

Company Registration No. 01999837 (England and Wales)

## **RTS ENTERPRISES LIMITED**

### **ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

TUESDAY



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## **Financial Statements**

# **RTS Enterprises Limited**

## **COMPANY INFORMATION**

### **Directors**

D Lowen  
M Green  
V J Turton

**Secretary** D Lowen

**Company number** 01999837

### **Registered office**

3 Dorset Rise  
London  
EC4Y 8EN

### **Auditor**

Haysmacintyre LLP  
10 Queen Street Place  
London  
EC4R 1AG

**Financial Statements**  
**RTS Enterprises Limited**

**CONTENTS**

Directors' report 1 – 2

Independent auditor's report 3 – 5

Statement of income and retained earnings 6

Statement of financial position 7

Notes to the financial statements 8 – 11

# RTS Enterprises Limited

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The directors present their annual report and financial statements for the year ended 31 December 2021.

### Principal activities

The principal activity of the company throughout the year continued to be that of organising and staging of courses, exhibitions and other events related to the television industry.

The coronavirus pandemic resulted in the suspension of face-to-face courses, exhibitions and events. The company successfully pivoted the majority of its annual events online at lower cost but with substantially reduced income. This continued into 2021 but in the latter part of the year the Company was able to hold in person events once again. Going on to have a successful Cambridge convention and Craft and Design Awards ceremony.

### Directors

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

D Lowen  
M Green  
V J Turton

### Statement of directors' responsibilities

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). 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. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have 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 auditor is aware of that information.

# RTS Enterprises Limited

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board

*David Lowen*

D Lowen  
Director

Date: **25 August 2022**

# **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RTS ENTERPRISES LIMITED**

## **Opinion**

We have audited the financial statements of RTS Enterprises Limited (the 'company') for the year ended 31 December 2021 which comprise the Statement of Comprehensive Income, 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 Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then-ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

## **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.

# **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RTS ENTERPRISES LIMITED**

## **Opinions on other matters prescribed by the Companies Act 2006**

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

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

## **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

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

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

## **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page x, 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.

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:

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RTS ENTERPRISES LIMITED

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to regulatory requirements for the company and trade regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006, income tax and sales tax.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to revenue and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Inspecting correspondence with tax authorities;
- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Evaluating management's controls designed to prevent and detect irregularities;
- Identifying and testing accounting journal entries, in particular those journal entries which exhibited the characteristics we had identified as possible indicators of irregularities; and
- Challenging assumptions and judgements made by management in their critical accounting estimates.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](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.



Jane Askew (Senior Statutory Auditor)  
For and on behalf of Haysmacintyre LLP  
Statutory Auditors

10 Queen Street Place  
London  
EC4AR 1AG

Date: 26.08.2022



# RTS Enterprises Limited

## STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
Turnover	961,105	440,018
Cost of sales	(576,217)	(332,208)
<b>Gross Profit</b>	<b>384,888</b>	<b>107,810</b>
Administrative expenses	(226,782)	(102,132)
<b>Operating Profit</b>	<b>158,106</b>	<b>5,678</b>
Interest receivable and similar income	1,701	1,891
Interest payable and similar expenses	(620)	(31)
<b>Profit before taxation</b>	<b>159,187</b>	<b>7,538</b>
Taxation	-	-
<b>Profit for the financial year</b>	<b>159,187</b>	<b>7,538</b>

	2021 £	2020 £
Opening retained earnings	-	-
Profit for the financial year	159,187	7538
Payment under deed of covenant	(159,187)	(7,538)
<b>Closing retained earnings</b>	<b>-</b>	<b>-</b>

# RTS Enterprises Limited

## STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021

		2021		2020	
	Note	£	£	£	£
<b>Current assets</b>					
Stock	4	11,293		56	
Debtors	5	301,626		196,743	
Cash at bank		169,179		18,837	
		482,098		215,636	
<b>Creditors: amounts falling due within one year</b>	6	(482,096)		(215,634)	
<b>Net current assets</b>			<u>2</u>		<u>2</u>
<b>Capital and reserves</b>					
Called up share capital	8		2		2
<b>Shareholder's Funds</b>			<u>2</u>		<u>2</u>

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 are signed on its behalf by:



V J Turton  
Director

Date: 25 August 2022

Company Registration No. 01999837

# RTS Enterprises Limited

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 1 Accounting policies

#### Company information

RTS Enterprises Limited is a private company limited by shares incorporated in England and Wales. The registered office is 3 Dorset Rise, London, EC4Y 8EN.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") taking advantage of Section 1A, and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company.

Monetary amounts in these financial statements are rounded to the nearest £.

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

#### 1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The directors have considered the easing of restrictions in relation to COVID-19 and other events and conditions and have determined that they do not create a material uncertainty that casts significant doubt upon the company's ability to continue as a going concern. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable and represents amounts receivable for award ceremonies and a conference, net of discounts, VAT and other sales related taxes.

Turnover is recognised when an awards ceremony or conference takes place. Sales invoiced in advance are deferred and recognised in the period to which they relate.

#### 1.4 Stock

Stock is valued at the lower of cost and net realisable value and is determined on a first in first out basis. Net realisable value is the price at which stock can be sold in the normal course of business after allowing for the costs of realisation.

The income from sale of stock is recognised at the point of sale and where stock is used during events, it is expensed.

#### 1.5 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

#### 1.6 Financial instruments

The company has chosen to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

# RTS Enterprises Limited

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### Basic financial assets

Basic financial assets, which include trade and other debtors, intercompany balances and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost.

Trade debtors, loans and other debtors that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and debtors'. Loans and debtors are measured at amortised cost, less any impairment.

Interest is recognised by applying the agreed interest rate, which has been determined using a market rate for a similar loan.

### Classification of financial liabilities

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

### Basic financial liabilities

Basic financial liabilities, including trade and other creditors and loans from fellow group companies, are initially recognised at transaction price. Debt instruments are subsequently carried at amortised cost.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost.

## 2 Employees

The directors received no remuneration.

The average monthly number of persons (including directors) employed by the company during the year was:

	2021 Number	2020 Number
Total	3	3

## 3 Net expenditure for the year

	2021 £	2020 £
Operating profit for the year is stated after charging;		
Audit fee	4,500	4,752
Tax advisory services	1,100	-
Non recurring item	66,993	-

During the year Enterprises was victim to a sophisticated cyber attack and invoice fraud. The non-recurring cost is the net cost after the proceeds of an insurance claim and is included in administrative expenses.

# RTS Enterprises Limited

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 4 Stock

2021 £	2020 £
11,293	56
<u>11,293</u>	<u>56</u>

### 5 Debtors

#### Amounts falling due within one year

Trade debtors	208,100	133,213
Amounts owed by group undertakings	54,084	54,080
Prepayments	38,525	8,250
Deposits	-	1,200
Taxation and social security	917	-
	<u>301,626</u>	<u>196,743</u>

### 6 Creditors

#### Amounts falling due within one year

Trade creditors	12,321	149
Amounts owed to group undertakings	269,136	57,826
Taxation and social security	-	34
Accruals	5,827	7,285
Deferred income	191,140	150,340
Sundry Creditors	3,672	-
	<u>482,096</u>	<u>215,634</u>

The amounts owed to group undertakings includes a working capital loan of £50k received from Society on 23<sup>rd</sup> December 2021. This is part of a larger CIBL loan received by Society and is interest and repayment free for the first 12 months.

### 7 Payment under deed of covenant

The entire profits of the company have been covenanted to the holding company, Royal Television Society, a registered charity.

# RTS Enterprises Limited

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 8 Called up share capital

	2021 £	2020 £
Ordinary share capital issued and fully paid		
2 ordinary of £1 each	<u>2</u>	<u>2</u>

### 9 Related party transactions

The company has taken advantage of the exemptions from disclosure available to wholly owned subsidiary undertakings under section 33.1A of FRS 102 in connection with intra group transactions.

### 10 Parent company

The company is a wholly owned subsidiary of Royal Television Society, a company registered in England and Wales. The registered office is 3 Dorset Rise, London, EC4Y 8EN.

# **RTS ENTERPRISES LIMITED**

## **MANAGEMENT INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2021**

# RTS Enterprises Limited

## DETAILED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2021

	2021	2020
	£	£
<b>Turnover</b>		
Income from events and related consultancy	961,105	440,018
<b>Cost of sales</b>		
Cost of functions and events	<u>(576,217)</u>	<u>(332,208)</u>
	(576,217)	(332,208)
<b>Gross Profit</b>	<u>384,888</u>	<u>107,810</u>
Administrative expenses	<u>(226,782)</u>	<u>(102,132)</u>
<b>Operating Profit</b>	158,106	5,678
<b>Investment revenues</b>		
Bank interest received	23	144
Other interest received	1,678	1,747
	<u>1,701</u>	<u>1,891</u>
<b>Interest payable and similar expenses</b>		
Non-bank interest on loans	(620)	(31)
<b>Other gains and losses</b>		
Payment under deed of covenant	(159,187)	(7,538)
<b>Profit before taxation</b>	<u>-</u>	<u>-</u>



# RTS Enterprises Limited

## SCHEDULE OF ADMINISTRATIVE EXPENSES FOR THE YEAR ENDED 31 DECEMBER 2021

	2021	2020
	£	£
<b>Administrative expenses</b>		
Management Charge	148,529	96,487
Legal and professional fees	48	48
Audit fees	4,500	4,752
Tax advisory services	1,100	-
Bank and credit card charges	5,612	845
Non-recurring item	66,993	-
	<u>226,782</u>	<u>102,132</u>