Company Registration No. 06021170 (England and Wales)

OPIA LIMITED

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2021

OPIA LIMITED

COMPANY INFORMATION

Directors
C M Aubrey
S J Gales
P F Garner
A W Marwick
A W Bennallack (appointed 30 November 2021)

Company number
06021170

Secretary
S Hulls

Auditor
Ernst & Young LLP
1 More London Place
London
SE1 2AF

Registered office
Priory House
Pilgrims Court
Sydenham Road
Guildford
Surrey
GU1 3RX

OPIA LIMITED

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OPIA LIMITED

STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2021

The directors present the strategic report and audited financial statements for Opia Limited (the "Company") for the year ended 30 June 2021.

Principal activity and review of the business
The Company's principal activities are sales optimisation through sales promotion and pricing mechanics and the financial risk management of redemption based, sales promotional activity. There have been no significant changes to the Company's business model during the year under review.

Revenue in the year ended 30 June 2021 was £20,739,528 (2020: £25,841,994). The Company generated a net profit after tax for the year of £1,527,631 (2020: £661,221). The Company's net assets increased from £3,077,923 to £3,605,554 as at 30 June 2021 resulting from the profit for the year.

The year ended 30 June 2021 commenced slowly following a period of relative uncertainty due to the COVID pandemic situation but returned to more normal activity levels by the end of the first quarter. The business eventually delivered a vastly improved result on the year ended 30 June 2020 result despite the Odeon B2B cinema agency business being severely impacted by the subsequent lockdowns that were imposed.

During the year the business continued to develop new client relationships across all regions as well as successfully expanding on the breadth of its existing client relationships across new business units and into new regions. The strategy of combining internal client referrals with local sales expertise has proved successful in winning new business. In addition, the business continues to explore new sectors which can be serviced by the unique full service offering that it provides.

The growth of the business continues to be founded on a mixture of sustained organic growth, new client acquisition and successful expansion into new territories and sectors, reflecting its industry-wide reputation for reliability and quality of delivery. Opia's high-performance, data-driven sales campaigns are used by most of the best-known global consumer electronics brands, including Samsung, Microsoft, LG, Lenovo and Google, as well as retailers such as Dixons, Euronics and Lumber Liquidators.

Operational highlights for the year include:

- Continued expansion of the sales teams in key regions of North America and Europe
- New marketing initiatives executed
- Restructuring of the Customer Service team with introduction of new specialist roles
- Continued development of technology to support delivery and promotions in market
- Investment in developing the business' product set

Currency risk
Management regularly monitors the Company's currency position and exchange rate movements and makes currency decisions as appropriate.

The Company generates material revenues in Euro and US Dollars and where possible invoices in the same currency as the costs that are incurred for the project which acts as a natural hedge reducing the forex exposure to the net margin. This net margin is also used to fund the overhead costs of the business outside of the UK.

The Company holds bank accounts in these key trading currencies to manage the timing of the cashflows and in order to reduce the need to transact in and out of different currencies. A multi-currency overdraft facility is available to support this as well.

Fair value interest rate risk
The Company does not have any long term bank borrowings.

Credit risk
The Company mainly trades with long standing customers, the nature of these relationships assist management in controlling credit risk.

OPIA LIMITED

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

Liquidity risk
Management control and monitor the Company's cash flow on a regular basis, including forecasting future cash flows. The Company ensures that cashflow is a primary consideration when entering into new contracts and where possible matches the cashflows of receipts and payments to improve liquidity.

The Company closely monitors its aged debtor reports on a regular basis and has established targets for debtor days and overdue percentages.

Price risk
The Company transacts in foreign currency as it delivers its services across a number of regions. As such the Company is subject to variations in foreign currency but the Company considers that it has sufficient mitigation in place to reduce the overall exposure.

The Company holds foreign currency assets which are impacted by revaluation at the balance date. These currency fluctuations result in unrealised gains and losses in the income statement which are realised at the appropriate time.

The Company has no significant exposure to interest rate fluctuations as it has no debt nor does it have exposure to equity prices.

Key performance indicators
The Company's key performance indicators include Gross Profit (up 34%) and Operating Profit (up 327%) both against the prior year displaying strong growth. The Gross Profit margin was 43% which was sharply higher than the previous year result of 26% This movement reflects a greater contribution from the higher margin promotions as well as avoiding a repeat of the loss-making promotions that ran in FY20.

Administration expenses were 11% higher than the prior year as new staff resources were added to help grow the Company. The efficiency of the Company was improved with a Profit Before Tax margin of 10% which was higher than the prior year result of 3%.

The Company also focuses on non-financial key performance indicators including claim volumes which were flat year on year, client retention, client acquisition and number of promotions.

On behalf of the board

DocuSigned by:
Andrew Marwick
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A W Marwick
Director
19 August 2022

OPIA LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2021

The directors present their report and audited financial statements for the year ended 30 June 2021.

Dividends
During the year a dividend of £1,000,000 was paid (2020: £1,000,000).

Future developments
The business continues to develop out its product offering and having invested in strengthening its European and North American sales teams expects significant growth to arise in these markets that present many untapped opportunities.

The key growth drivers for the business are expected to come from expanding the active client base through extending the geographical reach of these blue-chip multinational clients as well of the addition of clients from new sectors. Additional opportunities are expected to arise from a clear product offering and a best in market IT architecture with integrated fulfilment partners.

In addition, the business will focus on building consistent business in market sectors outside of the core consumer electronics sectors including, the mobile phone market and other slow moving consumer goods markets. The business has already had experienced recent success in both the USA and Europe with new clients and replication of UK based activities.

As part of its continuing commitment to quality, development and expansion, the Company continues to invest in quality standards, talent and the addition of new areas of expertise. Data security and fraud protection remain a key focus and the Company's long-standing ability to deliver results, means it is well equipped to bring sales-enhancing expertise and innovation into these new markets. Another key focus is continuing the development of the data and insights product offering having launched online reporting to clients in the prior year.

Going concern
The financial statements have been prepared on a going concern basis as the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for 12 months from the date of approval of these financial statements. The Company has net assets of £3,605,554 (2020: £3,077,923) and net current assets £2,556,340 (2020: £2,276,238).

On 11 March 2020, the World Health Organization raised the public health emergency situation caused by the outbreak of the coronavirus ("COVID-19") to an international pandemic. The rapid evolution of events, nationally and internationally, represents an unprecedented health crisis, which will impact the macroeconomic environment and the evolution of business. The directors have considered the impact of the COVID-19 crisis on the Company's business operations and future prospects. The Company did not feature on the list of business premises which needed to close, and specific measures have been implemented to increase the workforce resilience, and to ensure adequate protection for our people. The Company's entire workforce has been able to work remotely while social restrictions have been in place.

The Company saw an impact on trading due to the uncertainty of COVID-19 and how it would impact the economy and with social restrictions in place. While a large proportion of the Company's services are delivered digitally and with the Company's workforce being able to work remotely, the delivery of most services was not impacted.

The Company has not experienced a significant impact arising from Brexit in January 2021 due mainly because the business services are delivered by digital means. The most impacted area for the business has been the logistics and complexity in shipping physical goods. While this has been an administrative burden it has not added material costs and is generally able to be resolved by engaging a fulfilment partner located within the EU and robust planning.

The Company's results and financial forecasts up to 31 August 2023, taking into consideration the current environment, show that the Company is expected to remain profitable and generate positive cash flows giving the Company the ability to continue to operate for the foreseeable future. The Company continues to meet its day to day working capital requirements and took action to mitigate the adverse impact of COVID-19 by implementing cost reduction strategies early and until such time as the earnings and cash flows returned. The Company continues to have available an uncommitted short-term facility of £0.5 million which is undrawn, and the Company is not expecting to require support from group undertakings.

In view of the circumstances and cash flow assessment referred to above, the directors of the Company believe that it is appropriate to adopt the going concern basis in preparing the financial statements.

OPIA LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

Directors
The directors who served the Company during the year and up to the date of approval of the financial statements were as follows:

S J Gales
A W Marwick
C M Aubrey
P F Garner
S T Phillipson (resigned 30 November 2021)
A W Bennallack (appointed 30 November 2021)

Disclosure of information to the 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, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

Qualifying third party indemnity provisions
The VRG Holdco Pty. Ltd. Group has entered into deeds of indemnity, access and insurance with each Director. Under these deeds, the Group has agreed to indemnify, to the extent permitted by law, each Director in respect of certain liabilities which the Director may incur as a result of or by reason of (whether solely of in part), being or acting as an officer of the Group.

Political donations
There were no political donations made during the year (2020: nil).

Research and development
There was no research and development costs incurred during the year (2020: nil).

Events subsequent to the balance sheet date

Dividends
On 11 October 2021, the Company paid a dividend of £1,300,000 to its parent company, Countrywide Property Investments (UK) Limited.

On 4 April 2022, the Company paid a dividend of £1,000,000 to its parent company.

War in Ukraine
In February 2022, the geopolitical situation in Eastern Europe intensified with Russia's invasion of Ukraine. There was no direct impact to the Company as a result of this conflict between these two countries.

On behalf of the board

DocuSigned by:
Andrew Marwick
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A W Marwick
Director
19 August 2022

OPIA LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 30 JUNE 2021

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the profit or loss of the Company for that year.

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 Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the 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 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 OPIA LIMITED

Opinion

We have audited the financial statements of Opia Limited for the year ended 30 June 2021 which comprise the Statement of comprehensive income, the Statement of changes in equity, the Balance sheet, and the related notes 1 to 20, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 30 June 2021 and of its 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 below. We are independent of the 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 company's ability to continue as a going concern for a period of 12 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. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Other information

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

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF OPIA LIMITED

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 year 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 the 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 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 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
- 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 directors' responsibilities statement set out on page 5, 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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF OPIA LIMITED

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework (FRS 101 and Companies Act 2006) and the relevant tax compliance regulation in the UK. In addition, the Company has to comply with laws and regulations relating to its operations, including data protection, anti-bribery and corruption.
- We understood how the Company is complying with those frameworks by making enquires of management and those charged with governance. We have considered the potential for override of controls or other inappropriate influence over the financial reporting process and whether a strong emphasis is placed on fraud prevention and deterrence.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override and by assuming revenue to be a fraud risk. We made enquiries of management to understand the Company's policies and procedures in place to detect fraud and action any incidents accordingly. We tested specific transactions back to source documentation and ensuring appropriate authorisation of the transaction.
- Based on this understanding, we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved testing journals identified by specific risk criteria, making enquiries to management and those charged with governance, as well as reading minutes of members' meetings.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at https://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.

Ernst & Young LLP

Spela Stefanov (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London
19 August 2022

OPIA LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	Year ended 30 June 2021 £	Year ended 30 June 2020 £
Revenue	3	20,739,528	25,841,994
Cost of sales		(11,783,332)	(19,162,510)
Gross profit		8,956,196	6,679,484
Administrative expenses		(6,897,439)	(6,197,554)
Operating profit	4	2,058,757	481,930
Dividend income from subsidiary		-	373,134
Interest payable and similar charges	5	(8,952)	(14,002)
Profit before taxation		2,049,805	841,062
Taxation	7	(522,174)	(179,841)
Profit after taxation		1,527,631	661,221
Other comprehensive income		-	-
Total comprehensive income for the year		1,527,631	661,221

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

OPIA LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2021

	Share capital £	Other reserves £	Retained earnings £	Total £
At 1 July 2019	80	20	3,416,602	3,416,702
Profit for the year	-	-	661,221	661,221
Dividend paid	-	-	(1,000,000)	(1,000,000)
At 30 June 2020	80	20	3,077,823	3,077,923
Profit for the year	-	-	1,527,631	1,527,631
Dividend paid	-	-	(1,000,000)	(1,000,000)
At 30 June 2021	80	20	3,605,454	3,605,554

OPIA LIMITED

BALANCE SHEET
AS AT 30 JUNE 2021

	Notes	30 June 2021 £	30 June 2020 £
Non-current assets			
Intangible assets	8	515,137	463,450
Tangible fixed assets	9	218,244	285,041
Fixed asset investments	10	17,120	200
Trade and other receivables	11	407,685	291,944
		1,158,186	1,040,635
Current assets			
Trade and other receivables	11	8,042,798	5,758,024
Deferred tax asset	12	263,124	299,952
Cash and cash equivalents	13	2,456,836	3,849,032
		10,762,758	9,907,008
Creditors: amounts falling due within one year	14	(8,206,418)	(7,630,770)
Net current assets		2,556,340	2,276,238
Total assets less current liabilities		3,714,526	3,316,873
Provision for liability	15	(48,562)	(47,223)
Lease liabilities	19	(60,410)	(191,727)
Net assets		3,605,554	3,077,923
Capital and reserves			
Called up share capital	16	80	80
Other reserves		20	20
Retained earnings		3,605,454	3,077,823
Shareholders' funds		3,605,554	3,077,923

The financial statements were approved by the Board of Directors and were signed on its behalf by:

DocuSigned by:
Andrew Marwick
64CC0552142A4A6...

A W Marwick
Director
19 August 2022

Company Registration No. 06021170

OPIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

1. Principal accounting policies

Basis of preparation

The financial statements for Opia Limited (the "Company") for the year ended 30 June 2021 were authorised for issue by the board of directors on 19 August 2022 and the balance sheet was signed on the board's behalf by A W Marwick. Opia Limited is incorporated and domiciled in England and Wales. The Company is a private limited company, limited by shares.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest pound. The presentation and classification of comparative items in the financial statements have been adjusted where appropriate to ensure that the disclosures are consistent with the current period.

These financial statements were prepared in accordance with Financial Reporting Standard 101, *Reduced Disclosure Framework* ("FRS101").

In preparing these financial statements the Company applies the recognition, measurement and disclosure requirements of International Accounting Standards in conformity with the requirements of the Companies Act 2006 and has set out below where advantage of the FRS101 disclosure exemptions have been taken.

The Company's parent undertaking of the largest and smallest group of undertakings for which consolidated financial statements are drawn up that includes the Company, is the Village Roadshow Pty. Ltd. group ("VRL group" or "group"). The consolidated financial statements of the VRL group are prepared in accordance with IFRS and are available to the public (refer to note 17). Therefore, the Company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated group financial statements.

In these financial statements, the Company has applied the exemptions available under FRS101 in respect of the following disclosures:

- The requirement in paragraph 38 of IAS1, *Presentation of Financial Statements,* to present comparative information in respect of:
  - (a) Paragraph 79(a)(iv) of IAS1;
  - (b) Paragraph 73(e) of IAS16, *Property, Plant and Equipment;*
  - (c) Paragraph 118(e) of IAS38, *Intangible Assets;*
- The requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS1;
- The requirements of IAS7, *Statement of Cash Flows;*
- The requirements of paragraphs 30 and 31 of IAS8, *Accounting Policies, Changes in Accounting Estimates and Errors;*
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS15, *Revenue from Contracts with Customers;*
- The requirements of paragraph 17 of IAS24, *Related Party Disclosures;*
- The requirements in IAS24 to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- The requirements of paragraphs 130(f)(ii) and 130(f)(iii) of IAS36, Impairment of Assets; and
- The requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 *Leases.*

As the consolidated financial statements of the VRL group include the equivalent disclosures, the Company has also taken the exemptions under FRS101 available in respect of the following disclosures:

- Certain disclosures required by paragraphs 91-99 of IFRS13, *Fair Value Measurement;* and
- The disclosure requirements required by IFRS7, *Financial Instruments: Disclosures.*

The Company proposes to continue to adopt the reduced disclosure framework of FRS101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The financial statements have been prepared on a going concern basis as the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for 12 months from the date of approval of these financial statements. The Company has net assets of £3,605,554 (2020: £3,077,923) and net current assets £2,556,340 (2020: £2,276,238).

1. Principal accounting policies (continued)

Going concern (continued)

On 11 March 2020, the World Health Organization raised the public health emergency situation caused by the outbreak of the coronavirus ("COVID-19") to an international pandemic. The rapid evolution of events, nationally and internationally, represents an unprecedented health crisis, which will impact the macroeconomic environment and the evolution of business. The directors have considered the impact of the COVID-19 crisis on the Company's business operations and future prospects. The Company did not feature on the list of business premises which needed to close, and specific measures have been implemented to increase the workforce resilience, and to ensure adequate protection for our people. The Company's entire workforce has been able to work remotely while social restrictions have been in place.

The Company saw an impact on trading due to the uncertainty of COVID-19 and how it would impact the economy and with social restrictions in place. While a large proportion of the Company's services are delivered digitally and with the Company's workforce being able to work remotely, the delivery of most services was not impacted.

The Company has not experienced a significant impact arising from Brexit in January 2021 due mainly because the business services are delivered by digital means. The most impacted area for the business has been the logistics and complexity in shipping physical goods. While this has been an administrative burden it has not added material costs and is generally able to be resolved by engaging a fulfilment partner located within the EU and robust planning.

The Company's results and financial forecasts up to 31 August 2023, taking into consideration the current environment, show that the Company is expected to remain profitable and generate positive cash flows giving the Company the ability to continue to operate for the foreseeable future. The Company continues to meet its day to day working capital requirements and took action to mitigate the adverse impact of COVID-19 by implementing cost reduction strategies early and until such time as the earnings and cash flows returned. The Company continues to have available an uncommitted short-term facility of £0.5 million which is undrawn, and the Company is not expecting to require support from group undertakings.

In view of the circumstances and cash flow assessment referred to above, the directors of the Company believe that it is appropriate to adopt the going concern basis in preparing the financial statements.

Revenue

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Promotional revenue

Revenue earned from promotional activities is recognised as the Company satisfies its performance obligations under promotional contracts over time. The basis for measuring progress towards complete satisfaction of a performance obligation for a promotion can be measured by the amount of cost put into the various steps of the promotion. Where promotional contracts span more than one reporting period, the progress of work is based on the assessment of the value of work performed at that date and a contract asset is recognised. The Company acts as either principal or agent depending on the terms of each contract.

Contract assets

Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date. Contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to the customer.

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment in value.

Depreciation is provided to write off the cost of tangible fixed assets over their estimated useful lives as follows:

Leasehold improvements	Straight line over life of the lease
Plant and machinery	33% straight line
Fixtures, fittings & equipment	33% straight line

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

Impairment

The carrying values of tangible fixed assets are reviewed for impairment at each reporting date, with recoverable amount being estimated when events or changes in circumstances indicate that the carrying value may be impaired.

1. Principal accounting policies (continued)

Tangible fixed assets (continued)

Impairment (continued)

The recoverable amount of tangible fixed assets is the higher of fair value less costs to sell and value in use. In assessing fair value less costs of disposal, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the estimated price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions. 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.

An impairment exists when the carrying value of an asset or cash-generating units exceeds its estimated recoverable amount. The asset or cash-generating unit is then written down to its recoverable amount.

De-recognition and disposal

An item of tangible fixed assets is de-recognised upon disposal or when no further future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period the asset is de-recognised.

Income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Deferred income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Provisions

A provision is recognised when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

When the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the profit and loss account net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

Interest

Interest costs are accounted for on an accruals basis in the profit and loss account using the effective interest method.

Interest income is recognised as it accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

1. Principal accounting policies (continued)

Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less. Cash and cash equivalents include restricted client cash accounts which are used for payment of promotional rebates.

Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, less an allowance for expected credit losses.

For trade receivables, the Company applies the simplified approach permitted under IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of receivables. The Company has established a provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to debtors and the economic environment.

Trade and other payables

Creditors are recognised at amounts to be paid in the future for goods and services already received, whether or not billed to the Company. They are non-interest bearing and are normally settled on 30-90 day terms.

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Company prior to the end of the financial period that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services.

Promotional accruals

At the time the Company recognises its revenues for promotional activities all costs from claim through to fulfilment of rewards are calculated and accrued. These promotional accruals include amounts relating to validation and fulfilment costs as well as an estimate of likely redemption rates and the associated reward costs where the Company is responsible for such costs.

Deferred revenues

Where services have been invoiced in advance of the performance of the obligations the value of the unrecognised part is held as a liability until such time as the performance obligations are completed. This includes advance fees and minimum unit fees.

Fixed asset investments

Investments are stated at cost less any provision required for impairment in their value. An impairment loss is recognised, in the profit and loss account, if the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell.

Pensions

The Company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the period they are payable.

Intangible assets

Intangible assets acquired separately or in a business combination are initially measured at cost. The cost of an intangible asset acquired in a business combination is its fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is charged against profits in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, which is a change in accounting estimate. The amortisation expense on intangible assets with finite lives is recognised in the statement of comprehensive income in the expense category consistent with the nature of the intangible asset.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash-generating unit level. Such intangibles are not amortised. The useful life of an intangible asset with an indefinite life is reviewed each reporting period to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is accounted for as a change in an accounting estimate and is thus accounted for on a prospective basis.

1. Principal accounting policies (continued)

Intangible assets (continued)

A summary of the policies applied to the Company's intangible assets is as follows:

Software

- Useful lives: Finite
- Amortisation method used: Amortised over estimated useful lives or 3 years
- Internally generated or acquired: Acquired
- Impairment testing: When an indication of impairment exists. The amortisation method is reviewed at each financial year-end.

Leases

Lease liabilities

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- The exercise price of a purchase option if the Company is reasonably certain to exercise that option; and
- Payments of penalties for terminating a lease, if the lease term reflects the Company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the lease liability. Where the interest rate implicit in the lease cannot be readily determined, the lease payments are discounted using the incremental borrowing rate, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Right-of-use assets

Right-of-use assets are measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before commencement date, less any lease incentives received;
- Any initial direct costs; and
- An estimate of restoration or make good costs.

The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term, on a straight-line basis.

The Company applies the short-term lease recognition exemption to leases with terms of twelve months or less and the low value asset recognition exemption to leases of assets that are considered low value. Payments associated with short-term leases and leases of low value assets are expensed on a straight-line basis in the profit or loss.

2. Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimate and assumption that has a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period is:

Impairment of intangible and tangible fixed assets

The Company determines whether intangible and tangible fixed assets are impaired at least on an annual basis. This requires an estimation of the recoverable amount of the intangible and tangible fixed assets compared to their carrying value. The value in use calculations requires the Directors to estimate the future cash flows expected to arise from the assets and a suitable discount rate in order to calculate present value.

2. Significant accounting judgements, estimates and assumptions (continued)

Incremental borrowing rate

If and when the Company cannot readily determine the interest rate implicit in the lease, it uses the lessee's incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs, such as market interest rates when available.

3. Revenue

Revenue comprised sales of consumer promotions and loyalty programs, excluding VAT, in the following geographical markets.

	Year ended 30 June 2021 £	Year ended 30 June 2020 £
United Kingdom	10,352,589	13,456,493
Europe	3,852,488	3,788,286
North America	6,240,545	8,215,025
Other	293,906	382,190
	20,739,528	25,841,994

The Company has recognised the following assets related to contracts with customers.

	30 June 2021 £	30 June 2020 £
Current:		
Trade debtors, which are included in trade and other receivables	5,330,028	3,350,316
Contract assets, which are included in accrued income	1,913,405	3,068,587
	7,243,433	6,418,903

At 30 June 2021, the Company had £549,306 of unearned revenue liability (2020: £168,601).

4. Operating profit

Operating profit is stated after charging:	Year ended 30 June 2021 £	Year ended 30 June 2020 £
Amortisation of intangible assets	203,645	197,772
Depreciation of tangible assets	32,682	42,516
Depreciation of right-of-use assets	80,458	85,938
Operating lease expenses – short term leases	386,979	255,806
Auditor's remuneration – audit services	101,256	91,910
Loss on foreign exchange transactions	331,271	-
and after crediting:		
Gain on foreign exchange transactions	-	108,785

Refer to Note 6 for staff costs for the years ended 30 June 2021 and 30 June 2020.

OPIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

5. Interest payable and similar charges

	Year ended 30 June 2021 £	Year ended 30 June 2020 £
Interest on lease liabilities	8,952	13,150
Other interest payable	-	852
	8,952	14,002

6. Directors and employees

Number of employees
The average monthly number of employees (including directors) during the year was:

	Year ended 30 June 2021 Number	Year ended 30 June 2020 Number
Sales	8	7
Administration	106	95
Management	10	7
Directors	2	2
	126	111

Employment costs	£	£
Wages and salaries	4,029,610	3,706,019
Social security costs	485,907	437,055
Other pension costs	149,452	126,608
	4,664,969	4,269,682

	Year ended 30 June 2021 £	Year ended 30 June 2020 £
Directors' remuneration		
Remuneration for qualifying services	371,460	371,213
Company pension contributions to defined contribution schemes	36,195	17,060
	407,655	388,273

	£	£
In respect of the highest paid director		
Remuneration for qualifying services	187,266	186,909
Company pension contributions to defined contribution schemes	18,098	8,530
	205,364	195,439

OPIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

7. Taxation

	Year ended 30 June 2021 £	Year ended 30 June 2020 £
UK corporation tax		
Current year	437,443	403,918
Total current tax charge	437,443	403,918
Deferred tax		
Net deferred tax asset taken up in retained earnings on transition to IFRS16	-	(31,680)
Current year	(41,365)	(278,176)
Prior period	126,096	85,779
Total deferred tax charge	84,731	(224,077)
Total tax charge	522,174	179,841

Factors affecting the tax charge for the year

The tax for the year differs from profit before tax multiplied by the standard rate of corporation tax in the UK of 19% (2020: 19%). A reconciliation of the current tax for the year to the tax on the profit at the standard rate is set out below:

	Year ended 30 June 2021 £	Year ended 30 June 2020 £
Profit before taxation	2,049,805	841,062
Profit before taxation multiplied by standard rate of UK corporation tax of 19% (2020: 19%)	389,463	159,802
Effects of:		
Adjustment in respect of previous years	126,096	85,779
Non-assessable income	-	(70,896)
Expenses not deductible	6,615	5,156
	132,711	20,039
Total tax charge for the year	522,174	179,841

Factors that may affect future tax charges

The Finance Bill 2021 had its third reading on 24 May 2021, and is now considered to be substantively enacted. This means that the main rate of corporation tax will increase to 25% from 1 April 2023.

OPIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

8. Intangible assets

	Software
	£
Cost	
At 1 July 2020	1,115,990
Additions	255,332
At 30 June 2021	1,371,322
Amortisation	
At 1 July 2020	652,540
Charge for the year	203,645
At 30 June 2021	856,185
Net book value	
At 30 June 2021	515,137
At 30 June 2020	463,450

9. Tangible fixed assets

	Leasehold improvements	Plant and machinery	Fixtures, fittings & equipment	Right-of-use assets	Total
	£	£	£	£	£
Cost					
At 1 July 2020	16,081	178,275	152,962	318,797	666,115
Additions	-	34,313	12,030	-	46,343
Disposals	-	-	(17,927)	-	(17,927)
At 30 June 2021	16,081	212,588	147,065	318,797	694,531
Depreciation					
At 1 July 2020	12,285	133,143	149,708	85,938	381,074
Disposals	-	-	(17,927)	-	(17,927)
Charge for the year	1,956	27,411	3,315	80,458	113,140
At 30 June 2021	14,241	160,554	135,096	166,396	476,287
Net book value					
At 30 June 2021	1,840	52,034	11,969	152,401	218,244
At 30 June 2020	3,796	45,132	3,254	232,859	285,041

Right-of-use assets recognised relates to leased office properties. Refer to Note 19 for further information on the Company's leases.

10. Fixed asset investments

	Shares in subsidiary undertakings £
Cost	
At 1 July 2020	300
Additions	16,920
At 30 June 2021	17,220
Provisions for diminution in value	
At 1 July 2020 and at 30 June 2021	100
Net book value	
At 30 June 2021	17,120
At 30 June 2020	200

Holdings of more than 20%
The Company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Principal activity	Share held	
Subsidiary undertakings			**Class**	**%**
Summit Digital Limited	England & Wales	Dormant	Ordinary	100
Halo Promo Risk Limited	England & Wales	Sales & marketing	Ordinary	100
Opia Switzerland SAGL	Switzerland	Sales & marketing	Ordinary	100
Halo Promo Risk SA (Pty) Limited	South Africa	Sales & marketing	Ordinary	100
Opia US Inc.	United States	Sales & marketing	Ordinary	100

The address and registered office of Summit Digital Limited and Halo Promo Risk Limited is Priory House, Pilgrims Court, Sydenham Road, Guildford, Surry, GU1 3RX, UK. The registered office of Halo Promo Risk SA (Pty) Limited is 43 Magalies, Montpark Drive, Montgomery Park, Johannesburg, SA. The registered office of Opia US Inc. is 332 S Michigan Ave, Chicago, USA. The registered office of Opia Switzerland SAGL is Corso Elvezia, 23 – 6900 Lugano, Switzerland.

11. Trade and other receivables

	30 June 2021 £	30 June 2020 £
Current:		
Trade debtors	5,409,498	3,307,814
Other debtors and accrued income	2,113,912	2,238,378
Prepayments	519,388	211,832
	8,042,798	5,758,024
Non-current:		
Amounts owed by related undertakings	407,685	291,944
	407,685	291,944

Amounts owed by related undertakings are unsecured, interest free and have no fixed terms of repayment.

12. Deferred tax asset

	Deferred tax asset £
Balance at 1 July 2020	299,952
Utilised during the year	(36,828)
Balance at 30 June 2021	263,124

The deferred tax asset is made up as follows:	**30 June 2021** £	**30 June 2020** £
Temporary differences:		
Provisions	263,547	251,996
Property, plant & equipment and intangibles	(10,851)	16,276
Leases	10,428	31,680
	263,124	299,952

13. Cash and cash equivalents

	30 June 2021 £	**30 June 2020** £
Cash at bank	2,080,291	3,072,131
Cash balance held on behalf of customers	376,545	776,901
	2,456,836	3,849,032

The cash balance held on behalf of customers is restricted and held in separate bank accounts and used for payment of promotional rebates. This balance cannot be called upon should the Company become insolvent.

14. Creditors: amounts falling due within one year

	30 June 2021 £	**30 June 2020** £
Trade and other creditors	939,633	814,509
Lease liabilities	146,873	153,478
Amounts owed to related undertakings	1,635,595	1,094,850
Other taxes and social security costs	587,453	243,450
Corporation tax payable	551,163	113,720
Promotional accruals	3,059,698	2,781,814
Accruals and unearned revenue	1,286,003	2,428,949
	8,206,418	7,630,770

Amounts owed to related undertakings are unsecured, interest free and have no fixed terms of repayment.

Refer to Note 19 for further information on the Company's leases.

15. Provision for liability

	Onerous lease and other charges £
At 1 July 2020	47,223
Added during the year	36,025
Utilised during the year	(34,687)
At 30 June 2021	48,562
Analysed as:	
Current	36,421
Non-current	12,141
	48,562

16. Authorised, issued and called up share capital

Authorised, called up and fully paid	**30 June 2021** £	**30 June 2020** £
80 (2020: 80) Ordinary shares of £1 each	80	80

17. Ultimate parent undertaking and controlling entity

The immediate parent entity is Countrywide Property Investments (UK) Limited, a Company registered in England and Wales. The directors consider the ultimate parent company and controlling party to be VRG Holdco Pty. Ltd. which is incorporated in Australia.

The parent undertaking of the largest and smallest group of undertakings for which group financial statements are drawn up and of which the Company is a member is Village Roadshow Pty. Ltd., a company incorporated in Australia. Copies of the group financial statements can be obtained from the Secretary, Village Roadshow Pty. Ltd., Level 1, 500 Chapel Street, South Yarra, Victoria, 3141, Australia.

18. Related party transactions

The Company has taken advantage of the exemption available under the requirements of IAS 24, *Related Party Disclosures*, not to disclose transactions with its wholly owned subsidiaries.

The total outstanding balance payable to Countrywide Property Investments (UK) Limited at 30 June 2021 was £273,806 (2020: £273,806).

During the year ended 30 June 2021, the Company had entered into a group tax relief arrangement, with Edge UK Holdings Limited, a wholly owned subsidiary of the VRL group, and Edge Loyalty Europe Limited, a 80% owned subsidiary of the VRL group, for a total value of £47,903. The total outstanding balance payable to Edge UK Holdings Limited at 30 June 2021 was £79,565 (2020: £47,747). The total outstanding balance payable to Edge Loyalty Europe Limited at 30 June 2021 was £Nil (2020: £Nil). The total outstanding balance payable to Village Theatres 3 Limited, a wholly owned subsidiary of the VRL group, at 30 June 2021 was £Nil (2020: £461,688).

OPIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021

19. Leases

The balance sheet shows the following related to leases:

	30 June 2021	30 June 2020
	£	£
Right-of-use assets:		
Properties	152,401	232,859
	152,401	232,859
Lease liabilities:		
Current	146,873	153,478
Non-current	60,410	191,727
	207,283	345,205

The statement of comprehensive income contains the following amounts relating to leases:

	30 June 2021	30 June 2020
	£	£
Depreciation charge on right-of-use asset – office properties	80,458	85,938
Expenses relating to short-term leases office property	386,979	255,806
Rental income from sub-leasing right-of-use assets	89,146	52,677

The total cash outflow on leases, net of sub-lease rental income during the year ended 30 June 2021 was £57,727 (2020: £100,801). The following sets out a maturity analysis of contractual undiscounted cash flows at 30 June 2021:

	2021
	£
Less than one year	129,036
One to two years	43,044
Two to three years	43,044
Total undiscounted lease payments to be paid	215,124

The total commitment for short-term leases at 30 June 2021 was £167,108.

Operating lease as lessor
The lease liability relates to two leased office properties. One office property is leased out, and the Company has classified this as an operating lease, because it does not transfer substantially all the risks and rewards of incidental to the ownership of this leased asset. The following sets out maturity analysis of lease payments, showing the undiscounted lease payments to be received after 30 June 2021:

	2021
	£
Less than one year	48,613
One to two years	16,204
Total undiscounted lease payments to be received	64,817

20. Events subsequent to the balance sheet date

Dividends
On 11 October 2021, the Company paid a dividend of £1,300,000 to its parent company, Countrywide Property Investments (UK) Limited.

On 4 April 2022, the Company paid a dividend of £1,000,000 to its parent company.

War in Ukraine
In February 2022, the geopolitical situation in Eastern Europe intensified with Russia's invasion of Ukraine. There was no direct impact to the Company as a result of this conflict between these two countries.