COMCAST BIDCO HOLDINGS LIMITED

Annual report and financial statements
For the year ended 31 December 2023

Registered number: 11341628

Directors and Officers

For the year ended 31 December 2023

Directors

Comcast Bidco Holdings Limited's (the "Company") present Directors and those who served during the year are as follows:

T J Reid	(resigned 24 July 2023)
S Robson	
E Wideman	(appointed 25 July 2023)

Secretary
Sky Corporate Secretary Limited

Registered office
Sky Central
Grant Way
Isleworth
Middlesex
United Kingdom
TW7 5QD

Auditor
Deloitte LLP
Statutory Auditor
London
United Kingdom

Strategic and Directors' Report

Strategic Report for the year ended 31 December 2023

The Directors present their Strategic Report on the affairs of the Company, together with the Directors' Report, Auditor's Report and financial statements for the year ended 31 December 2023, with comparatives for the year ended 31 December 2022.

The purpose of the Strategic Report is to inform members of the Company and to help them assess how the Directors have performed their duty to promote the success of the Company for the benefit of its members as a whole under Section 172(1) of the Companies Act 2006 (duty to promote the success of the Company).

Business review and principal activity

The Company is a wholly-owned subsidiary of Comcast Corporation ("Comcast") (the immediate and ultimate parent company) and operates together with Comcast's other subsidiaries as part of the Comcast Group.

The Company's principal activity is to act as a holding company for Comcast's investment in Sky Limited ("Sky") and its subsidiaries (the "Sky Group" or "the Group") via a direct shareholding in Comcast Bidco Limited.

Financial Review and Dividends

The audited financial statements for the year ended 31 December 2023 are set out on pages 16 to 32. The loss before tax for the year was $13,827 million (2022: $16,508 million loss). During the year the Company had investment income of $187 million (2022: $72 million) and finance costs of $126 million (2022: $165 million).

Following an impairment review, an impairment of the Company's investment in Comcast Bidco Limited of $13,888 million was recognised in the current year, (2022: $16,415 million) as the recoverable amount was determined to be less than the carrying amount of the investment at the year-end date.

The Balance Sheet shows that the Company's total shareholder's equity position at the year end was $6,243 million (2022: $6,738 million).

During the period Comcast Corporation subscribed for 4 shares in Comcast Bidco Holdings Limited as consideration for the release and extinguishment of $13,303 million loan balances payable to Comcast Corporation, as part of a wider project to recapitalise entities and repay debt in the Company and its subsidiaries. The share premium was subsequently cancelled into retained earnings.

Subsequently, following an impairment review, a $13,888 million impairment charge was recognised in the Company's investment in Comcast Bidco Limited. This impairment relates to a decline in the recoverable amount of Comcast Bidco Limited, primarily due to both adverse macroeconomic conditions resulting in reduced estimated future cash flows for Comcast Bidco Limited and its subsidiaries, and a higher discount rate being used in value in use calculations.

The Directors do not recommend the payment of a final dividend for the year ended 31 December 2023 (2022: nil).

Key performance indicators (KPIs)

Comcast and the Company manage their operations on a divisional basis. For this reason, the Directors believe that an analysis using KPIs for the Company is not necessary or appropriate for an understanding of the development, performance or position of the Company. The results of the Company are included in the KPIs of Comcast, the ultimate controlling party. More information is included in Comcast's filings with the U.S. Securities and Exchange Commission, including its Annual Report on Form 10-K for the year ended 31 December 2023, and subsequent filings.

Principal risks and uncertainties

The Company's activities expose it to financial risks, namely liquidity risk and investment performance risk. The Directors do not believe the Company is exposed to significant credit risk, cash flow risk, interest rate risk or price risk.

Section 172(1) Statement

Under section 172(1) of the Companies Act 2006 ("Section 172(1)"), the Directors must act in a way that they consider, in good faith, would most likely promote the success of the Company for the benefit of its members as a whole and in doing so have regard (amongst other matters) to:

- the likely consequences of any decision in the long term
- the interests of the Company's employees
- the need to foster the Company's business relationships with suppliers, customers and others
- the impact of the Company's operations on the community and the environment
- the desirability of the Company maintaining a reputation for high standards of business conduct
- the need to act fairly between members of the Company.

This section explains how the Directors of the Company, both individually and collectively, have had regard to the factors listed above in their decision making during the year ended 31 December 2023. As part of their decision-making process, the Directors have regard to the likely consequences of any decision in the long term.

The Company is a subsidiary of the Comcast Group and therefore consideration of stakeholder engagement is intrinsically linked to the wider Comcast strategy in order to achieve a greater aligned impact, rather than at an individual company level. Decisions made by the Directors consider the Comcast Group's strategic goals and follow Comcast's Code of Conduct, which defines our principles of business conduct and reflects our shared commitment to integrity and seeks to ensure that the Company maintains high standards of business conduct. The Directors also have due regard to other relevant policies, frameworks and internal controls of the Comcast Group in relation to governance and stakeholder matters. Principal decisions made at the Company level include approving the annual financial statements and dividend distribution in Board meetings, among others.

Our Employees

The Directors recognize that employees are central to our success. We embrace diversity, of background, culture, skills and experience throughout our business, and seek to have a workforce that is inclusive and reflective of the diversity of our stakeholders, including our shareholders, employees, customers, suppliers and the communities where we operate.

The Company and its Directors are proud of our community of employee resource groups, which are voluntary, employee-led organisations dedicated to developing the careers of our employees, contributing to community service and building on an inclusive and collaborative workplace and culture. The Company is committed to equal opportunities in employment and recruitment and promoting the diversity of our workforce in respect of, among others, disability, race, gender, age, sexual orientation, pregnancy, marital status or fixed or part time status. We aim to ensure a transparent, professional working environment where employees treat each other with respect and in which all employment-related decisions (from recruitment to career development and progression) are based on the individual's qualifications, ability, performance, skills and potential. We communicate with our employees frequently and conduct employee engagement surveys.

Our Partners

As a part of the Comcast Group, the Directors and the Company as a whole seek to build long-term relationships with our suppliers and customers and help them succeed. A critical part of doing business is partnering with others, and we believe that partnerships are built on trust and mutual advantage. The Comcast Group considers these relationships and the feedback received from engagement with our partners in its decision-making process.

We expect our suppliers and business partners to act ethically and share in our commitment to operate with integrity and in accordance with applicable laws and regulations, as set forth in our Code of Conduct for Suppliers and Business Partners, available here: https://corporate.comcast.com/impact/values-integrity/integrity/our-suppliers-and-business-partners.

Comcast's annual Statement on Modern Slavery and Supply Chain Values and Sky's Human Rights and Modern Slavery Update provide more information on the Company's approach to understanding and addressing the risks of modern slavery, as well as conducting human rights due diligence.

Our Communities

As a part of the Comcast Group, a global media and technology company, the Directors and the Company as a whole seek to use our resources – our people, programming and platforms – to work toward opportunity for all in areas where we can have a meaningful impact. By supporting local communities, our teammates, and our planet we can help create a world of unlimited possibilities so that together we can build a future that benefits generations to come. We are focusing our efforts in the following areas:

- *Digital Equity.* Helping people access the resources, skills and tools they need to succeed in an increasingly digital world.
- *Diversity, Equity and Inclusion.* Embracing diversity of background, culture, skills and experience throughout our business.
- *Environment.* Shaping a more sustainable future by improving our environmental impact; and
- *Values and Integrity.* Fostering a company culture built on integrity and respect. Our values and principles guide everything we do.

Environment

The Directors and the Company as a whole have considered the importance of climate change and working towards the Comcast Group's strategy for a sustainable future, which includes setting a goal to be carbon neutral by 2035 in Scope 1 and 2 emissions across our global operations. Comcast Group is also working toward its commitment to set near-term emissions reduction goals with the Science Based Target initiative (SBTi). To achieve these goals, we are focused primarily on sourcing clean and renewable energy and improving energy efficiency. We are also innovating to create more sustainable products and packaging. More details on the Comcast Group's environmental strategy can be found at https://corporate.comcast.com/impact/environment.

The Directors and management of the Company are responsible for ensuring the Company contributes to the progress toward these Group wide goals, and consideration of these goals, together with wider environmental impact considerations, are incorporated into the Company's decision-making processes. For more information on Group wide environmental performance and progress, see the Carbon Footprint Data Report, the Sustainability Accounting Standards Board (SASB) Report, the Task Force on Climate-Related Financial Disclosures (TCFD) Report and the Carbon Disclosure Project (CDP) Report, all available on Comcast Group's ESG Reporting website at https://www.cmcsa.com/esg-reporting.

Members

The Company is a wholly owned subsidiary of Comcast Corporation and is part of the Sky Group and is ultimately controlled by Comcast. The duties of the Directors are exercised in a way that is most likely to promote the success of the Company, the Sky Group and the Comcast Group as a whole, while having regard to the factors outlined in Section 172(1).

Approved by the Board and signed on its behalf of

S Robson
Director

Sky Central
Grant Way
Isleworth
Middlesex
United Kingdom
TW7 5QD

Date:29 August 2024

Directors' Report for the year ended 31 December 2023

The Directors present their report and the audited financial statements of Comcast Bidco Holdings Limited (the "Company") for the year ended 31 December 2023.

Directors

The Directors who served during the year are shown on page 1.

The Company has chosen, in accordance with section 414C(11) of Companies Act 2006, to include such matters of strategic importance to the Company in the Strategic Report which otherwise would be required to be disclosed in the Directors' Report.

Going concern

The financial statements have been prepared on a basis other than going concern, as the Directors intend for the Company to cease operations as part of an entity restructuring exercise within 12 months from the signing of the financial statements. No adjustments have been made to any balances within the financial statements as a result of this change in basis of preparation.

Director's confirmations

For the purposes of Section 418 of the Companies Act 2006, in case of each Director in office at the date of this report is approved:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Deloitte LLP have expressed their willingness to continue as auditor and a resolution to reappoint them was approved by the Board of Directors on 29 August 2024.

Dividend

The Directors do not recommend the payment of a final dividend in the current year (2022: $nil)

For the year ended 31 December 2023 there was an interim dividend paid of nil pence per ordinary share (2022: $nil)

Financial risk management

The principal risks facing the Company are liquidity risk and investment performance risk. The Company is not exposed to significant interest rate risk, credit risk or price risk.

Liquidity risk

The Company relies on the Comcast Group Treasury function to manage its liquidity and ensure that sufficient funds are available for ongoing operations and future developments.

Investment performance risk

The principal risk facing the Company relates to the recoverability of the Company's investment in subsidiaries. Recovery of these assets is dependent upon the generation of sufficient profits to pay dividends or from the proceeds of sale of such investments, in the event of their disposal. The Company reviews the carrying amount of its investments at each balance sheet date to determine whether there is any indication of impairment.

Employee engagement statement

The Directors and the Company as a whole place considerable value on the involvement of employees, and have continued to keep them informed on matters affecting them as employees and various factors affecting the performance of the Company. Employees are consulted through formal and informal meetings and internal communications, with the aim of ensuring that their views are taken into account when decisions are made which are likely to affect their interests, and that all employees are aware of the financial and economic performance of the Company and of Comcast Group as a whole. Furthermore, directors have regard to employee interests in the context of principal decisions made with respect to the Company during the year. We seek to create an engaged workforce through proactive listening and constructive dialogue, including through employee engagement surveys, as well as through Comcast's nine employee resource groups, with approximately 36,000 members in 250 chapters, that are voluntary, employee-led organizations open to all across our business dedicated to developing the careers of our employees, contributing to community service and building on an inclusive and collaborative workplace and culture. We also offer a variety of training programs and initiatives focused on creating a more inclusive workplace culture, including company-wide forums like our DE&I speaker series, along with an enterprise-wide learning catalogue. We are committed to creating an environment that encourages employees to ask questions, raise concerns and speak up about a workplace issue or suspected illegal or unethical conduct. We provide several channels for speaking up without fear of retaliation, including a helpline and web portal that are administered by an independent third-party company and allow for anonymous reporting when permitted by applicable laws.

Comcast has employee stock purchase plans in the United States, United Kingdom, India and several other European countries where most of our full-time and part-time employees can purchase Comcast stock at a discount.

Disabled persons

Applications for employment by anyone with a physical or mental impairment are always fully considered, bearing in mind the abilities of the applicant concerned. For members of staff with a disability, or who become disabled during employment, every effort is made to ensure that their employment with the Company continues and that appropriate adjustments are considered and support provided, in line with our reasonable adjustment policy. If a disabled employee is unable to continue in their current role after considering the adjustments available, we have a redeployment policy to provide support to help the employee secure an alternative role. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be equal to that of other employees.

Stakeholder engagement statement

The Company and Comcast maintain an active dialogue with Comcast's shareholders to consider a diversity of perspectives. Information on engagement with stakeholders, including suppliers, customers and communities, is set out in the "Section 172(1) statement" section of the Strategic Report.

Corporate Governance Statement

Code of Conduct

The Company is ultimately controlled by Comcast and operates together with Comcast's other subsidiaries as part of the Comcast Group. Comcast board of directors is responsible for establishing corporate governance practices and policies for the Comcast Group. The Company has adopted the Comcast Code of Conduct, which sets out the four core values that the Comcast Group is guided by: an entrepreneurial spirit; doing the right thing and acting with integrity; having respect for each other; and giving back. It explains how these principles are put into practice within the Comcast Group of companies. Specifics of the Code of Conduct are available at https://www.cmcsa.com/corporate-governance.

Sky employees also receive their own "Ways of Working" manual which details its values as a business and sets employee behavioural expectations. The Sky Group's policies may be found at https://www.skygroup.sky/documents-policies.

The Directors believe that the Comcast Code of Conduct, Sky's Ways of Working and the corporate governance arrangements described below represent the primary areas of the Company's corporate governance framework given that it operates as a wholly-owned subsidiary of Comcast. As a result, the Directors decided not to formally adopt a recognised code of corporate governance.

Board composition

The Company's board (the "Board") comprises of 2 directors. The size, structure and composition of the Board is appropriate to meet the Company's strategic needs and challenges and reflects a balance in depth of skills and experience to promote effective decision making. The Directors did not receive remuneration for their role as statutory directors of the Company during the year because they are employees who receive remuneration for their employment with the Sky Group or Comcast Group.

Director Responsibilities

The Company's embedded operating framework within the Comcast Group and Sky Group sets out the rules, policies and delegations of authority with which the Company complies and establishes clear lines of accountability and responsibility to support decision-making. The Company delegates authority of day-to-day management to senior executives and engages leadership to set, approve and oversee the execution of the Company's and the Sky Group's business strategy. The Company follows our Contract Standards and Approval Policies for approving contracts which reserves certain matters. In some circumstances additional approvals from specific personnel are required. The Board meets on an ad hoc basis to consider the Company's activities and to review and approve strategic and other key decisions.

Oversight of management and risk

Oversight of management and risk is intrinsically linked to the Comcast board of directors, which provides guidance to and oversight of management with respect to Comcast Group's business strategy throughout the year. Active risk management is primarily the responsibility of management, which performs a company wide enterprise risk management assessment to identify key risks and to manage and mitigate the significant strategic, operational and legal risk areas for Comcast, overseen by the Comcast board of directors. In addition, the Company's Board monitors risks relating to the Company and its performance and regularly reviews measures to address and mitigate such risks, as well as monitoring how the Comcast Group strategy is implemented and communicated. Sky's formal risk management framework is embedded within the business to support the identification and management of risk across the Sky Group. An ongoing monitoring process operated by the Sky Group risk team and supported by senior management identifies and reports on significant changes or new risks. The Sky Group Risk and Assurance function assists the business in developing risk registers and consolidates these both to support Sky's day-to-day approach to risk and to inform Comcast's annual enterprise risk management assessment.

Comcast corporate governance documents are available at: https://www.cmcsa.com/corporate-governance

Non-Financial and Sustainability Information (NFSI) Statement

Governance

The significant risks facing the Company are set forth under "Principal risks and uncertainties" above. The Company also recognises the importance of effectively managing significant climate-related risks and opportunities and has embedded this into its existing risk management and decision-making processes as appropriate. Climate-related risks and opportunities are first identified and managed on a Comcast Group-wide basis through the Comcast Group's enterprise risk management ("ERM") process, as described in further detail below, which includes input from the Company. The Company further assesses climate-related risks and opportunities in relation to the Company, on a Sky Group basis, and relevant climate-related initiatives at the Sky Group level as described below.

Comcast Board Oversight

The Comcast Corporation Board of Directors and its committees exercise their respective roles in strategy and risk oversight in a variety of ways, including the following that may relate to climate change:

- Oversight of risks associated with the Comcast Group's reputation, which may include the Comcast Group or the Company's climate-related activities, and review of climate-related strategies and initiatives as appropriate, including those related to the Company.
- Oversight of the Comcast Group's ERM assessment process, which includes input from the Company, and various policies, practices and assessments with respect to significant business risks including relating to business continuity, such as those risks arising from severe weather events.

Management Oversight

The Company, at the Sky Group level, has a Risk, Compliance and Governance Committee which is responsible for the monitoring and management of the Sky Group's risks. The Committee is composed of legal, financial, technology and security executives, who contribute into the wider Comcast ERM process.

The Comcast Group's executive management team has the overall responsibility for its ERM process, and an ERM steering committee composed of legal, financial, and business executives manages the process, with one or more senior business executives then monitoring and managing each of the identified risks.

In addition, the Comcast Group has two management committees that oversee governance of environmental sustainability for the enterprise - a senior executive-level committee and an operational committee.

- The Executive Environmental Committee, chaired by the Comcast Group's Chief Financial Officer and Chief Legal Officer, meets at least annually with members of the Environment Operating and Governance Committee ("EOGC") to assess and manage climate-related risks and opportunities and review and approve environmental sustainability strategy, targets and results.
- The EOGC, chaired by the Comcast Group's Senior Vice President of Corporate Environmental Sustainability, defines strategies across its businesses to address climate-related risks, realise climate-related opportunities and prioritise activities from a financial planning perspective that will help the Comcast Group 2035 carbon neutral goal. The EOGC meets periodically and is comprised of executives from each business unit, including the Sky Group, across multiple functions including procurement, strategy, finance, accounting, legal and other operational functions.

The Company, at the Sky Group level, has further developed its own tailored climate-related strategies and initiatives. The Sky Group Chief Corporate Affairs Officer and the Sky Group Director of Bigger Picture and Sustainability are accountable for the Company's sustainable business strategy and report into the Risk, Compliance and Governance Committee and EOGC when required.

Non-Financial and Sustainability Information (NFSI) Statement (continued)

Identification, Assessment and Management of Climate-Related Risks and Opportunities

The Company, at the Sky Group level, has a Risk, Compliance and Governance Committee which is responsible for identifying and managing the Sky Group's risks, with key Committee members involved in the Comcast Group-wide ERM process.

Risk identification and management are integrated within the Comcast Group's ERM process which is led by its ERM Committee, comprised of executive leadership across Comcast's businesses (including the Sky Group) and co-chaired by the Comcast Group's Chief Financial Officer and Chief Legal Officer. This Committee is responsible for identifying risks that are potentially most impactful to the Comcast Group and related risk mitigation strategies. The Audit Committee of Comcast Corporation's Board of Directors has oversight of the ERM process, and the full Board of Directors has oversight for the resulting risks and mitigations.

Risk identification and mitigation is iterative. The Company, at the Sky Group level, models and considers various assumptions for strategic investment as part of the Comcast Group's Long-Range Planning ("LRP") cycle each year. The LRP process occurs over several months annually to model, plan and set budgets for the Comcast Group over a 5-year (short-term and medium-term) horizon, in line with the financial LRP process.

The combination of the ERM and LRP processes determines which mitigation activities for the Comcast Group's most impactful risks are prioritised for short-term and medium-term funding. As mitigation strategies and opportunities are planned and funded as part of the LRP and budget processes, the results feed into the plans of the Comcast Group's Internal Audit function, who independently validates progress in the general course of its audit work.

In addition, the outcomes of the LRP process are used across the Comcast Group to identify risks and opportunities to inform the decarbonisation of the business. At the Sky Group level, the Company works with various business units on these plans, with focus on material areas of the business including Group Product and Group Supply Chain.

Risk Management

Within the ERM process, environmental risks are not stand-alone ERM risks given the overall nature of the Comcast Group's business. Instead, environmental-related risks are reflected within some of the Comcast Group's top risks. For example, business continuity risk includes crisis planning, preparedness/testing and response across a variety of events, including weather events (e.g. hurricanes, floods, wildfires), natural disasters (e.g. earthquakes and tsunamis), pandemics, wide-spread power outages, supply chain disruption and cyber-attacks.

Business continuity and disaster recovery programs at the Company are led by a Steering Committee comprised of senior business, financial and technological leaders. These leaders seek to ensure that the Company continuously evaluates and tests critical operations, technology and facilities for incident response and recovery. Where relevant, the Steering Committee and crisis responders coordinate to ensure appropriate responses for the Company's customer and employee populations. Pursuant to its charter, the Audit Committee of Comcast Corporation's Board of Directors receives periodic reports on business continuity activities. Because risk management is considered an integral part of company operations, environmental aspects of top ERM risks are managed by the same operational owners responsible for mitigating the specific ERM risks. This approach allows environmental issues to be considered alongside other operational factors when determining mitigation strategies and prioritisation.

Climate-Related Risks and Opportunities

At this time, neither the Company nor the Comcast Group has more widely identified any climate-related risks that are independent of the material operational risks already identified as part of the ERM process, which includes input from the Company. See Risk Management above for more information.

It is not considered that acute and chronic physical climate-related risks are material on a standalone basis for the Company or for the Comcast Group. The following are examples of some of the more meaningful climate-related transition risks identified that, while also not material on a standalone basis, may impact the Company at the Sky Group level. Consistent with the Corporate Sustainability Reporting Directive, we consider short-term to be less than one year, medium-term to be one to five years, and long-term to be over five years, but the specific time-period definitions are not determinative since the transition risks below fall across all three timeframes.

Non-Financial and Sustainability Information (NFSI) Statement (continued)

Risk Category	Risk Description	Efforts to Mitigate Risk
Transition Risks		
Regulatory and Legal	Increased or changing climate-related rules and regulations in the jurisdictions in which the Sky Group operates, which could lead to increased operational costs, compliance burdens and/or litigation. Such risks could be exacerbated by regulations that are enacted now but rely on future improvements in public infrastructure.	• Tracking relevant current and emerging regulations. • Building into annual budget and long-range plans investments needed to comply with new regulations. • Continuing to decarbonise Scope 1, 2 and 3 greenhouse gas (GHG) emissions towards Sky's 2030 target, which may reduce potential regulatory exposure to future requirements based on an entity's GHG emissions.
Market	Increased operational costs due to changing input prices (e.g. energy, water, supply chain) or output requirements (e.g. energy efficiency, waste treatment).	• Continuing to pursue energy efficiency and reduction initiatives in Sky's network, data centres, facilities and operations to minimise exposure to negative market changes. • Securing long-term supply contracts for clean and renewable energy in both deregulated and regulated markets. • Continuing to build geographic diversity and supplier reliability, redundancy, and business continuity planning in Sky's supply chain. • Designing products and operational infrastructure for increased refurbishment, reuses and recycling in support of a circular economy to reduce the use of raw materials.
Reputation	Brand and reputation risk from the Company's environmental impact or speed of action around climate or energy, or the climate resilience of Sky's products and services.	• Continuing to reduce Scope 1, 2 and 3 GHG emissions towards Sky's 2030 target over time. • Developed a Code of Conduct for Suppliers and Business Partners, which includes key provisions around business continuity and sustainable practices.

Climate-related opportunities, at the Sky Group level which may impact the Company's business, have been assessed and it has been determined that there are no such opportunities that are material on a standalone basis.

Metrics and Targets

In addition to enterprise metrics, targets and key performance indicators, the Company has been reporting its carbon footprint at the Sky Group level since 2005/06, which includes its businesses in the UK, Republic of Ireland, Portugal, Germany, Austria, Switzerland and Italy.

Metrics

The Company is a wholly owned subsidiary of Comcast Corporation (the immediate parent company) and operates as part of the Sky Group. Information on Sky's carbon footprint across Scope 1, Scope 2 and certain Scope 3 emissions, an appropriate intensity metric, and the total energy use of electricity, gas and transport fuel is not practical to determine at the Company level. The information is obtainable only at the Sky Group and the UK and Ireland levels, and there is no practical allocation method available (for example based on revenue or headcount) that would result in consistent and reliable information between companies in the Sky Group and over time. Accordingly, the table below presents the carbon footprint for the Sky Group and the UK and Ireland, which are the only levels at which the information can be practically obtained.

Non-Financial and Sustainability Information (NFSI) Statement (continued)

	2023		2022	
	UK and Ireland	Sky Group	UK and Ireland	Sky Group
Carbon Emissions (tCO2e)				
Emissions from combustion of gas (Scope 1)	3,244	**3,244**	5,264	**5,264**
Emissions from the consumption of fuel for the purposes of transport (Scope 1)	17,469	**19,992**	20,075	**22,836**
Emissions from purchased electricity (Scope 2 - location-based)	36,434	**54,580**	32,772	**48,774**
Emissions from business travel in employee-owned vehicles where the company is responsible for purchasing the fuel (Scope 3)	254	**438**	1,013	**1,194**
Total Carbon Emissions (tCO2e)	57,401	**78,254**	59,124	**78,068**
Total Energy consumption (kWh)	266,903,404	**336,620,365**	285,258,511	**352,872,911**

During the year ended 31 December 2023 the UK&I intensity ratio of tCO2e per FTE was 2.22 (2022: 2.19). Note that this metric was presented in prior year as emissions divided by revenue, whereas in current year this metric represents emissions divided by FTE.

Further, the presentation of emission data in the metric has been updated to bifurcate Scope 1 and Scope 2 information. As such the 2022 numbers in the metric above are not directly comparable to the disclosure in the prior-year financial statements'.

Methodology

The Company has revised the presentation of the metrics in line with the 2019 UK Government environmental reporting guidance.

The Company has calculated GHG emissions using the location-based method, in compliance with Streamlined Energy and Carbon Reporting (SECR) requirements. Sky's GHG emissions are calculated in carbon dioxide equivalent (CO2e) according to the Greenhouse Gas Protocol Corporate Standard and associated guidance. Sky utilise the emission factors from the latest UK Government (DESNZ) Greenhouse Gas Conversion Factors for Company Reporting (2023), IEA Statistics Data Service: Emission Factors (2023 edition) and theEPA eGRID (2021 edition). Sky does not currently track emissions related to rental cars within Scope 3 business travel emissions.

Data for UK and Ireland includes Joint Ventures, small international offices and news bureaus and business activities in Portugal.

Targets

Sky was the first media company to go CarbonNeutral® in Scope 1 and 2 emissions in 2006. In 2020, Sky set a science-based target, verified by the Science Based Targets initiative, to halve Scope 1, 2 (market-based), and 3 emissions by 2030 from a 2018 baseline. From 2018 to 2023, Sky's total Scope 1, 2 (market-based) and 3 emissions have increased by 3%, driven by an increase in Scope 3 emissions.

Sky's focus for Scope 3 emission reductions is through engaging suppliers and designing products and services with energy efficiency and recyclability in mind. Sky is shifting the product mix to include more efficient streaming devices to help reduce emission impacts and incorporating product Life Cycle Assessment (LCA) data into future emissions reporting to better reflect this.
Between 2022 and 2023, the total Scope 1 and 2 (market-based) emissions have decreased by 17%. The reduction in Scope 1 and 2 emissions is a result of utilising more renewable electricity and decarbonising the fleet. Sky continues to be carbon neutral for Scope 1 and 2. During the year, to further reduce Scope 1 and 2 emissions, the Sky Group delivered a range of heating, ventilation, and air conditioning (HVAC) optimisations primarily focussed on building management initiatives for increasing energy efficiency.

Impact and Resilience

The Directors reasonably believe that, having regard to the nature of the Company's business, and the manner in which it is carried on, the climate-related financial disclosures set forth in Section 414CB(2A)(e) and (f) of the Companies Act 2006 are not necessary for an understanding of the Company's business and have therefore been omitted. This information is not necessary because the Company's business model and strategy form part of a Comcast Group-wide business model and strategy that takes into account climate-related risks and opportunities. Various climate-related risks are components of several Comcast Group-wide risks identified as part of the Comcast Group-wide ERM process. These risks, including relevant climate-related risks, are managed by the operational owners of such risks so that mitigation is considered within the broader risk mitigation plan. At this time, neither the Comcast Group nor the Company has identified climate-related risks that are independent of the material operational risks identified through the ERM process, therefore the Company has not performed a stand-alone qualitative or quantitative climate-related scenario analysis.

Approved by the Board and signed on its behalf,

S Robson
Director

Sky Central
Grant Way
Isleworth
Middlesex
United Kingdom
TW7 5QD

29 August 2024

Directors' responsibilities statement

The directors are responsible for preparing the Annual 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), including FRS 101 "Reduced Disclosure Framework". 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 of the profit or loss of the company for that year.

In preparing the 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;
- state whether International Financial Reporting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COMCAST BIDCO HOLDINGS LIMITED

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Comcast Bidco Holdings Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2023 and of its loss for the year then ended;
- have been properly prepared in accordance with with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework" and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the income statement;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (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.

Emphasis of matter - Financial statements prepared other than on a going concern basis

We draw attention to note 2(b) in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

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 our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

Independent Auditor's report to the members of Comcast Bidco Holdings Limited (continued)

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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which 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 material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management, internal audit and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, and relevant tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included Employment Law, the Data Protection Act 2018 and the Bribery Act 2010.

We discussed among the audit engagement team including relevant internal specialists such as tax, IT and Internal fair valuespecialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the assessment of the carrying value of investments. The risk arises due to the potential incentive to overstate the recoverable amount of investments in subsidiaries. We performed specific procedures to address this risk through:

- obtaining an understanding of relevant controls related to the valuation of unlisted investments in subsidiaries;
- obtaining an understanding of management's test of impairment in investments in subsidiaries;
- obtaining an understanding of potential indicators of impairment;
- challenging management's assessment of the value-in-use model, including assessing and challenging forecasts, the model and the assumptions used. This further included involving our fair value specialists and leveraging their cumulative knowledge and expertise; and
- searching for contradictory evidence or bias in management's judgement and conclusions in respect of the recoverable amount determined by management.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, internal audit, in-house and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and reviewing internal audit reports.

Auditor's report (continued)

Independent Auditor's report to the members of Comcast Bidco Holdings Limited (continued)

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

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 any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters. have nothing to report in respect of these matters.

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.

Jon Young, FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
29 August 2024

Income Statement

For the year ended 31 December 2023

	Notes	2023 $m	2022 $m
Investment income	3	**187**	72
Finance costs	3	**(126)**	(165)
Impairment of investment	6	**(13,888)**	(16,415)
Loss before tax	4	**(13,827)**	(16,508)
Tax	5	**29**	32
Loss for the year attributable to equity shareholder		**(13,798)**	(16,476)

For the years ended 31 December 2023 and 31 December 2022, the Company did not have any items of other comprehensive income, and therefore no separate Statement of Other Comprehensive Income has been prepared.

The accompanying notes are an integral part of this Income Statement.

Balance Sheet

As at 31 December 2023

	Notes	2023 $m	2022 $m
Non-current assets			
Investment in subsidiaries	6	**11,481**	15,367
Current assets			
Trade and other receivables	7	**1**	18
Total assets		**11,482**	15,385
Current liabilities			
Borrowings	8	**491**	-
Trade and other payables	9	**83**	89
Total current liabilities		**574**	89
Net current liabilities		**(573)**	(71)
Non-current liabilities			
Borrowings	8	**4,665**	8,558
Total liabilities		**5,239**	8,647
Equity			
Share capital	12	**2,601**	2,601
Share premium		**4**	4
Retained earnings		**3,638**	4,133
Total equity attributable to equity shareholder		**6,243**	6,738
Total liabilities and shareholder's equity		**11,482**	15,385

The accompanying notes are an integral part of this balance sheet.

The financial statements of Comcast Bidco Holdings Limited, registered number 11341628 were approved by the Board of Directors on 29 August 2024 and were signed on its behalf by:

S Robson
Director

29 August 2024

Statement of Changes in Equity

For the year ended 31 December 2023

	Notes	**Share Capital $m**	**Share premium $m**	**Retained earnings $m**	**Total shareholder's equity $m**
At 1 January 2022		26,008	354	(3,148)	23,214
Loss for the year		-	-	(16,476)	(16,476)
Total comprehensive loss for the year		**-**	**-**	**(16,476)**	**(16,476)**
Reduction of share capital		(23,407)	-	23,407	-
Reduction of share premium		-	(350)	350	-
At 31 December 2022		**2,601**	**4**	**4,133**	**6,738**
Loss for the year		-	-	(13,798)	(13,798)
Total comprehensive loss for the year		**-**	**-**	**(13,798)**	**(13,798)**
Issue of share capital	12	-	13,303	-	13,303
Reduction of share capital		-	(13,303)	13,303	-
At 31 December 2023		**2,601**	**4**	**3,638**	**6,243**

The accompanying notes are an integral part of this Statement of Changes in Equity.

Notes to the Financial Statements

1. Company information

Comcast Bidco Holdings Limited (the "Company") is a private company limited by shares, incorporated in the United Kingdom and registered in England and Wales. The address of the registered office is Grant Way, Isleworth, Middlesex, TW7 5QD, United Kingdom and registered number is 11341628.

The Company's functional currency and presentational currency is US dollars.

2. Material accounting policies

a) Statement of compliance

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"), in conformity with the requirements of the Companies Act 2006.

The Company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the Financial Reporting Council.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of IFRS, but makes amendments where necessary in order to comply with the Companies Act 2006 and to take advantage of FRS 101 disclosure exemptions. These exemptions are listed in accounting policy 2(h).

The financial statements have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and International Financial Reporting Standards as issued by the IASB.

b) Basis of preparation

The financial statements have been prepared on a historical cost basis, except for the remeasurement to fair value of certain financial assets and liabilities as described in the accounting policies below.

Given the integrated nature of the Group's financial planning and treasury functions, funding requirements have been assessed at the Group level. The Directors believe that the cash flow from operating activities generated by the businesses, together with the Company's existing cash, cash equivalents, investments and available borrowings under its existing credit facilities, will be sufficient for the Company to meet its current and long-term liquidity and capital requirements.

The financial statements have been prepared on a basis other than going concern, as the Directors intend for the Company to cease operations as part of an entity restructuring exercise within 12 months from the signing of the financial statements. No adjustments have been made to any balances within the financial statements as a result of this change in basis of preparation.

The Company has taken advantage of the exemption from preparing consolidated financial statements afforded by section 401 of the Companies Act 2006, because it is a wholly-owned subsidiary of Comcast Corporation ("Comcast") which prepares consolidated financial statements which are publicly available (see note 13).

The group has adopted the amendments to IAS 12 for the first time in the current year. The IASB amends the scope of IAS 12 to clarify that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top-up taxes described in those rules. The amendments introduce a temporary exception to the accounting requirements for deferred taxes in IAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes. Following the amendments, the group is required to disclose that it has applied the exception and to disclose separately its current tax expense (income) related to Pillar Two income taxes.

The Company has adopted the new accounting pronouncements which became effective for this year.

c) Financial assets and liabilities

Directly attributable transaction costs are included in the initial measurement of financial assets and liabilities only with respect to those assets and liabilities that are not subsequently measured at fair value through profit and loss. At each balance sheet date, the Company assesses whether there is any objective evidence that any financial asset is impaired.

Financial assets and liabilities are initially recognised at fair value plus any directly attributable transaction costs. Financial assets and liabilities are recognised on the Company's Balance Sheet when the Company becomes a party to the contractual provisions of the financial asset or liability. Financial assets are derecognised from the Balance Sheet when the Company's contractual rights to the cash flows expire or the Company transfers substantially all the risks and rewards of the financial asset. Financial liabilities are derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged, cancelled or expires. Financial assets are determined to be current or non-current based on expected settlement, whilst financial liabilities are determined to be current or non-current based on their contractual settlement date.

2. Material accounting policies (continued)

c) Financial assets and liabilities (continued)

i. Trade and other receivables

Trade and other receivables are non-derivative financial assets with fixed or determinable payments and, where no stated interest rate is applicable, are measured at the original invoice amount, if the effect of discounting is immaterial. Where discounting is material, trade and other receivables are measured at amortised cost using the effective interest method.

An allowance account is maintained to reduce the carrying value of trade and other receivables for impairment losses provided for on an expected loss model according to IFRS 9, with movements in the allowance account, either from increased impairment losses or reversals of impairment losses, being recognised in the Income Statement.

ii. Trade and other payables

Trade and other payables are non-derivative financial liabilities and are measured at amortised cost using the effective interest method. Trade and other payables with no stated interest rate, are measured at the original invoice amount if the effect of discounting is immaterial.

iii. Borrowings

Borrowings are recorded as the proceeds received, net of direct issue costs. Finance charges, including any premium payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis in the Income Statement using the effective interest method and are added to the carrying amount of the underlying instrument to which they relate, to the extent that they are not settled in the year in which they arise.

d) Investment in subsidiaries

An investment in a subsidiary is recognised at cost less any accumulated impairment. As permitted by section 133 of the Companies Act 2006, where the relief afforded under section 131 of the Companies Act 2006 applies, cost is the aggregate of the nominal value of the relevant number of the Company's shares and the fair value of any other consideration given to acquire the share capital of the subsidiary undertakings.

Determining whether the carrying amount of these investments has any indication of impairment also requires judgement. If an indication of impairment is identified, further judgement is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

e) Impairment

At each balance sheet date, in accordance with IAS 36 "Impairment of Assets", the Company reviews the carrying amounts of all its assets, excluding financial assets (see accounting policy c) and deferred taxation (see accounting policy f) to determine whether there is any indication that any of those assets have suffered an impairment loss.

An impairment is recognised in the Income Statement whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The recoverable amount is the greater of net selling price, defined as the 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 risks specific to the asset.

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. Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to those units, and then to reduce the carrying amount of other assets in the unit on a pro-rata basis.

An impairment loss for an individual asset or cash generating unit shall be reversed if there has been a change in estimates used to determine the recoverable amount since the last impairment loss was recognised and is only reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2. Material accounting policies (continued)

f) Tax, including deferred tax

The Company's liability for current tax is based on taxable loss for the year, and is calculated using tax rates that have been enacted or substantively enacted at the balance sheet date. Tax losses are surrendered as far as possible to other group entities with taxable profits.

g) Foreign currency translation

The Company's functional currency and presentational currency is US dollars.

Trading activities denominated in foreign currencies are recorded in US dollars at the applicable monthly exchange rates. Monetary assets, liabilities and commitments denominated in foreign currencies at the balance sheet date are recorded at the rates of exchange at that date. Non-monetary assets and liabilities denominated in foreign currencies are translated to US dollars at the exchange rate prevailing at the date of the initial transaction. Gains and losses from the retranslation of assets and liabilities are included net in loss for the year.

h) FRS 101 exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- The requirements of IAS 8 'Accounting policies, changes in accounting estimates and errors' to disclose information in relation to accounting standards which are issued but not yet effective;
- The requirements of IAS 24 'Related party disclosures' relating to key management compensation; and
- The requirements of IAS 24 'Related party disclosures' to disclose related party transactions between two or more members of a group.

i) Critical judgements and key sources of estimation uncertainty

The application of the Company's accounting policies may require the use of estimation or judgement in a manner which may affect the Company's financial position or results.

There are not considered to be any critical judgements applied in the preparation of the financial statements.

Critical areas of estimation, determined as being areas for which there are major sources of estimation uncertainty at the reporting year end that have a significant risk of causing a material adjustment to be made to the carrying value amounts of assets or liabilities within the next financial year, are disclosed below.

Additional areas where estimation or judgement is applied have been discussed in the related accounting policies sections above.

Investment in Subsidiaries - impairment review

The carrying value of the Company's investment in other Group companies is supported by either the historical cost value of underlying investments, their fair value (if, for example, a recent third party valuation report is available) or their value-in-use, which is contingent on the Company's judgement in selecting key assumptions and in its estimation of future financial performance.

This estimation is underpinned by the Sky Group's latest available long-range plan and extrapolated beyond the forecast period using reasonable assumptions. Given the nature of Sky's subscription-based business model and significantly fixed and committed cost base, management has sufficient confidence in its ability to execute and realise these plans.

The assessment of the value-in-use of investments in these businesses is sensitive to the method, assumptions and estimates underlying the calculations. The sensitivity of the outcome to plausible changes in key inputs, is considered as part of the judgement in making the assessments. If the Company's investments do not achieve the results included in the forecast, this could result in an impairment in future periods. Uncertainty around key sources of estimation will be resolved through the passage of time, potentially over the course of several years depending on events, as future performance materialises, and latest forecasts can be considered.

3. Investment income and finance costs

	2023	2022
	$m	$m
Investment income		
Intercompany dividend income	**187**	72
	187	72

All dividends were received from wholly owned subsidiaries.

	2023	2022
	$m	$m
Finance costs		
Foreign exchange gain/(loss)	**1**	(1)
Intercompany interest payable	**(127)**	(164)
Total finance costs	**(126)**	(165)

$119 million (2022: $153 million) of interest was payable to Comcast; $4 million (2022: $7 million) of interest was payable to Sky UK Limited; and $4 million (2022: $4 million) of interest was payable to Sky Group Finance Limited.

4. Loss before taxation

Employee benefits

There were no employee costs during the year (2022: $nil), as the Company had no employees, other than the Directors. Services are provided by employees of other companies within the Group with no charge being made for their services (2022: $nil). The Directors did not receive any remuneration during the year (2022: $nil) in respect of their services to the Company.

Audit fees

Amounts paid to the auditor for the audit of the Company's annual financial statements were £26,500 (2022: £24,300) in 2023. No amounts for other services have been paid to the auditor.

5. Tax

a) Tax recognised in the income statement

	2023	2022
	$m	$m
Current tax credit		
Current year	**(29)**	(32)
Tax credit	**(29)**	(32)

5. Tax (continued)

b) Reconciliation of effective tax rate

The tax credit for the year is lower (2022: lower) than the credit that would have been calculated using the rate of corporation tax in the UK of 23.5% (2022: 19.0%) applied to loss before tax. The differences are explained below:

	2023	2022
	$m	$m
Loss before tax	**(13,827)**	(16,508)
Loss before tax multiplied by rate of corporation tax in the UK of 23.5% (2022: 19.0%)	**(3,250)**	(3,136)
Effects of:		
Other permanent differences	**3,264**	3,118
Income not taxable	**(43)**	(14)
Tax	**(29)**	(32)

The group has applied the temporary exception, introduced in May 2023, from the accounting requirements for deferred taxes in IAS 12, so that the group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes. There is not expected to be any material impact of Pillar Two income taxes reporting legislation, which will be applicable to the financial statements for the year-ended 31 December 2024.

6. Investment in subsidiaries

	2023	2022
	$m	$m
Cost and net book value		
Beginning and end of year	**15,367**	31,782
Investments in subsidiary undertakings	**10,002**	-
Impairment of subsidiary	**(13,888)**	(16,415)
Total	**11,481**	15,367

During the period Comcast Bidco Holdings Limited subscribed for 2 shares in Comcast Bidco Limited, in exchange for $10,002 million of loan notes issued by Sky UK Limited as part of a wider Group exercise to improve the net debt position of Sky UK Limited.

Subsequently, following an impairment review, a $13,888 million impairment charge was recognised in the Company's investment in Comcast Bidco Limited. This impairment relates to a decline in the recoverable amount of Comcast Bidco Limited, primarily due to both adverse macroeconomic conditions resulting in reduced estimated future cash flows for Comcast Bidco Limited and its subsidiaries, and a higher discount rate being used in value in use calculations.

The recoverable amount was calculated using the value-in-use of the investment, in which expected future cash flows were discounted to present value using a discount rate of 10.3%. Expected future cash flows were based on amounts forecast in budgets and multi-year business plans, derived using management assumptions based on past experience and expectations regarding developments in relevant market sectors in Germany, Italy and the UK.

A 1% increase in the discount rates applied would result in an impairment charge for 2023 of $16,342 million. Conversely, a decrease of 1% in the discount rates applied would result in an impairment charge for 2023 of $10,759 million.

Unless otherwise indicated, all shareholdings owned directly or indirectly by the Company represent 100% of the issued share capital of the subsidiary and the share capital is comprised of ordinary shares. All entities primarily operate in their country of incorporation and are listed at their registered address.

Notes to the financial statements (continued)

6. Investment in subsidiaries (continued)

Details of all investments of the Company are as follows:

Incorporated in England and Wales
Grant Way, Isleworth, Middlesex TW7 5QD

Name
Direct Holdings
Comcast Bidco Limited
Indirect holdings
365 Media Group Limited
Active Voices Limited
Agreed Voices Limited
Blast! Films Limited
Blast! Films – Hunger Limited
Blast! Films – One Day Limited
British Sky Broadcasting Limited
British Sky Broadcasting Group Limited
Ciel Bleu 6 Limited
Cymru International Limited
Diagonal View Limited
Directed Voices Limited
Dolphin TV Limited
Factual Voices Limited
Independent Fibre Retail Limited
International Channel Pack Distribution Limited
Kidsprog Limited
Love Productions Limited
Low Voices Limited
Lucky G Production Music Limited
Multicultural & Ethnic Media Sales Limited
NBC Universal Global Networks UK Limited
Neos Ventures Limited
Newserge Limited
NOW TV Limited
Parthenon Media Group Limited
Parthenon 2 Limited
Picnic Limited
Planet Sub-Ocean Limited Partnership (85%) (formerly Sky Ocean Ventures Limited Partnership)
Production Voices Limited
Rising Voices Limited
Rivals Digital Media Limited
S.A.T.V. Publishing Limited
Scripted Voices Limited
Sky Comedy Limited
Sky Corporate Secretary Limited
Sky CP Limited
Sky Europe Limited
Sky Extra Limited
Sky Finance Europe Limited
Sky Global Media Limited
Sky Group Limited
Sky Group Finance Limited

6. Investment in subsidiaries (continued)

Sky Guarantee Investments Limited
Sky Healthcare Scheme 2 Limited
Sky History Limited
Sky Holdings Limited
Sky Home Communications Limited
Sky In-Home Service Limited
Sky International Limited
Sky International Operations Limited
Sky IP International Limited
Sky IQ Limited
Sky Limited
Sky LLU Assets Limited
Sky Mobile Services Limited
Sky New Media Ventures Limited
Sky News Limited
Sky Ocean Ventures Partner Limited
Sky Operational Finance Limited
Sky Pension Plan Trustees Limited
Sky Publications Limited
Sky Retail Stores Limited
Sky SNA Limited
Sky SNI Limited
Sky SNI Operations Limited
Sky Studios Limited
Sky Studios Productions Limited
Sky Subscribers Services Limited
Sky Telecommunications Limited
Sky Telecommunications Services Limited
Sky Television Limited
Sky UK Investments Limited
Sky UK Limited
Sky Ventures Limited
Sugar Films Limited
The Cloud Networks Limited
Transistor Films Limited
True North Productions Limited
Two Plus Voices Limited
Una Tickets Limited
Virtuous Systems Limited
Wider Voices Limited

Incorporated in the UK
Millbank Tower, 21-24 Millbank, London SW1P 4QP

Name
Indirect holdings
Attheraces Holdings Limited (50.413%)
Attheraces Limited (subsidiary of Attheraces Holdings Limited)
Attheraces (UK) Limited (subsidiary of Attheraces Holdings Limited)
Go Racing Limited (subsidiary of Attheraces Holdings Limited)

6. Investment in subsidiaries (continued)

Incorporated in Germany

Medienallee 26, 85774 Unterföhring, Munich
Name
Indirect holdings
BSkyB GmbH
NBC Universal Global Networks Deutschland GmbH
Sky Deutschland GmbH
Sky Deutschland Fernsehen Gmbh & Co.KG
Sky Deutschland Interaction Center I GmbH
Sky Deutschland Interaction Center II GmbH
Sky Deutschland Verwaltungs GmbH
Sky German Holdings GmbH
Sky Media GmbH

Oderstraße 59, 14513 Teltow, Potsdam
Name
Indirect holdings
Sky Deutschland Customer Center GmbH

Eckdrift 109, 19061 Schwerin-Krebsförden
Name
Indirect holdings
Sky Deutschland Service Center GmbH

Theresienstraße 47 a, 80333, Munich
Name
Indirect holdings
Infobonn Text, Informations und Pressebüro Verwaltungsgesellschaft mbH
DFA Deutsche Fernsehnachrichten Agentur GmbH
GIGA Television GmbH
ZAP Television Beteiligungs GmbH (83.5%)

Kaistr. 3, 40221, Düsseldorf
Name
Indirect holdings
ZAP Television GmbH & Co. KG (83.5%)

Incorporated in Italy

Via Monte Penice, 7-20138 Milan
Name
Indirect holdings
Digital Exchange S.r.l
Nuova Società Televisiva Italiana S.r.l
Sky Italia S.r.l
Sky Italian Holdings S.p.A
Sky Italia Network Services S.r.l
Telepiù S.r.l
Vision Distribution SpA (60%))

6. Investment in subsidiaries (continued)

Incorporated in the USA

Corporation Trust Center 1209 Orange Street, Wilmington, New Castle, Delaware, 19801
Name
Indirect holdings
BSkyB US Holdings, Inc.
Znak & Co LLC

c/o Comcast Capital Corporation, 1201 N. Market Street, Suite 1000, Wilmington, Delaware 19801
Name
Indirect holdings
Big Sky Music, LLC
Callisto Media West, LLC
Catalina Content, LLC
Jupiter Entertainment, LLC
Jupiter Entertainment Holdings LLC
Jupiter Entertainment North, LLC
The Production Hive, LLC

c/o CT Corporation System, 300 Montvue Road, Knoxville, TN 39919-5546
Name
Indirect holdings
PhotoOps, LLC

CT Corp 330 N Brand Blvd, Glendale, CA91203-2336
Name
Indirect holdings
Cotham Hill Productions, LLC
Eagle Street Productions, LLC
International Journeys, LLC
Jet Tracks, LLC
Love American Journeys, LLC
Love Production USA, Inc
USA Love Development, LLC
Welcome to Hollywood, LLC

1925 Century Park East, 22nd Floor, Los Angeles 90067
Name
Indirect holdings (subsidiaries of Love Productions Limited)
Baking Show, LLC

221 N Broad St. Ste 3A, Middletown DE1970
Name
Indirect holdings (subsidiaries of Love Productions Limited)
Media Core, LLC

6. Investment in subsidiaries (continued)

Incorporated in other overseas countries

Austria - Handelskai 92, 1200 Wien

Name
Indirect holdings
Sky Österreich Fernsehen GmbH
Sky Österreich Verwaltung GmbH

Belgium - Boulevard Charlemagne 1, 1041 Brussels

Name
Indirect holdings
Sky Channel SA

Denmark - Aagade 15B, 9000 Aalborg, Denmark

Name
Indirect holdings
Sky Labs Aalborg A/S

Hong Kong - 5/, Manulife Place, 348 Kwun Tong Road, Kowloon

Name
Indirect holdings
Sky Manufacturing Services Limited

Ireland - Fifth Floor, One Burlington Plaza, Burlington Road, Dublin 4

Name
Indirect holdings
Sky Ireland Limited

Poland - Rondo Daszynskiego 2b, 00-843 Warsaw

Name
Indirect holdings
Sky Supply Chain Services Poland sp. z.o.o.

Switzerland - Rue du Puits-Godet 10, Neuchâtel

Name
Indirect holdings
Sky Switzerland SA

Switzerland - Stockerhof, Dreikönigstrasse 31A, CH8002 Zürich

Name
Indirect holdings
Sky International AG

7. Trade and other receivables

	2023 $m	2022 $m
Amounts receivable from parent company	**1**	1
Amounts receivable from subsidiaries	**-**	17
Current other receivables	**1**	18
Total trade and other receivables	**1**	18

All amounts receivable are non-interest bearing and repayable on demand.

The Directors consider that the carrying amount of other receivables approximates their fair values.

8. Borrowings

	2023 $m	2022 $m
Current Borrowings		
Amounts payable to subsidiaries	**491**	-
Total Current Borrowings	**491**	-
Non-Current Borrowings		
Amounts payable to parent company	**4,315**	6,958
Amounts payable to subsidiaries	**350**	1,600
Total Non-Current Borrowings	**4,665**	8,558
Total Borrowings	**5,156**	8,558

a) Amounts payable to parent company

On 21 December 2021, the Company entered into a loan of $6,958 million with Comcast Corporation, the parent company. The loan is interest bearing at 2.19% payable annually and is repayable on 21 June 2026. At 31 December 2023, the balance of the loan was $3,556 million (2022. $6,958 million).

On 10 May 2023, the Company entered a loan agreement of $759 million with Comcast Corporation, the parent company. The loan is interest bearing at 4.8% payable annually and is repayable on 15 May 2033. At 31 December 2023, the balance of the loan was $759 million (2022: $nil).

b) Amounts payable to subsidiaries

On 23 July 2020, the Company entered into a loan agreement with Sky UK Limited, a subsidiary. The loan is interest bearing at 0.575% payable annually and is repayable on 16 September 2024. At 31 December 2023 the balance of the loan was $491 million (2022: $1,250 million).

On 23 July 2020, the Company entered into a loan agreement with Sky Group Finance Limited, a subsidiary. The loan is interest bearing at 1.17% payable annually and is repayable on 15 October 2035. At 31 December 2023 the balance of the loan was $350 million (2022: $350 million).

9. Trade and other payables

	2023	2022
	$m	$m
Amounts payable to parent company	**66**	81
Amounts payable to subsidiaries	**17**	8
Current trade and other payables	**83**	89
Total trade and other payables	**83**	89

The Directors consider that the carrying amount of trade and other payables approximates their fair values.

Amounts payable to parent company

Amounts payable to the parent company represent interest accrued on the loan notes.

Amounts payable to the subsidiaries

Amounts payable to subsidiaries include interest accrued on the loan notes and other amounts payable that are non-interest bearing and repayable on demand.

10. Derivatives and other financial Instruments

Fair Values

The Company's financial instruments comprise trade payables, trade receivables and borrowings.

The accounting classification of each class of the Company's financial assets and financial liabilities is as follows:

Set out below is a comparison of the carrying values and the estimated fair values of the Company's financial assets and financial liabilities at 31 December 2023 and 31 December 2022:

	Financial Assets at Amortised Cost	**Financial Liabilities at Amortised Cost**	**Total carrying value**	**Total fair values**
	$m	**$m**	**$m**	**$m**
At 31 December 2023				
Trade and other payables	**-**	**(83)**	**(83)**	**(83)**
Borrowings	**-**	**(5,156)**	**(5,156)**	**(4,795)**
Trade and other receivables	**1**	**-**	**1**	**1**
At 31 December 2022				
Trade and other payables	-	(89)	(89)	(89)
Borrowings	-	(8,558)	(8,558)	(7,910)
Trade and other receivables	18	-	18	18

The fair values of financial assets and financial liabilities are determined as follows:

- The fair value of other financial assets and financial liabilities (excluding derivative instruments) is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes for similar instruments.

11. Financial risk management objectives and policies

The Comcast Group Treasury function is responsible for raising finance for the Company's operations and managing credit risks. The Sky Group Treasury function manages liquidity, foreign exchange and interest rate risks. Treasury operations are conducted within a framework of policies and guidelines authorised and reviewed by Comcast's Audit Committee and Board of Directors, which receive regular updates of Treasury activity. Derivative instruments are transacted for risk management purposes only. It is the Group's policy that all hedging is to cover known risks and no speculative trading is undertaken. Regular and frequent reporting to management is required for all transactions and exposures, and the internal control environment is subject to periodic review by the Group's internal audit team.

Capital Risk Management

The capital structure of the Company consists of equity attributable to equity holders of the parent Company, comprising issued capital and retained earnings. Risk and treasury management is governed by Comcast's policies approved by the Comcast Audit Committee and Board of Directors.

The Company is not subject to external capital requirements.

Liquidity risk

The Company's financial liabilities are shown in notes 8 and 9.

The principal source of liquidity is cash generated from operations.

In the prior year, the Company amended its loan arrangements which referenced Sterling LIBOR and replaced these with SONIA as the benchmark interest rate.

The following table analyses the Company's financial liabilities into relevant maturity groupings based on the remaining year at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. The amounts disclosed may not reconcile to the amounts disclosed on the balance sheet for trade and other payables.

	Less than 12 months	Between one and two years	Between two and five years	More than five years
	$m	$m	$m	$m
At 31 December 2023				
Trade and other payables	**83**	**-**	**-**	**-**
Borrowings	**617**	**118**	**3,756**	**1,316**
At 31 December 2022				
Trade and other payables	89	-	-	-
Borrowings	164	1,412	7,275	382

12. Share capital

	2023	2023	2022	2022
	Number	$m	Number	$m
Authorised, called-up and fully paid				
Ordinary shares of $0.10 (2022: $0.10) each				
Beginning of year	**26,008,000,105**	**2,601**	26,008,000,105	26,008
Issued during the year	**4**	**-**	-	-
Reduction in share capital during the year	**-**	**-**	-	(23,407)
End of year	**26,008,000,109**	**2,601**	26,008,000,105	2,601

The Company has one class of ordinary shares which carries equal voting rights and no contractual right to receive payment.

13. Ultimate parent undertaking

The Company is a wholly-owned subsidiary undertaking of Comcast Corporation, (the immediate parent company) a company incorporated in the United Kingdom and registered in England and Wales. The Company's ultimate parent company and the smallest and largest group in which the results of the company are consolidated is Comcast Corporation, a company incorporated in the United States of America and registered in Pennsylvania.

The company is ultimately controlled by Comcast and operates together with Comcast's other subsidiaries, as a part of the Comcast Group. The only group in which the results of the Company are consolidated is that headed by Comcast.

The consolidated financial statements of the Comcast Group are available to the public and may be obtained from Company Investor Relations at Comcast Corporation, One Comcast Center, Philadelphia, PA 19103, USA (registered office), or at :https://www.cmcsa.com/investors.