

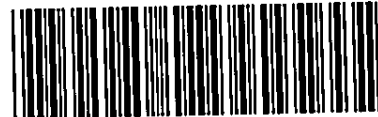
REGISTERED

COMPANIES

Red Rose Radio Limited

Report and Accounts

THURSDAY



A934OLBA

A11

01/07/2010

30

COMPANIES HOUSE

For the year ended 31 December 2009

Company Registration No. 1372170

Red Rose Radio Limited
Index to the report and accounts
For the year ended 31 December 2009

Page

1	Directors, officers and auditors
2-3	Directors' Report
4	Independent Auditor's Report
5	Profit and Loss Account
6	Balance Sheet
7-12	Notes to the Accounts

Red Rose Radio Limited

Directors, officers and auditors

Directors D Ford
 T Finney
 G White

Company secretary Sisee Limited

Auditors BDO LLP
 55 Baker Street
 London
 W1U 7EU

Registered office 21 Holborn Viaduct
 London
 EC1A 2DY

Company number 1372170

Red Rose Radio Limited

Directors' Report

For the year ended 31 December 2009

The directors submit their report and the accounts for the year ended 31 December 2009

Business review and principal activities

Red Rose Radio Limited ("the Company") is engaged in the operation of independent radio stations under licence from Ofcom in Lancashire

The results for the Company show a pre-tax profit for the year of £1,246,000 (9 months ended 31 December 2008 £1,175,000) and turnover of £4,248,000 (9 months ended 31 December 2008 £3,453,000) The directors do not recommend the payment of a final dividend (9 months ended 31 December 2008 £nil)

Directors

The current directors are shown on page 1 The directors who held office during the year are given below

D Ford
T Finney
G White

Insurance of directors

Directors' and Officers' liability insurance has been maintained by Bauer Radio (Holdings) Limited for the year

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

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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

Red Rose Radio Limited

Directors' Report

For the year ended 31 December 2009

Auditors

The auditors, BDO LLP, have indicated their willingness to continue in office. The Company has elected under section 487 of the Companies Act 2006 not to re-appoint auditors annually. Therefore the auditors, BDO LLP, are deemed to be re-appointed for the next financial year.

Small company accounts

This directors' report has been prepared under The Small Companies and Groups (Accounts and Directors' Report) Regulations 2008.

Approved by the board of directors on 14 June, 2010

A handwritten signature in black ink, appearing to read 'G White'.

G White
Director

Red Rose Radio Limited
Independent Auditor's Report
For the year ended 31 December 2009

Independent auditor's report to the members of Red Rose Radio Limited

We have audited the financial statements of Red Rose Radio Limited for the year ended 31 December 2009 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (United Kingdom and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 December 2009 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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 and the directors' report in accordance with the small companies' regime.



Andrew Viner (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
55 Baker Street, London W1U 7EU
United Kingdom

21 JUN 2010 2010

Red Rose Radio Limited
Profit and Loss Account
For the year ended 31 December 2009

		Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
	Notes		
Turnover	2	4,248	3,453
Cost of sales		(523)	(459)
Gross profit		3,725	2,994
Administrative expenses		(2,566)	(1,999)
Operating profit	3	1,159	995
Interest receivable		87	180
Profit on ordinary activities before taxation		1,246	1,175
Tax on profit on ordinary activities	6	(360)	(340)
Profit for the period	12, 13	886	835

The above results relate to continuing operations

The Company has no recognised gains and losses other than those included above and therefore no separate statement of total recognised gains and losses has been presented

There is no material difference between the reported profits and historical cost profits on ordinary activities before taxation for both periods being reported

The notes on pages 7 to 12 form part of these accounts

Red Rose Radio Limited
Balance Sheet
At 31 December 2009
Company Registration No 1372170

	Notes	2009 £'000	2008 £'000
Fixed assets			
Tangible assets	7	671	697
Current assets			
Debtors	8	7,388	6,520
Cash at bank and in hand		1	1
		7,389	6,521
Creditors amounts falling due within one year	9	(136)	(180)
Net current assets		7,253	6,341
Net assets		7,924	7,038
Capital and reserves			
Called up share capital	11	1,239	1,239
Share premium account	12	625	625
Revaluation reserve	12	317	317
Profit and loss account	12	5,743	4,857
Total shareholders' funds	13	7,924	7,038

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The financial statements were approved by the Board of Directors and authorised for issue on 14 June, 2010

G White

G White
Director

The notes on pages 7 to 12 form part of these accounts

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

1 Accounting policies

Basis of accounting

These accounts have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The directors, in accordance with the Financial Reporting Standard 18, "Accounting Policies" ("FRS 18"), confirm that the accounting policies used by the Company are the most appropriate, consistently applied and adequately disclosed.

A summary of the accounting policies is set out below.

Depreciation

The cost of tangible fixed assets less estimated residual value on disposal is written down evenly over their expected useful lives as follows:

Freehold property	- 50 years
Office equipment and vehicles	- 3 to 5 years

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

Leasing

Rental costs under operating leases are charged to the profit and loss account in equal annual amounts over the period of the lease.

Pensions

Bauer operates a defined contribution pension scheme provided by Scottish Widows known as Bauer Consumer Media Pension scheme for all eligible staff across the Group. The costs of this pension scheme are charged to the profit and loss account as they become payable.

Cashflow statement and related party disclosures

The Company is a wholly owned subsidiary of Heinrich Bauer Verlag Beteiligungs GmbH and is included in the consolidated financial statements of Heinrich Bauer Verlag Beteiligungs GmbH, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 "Cash Flow Statements" (revised 1996). The Company is also exempt under the terms of Financial Reporting Standard 8 "Related Party Transactions" from disclosing related party transactions with entities that are part of the Heinrich Bauer Verlag KG group as it is a wholly owned subsidiary and included within the consolidated accounts of Heinrich Bauer Verlag Beteiligungs GmbH, which are publicly available.

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

2 Turnover

Revenue is recognised when the significant risks and rewards of ownership have been transferred to a third party, or for services provided, at the point when it is probable that the economic benefits will flow to the Company and when the amount of revenue can be reliably measured. Revenue is measured at the fair value of the consideration and represents amounts receivable for services and goods provided in the normal course of business, net of discounts, custom duties and sales taxes.

Radio advertising revenue is recognised on the date of broadcast.

The Company takes part in barter advertising deals the value of which are included in both turnover and cost of sales. The value of these transactions in the year amounted to £8,541 (9 months ended 31 December 2008: £4,885).

All turnover is derived from within the United Kingdom.

3 Operating profit

This is stated after charging

	Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
Depreciation of owned tangible fixed assets	36	25
Operating lease rentals - Plant and machinery	48	43

Fees for the audit of the Company were borne by Bauer Radio Limited for both periods and have not been recharged. There were no fees paid to the Company's auditor, BDO LLP, for any non-audit services to the Company (9 months ended 31 December 2008: £nil).

Some operating leases refer to car leases and there are no commitments at the year end for future rentals.

4 Directors' emoluments

	Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
Aggregate emoluments	4	3

Retirement benefits are accruing to nil (9 months ended 31 December 2009: nil) directors under the defined contribution scheme.

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

5 Staff costs

	Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
(a) Costs (including directors' emoluments)		
Wages and salaries	716	574
Social security costs	76	65
Other pension costs	13	9
	805	648

(b) Pension costs

Defined contribution plan

The Company has participated in a defined contribution pension scheme, the Bauer Consumer Media Pension Scheme operated by Scottish Widows. The pension charge represents contributions due from the employer and during the year it amounted to £12,697 (9 months ended 31 December 2008: £9,507).

(c) Employees

The average monthly number of persons (including executive directors) employed by the Company in the UK during the year was 27 (9 months ended 31 December 2008: 29).

6 Tax on profit on ordinary activities

	Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
Corporation tax at 28%	362	338
Corporation tax prior year adjustments	(3)	-
Total current tax	359	338
Deferred tax - current year	1	2
Tax on profit on ordinary activities	360	340

The tax assessed for the year is higher (9 months ended 31 December 2008: higher) than the standard rate of corporation tax in the UK. The difference between tax as per the financial statements and tax at the UK nominal rate is explained below.

	Twelve months ended 31 December 2009 £'000	Nine months ended 31 December 2008 £'000
Profit before tax	1,246	1,175
Tax charge at 28%	349	329
Non-tax deductible expenses	14	11
Corporation tax prior year adjustments	(3)	-
Capital allowances in excess of depreciation	(1)	(2)
Tax charge for the current period	359	338

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

7 Tangible fixed assets

	Freehold land and buildings £'000	Office equipment and vehicles £'000	Total £'000
Cost or valuation			
At 1 January 2009	800	565	1,365
Additions	-	10	10
At 31 December 2009	800	575	1,375
Depreciation			
At 1 January 2009	157	511	668
Provided during the year	12	24	36
At 31 December 2009	169	535	704
Net book value			
At 31 December 2009	631	40	671
At 31 December 2008	643	54	697
Analysis of freehold land and buildings			
		2009 £'000	2008 £'000
At cost - 1994		471	471
At valuation - 1994		317	317
Subsequent expenditure at cost		12	12
		800	800

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

8 Debtors

	2009 £'000	2008 £'000
Trade debtors	273	412
Amounts owed by Group undertakings	7,022	5,994
Deferred taxation (Note 10)	15	16
Other debtors	22	30
Prepayments and accrued income	56	68
	7,388	6,520

Amounts owed by Group undertakings are unsecured and have no fixed date of repayment. Included in amounts owed by Group undertakings are loans bearing interest at 1.54% and the others at the average SONIA rate for the period (31 December 2008: 5.16%).

9 Creditors: amounts falling due within one year

	2009 £'000	2008 £'000
Trade creditors	-	27
Other taxation and social security	7	13
Accruals and deferred income	117	82
Other creditors	12	58
	136	180

10 Deferred taxation

The movement on deferred tax is	Deferred tax £'000
At 1 January 2009	16
Transferred from profit and loss account	(1)
At 31 December 2009	15

The deferred taxation asset has been recognised in the accounts as follows

	2009 £'000	2008 £'000
Depreciation in advance of capital allowances	15	16

There is no unprovided deferred taxation (9 months ended 31 December 2008: £nil)

The directors consider that it is more likely than not that there will be sufficient taxable profits in the future such as to realise the deferred tax asset, and therefore the asset has been recognised in these financial statements.

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

11 Called up share capital

	2009 £'000	2008 £'000
Allotted, called up and fully paid		
517,520 ordinary shares of 10p each	52	52
11,875,740 "A" ordinary non-voting shares of 10p each	1,187	1,187
	1,239	1,239

With the exception of having no voting rights, non-voting shares rank pari-passu with ordinary shares in all other respects

12 Reserves

	Share premium account £'000	Revaluation reserve £'000	Profit and loss account £'000
At 1 January 2009	625	317	4,857
Profit for the year	-	-	886
At 31 December 2009	625	317	5,743

13 Reconciliation of movements in shareholders' funds

	2009 £'000	2008 £'000
Opening shareholders' funds	7,038	6,203
Profit for the period	886	835
Closing shareholders' funds	7,924	7,038

14 Lease commitments

At 31 December 2009 the Company had annual commitments under non cancellable operating leases expiring as follows

	2009 Other £'000	2008 Other £'000
Within two to five years	4	-

15 Immediate and ultimate controlling parties

The immediate parent undertaking is Bauer Radio Limited

The only parent undertaking for which Group accounts are drawn up is Heinrich Bauer Verlag Beteiligungs GmbH, registered in Germany. Copies of Heinrich Bauer Verlag Beteiligungs GmbH accounts are publicly available.

Heinrich Bauer Verlag KG, established in Germany, is regarded by the directors as the Company's ultimate controlling party.

Red Rose Radio Limited

Notes to the accounts

For the year ended 31 December 2009

11 Called up share capital

	2009 £'000	2008 £'000
Allotted, called up and fully paid		
517,520 ordinary shares of 10p each	52	52
11 875,740 "A" ordinary non-voting shares of 10p each	1,187	1,187
	1,239	1,239

With the exception of having no voting rights, non-voting shares rank pari-passu with ordinary shares in all other respects

12 Reserves

	Share premium account £'000	Revaluation reserve £'000	Profit and loss account £'000
At 1 January 2009	625	317	4,857
Profit for the year	-	-	886
At 31 December 2009	625	317	5,743

13 Reconciliation of movements in shareholders' funds

	2009 £'000	2008 £'000
Opening shareholders' funds	7,038	6,203
Profit for the period	886	835
Closing shareholders' funds	7,924	7,038

14 Lease commitments

At 31 December 2009 the Company had annual commitments under non cancellable operating leases expiring as follows

	2009 Other £'000	2008 Other £'000
Within two to five years	4	-

15 Immediate and ultimate controlling parties

The immediate parent undertaking is Bauer Radio Limited

The only parent undertaking for which Group accounts are drawn up is Heinrich Bauer Verlag Beteiligungs GmbH, registered in Germany. Copies of Heinrich Bauer Verlag Beteiligungs GmbH accounts are publicly available.

Heinrich Bauer Verlag KG, established in Germany, is regarded by the directors as the Company's ultimate controlling party.