Company Registration No. 10063271 (England and Wales)

DESIGNSTUDIO GROUP LTD

REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
30 APRIL 2024

DESIGNSTUDIO GROUP LTD

COMPANY INFORMATION

Directors	P Stafford J B Corney B Wright
Company number	10063271
Registered office	12-16 Clerkenwell Road London England EC1M 5PQ
Auditor	Ballards LLP Oakmoore Court 11c Kingswood Road Hampton Lovett Droitwich Worcestershire WR9 0QH

DESIGNSTUDIO GROUP LTD

STRATEGIC REPORT

FOR THE PERIOD ENDED 30 APRIL 2024

The directors present the Strategic Report for the period ended 30 April 2024.

DesignStudio Group Ltd provides branding and creative consultancy services to clients across all sectors around the world.

Fair review of the business
The extended financial year ending 30 April 2024 was a successful year for DesignStudio Group Ltd.

The core company objective is to focus on winning new clients whilst continuing to service our existing client base.

Our London, New York and Sydney studios experienced relatively stable income levels.

Global demand for branding and creative services remained steady for the majority of the year despite global economic uncertainty.

Principal risks and uncertainties
Inflationary pressures
As a consultancy business, one of DesignStudio's main costs is staff salaries. As global prices have increased, there have been pressures to increase salaries to meet the rising cost of living. DesignStudio strives to attract and retain the best talent and salaries are a key factor in that.

Economic climate
Global economic uncertainty can lead to reduced new business inbound opportunities and our existing clients facing tighter budgets. We remain competitive and committed to winning new clients and retaining existing client relationships.

Exchange rate exposure
Our clients are based across the globe and our contracts are based across multiple currencies. DesignStudio monitors these currency fluctuations pricing work to ensure that the moving exchange rates won't materially impact the business.

Key performance indicators
Our core financial KPIs are income and net margins.

Group income levels increased by 15% (20% in the period to 31 December 2022). The net profit margin decreased to 7% (11% in the period to 31 December 2022).

Efforts to improve margins continue.

Other performance indicators
A key objective for the business is to retain high quality clients, a strong indicator of performance. DesignStudio has continued successful client relationships across its studios.

On behalf of the board

....
B Wright
Director

Date: 30th April 2025

DESIGNSTUDIO GROUP LTD

DIRECTORS' REPORT

FOR THE PERIOD ENDED 30 APRIL 2024

The directors present their annual report and financial statements for the period ended 30 April 2024.

Principal activities
The principal activity of the company continued to be that of a holding company. The principal activity of the group continued to be that of graphic design.

Results and dividends
The results for the period are set out on page 8.

Ordinary dividends were declared amounting to £1,557,810 (2022: £1,050,000). The directors do not recommend declaration of a further dividend.

During the period, the company changed its accounting reference date to 30 April 2024. As such, the financial statements are presented for the 16 month period ended 30 April 2024. Comparative figures are for the 12 month period ending 31 December 2022, and are therefore not entirely comparable.

Directors
The directors who held office during the period and up to the date of signature of the financial statements were as follows:

P Stafford	
J B Comey	(Appointed 21 May 2024)
B Wright	

Qualifying third party indemnity provisions
The company has made qualifying third party indemnity provisions for the benefit of its directors during the period. These provisions remain in force at the reporting date.

Post reporting date events
On 21 May 2024, Further Creative Limited acquired the group, and DesignStudio Group Ltd issued 2,000 ordinary shares with a nominal value of £0.001 for a total consideration of £40.37.

On 17 June 2024, Further Creative Midco Limited, the parent of Further Creative Limited entered into a loan facility with Shawbrook Bank for a total of £16.25 million. In doing so, the group entered into a Deed of Accession and fixed and floating charges were places over the assets of the group.

Auditor
Ballards LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Strategic report
The group has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the group's Strategic Report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report. It has done so in respect of future developments and principal risks and uncertainties.

Statement of disclosure to auditor
So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

DESIGNSTUDIO GROUP LTD

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 30 APRIL 2024

Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, which is not less than 12 months from the date of signing of the financial statements. As such, the accounts have been prepared on a going concern basis.

On behalf of the board

....

B Wright
Director

Date: 30th April 2025

DESIGNSTUDIO GROUP LTD

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE PERIOD ENDED 30 APRIL 2024

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom 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 group and company, 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DESIGNSTUDIO GROUP LTD

Opinion

We have audited the financial statements of Designstudio Group Limited (the 'parent company') and its subsidiaries (the 'group' for the period ended 30 April 2024, which comprise Consolidated Profit and Loss Account, Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Balance Sheet, Consolidated Statement of Changes in Equity, Statement of Changes in Equity, Consolidated Statement of Cash Flows, and 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 the parent company's affairs as at 30 April 2024 and of the group's profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally *Accepted Accounting Practice*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor 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 director's 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 ability to continue as a going concern for a period of at least twelve months from when the original financial statements were authorised for issue.

Our *responsibilities and the responsibilities of the directors* with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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 Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception
In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors
As explained more fully in the Statement of Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance;
- results of our enquiries of management about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the company's documentation of their policies and procedures relating to: – identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance; – detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud; – the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following area: revenue recognition. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DESIGNSTUDIO GROUP LTD (CONTINUED)

Audit response to risks identified

As a result of performing the above, we identified revenue recognition as an audit matter related to the potential risk of fraud. In addition to the above, our procedures to respond to risks identified included the following:

- reviewing the revenue recognition policies and ensuring these are in line with industry and accounting standards;
- reviewing revenue transactions to assess if they have been recognised in accordance with the stated policies; performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance; and
- in addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

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

We also obtained an understanding of the legal and regulatory frameworks that the group operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act, UK Bribery Act as well as pensions legislation and tax legislation.

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.

B

Benjamin Powell MSci FCA CTA (Senior Statutory Auditor)
For and on behalf of Ballards LLP, Statutory Auditor
Chartered Accountants
Oakmoore Court
11c Kingswood Road
Hampton Lovett Droitwich
Worcestershire, WR9 0QH

2 May 2025

DESIGNSTUDIO GROUP LTD

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 APRIL 2024

	Notes	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Turnover	3	16,816,350	14,613,192
Cost of sales		(1,693,703)	(2,022,140)
Gross profit		15,122,647	12,591,052
Administrative expenses		(14,828,666)	(11,989,587)
Other operating income		1,505,239	1,371,935
Operating profit	6	1,799,220	1,973,400
Interest receivable and similar income	8	1,333	228
Interest payable and similar expenses	9	(15,612)	(174)
Profit before taxation		1,784,941	1,973,454
Tax on profit	10	(563,632)	(371,468)
Profit for the financial period/year		1,221,309	1,601,986
Other comprehensive income net of taxation			
Currency translation differences		(74,752)	113,020
Total comprehensive income for the period/year		1,146,557	1,715,006

Profit for the financial period is all attributable to the owners of the parent company.

Total comprehensive income for the period is all attributable to the owners of the parent company.

Company Registration No. 10063271

DESIGNSTUDIO GROUP LTD

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 APRIL 2024

	Notes	2024		2022	
		£	£	£	£
Fixed assets					
Intangible assets	12		432		2,732
Tangible assets	13		399,377		235,036
			399,809		237,768
Current assets					
Debtors	16	2,621,941		4,108,729	
Cash at bank and in hand		1,266,134		1,181,314	
		3,888,075		5,290,043	
Creditors: amounts falling due within one year	17	(1,968,431)		(2,981,823)	
Net current assets			1,919,644		2,308,220
Total assets less current liabilities			2,319,453		2,545,988
Creditors: amounts falling due after more than one year	18		(132,104)		-
Provisions for liabilities	20		(54,263)		(1,649)
Net assets			2,133,086		2,544,339
Capital and reserves					
Called up share capital	22		90		90
Profit and loss reserves			2,132,996		2,544,249
Total equity			2,133,086		2,544,339

The financial statements were approved by the board of directors and authorised for issue on 30th April 2025 and *are signed on its behalf by:*

B Wright
Director

Company Registration No. 10063271

DESIGNSTUDIO GROUP LTD

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 30 APRIL 2024

	Notes	2024 £	2024 £	2022 £	2022 £
Fixed assets					
Tangible assets	13		2,354		1,700
Investments	14		4		4
			2,358		1,704
Current assets					
Debtors	16	124,056		664,341	
Cash at bank and in hand		107,721		14,765	
		231,777		679,106	
Creditors: amounts falling due within one year	17	(142,683)		(629,027)	
Net current assets			89,094		50,079
Total assets less current liabilities			91,452		51,783
Capital and reserves					
Called up share capital	22		90		90
Profit and loss reserves			91,362		51,693
Total equity			91,452		51,783

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes as it prepares group accounts. The company's profit for the period was £1,597,479 (year ended 31 December 2022: £1,071,499).

The financial statements were approved by the board of directors and authorised for issue on 30/04/2025 and are signed on its behalf by:

....
B Wright
Director

DESIGNSTUDIO GROUP LTD

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 APRIL 2024

	Notes	Called up share capital £	Profit and loss reserves £	Total equity £
Balance at 1 January 2022		90	1,879,243	1,879,333
Year ended 31 December 2022:				
Profit for the year		-	1,601,986	1,601,986
Other comprehensive income net of taxation:				
Currency translation differences		-	113,020	113,020
Total comprehensive income for the year		-	1,715,006	1,715,006
Transactions with owners:				
Dividends		-	(1,050,000)	(1,050,000)
Balance at 31 December 2022		90	2,544,249	2,544,339
Period ended 30 April 2024:				
Profit for the period		-	1,221,309	1,221,309
Other comprehensive income net of taxation:				
Currency translation differences		-	(74,752)	(74,752)
Total comprehensive income for the period		-	1,146,557	1,146,557
Transactions with owners:				
Dividends		-	(1,557,810)	(1,557,810)
Balance at 30 April 2024		90	2,132,996	2,133,086

DESIGNSTUDIO GROUP LTD

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 APRIL 2024

	Notes	*Called up share capital* £	*Profit and loss reserves* £	*Total equity* £
Balance at 1 January 2022		90	30,194	30,284
Year ended 31 December 2022:				
Profit and total comprehensive income for the year		-	1,071,499	1,071,499
Dividends		-	(1,050,000)	(1,050,000)
Balance at 31 December 2022		90	51,693	51,783
Period ended 30 April 2024:				
Profit and total comprehensive income for the period		-	1,597,479	1,597,479
Dividends		-	(1,557,810)	(1,557,810)
Balance at 30 April 2024		90	91,362	91,452

DESIGNSTUDIO GROUP LTD

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 APRIL 2024

	Notes	2024 £	2024 £	2022 £	2022 £
Cash flows from operating activities					
Cash generated from operations	24		2,032,078		1,651,975
Interest paid			(15,612)		(174)
Income taxes paid			(410,616)		(378,850)
Net cash inflow from operating activities			1,605,850		1,272,951
Investing activities					
Purchase of intangible assets		-		(3,450)	
Purchase of tangible fixed assets		(200,923)		(235,658)	
Proceeds on disposal of tangible fixed assets		4,089		-	
Interest received		1,333		228	
Net cash used in investing activities			(195,501)		(238,880)
Financing activities					
Payment of finance leases obligations		(35,631)		-	
Dividends paid to equity shareholders		(1,220,000)		(1,050,000)	
Net cash used in financing activities			(1,255,631)		(1,050,000)
Net increase/(decrease) in cash and cash equivalents			154,718		(15,929)
Cash and cash equivalents at beginning of period			1,180,694		1,089,020
Effect of foreign exchange rates			(69,842)		107,603
Cash and cash equivalents at end of period			1,265,570		1,180,694
Relating to:					
Cash at bank and in hand			1,266,134		1,181,314
Bank overdrafts included in creditors payable within one year			(564)		(620)

1 Accounting policies

Company information

DesignStudio Group Ltd ("the company") is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is 12-16 Clerkenwell Road, London, England, EC1M 5PQ.

The group consists of DesignStudio Group Ltd and all of its subsidiaries ("the group").

The company's and the group's principal activities and nature of its operations are disclosed in the Directors' Report.

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, including the provisions of the Large and Medium sized Companies and Groups (Accounts and Reports) Regulations 2008.

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 £1.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

The company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements for parent company information presented within the consolidated financial statements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flows and related notes and disclosures;
- Section 11 'Basic Financial Instruments': Carrying amounts, interest income/expense and net gains/ losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are included within these consolidated financial statements of DesignStudio Group Ltd.

Basis of consolidation

The consolidated financial statements incorporate those of DesignStudio Group Ltd and all of its subsidiaries (i.e. 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 30 April 2024. 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.

1 Accounting policies (Continued)

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.

Going concern
The directors have, at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future, which is not less than 12 months from the date of signing of the financial statements. As such, the accounts have been prepared on a going concern basis.

Reporting period
During the period, the company changed its accounting reference date to 30 April 2024. As such, the financial statements are presented for the 16 month period ended 30 April 2024. Comparative figures are for the 12 month period ending 31 December 2022, and are therefore not entirely comparable.

Turnover
Turnover represents amounts receivable for services net of VAT and trade discounts.

Fee income represents revenue earned under a wide variety of contracts to provide professional services. Revenue is recognised as earned when, and to the extent that, the firm obtains the right to consideration in exchange for its performance under these contracts. It is measured at the fair value of the right to consideration, which represents amounts chargeable to clients, including expenses and disbursements but excluding value added tax.

Revenue is generally recognised as contract activity progresses so that for incomplete contracts it reflects the partial performance of the contractual obligations. For such contracts the amount of revenue reflects the accrual of the right to consideration by reference to the value of work performed. Revenue not billed to clients is included in debtors and payments on account in excess of the relevant amount of revenue are included in creditors.

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.

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

Computer software	50% straight line
Domain name	20% straight line

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

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

Leasehold land and buildings	20% straight line
Fixtures, fittings and equipment	20% - 50% straight line
Computer equipment	50% straight line
Motor vehicles	25% straight line

1 Accounting policies (Continued)

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

Fixed asset investments
In the separate accounts of the company, interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

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

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.

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.

Cash and cash equivalents
Cash and cash equivalents are basic financial instruments and include cash in hand, deposits held at call with banks.

Financial instruments
The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the group becomes party to the contractual provisions of the instrument.

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

Basic financial assets
Basic financial assets, which include trade and other debtors and amounts owed by group undertakings, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

1 Accounting policies (Continued)

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

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

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

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

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

Basic financial liabilities
Basic financial liabilities, including trade and other creditors, bank overdrafts, obligations under finance leases and amounts owed to group undertakings, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

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

Derecognition of financial liabilities
Financial liabilities are derecognised when, and only when, the group's contractual obligations are discharged, cancelled, or they expire.

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

Taxation
The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

1 Accounting policies (Continued)

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income and expenses from subsidiaries, associates, branches and interests in jointly controlled entities, that will be assessed to or allow for tax in a future period except where the group is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

Employee benefits
The costs of short-term employee benefits are recognised as a liability and an expense.

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.

Retirement benefits
For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown in other creditors.

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 statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss 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 profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

1 Accounting policies (Continued)

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

2 Judgements and key sources of estimation uncertainty

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

3 Turnover and other revenue

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Turnover analysed by class of business		
Graphic design	16,816,350	14,613,192

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Other revenue		
Interest income	1,333	228

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Turnover analysed by geographical market		
United Kingdom	3,385,841	1,355,896
Rest of Europe	5,043,386	5,411,443
North America	4,564,144	4,384,099
South America	127,330	-
Middle East	1,692,486	1,225,521
Asia	1,785,501	1,971,544
Australia	217,662	264,689
	16,816,350	14,613,192

4 Employees

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

	Group Period ended 30 April 2024 Number	Year ended 31 December 2022 Number	Company Period ended 30 April 2024 Number	Year ended 31 December 2022 Number
Chargeable staff	74	87	-	-
Freelancer	13	19	-	-
Non-chargeable staff	17	19	12	16
Total	104	125	12	16

Their aggregate remuneration comprised:

	Group Period ended 30 April 2024 £	Year ended 31 December 2022 £	Company Period ended 30 April 2024 £	Year ended 31 December 2022 £
Wages and salaries	8,909,313	7,568,639	1,370,953	1,333,275
Social security costs	900,047	784,049	169,234	170,222
Pension costs	348,540	295,540	33,498	35,263
	10,157,900	8,648,228	1,573,685	1,538,760

5 Directors' remuneration

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Remuneration for qualifying services	428,168	416,400

No directors accrued retirement benefits under defined contribution schemes in the current period or prior year.

5 Directors' remuneration (Continued)

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

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Remuneration for qualifying services	214,645	208,200

6 Operating profit

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Operating profit for the period is stated after charging/(crediting):		
Exchange differences	(87,663)	(239,429)
Depreciation of owned tangible fixed assets	202,594	144,227
Depreciation of tangible fixed assets held under finance leases	44,625	-
Profit on disposal of tangible fixed assets	(2,879)	-
Amortisation of intangible assets	2,300	718
Operating lease charges	636,792	487,154

7 Auditor's remuneration

Fees payable to the company's auditors for the company and the group's audit for the period ended 30 April 2024 was £30,000 (year ended 31 December 2022: £35,000).

8 Interest receivable and similar income

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Interest income		
Interest on bank deposits	429	228
Other interest income	904	-
Total income	1,333	228

9 Interest payable and similar expenses

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Interest on finance leases and hire purchase contracts	15,572	-
Other interest	40	174
Total finance costs	15,612	174

10 Taxation

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Current tax		
UK corporation tax on profits for the current period	272,656	474,966
Adjustments in respect of prior periods	(21,222)	(108,562)
Double tax relief	(21,399)	-
Total UK current tax	230,035	366,404
Foreign current tax on profits for the current period	154,943	16,684
Adjustments in foreign tax in respect of prior periods	127,143	-
Total current tax	512,121	383,088
Deferred tax		
Origination and reversal of timing differences	51,511	(11,041)
Adjustment in respect of prior periods	-	(579)
Total deferred tax	51,511	(11,620)
Total tax charge	563,632	371,468

10 Taxation (Continued)

The total tax charge for the period included in the income statement can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Profit before taxation	1,784,941	1,973,454
Expected tax charge based on the standard rate of corporation tax in the UK of 23.89% (2022: 19.00%)	426,422	374,956
Tax effect of expenses that are not deductible in determining taxable profit	103,234	8,602
Tax effect of income not taxable in determining taxable profit	(31,752)	-
Adjustments in respect of prior years	105,921	(109,141)
Effect of change in corporation tax rate	2,264	(2,650)
Double tax relief	-	41,013
Group relief	566	66,764
Permanent capital allowances in excess of depreciation	231	(6,724)
Other permanent differences	-	(1,352)
Effect of overseas tax rates	(47,723)	-
Tax credits	3,860	-
Movement in deferred tax not recognised	609	-
Taxation charge	563,632	371,468

Changes to UK corporation tax rates were substantively enacted by the Finance Bill 2021 on 24 May 2021. These included an increase of the corporation tax rate to 25.00% from 1 April 2023. Where deferred tax is recognised, it is at a rate of 25.00% in the current period (2022: 25.00%).

11 Dividends

During the period, the company declared dividends of £1,557,810 (year ended 31 December 2022: £1,050,000) and paid dividends of £1,220,000 (year ended 31 December 2022: £1,050,000).

12 Intangible fixed assets

Group	Computer software	Domain name	Total
	£	£	£
Cost			
At 1 January 2023 and 30 April 2024	32,841	6,161	39,002
Amortisation and impairment			
At 1 January 2023	30,109	6,161	36,270
Amortisation charged for the period	2,300	-	2,300
At 30 April 2024	32,409	6,161	38,570
Carrying amount			
At 30 April 2024	432	-	432
At 31 December 2022	2,732	-	2,732

The company had no intangible fixed assets at 30 April 2024 or 31 December 2022.

Amortisation is included within administrative expenses.

13 Tangible fixed assets

Group	Leasehold land and buildings	Fixtures, fittings and equipment	Computer equipment	Motor vehicles	Total
	£	£	£	£	£
Cost					
At 1 January 2023	190,427	251,970	662,034	-	1,104,431
Additions	-	84,324	78,348	255,008	417,680
Disposals	-	(10,130)	(27,308)	-	(37,438)
Exchange adjustments	(102)	(16,715)	1,525	-	(15,292)
At 30 April 2024	190,325	309,449	714,599	255,008	1,469,381
Depreciation and impairment					
At 1 January 2023	190,239	168,866	510,290	-	869,395
Depreciation charged in the period	171	40,573	161,850	44,625	247,219
Eliminated in respect of disposals	-	(10,130)	(26,098)	-	(36,228)
Exchange adjustments	(85)	(13,863)	3,566	-	(10,382)
At 30 April 2024	190,325	185,446	649,608	44,625	1,070,004
Carrying amount					
At 30 April 2024	-	124,003	64,991	210,383	399,377
At 31 December 2022	188	83,104	151,744	-	235,036

13 Tangible fixed assets (Continued)

Company	Computer equipment £
Cost	
At 1 January 2023	9,214
Additions	3,183
At 30 April 2024	12,397
Depreciation and impairment	
At 1 January 2023	7,514
Depreciation charged in the period	2,529
At 30 April 2024	10,043
Carrying amount	
At 30 April 2024	2,354
At 31 December 2022	1,700

The net carrying value of tangible fixed assets includes the following in respect of assets held under finance leases:

	Group 2024 £	2022 £	Company 2024 £	2022 £
Motor vehicles	210,383	-	-	-

Depreciation is included within administrative expenses.

14 Fixed asset investments

		Group		Company	
		2024	2022	2024	2022
	Notes	£	£	£	£
Investments in subsidiaries	15	-	-	4	4

Movements in fixed asset investments

Company	Shares in group undertakings
	£
Cost or valuation	
At 1 January 2023	4
Additions	1
At 30 April 2024	5
Impairment	
At 1 January 2023	-
Impairment losses	1
At 30 April 2024	1
Carrying amount	
At 30 April 2024	4
At 31 December 2022	4

The addition and impairment loss relates to Studio 1.1 Associates Limited, which was incorporated during the period and subsequently ceased trading.

15 Subsidiaries

Details of the company's subsidiaries at 30 April 2024 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
Design Studio Associates Inc.	9 Decatur St, San Francisco, CA 94103	Graphic design	Ordinary	100.00
Design Studio Associates Limited	12-16 Clerkenwell Road, London, EC1M 5PQ	Graphic design	Ordinary	100.00
DesignStudio Group Sydney PTY Ltd	100 Harris Street, Sydney, NSW 2009, Australia	Design consultancy	Ordinary	100.00
Studio 1.1 Associates Limited	12-16 Clerkenwell Road, London, England, EC1M 5PQ	Graphic design	Ordinary	100.00

Studio 1.1 Associates Limited was incorporated by the group during the period on 3 November 2022. An application to dissolve the company was submitted to Companies House on 23 July 2024.

16 Debtors

	Group 2024 £	2022 £	Company 2024 £	2022 £
Trade debtors	1,443,348	2,082,466	-	-
Amounts owed by group undertakings	-	-	61,827	198,462
Other debtors	185,258	712,082	20,119	380,656
Prepayments and accrued income	992,238	1,314,181	41,013	83,542
	2,620,844	4,108,729	122,959	662,660
Deferred tax asset (note 20)	1,097	-	1,097	1,681
	2,621,941	4,108,729	124,056	664,341

Included within other debtors are rent deposits of £122,499 (2022: £157,000) which are due for repayment in after more than one year. All other debtor balances fall due within one year.

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

17 Creditors: amounts falling due within one year

	Notes	Group 2024 £	2022 £	Company 2024 £	2022 £
Bank loans and overdrafts		564	620	-	-
Obligations under finance leases	19	49,022	-	-	-
Trade creditors		307,825	641,275	55,636	38,978
Amounts owed to group undertakings		-	-	2,783	502,777
Corporation tax payable		402,793	414,275	-	1,819
Other taxation and social security		158,184	472,679	43,282	77,028
Other creditors		37,020	97,185	6,743	8,425
Accruals and deferred income		1,013,023	1,355,789	34,239	-
		1,968,431	2,981,823	142,683	629,027

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

18 Creditors: amounts falling due after more than one year

	Notes	Group 2024 £	2022 £	Company 2024 £	2022 £
Obligations under finance leases	19	132,104	-	-	-

19 Finance lease obligations

	Group 2024	2022	Company 2024	2022
	£	£	£	£
Future minimum lease payments due under finance leases:				
Less than one year	64,680	-	-	-
Between one and five years	148,226	-	-	-
	212,906	-	-	-
Less: future finance charges	(31,780)	-	-	-
	181,126	-	-	-

Finance lease payments represent rentals payable by the group for its motor vehicles. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. All the lease terms are for four years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

20 Deferred taxation

The major deferred tax liabilities and assets recognised by the group and company are:

Group	Liabilities 2024 £	Liabilities 2022 £	Assets 2024 £	Assets 2022 £
Accelerated capital allowances	61,589	21,452	(589)	-
Short term timing differences	(7,326)	(19,803)	1,686	-
	54,263	1,649	1,097	-

Company	Liabilities 2024 £	Liabilities 2022 £	Assets 2024 £	Assets 2022 £
Accelerated capital allowances	-	-	(589)	(425)
Short term timing differences	-	-	1,686	2,106
	-	-	1,097	1,681

20 Deferred taxation (Continued)

Movements in the period:	Group 2024 £	Company 2024 £
Liability/(Asset) at 1 January 2023	1,649	(1,681)
Charge to profit or loss	51,517	584
Liability/(Asset) at 30 April 2024	53,166	(1,097)

The net deferred tax liability set out above is expected to reverse within 12 months and relates to accelerated capital allowances and short term timing differences that are expected to mature within the same period.

21 Retirement benefit schemes

Defined contribution schemes	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Charge to profit or loss in respect of defined contribution schemes	348,540	295,540

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund. Contributions totalling £37,019 (2022: £97,175) were payable to the fund at the period/year end and are included in other creditors.

22 Share capital

	Group and Company			
Ordinary share capital	**2024 Number**	**2022 Number**	**2024 £**	**2022 £**
Issued and fully paid				
Ordinary shares of £0.1p each	90,000	90,000	90	90

The company's Ordinary shares have full rights in the company with respect to voting, dividends and distributions. The shares are not redeemable.

23 Reserves

Profit and loss reserves
This reserve represents the cumulative profit and loss net of distribution to owners.

24 Cash generated from group operations

	2024	2022
	£	£
Profit for the period after tax	1,221,309	1,601,986
Adjustments for:		
Taxation charged	563,632	371,468
Finance costs	15,612	174
Investment income	(1,333)	(228)
Gain on disposal of tangible fixed assets	(2,879)	-
Amortisation and impairment of intangible assets	2,300	718
Depreciation and impairment of tangible fixed assets	247,219	144,227
Decrease in provisions	-	(20,000)
Movements in working capital:		
Decrease/(increase) in debtors	1,037,094	(902,128)
(Decrease)/increase in creditors	(1,050,876)	455,758
Cash generated from operations	2,032,078	1,651,975

25 Analysis of changes in net funds - group

	1 January 2023	Cash flows	New finance leases	Exchange rate movements	30 April 2024
	£	£	£	£	£
Cash at bank and in hand	1,181,314	154,662	-	(69,842)	1,266,134
Bank overdrafts	(620)	56	-	-	(564)
	1,180,694	154,718	-	(69,842)	1,265,570
Obligations under finance leases	-	35,631	(216,757)	-	(181,126)
	1,180,694	190,349	(216,757)	(69,842)	1,084,444

26 Operating lease commitments

Lessee

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

	Group 2024	2022	Company 2024	2022
	£	£	£	£
Within one year	268,643	474,271	-	-
Between one and five years	626,834	1,188,861	-	-
	895,477	1,663,132	-	-

27 Events after the reporting date

On 21 May 2024, Further Creative Limited acquired the group, and DesignStudio Group Ltd issued 2,000 ordinary shares with a nominal value of £0.001 for a total consideration of £40.37.

On 17 June 2024, Further Creative Midco Limited, the parent of Further Creative Limited entered into a loan facility with Shawbrook Bank for a total of £16.25 million. In doing so, the group entered into a Deed of Accession and fixed and floating charges were places over the assets of the group.

28 Related party transactions

Remuneration of key management personnel
The remuneration of key management personnel of the group, including directors, is as follows.

	Period ended 30 April 2024 £	Year ended 31 December 2022 £
Aggregate compensation	869,232	656,625

Group companies
The company has taken advantage of the exemption under FRS 102 section 33.1A not to disclose detals of intra-group transactions where those transactions are taken place between companies which are wholly owned under a common parent entity.

29 Directors' transactions

Dividends of £1,557,810 (2022: £1,050,000) were declared to the directors. Personal expenses of £7,800 (2022: £Nil) were paid by the company on behalf of the directors. As at the period/ year end, the total balance due from the directors was £21,885 (2022: £351,981). The balance owed is interest free, repayable on demand and included in other debtors.

30 Controlling party

Subsequent to the acquisition, as disclosed in note 27, Further Creative Limited became the immediate parent company, incorporated in England and Wales, and WPEF IX Holding Coöperatief W.A. became the ultimate parent company and controlling party, incorporated in the Netherlands.