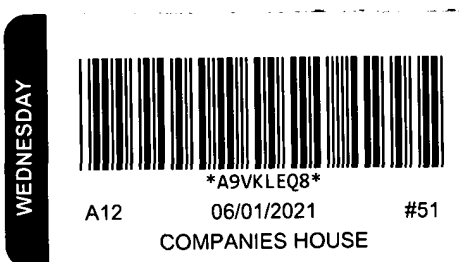


**ROYAL GEOGRAPHICAL SOCIETY
ENTERPRISES LIMITED**

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

Company Number 1322564



ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

REPORT OF THE DIRECTORS for the year ended 31 December 2019

The Directors have pleasure in submitting the Annual Report and Financial Statements for the year ended 31 December 2019.

Profits

The Company made a profit of £ 974,345 for the year (2018: profit of £1,094,978). Under a Deed of Covenant, the profits of the Company are distributable in full to the Company's parent, the charity Royal Geographical Society (with the Institute of British Geographers) Registered Charity number 208791.

Review of the business and principal activities

The Company's main activities consist of the sale of photographic reproduction rights, the letting of facilities at the Society's premises including hire of the exhibition pavilion, and travel-related activities. Income is also generated from royalties and fees, and from sundry merchandise sales, through exploitation of the Society's wider collections. Turnover includes income from corporate sponsorship agreements in support of the Company's and the Royal Geographical Society (with IBG)'s core activities, including certain of its public engagement and other projects.

All of the company's business streams contributed to profits in the year, however, the overall level of profit was 11% below the prior year figure. The main reason for the reduction in the overall profit level was as a result of a few significant cancellations in the Venue Hire business.

The 2020 financial year started well for the company with a strong order book in place, but the COVID-19 outbreak has had a significant effect on the Venue Hire bookings with many cancellations and the closure of the building for an as yet unspecified period. The Directors anticipate significant impacts to many of the company's income streams with the largest income generating activity, Venue Hire, being very badly impacted during the year. The full impact of the COVID-19 outbreak cannot presently be estimated with any certainty, but the company will remain the vehicle through which the Royal Geographical Society (with IBG) sells its photographic reproduction rights, lets its facilities, sells travel-related activities and generates income through exploitation of its wider collections, throughout the period of the outbreak, so far as is possible, and will be ready to continue to do so as soon as normality begins to return. Further information can be found in the accounting policies on page 8.

Directors and Secretary

The Directors, who owned no shares in the Company, were, during the year and up to the date of this Report:

S Henwood CBE	Chairman
S Heady	
M Humphreys	
A Kafkaris	
A Macleod	
J McNamara	resigned 2 September 2019
A Munro	appointed 9 December 2019

Statement of Directors' Responsibilities

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 of the profit or loss of the company for that period.

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

**REPORT OF THE DIRECTORS
for the year ended 31 December 2019
(continued)**

Statement of Directors' Responsibilities (continued)

In preparing those financial statements, the Directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. 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.

Statement as to disclosure of information to auditors

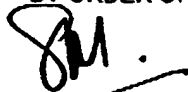
So far as each director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

Auditor

A resolution to re-appoint RSM UK Audit LLP as the Company's auditor will be put to the member at the Annual General Meeting.

The Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

BY ORDER OF THE BOARD MADE ON 6 APRIL 2020



**S Henwood
Chairman of the Board**

1 Kensington Gore
LONDON
SW7 2AR

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

Opinion

We have audited the Financial Statements of Royal Geographical Society Enterprises Limited (the 'company') for the year ended 31 December 2019 which comprise the Income Statement, Statement of Financial Position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 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. 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Opinion on other matter 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.

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

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 any material misstatements in the directors' report.

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

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

Responsibilities of directors

As explained more fully in statement of directors' responsibilities set out on pages 2 and 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the 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.

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

RSM UK Audit LLP

Sarah Mason (Senior Statutory Auditor)

For and on behalf of RSM UK AUDIT LLP, Statutory Auditor

Chartered Accountants

The Pinnacle

170 Midsummer Boulevard

Milton Keynes

Bucks MK9 1BP

Date: 24 April 2020

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

**INCOME STATEMENT
for the year ended 31 December 2019**

		2019	2018
	<u>Notes</u>	£	£
Turnover	2	1,722,637	1,917,372
Cost of sales		<u>(730,209)</u>	<u>(803,327)</u>
Gross profit		992,428	1,114,045
Administrative expenses		<u>(18,083)</u>	<u>(19,067)</u>
Profit for the financial year	4, 6	<u>974,345</u>	<u>1,094,978</u>

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

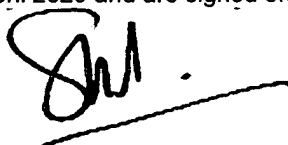
**Company Registration No. 1322564
STATEMENT OF FINANCIAL POSITION
As at 31 December 2019**

	Notes	2019 £	2018 £
Current assets			
Investment		187	187
Trade debtors		518,138	501,542
Prepayments and accrued income		88,690	79,423
Cash at bank and in hand		<u>137,232</u>	<u>74,359</u>
		<u>744,247</u>	655,511
Creditors: Amounts falling due within one year			
Trade creditors		26,235	39,119
Other creditors		2,002	1,096
Accruals		22,594	15,600
Deferred income		173,421	177,082
Due to RGS-IBG		<u>519,895</u>	<u>422,514</u>
		<u>(744,147)</u>	<u>(655,411)</u>
Net current assets		<u>100</u>	<u>100</u>
Net assets		<u>100</u>	<u>100</u>
Capital and reserves			
Called up Share Capital	5	100	100
Profit and Loss Account	6	-	-
Shareholder's funds		<u>100</u>	<u>100</u>

The directors have prepared this report and accounts in accordance with the provisions applicable to companies subject to the small company's regime.

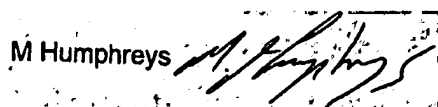
These financial statements on pages 6 to 10 were approved by the Board of Directors and authorised for issue on 6 April 2020 and are signed on its behalf by:

S Hemwood



) Directors

M Humphreys



ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2019

1. Accounting policies

Royal Geographical Society Enterprise Ltd ('the Company') is a private company limited by shares incorporated in England. The Registered Office address of the Company is 1 Kensington Gore, London SW7 2AR, England.

Basis of accounting

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102"), the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime, and under the historical cost convention. The disclosure requirements of section 1A of FRS102 have been applied other than where additional disclosure is required to show a true and fair view.

Going concern

The Directors confirm that at the time of approving the financial statements, there is a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. In arriving at this conclusion the Directors have taken account of current and anticipated financial performance in the current economic conditions, and the company's status as the wholly-owned subsidiary of the Royal Geographical Society (with IBG).

Since the significance of the economic impacts of the COVID-19 outbreak have become apparent, the Directors have reviewed in detail the company's position and the appropriate basis on which to prepare the financial statements. The Directors anticipate that there will be significant adverse impacts on many if not all income streams (see note12). The Directors also recognise that the company exists as a vehicle through which its parent company sells its photographic reproduction rights, lets its facilities, sells travel-related activities and generates income through exploitation of its wider collections. In any foreseeable scenario, the company would continue to perform this function in the future with appropriate support from its parent. The Directors have concluded that it remains appropriate to prepare the financial statements of the company on the going concern basis.

2. Turnover

Turnover comprises receipts of sponsorship fees, commission, room hire fees, picture sales, merchandise sales, and royalties, net of value added tax. Turnover is recognised when the company provides the service or sells the goods.

3. Directors' remuneration and staff costs

None of the Directors received any remuneration for their services. The Company does not employ any other staff.

4. Profit for the financial year is stated after charging:

	2019 £	2018 £
Auditor's remuneration	6,565	6,135

The auditor was remunerated £2,375 (2018: £2,035) for other services.

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2019 (continued)**

**5. Share Capital
Allotted, Called Up and Fully Paid**

	2019	2018
	£	£
100 Ordinary Shares of £1 each	<u>100</u>	<u>100</u>

The Company's share capital is wholly owned by the Royal Geographical Society (with IBG).

6. Reserves – Profit and Loss Account

	2019	2018
	£	£
Balance at 1 January	-	-
Profit for the year	974,345	1,094,978
Distribution to parent undertaking	<u>(974,345)</u>	<u>(1,094,978)</u>
Balance at 31 December	=	=

7. Reconciliation of movements in shareholder's funds

	2019	2018
	£	£
Profit for the year	974,345	1,094,978
Distribution	<u>(974,345)</u>	<u>(1,094,978)</u>
Shareholder's funds at 1 January	<u>100</u>	<u>100</u>
Balance at 31 December	<u>100</u>	<u>100</u>

8. Controlling Party

The Company is wholly owned by the Royal Geographical Society (with the Institute of British Geographers), a registered charity in England and Wales. Copies of the consolidated financial statements of the Royal Geographical Society (with IBG) are available from the Head of Finance and Services, 1 Kensington Gore, London SW7 2AR, charity number 208791.

9. Contingent Liability

There is a cross-guarantee in favour of HM Revenue and Customs in respect of the Company's membership of the Royal Geographical Society (with IBG)'s VAT Group. At 31 December 2019, the amount of VAT due to HMRC in respect of the fourth quarter 2019 was £24,791, which was settled on 12 February 2020 (fourth quarter 2018: £26,209 settled on 12 February 2019).

10. Taxation

The Directors do not consider that the company has a liability to corporation tax as its profits are distributed to its parent, the Royal Geographical Society (with the Institute of British Geographers) under a Deed of Covenant.

ROYAL GEOGRAPHICAL SOCIETY ENTERPRISES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2019 (continued)**

11. Related Party Transactions

Advantage has been taken of the exemption provided by FRS102 Section 33 from reporting transactions with wholly owned companies. All transactions involving such organisations and the directors are conducted in accordance with the Company's financial regulations and normal procurement procedures.

There are no other related party transactions.

12. Post Balance Sheet Events

The COVID-19 outbreak that has occurred since the financial year end will have a significant effect on the financial position of the company during 2020. The Directors anticipate significant impacts to many of its income streams. For example, the largest income generating activity, Venue Hire, will suffer from one or more periods when the building is closed or public gatherings are not permitted. The full impact of the COVID-19 outbreak cannot presently be estimated with any certainty, but for the foreseeable future the company will remain the vehicle through which the Royal Geographical Society (with IBG) sells its photographic reproduction rights, lets its facilities, sells travel-related activities and generates income through exploitation of its wider collections.