Registered number: 10361418

HANBURY STRATEGY AND COMMUNICATIONS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2023

HANBURY STRATEGY AND COMMUNICATIONS LIMITED

COMPANY INFORMATION

Directors	S Evans A Gill P Stephenson
Registered number	10361418
Registered office	2 London Bridge London SE1 9RA
Independent auditor	CLA Evelyn Partners Limited Chartered Accountants & Statutory Auditor 45 Gresham Street London EC2V 7BG

CONTENTS

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023

Introduction

The Directors present their Group Strategic Report for Hanbury Strategy and Communications Limited ("the company", "Hanbury") and its subsidiary (together "the Group") for the year ending 31 December 2023.

Principal Activities

The Principal Activities of the Group are consultancy in the areas of corporate communications, UK public affairs and European public affairs. Hanbury's exceptional team use their understanding of and expertise in public opinion, the press and politics to help companies with reputational, policy and regulatory challenges. Hanbury operates across Europe from its offices in London and Brussels.

Business review

In the 2023 calendar year, the industry in which Hanbury operates faced a number of economic headwinds which put downward pressure on client's budgets. In what was a more challenging market for many agencies, Hanbury continued to trade successfully, growing at an industry leading rate. This was however slower than previous years. The Directors decided to continue to invest in exceptional talent to ensure that the company was in the best possible position to capitalise on the economic upswing when it happens. As such this led to the company making a lower margin than the year before.

Hanbury continued to invest in exceptional people at the beginning of the year, with average annual headcount increasing from 98 to 124. Hanbury continues to work with a variety of schemes to diversify its workforce, through internships, work experience and mentoring initiatives, including the Taylor Bennett Foundation, I Have a Voice, Women in PR, Women in Public Affairs and the Social Mobility Foundation.

In spite of the challenging environment, Hanbury saw sales in consulting revenue grow from £11.3m to £12.6m, an 11.5% year on year increase. Including management charges, revenue grew from £11.84m to £13.11m - 10.7% year on year.

Principal risks and uncertainties

The principal risks to business growth are the continued economic uncertainties resulting in general economic pressures, particularly on the company's clients.

The nature of the business means that the Group is exposed to several financial risks. The directors continually review and manage these risks, as detailed below:

Principal risks and uncertainties (continued)

Currency risk

The Group is exposed to transaction foreign exchange risk, which is mitigated by natural hedging using currency bank accounts and through its overseas operations in its subsidiary. Currency risk will be continually monitored and risk strategies developed as required.

Interest rate risk

The Group's operations are predominantly financed through retained profits and existing cash reserves and therefore the Group has limited exposure to interest rate risk as it has no debt finance.

Credit risk

The main financial assets of the Group are cash and trade debtors. The credit risk associated with cash is limited as the banking counterparties have high credit ratings from the main global credit rating agencies. The principal credit risk arises from trade debtors, which are monitored weekly for total debt levels and debt ageing.

Liquidity and cash flow risk

Liquidity risk arises from the Group's management of working capital. It is the risk that the Group will encounterdifficulty in meeting its financial obligations as they fall due. The Group actively manages its cash generation and maintains sufficient cash holding to cover its immediate obligations.

Financial key performance indicators

Hanbury's KPI measures are:

1. Revenue excluding management income - £12.60m (2022 - £11.30m) - 11.5% growth; and

2. Profit before tax – 2023 £1.13m (2022 - £1.97m) - 43% reduction

Future developments

The directors acknowledge that economic pressures will continue into 2024. These pressures will impact both client spend and the cost of operational overheads but given Hanbury's investment in talent during the course of 2023, Hanbury feels well placed to continue to grow.

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

Simon Evans (Oct 11, 2024 16:51 GMT+1)

S Evans
Director

Date: 11/10/2024

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023

The directors present their report and the financial statements for the year ended 31 December 2023.

Directors' responsibilities statement

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and 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 for the Group's financial statements and then apply them consistently;
- make judgments 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 Group or Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £706,115 *(2022 -£1,570,282)*.

No dividends have been paid to shareholders in the year (2022: £399,995).

Directors

The directors who served during the year were:

S Evans
A Gill
P Stephenson

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Post balance sheet events

On 21 May 2024, the company issued 5,000 Ordinary 0.001p shares for a total of £25,000.

Auditor

The auditor, CLA Evelyn Partners Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

Simon Evans (Oct 11, 2024 16:51 GMT+1)
....

S Evans
Director

Date: 11/10/2024

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HANBURY STRATEGY AND COMMUNICATIONS LIMITED

Opinion

We have audited the financial statements of Hanbury Strategy and Communications Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2023 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated and Company Statements of Changes in Equity, the Consolidated Statement of Cash Flows, the Consolidated Analysis of Net Debt and the 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2023 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group or parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group or 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HANBURY STRATEGY AND COMMUNICATIONS LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual report and financial statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual report and financial statements. 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.

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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have 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 group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept 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 directors' responsibilities statement set out on page 3, 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 group's or 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.

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:

We obtained a general understanding of the group and parent company's legal and regulatory framework through enquiry of management in respect of their understanding of the relevant laws and regulations. We obtained an understanding of the group and parent company's policies and procedures in relation to compliance with relevant laws and
regulations. We also drew on our existing understanding of the group and parent company's industry and regulation.

We understand that the group and parent company complies with the framework through:

- Updating operating procedures and internal controls as legal and regulatory requirements change.
- The directors' close involvement in the day-to-day running of the business, meaning that any litigation or claims would come to their attention directly.

In the context of the audit, we considered those laws and regulations which determine the form and content of the financial statements, which are central to the group and parent company's ability to conduct business and where failure to comply could result in material penalties. The only specific laws and regulations which are significant in the context of the group and parent company is that they must abide by the Companies Act 2006 and FRS 102 in respect of the preparation and presentation of the financial statements.

We performed the following specific procedures to gain evidence about compliance with the significant laws and regulations above;

- We enquired with the group and parent company's management as to the existence of litigation and no material items were identified;
- We reviewed board meeting minutes for evidence of non-compliance and no material items were identified; and
- We obtained written management representations regarding the adequacy of procedures in place.

The senior statutory auditor led a discussion with senior members of the engagement team regarding the susceptibility of the group and parent company's financial statements to material misstatement, including how fraud might occur. The key areas identified as part of the discussion were with regard to the manipulation of the financial statements through manual journal entries and incorrect recognition of revenue.

The procedures carried out to gain evidence in the above areas included;

- Testing of revenue transactions to underlying documentation; and
- Testing of a sample of manual journal entries, selected through applying specific risk assessments applied based on the group and parent company's processes and controls surrounding manual journal entries.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HANBURY STRATEGY AND COMMUNICATIONS LIMITED (CONTINUED)

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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 an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Daniel Quilter

Daniel Quilter
Senior Statutory Auditor, for and on behalf of
CLA Evelyn Partners Limited
Chartered Accountants
Statutory Auditor
45 Gresham Street
London
EC2V 7BG
Date: 11/10/2024

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 £	2022 £
Turnover	4	13,107,428	*11,843,489*
Cost of sales		(8,706,996)	*(7,033,918)*
Gross profit		4,400,432	*4,809,571*
Administrative expenses		(3,274,568)	*(2,841,074)*
Operating profit	5	1,125,864	*1,968,497*
Interest receivable and similar income	9	6,707	*632*
Interest payable and similar expenses	10	(4,868)	*(56)*
Profit before taxation		1,127,703	*1,969,073*
Taxation	11	(421,588)	*(398,791)*
Profit for the financial year		706,115	*1,570,282*
Foreign exchange movements		4,394	*(2,797)*
Other comprehensive income for the year		4,394	*(2,797)*
Total comprehensive income for the year		710,509	*1,567,485*
Profit for the year attributable to:			
Owners of the parent Company		706,115	*1,570,282*
		706,115	*1,570,282*

The notes on pages 18 to 38 form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2023

	Note		2023 £		2022 £
Fixed assets					
Intangible assets	13		33,261		*26,161*
Tangible assets	14		351,045		*417,234*
			384,306		*443,395*
Current assets					
Debtors: amounts falling due within one year	16	2,887,570		*4,002,012*	
Cash at bank and in hand		2,131,281		*1,052,640*	
		5,018,851		*5,054,652*	
Creditors: amounts falling due within one year	17	(2,037,781)		*(3,010,801)*	
Net current assets			2,981,070		*2,043,851*
Total assets less current liabilities			3,365,376		*2,487,246*
Provisions for liabilities					
Deferred taxation	18	(26,181)		*(42,144)*	
			(26,181)		*(42,144)*
Net assets			3,339,195		*2,445,102*
Capital and reserves					
Called up share capital	19		12		*11*
Share premium account	20		243,832		*60,249*
Foreign exchange reserve	20		(15,470)		*(19,864)*
Profit and loss account	20		3,110,821		*2,404,706*
Equity attributable to owners of the parent Company			3,339,195		*2,445,102*
			3,339,195		*2,445,102*

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2023

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

Simon Evans (Oct 11, 2024 16:51 GMT+1)
....
S Evans
Director

Date: 11/10/2024

The notes on pages 18 to 38 form part of these financial statements.

COMPANY STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023

	Note		2023 £		2022 £
Fixed assets					
Intangible assets	13		33,261		*26,161*
Tangible assets	14		350,294		*417,234*
Investments	15		25,386		*25,386*
			408,941		*468,781*
Current assets					
Debtors: *amounts falling due within one year*	16	3,096,412		*4,759,172*	
Cash at bank and in hand		2,042,372		*995,402*	
		5,138,784		*5,754,574*	
Creditors: amounts falling due within one year	17	(1,841,203)		*(3,827,224)*	
Net current assets			3,297,581		*1,927,350*
Total assets less current liabilities			3,706,522		*2,396,131*
Provisions for liabilities					
Deferred taxation	18	(26,181)		*(42,144)*	
			(26,181)		*(42,144)*
Net assets			3,680,341		*2,353,987*
Capital and reserves					
Called up share capital	19		12		*11*
Share premium account	20		243,832		*60,249*
Profit and loss account brought forward			2,293,727		*1,335,668*
Profit for the year			1,142,770		*1,358,055*
Dividends			-		*(399,996)*
Profit and loss account carried forward			3,436,497		*2,293,727*
			3,680,341		*2,353,987*

COMPANY STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2023

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The profit after tax of the Company for the year was £1,142,770 (2022: £1,358,055).

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

Simon Evans (Oct 11, 2024 16:51 GMT+1)
....
S Evans
Director

Date: 11/10/2024

The notes on pages 18 to 38 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2023

	Called up share capital	Share premium account	Foreign exchange reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2022	11	12,599	(17,067)	1,234,420	1,229,963
Comprehensive income for the year					
Profit for the year	-	-	-	1,570,282	1,570,282
Foreign exchange movement	-	-	(2,797)	-	(2,797)
Contributions by and distributions to owners					
Dividends: Equity capital	-	-	-	(399,996)	(399,996)
Shares issued during the year	-	47,650	-	-	47,650
At 1 January 2023	11	60,249	(19,864)	2,404,706	2,445,102
Comprehensive income for the year					
Profit for the year	-	-	-	706,115	706,115
Foreign exchange movement	-	-	4,394	-	4,394
Contributions by and distributions to owners					
Shares issued during the year	1	183,583	-	-	183,584
At 31 December 2023	12	243,832	(15,470)	3,110,821	3,339,195

The notes on pages 18 to 38 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 January 2022	11	12,599	1,335,668	1,348,278
Comprehensive income for the year				
Profit for the year	-	-	1,358,055	1,358,055
Contributions by and distributions to owners				
Dividends: Equity capital	-	-	(399,996)	(399,996)
Shares issued during the year	-	47,650	-	47,650
At 1 January 2023	11	60,249	2,293,727	2,353,987
Comprehensive income for the year				
Profit for the year	-	-	1,142,770	1,142,770
Contributions by and distributions to owners				
Shares issued during the year	1	183,583	-	183,584
At 31 December 2023	12	243,832	3,436,497	3,680,341

The notes on pages 18 to 38 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2023

	2023 £	*2022* *£*
Cash flows from operating activities		
Profit for the financial year	1,125,864	*1,968,497*
Adjustments for:		
Amortisation of intangible assets	13,638	*6,850*
Depreciation of tangible assets	150,641	*74,371*
(Profit)/Loss on disposal of tangible assets	(2,958)	*355*
Decrease/(increase) in debtors	1,114,442	*(621,918)*
Decrease in creditors	(1,069,524)	*(545,782)*
Net fair value losses/(gains) recognised in P&L	4,404	*(2,797)*
Corporation tax paid	(341,047)	*(347,490)*
Net cash generated from operating activities	995,460	*532,086*
Cash flows from investing activities		
Purchase of intangible assets	(20,737)	*(14,173)*
Purchase of tangible assets	(101,974)	*(385,344)*
Sale of tangible assets	20,469	*4,622*
Interest received	6,707	*632*
Net cash used in investing activities	(95,535)	*(394,263)*
Cash flows from financing activities		
Issue of ordinary shares	183,584	*47,650*
Dividends paid	-	*(399,996)*
Interest paid	(4,868)	*(56)*
Net cash generated from (used in) financing activities	178,716	*(352,402)*
Net increase/(decrease) in cash and cash equivalents	1,078,641	*(214,579)*
Cash and cash equivalents at beginning of year	1,052,640	*1,267,219*
Cash and cash equivalents at the end of year	2,131,281	*1,052,640*
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	2,131,281	*1,052,640*
	2,131,281	*1,052,640*

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2023

	At 1 January 2023 £	Cash flows £	At 31 December 2023 £
Cash at bank and in hand	1,052,640	1,078,641	2,131,281
	1,052,640	1,078,641	2,131,281

The notes on pages 18 to 38 form part of these financial statements.

1. General information

The principal activity of Hanbury Strategy and Communications Limited is Public Relations.

The company is a private company limited by shares and is incorporated in England and Wales.

The registered office address is 2 London Bridge, London, SE1 9RA.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

In preparing the separate financial statements of the parent company, advantage has been taken of the following disclosure exemption available in FRS 102:

- Only one reconciliation of the number of shares outstanding at the beginning and end of the year has been presented as the reconciliation for the group and the parent company would be identical
- No statement of Cash Flows has been presented for the parent company.
- No disclosures have been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is the same as the totals for the group as a whole.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Consolidated Statement of Financial Position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2. Accounting policies (continued)

2.3 Going concern

At year end the group had a net current assets of £2,981,070 (2022: £2,043,851) including a cash balance of £2,131,281 (2022: £1,052,640). The group remains profitable and has strong cash flows including cash generated from operations of over £1m.

Management have reviewed post year end financial performance for 2024 and have produced forecasts for 2025 which show that the group and parent company would still be in a position to continue in operational existence for the foreseeable future being a period of at least 12 months from the signing of these financial statements.

For this reason the directors have prepared the financial statements on a going concern basis.

2.4 Foreign currency translation

Functional and presentation currency

The Group and Company's's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

2. Accounting policies (continued)

2.5 Revenue

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Group and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Consulting revenue is recognised on a time apportioned basis in the period it relates to. Most customers are invoiced monthly or quarterly and revenue is accrued or deferred accordingly in relation to the dates that the consulting took place. Where the company acts as billing agent, revenue is accounted for on a commission basis.

The following criteria must also be met before turnover is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.8 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2. Accounting policies (continued)

2.9 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Consolidated and Company Statements of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

2.10 Share-based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Group keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

2. Accounting policies (continued)

2.11 Current and deferred taxation

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

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

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

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

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

2.12 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the Group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Computer software - 3 years

The directors have assessed the estimated useful life of 3 years based on the nature of the intangible asset and its expected value in use before significant redevelopment is required.

2. Accounting policies (continued)

2.13 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the Group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Fixtures and fittings	-	20%
Computer equipment	-	33%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.14 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.15 Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Group becomes a party to the contractual provisions of the instrument.

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the Group will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the Group's cash management.

Financial liabilities and equity instruments issued by the Group are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Interest bearing bank loans, overdrafts and other loans which meet the criteria to be classified as

2. Accounting policies (continued)

2.15 Financial instruments (continued)

basic financial instruments are initially recorded at the present value of cash payable to the bank, which is ordinarily equal to the proceeds received net of direct issue costs. These liabilities are subsequently measured at amortised cost, using the effective interest rate method.

2.16 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In application of the Group'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 amounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of revision and future periods where the revision affects both current and future periods.

The following judgments and estimates have had the most significant effect on amounts recognised in the financial statements.

Judgments

Financial instruments classification

The classification of financial instruments as "basic" or "other" requires judgement as to whether all the applicable conditions for classification are met. This includes consideration of the form of the instrument and its return.

Accrued and deferred income

Income is recognised on a time apportioned basis based on the number of working days in an invoice period. As some customers are invoiced in arrears and some invoiced in advance this results in an element of income being accrued for some customers and an element being deferred for others. At the year end £277,017 (2022: £235,165) was included in accrued income and £254,328 (2022: £230,105) was included in deferred income.

Key sources of estimation uncertainty

Bad debt provisions

The trade debtors balance of £2,342,374 (2022: £2,267,342) recorded in the Group's Balance Sheet comprises a number of smaller balances. A full review of trade debtors is carried out at the end of the year and whilst every attempt is made to ensure that the bad debt provisions are as accurate as possible, there remains a risk that the provisions do not match the level of debts that ultimately prove to be uncollectable. The provision as at 31 December 2023 was £Nil (2022: £Nil).

Accrued income

Accrued income is only recognised when it can be measured reliably. A review of all accrued income is carried out at the end of the financial year and whilst every attempt is made to ensure that the balance is appropriately stated, there is a risk that the amount recognised does not prove to be collectable. The amount recorded in the Group's Balance Sheet in respect of accrued income was £277,017 (2022:£235,165).

Impairment of amounts owed by group undertakings:

The recoverability of amounts owed by group undertakings of £344,971 (2022: £674,787) require judgment as to whether the future profitability of these entities will generate sufficient capital to repay the debts. Having regard to the 2023 financial position and performance of these entities, together with forecasted performance, management do not believe an impairment charge is required.

4. Turnover

An analysis of turnover by class of business is as follows:

	2023 £	2022 £
Sales	12,950,114	*11,296,109*
Management Fees	157,314	*547,380*
	13,107,428	*11,843,489*

Analysis of turnover by country of destination:

	2023 £	2022 £
United Kingdom	9,364,324	*7,364,785*
Rest of Europe	1,451,225	*2,180,005*
Rest of the world	2,291,879	*2,298,699*
	13,107,428	*11,843,489*

5. Operating profit

The operating profit is stated after charging/(crediting):

	2023 £	2022 £
Exchange differences	13,426	*(29,726)*
Other operating lease rentals	247,984	*373,276*
Depreciation and amortisation	164,279	*81,221*

6. Auditor's remuneration

During the year, the Group obtained the following services from its auditor::

	2023 £	2022 £
Fees payable to the Group's auditor and its associates for the audit of the consolidated and parent Company's financial statements	26,000	*20,000*
Fees payable to the Group's auditor and its associates in respect of:		
Preparation of financial statements	5,250	*3,350*
Taxation compliance services	2,250	*950*

7. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2023 £	*Group 2022 £*	Company 2023 £	*Company 2022 £*
Wages and salaries	7,777,951	*6,335,096*	6,607,474	*5,560,471*
Social security costs	1,019,503	*717,975*	783,146	*580,951*
Cost of defined contribution scheme	281,832	*181,655*	239,517	*181,655*
	9,079,286	*7,234,726*	7,630,137	*6,323,077*

The average monthly number of employees, including the directors, during the year was as follows:

	Group 2023 No.	*Group 2022 No.*	Company 2023 No.	*Company 2022 No.*
Employees	124	*98*	*102*	*82*

8. Directors' remuneration

	2023 £	*2022 £*
Directors' emoluments	689,167	*405,148*
	689,167	*405,148*

The highest paid director received remuneration of £229,747 *(2022 -£170,000)*.

During the year retirement benefits were accruing to 3 directors (2022: 3) in respect of defined contribution pension schemes.

The total accrued pension provision of the highest paid director at 31 December 2023 amounted to £8,800 *(2022 -£8,800)*.

9. Interest receivable and similar income

	2023 £	2022 £
Other interest receivable	6,707	*632*
	6,707	*632*

10. Interest payable and similar expenses

	2023 £	2022 £
Bank interest payable	3,948	-
Other interest payable	920	*56*
	4,868	*56*

11. Taxation

	2023 £	2022 £
Corporation tax		
Current tax on profits for the year	437,551	*370,523*
Adjustments in respect of previous periods	-	*8,229*
	437,551	*378,752*
Total current tax	437,551	*378,752*
Deferred tax		
Origination and reversal of timing differences	(15,963)	*20,039*
Total deferred tax	(15,963)	*20,039*
Taxation on profit on ordinary activities	421,588	*398,791*

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than *(2022 -higher than)* the standard rate of corporation tax in the UK of 23.52% *(2022 - 19%)*. The differences are explained below:

	2023 £	*2022* *£*
Profit on ordinary activities before tax	1,127,704	*1,969,073*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.52% (2022 -19%)	265,236	*374,124*
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	54,379	*26,488*
Capital allowances for year in excess of depreciation	208	*(7,146)*
Adjustments to tax charge in respect of prior periods	-	*8,229*
Adjustment in relation to foreign subsidiary	102,710	*(7,713)*
Remeasurement of deferred tax for changes in tax rates	(945)	*4,809*
Total tax charge for the year	421,588	*398,791*

Factors that may affect future tax charges

The Finance Act 2021 includes legislation to increase the main rate of corporation tax from 19% to 25% from 1 April 2023. The full anticipated effect of these changes is reflected in the above tax reconciliation.

12. Dividends

	2023 £	*2022* *£*
Ordinary dividends	-	*399,996*
	-	*399,996*

13. Intangible assets

Group

	Computer software £
Cost	
At 1 January 2023	41,564
Additions	20,737
At 31 December 2023	62,301
Amortisation	
At 1 January 2023	15,403
Charge for the year on owned assets	13,638
At 31 December 2023	29,041
Net book value	
At 31 December 2023	33,260
At 31 December 2022	*26,161*

13. Intangible assets (continued)

Company

	Computer software £
Cost	
At 1 January 2023	41,564
Additions	20,737
At 31 December 2023	62,301
Amortisation	
At 1 January 2023	15,403
Charge for the year	13,638
At 31 December 2023	29,041
Net book value	
At 31 December 2023	33,260
At 31 December 2022	*26,161*

14. Tangible assets

Group

	Fixtures and fittings £	Office equipment £	Total £
Cost or valuation			
At 1 January 2023	302,069	276,553	578,622
Additions	49,588	52,386	101,974
Disposals	(13,889)	(78,930)	(92,819)
Exchange adjustments	(14)	-	(14)
At 31 December 2023	337,754	250,009	587,763
Depreciation			
At 1 January 2023	13,438	147,950	161,388
Charge for the year on owned assets	69,574	81,067	150,641
Disposals	(1,358)	(73,950)	(75,308)
Exchange adjustments	(3)	-	(3)
At 31 December 2023	81,651	155,067	236,718
Net book value			
At 31 December 2023	256,103	94,942	351,045
At 31 December 2022	*288,631*	*128,603*	*417,234*

14. Tangible assets (continued)

Company

	Fixtures and fittings £	Office equipment £	Total £
Cost or valuation			
At 1 January 2023	302,069	276,553	578,622
Additions	48,610	52,386	100,996
Disposals	(13,889)	(78,930)	(92,819)
At 31 December 2023	336,790	250,009	586,799
Depreciation			
At 1 January 2023	13,438	147,950	161,388
Charge for the year on owned assets	69,358	81,067	150,425
Disposals	(1,358)	(73,950)	(75,308)
At 31 December 2023	81,438	155,067	236,505
Net book value			
At 31 December 2023	255,352	94,942	350,294
At 31 December 2022	*288,631*	*128,603*	*417,234*

15. Investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2023	25,386
At 31 December 2023	25,386

Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Registered office	Class of shares	Holding
Hanbury BV	11 Rond Point Robert Schuman,1040 Brussels, Belgium	Ordinary	100%

16. Debtors

	Group 2023 £	*Group 2022 £*	Company 2023 £	*Company 2022 £*
Trade debtors	2,342,374	*3,442,387*	2,267,342	*3,570,831*
Amounts owed by group undertakings	-	*-*	344,971	*674,787*
Other debtors	87,117	*39,136*	48,417	*17,997*
Prepayments and accrued income	458,079	*520,489*	435,682	*495,557*
	2,887,570	*4,002,012*	3,096,412	*4,759,172*

17. Creditors: Amounts falling due within one year

	Group 2023 £	*Group 2022 £*	Company 2023 £	*Company 2022 £*
Trade creditors	243,525	*637,115*	177,234	*571,272*
Amounts owed to group undertakings	-	-	-	*1,088,198*
Corporation tax	302,788	*206,284*	302,788	*164,312*
Other taxation and social security	686,499	*536,245*	686,499	*533,502*
Other creditors	212,380	*216,667*	103,538	*82,884*
Accruals and deferred income	592,589	*1,414,490*	571,144	*1,387,056*
	2,037,781	*3,010,801*	1,841,203	*3,827,224*

The comparative figures for the company have been restated to reclassify an amount of £1,088,198 from trade creditors to amounts owed to group undertakings in respect of balances owing to the company's subsidiary. There has been no overall change to the creditor balance reported.

18. Deferred taxation

Group

	2023 £
At beginning of year	(42,144)
Charged to profit or loss	15,963
At end of year	(26,181)

18. Deferred taxation (continued)

Company

	2023 £
At beginning of year	(42,144)
Charged to profit or loss	15,963
At end of year	(26,181)

	Group 2023 £	*Group 2022 £*	Company 2023 £	*Company 2022 £*
Accelerated capital allowances	37,564	*51,111*	37,564	*51,111*
Other short term timing differences	(11,383)	*(8,967)*	(11,383)	*(8,967)*
	26,181	*42,144*	26,181	*42,144*

19. Share capital

	2023 £	*2022 £*
Allotted, called up and fully paid		
1,243,964 *(2022 -)* Ordinary shares of £0.000010 each	12.44	*-*
Nil *(2022 -1,134)* Ordinary shares of £0.010000 each	-	*11.34*
	12.44	*11.34*

On 15 February 2023, the Company subdivided the 1,134 £0.01 Ordinary shares into 1,134,000 £0.00001 Ordinary shares.

Subsequent to the subdivision, the Company allotted 86,282 Ordinary £0.00001 shares at a premium of £0.903 per share and 23,682 Ordinary £0.00001 shares at a premium of £4.4621. The aggregate nominal value of the issue amounted to £1.10 and the aggregate premium amounted to £183,583.

20. Reserves

Share premium account

The share premium account represents the value paid over nominal value for the share capital in the parent company.

Foreign exchange reserve

The foreign exchange reserve represents the gain/loss on the conversion of the foreign subsidiary on consolidation.

Profit and loss account

This represents cumulative profit or losses earned by the Group less amounts distributed to shareholders.

21. Share-based payments

During the period the company issued 109,964 Ordinary 0.001p shares to employees of the company under an approved EMI option scheme. The first 86,282 shares were exercised at a premium value of 90.30p per share. The remaining 23,682 shares were exercised at a premium value of 446.21p per share. At December 2023 there were no options outstanding. There is no share based payment expense recognised in respect of the above options issued during the year on the basis that the charge is immaterial.

22. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £277,657 (2022: £181,655).

Contributions totaling £101,836 (2022: £80,937) were payable to the fund at the reporting date and are included in creditors.

23. Commitments under operating leases

At 31 December the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2023 £	*Group 2022 £*	Company 2023 £	*Company 2022 £*
Not later than 1 year	377,508	*204,893*	289,769	*142,065*
Later than 1 year and not later than 5 years	212,895	*520,905*	204,919	*520,905*
	590,403	*725,798*	494,688	*662,970*

24. Related party transactions

Transactions with group companies

The Company has taken advantage of the exemption in FRS 102 Section 33.1A to not disclose transactions with wholly owned group entities.

Transactions with related entities

During the year the Group made sales to companies under common control of £546,861 (2022: £1,308,186) and made purchases of £128,991 (2022: £1,151,024). At the year end balances of £56,753 (2022: £376,242) were included in debtors and £48,600 (2022: £76,938) were included in creditors.

During the year, the Group also made sales to companies with a common member of key management personnel of £170,065 (2022: £Nil) and made purchases of £ 472,601 (2022: £Nil). At the year end balances of £42,201 (2022: £Nil) were included in debtors and £26,400 (2022: £Nil) were included in creditors.

Transactions with key management personnel

Key management personnel are those persons having authority and responsibility for planning, controlling and directing the activities of the Group. In the opinion of management, key management are the board of directors. During the year payments to key management personal amounted to £797,852 (2022: £478,811).

25. Post balance sheet events

On 21 May 2024, the company issued 5,000 Ordinary 0.001p shares for a total of £25,000.

26. Controlling party

The directors do not consider there to be an ultimate controlling party.