
	<u>1,334,016</u>	<u>908,613</u>	<u>210</u>	<u>110</u>

9 Creditors: amounts falling due after more than one year

	Group 2021 £	2020 £	Company 2021 £	2020 £
Other creditors	-	55,875	-	-
	<u>-</u>	<u>55,875</u>	<u>-</u>	<u>-</u>

10 Finance lease obligations

	Group 2021 £	2020 £	Company 2021 £	2020 £
Future minimum lease payments due under finance leases:				
Within one year	55,876	11,044	-	-
In two to five years	-	55,875	-	-
	<u>55,876</u>	<u>66,919</u>	<u>-</u>	<u>-</u>

Finance lease payments represent rentals payable by the company or group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is four years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

Public Digital Holdings Limited

Notes to the Financial Statements (Continued)

For the year ended 31 October 2021

11 Share capital

	Group and company	
	2021	2020
Ordinary share capital	£	£
Issued and fully paid		
350 A Ordinary shares of 1p each	3	3
1,050 B Ordinary shares of 1p each	11	11
	<u>14</u>	<u>14</u>

All shares have equal voting rights and rights to capital distributions.

12 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

Other matters which we are required to address

The corresponding figures in the consolidated financial statements of Public Digital Holdings Limited were not audited in the prior year.

The auditor's report was unqualified.

The senior statutory auditor was Joanna Cosgrove.

The auditor was Moore Kingston Smith LLP.

13 Operating lease commitments

Lessee

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

Group		Company	
2021	2020	2021	2020
£	£	£	£
197,060	212,220	-	-

14 Related party transactions

As permitted by FRS 102 Section 33 "related party disclosures", the financial statements do not disclose transactions with the wholly owned subsidiaries on the basis that group financial statements are prepared.

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.