

Exchange Productions Limited
Directors' Report and Financial Statements
for the year ended 31 August 2015

Registered Number 2413667



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Exchange Productions Limited

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Exchange Productions Limited

Information and Advisors

Directors

Ben Caldwell
Geoffrey Shindler
Jennifer Raffle

Secretary

Fiona Gasper

Registered office

Royal Exchange Theatre Company Limited
St Ann's Square
Manchester
M2 7DH

Company registration number

2413667

Bankers

National Westminster Bank plc
Manchester Regional Office
PO BOX 305
Spring Gardens
Manchester
M60 2DB

Independent Auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
101 Barbirolli Square
Lower Mosley Street
Manchester
M2 3PW

Solicitors

Harbottle & Lewis
14 Hanover Square
London
W1R 0BE

Exchange Productions Limited

Directors' Report

The directors present their report together with the audited financial statements for the year ended 31 August 2015.

Principal activity

The company is principally engaged in the presentation of stage productions.

Review of the year

The loss for the year amounted to £nil (2014:£ 80). The loss on ordinary activities before taxation arising in the financial period equates to the value of the Theatre Tax Relief credit, leaving a break-even position after taxation.

Directors

The following directors served during the year and to the date of signing the financial statements:

Paul Lee (resigned 25 June 2015)

Braham Murray (resigned 9 October 2015)

Ben Caldwell (appointed 27 March 2015)

Geoffrey Shindler (appointed 27 March 2015)

Jennifer Raffle (appointed 27 March 2015)

Going concern

Although at 31 August 2015, the company's liabilities exceeded its assets by £2,156 (2014: £2,156) the directors consider that it is appropriate to prepare the financial statements on a going concern basis, as the company has received a commitment of support from its parent undertaking, Royal Exchange Theatre Company Limited.

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 prepared 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

Exchange Productions Limited

Directors' Report (continued)

Statement of directors' responsibilities (continued)

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.

Disclosure of information to auditors

Each of the persons who are directors at the date of approval of this report confirm that:

(a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and

(b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Small Company Provisions

This report has been prepared in accordance with the special provisions of part 15 of the small companies regime of the Companies Act 2006. The company has also taken the small companies exemption from preparing a strategic report.

Independent Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors will be proposed at the Annual General Meeting.

By order of the directors



Ben Caldwell

Director

18th January 2016

Exchange Productions Limited

Independent auditors' report to the members of Exchange Productions Limited

Report on the financial statements

Our opinion

In our opinion, Exchange Productions Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 August 2015 and of its result 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.
-

What we have audited

The financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), comprise:

- the balance sheet as at 31 August 2015;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter 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.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled: to take advantage of the small companies exemption in preparing the directors' report; to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Exchange Productions Limited

Independent auditors' report to the members of Exchange Productions Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the 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.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Nicholas Boden (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester

18 January 2016

Exchange Productions Limited

Profit and loss account for the year ended 31 August 2015

	Note	2015 £	2014 £
Turnover		2,354,664	-
Cost of Sales		(2,634,534)	-
Gross Profit		(279,870)	-
Administrative expenses		-	(80)
Loss on ordinary activities before taxation		(279,870)	(80)
Tax on loss on ordinary activities	4	279,870	-
Result/(Loss) for the financial year	8	-	(80)

All results are derived from continuing operations.

The company has no recognised gains or losses other than those included in the results above, and therefore no separate statement of total recognised gains or losses has been presented.

There were no differences between the historical cost profit and losses and the figures noted in the profit and loss account.

Exchange Productions Limited

Balance sheet as at 31 August 2015

	Note	2015 £	2014 £
Current assets			
Debtors	5	320,233	-
Cash at bank and in hand		99	44
		320,332	44
Creditors: amounts falling due within one year	6	(322,488)	(2,200)
Net liabilities		(2,156)	(2,156)
Capital and reserves			
Called up share capital	7	2	2
Profit and loss account	8	(2,158)	(2,158)
Total shareholders' deficit	9	(2,156)	(2,156)

The financial statements on pages 6 to 10 were approved by the Board of Directors on ^{18th} January 2016 and signed on its behalf by:



Ben Caldwell
Director

Exchange Productions Limited
Registered number: 2413667

Exchange Productions Limited

Notes to the financial statements for the year ended 31 August 2015

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention, in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards. The accounting policies remain unchanged from the prior year and are set out below.

Although at 31 August 2015, the company's liabilities exceeded its assets by £2,156 (2014: £2,156) the directors consider that it is appropriate to prepare the financial statements on a going concern basis, as the company has received a commitment of support from its parent undertaking, Royal Exchange Theatre Company Limited.

Cash flow statement

The company has taken advantage of the exemption under Financial Reporting Standard 1 (Revised 1996) Cash flow Statements, not to prepare a cash flow statement as it is included in the consolidated financial statements of its parent undertaking, Royal Exchange Theatre Company Limited.

Turnover

Turnover relates to the recharge of various production costs to the parent company, Royal Exchange Theatre Company Limited.

2 Auditors' fees

The auditors' remuneration of £2,750 (2014: £250) has been borne by the parent charitable company.

3 Directors and employees

No directors received emoluments during the year (2014: £nil) and there were no employees during the year (2014: none).

4 Tax on loss on ordinary activities

Exchange Productions Limited will be submitting a Theatre Tax Relief Claim to HMRC for production costs that qualified for the new scheme introduced by the government during 2014/15. The expected tax credit is £279,870 and this has been recognised at year end.

a) Analysis of tax on loss on ordinary activities

	2015 £	2014 £
Current year credit	279,870	-

Exchange Productions Limited

Notes to the financial statements for the year ended 31 August 2015 (continued)

4 Tax on loss on ordinary activities (continued)

b) Factors affecting the tax charge

The tax assessed for the year is different (2014: different) to the standard rate of corporation tax in the UK. The differences are explained below:

	2015 £	2014 £
Loss on ordinary activities before taxation	(279,870)	(80)
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20.58% (2014: 22.17%)	-	(18)
Effects of:		
Losses not recognised	-	18
Theatre tax credit claim	279,870	-
Current tax credit for the year	279,870	-

5 Debtors: amounts falling due within one year

	2015 £	2014 £
Other debtors	40,363	-
Theatre tax relief recoverable from HMRC	279,870	-
	320,233	-

6 Creditors: amounts falling due within one year

	2015 £	2014 £
Other creditors including taxation and social security	24,404	400
Amounts owed to group undertaking	298,084	1,800
	322,488	2,200

Amounts due to the parent undertaking are unsecured, interest free and repayable on demand.

Exchange Productions Limited

Notes to the financial statements for the year ended 31 August 2015 (continued)

7 Called up share capital

	2015 £	2014 £
Allotted, called up and fully paid		
2 (2014:2) Ordinary shares of £1 each	2	2

8 Profit and loss account

	£
At 1 September 2014	(2,158)
Result for the year	-
At 31 August 2015	(2,158)

9 Reconciliation of movements in shareholders' deficit

	£
At 1 September 2014	(2,156)
Result for the year	-
At 31 August 2015	(2,156)

10 Related parties

The company has taken advantage of the exemption conferred by paragraph 3(c) FRS 8 not to disclose the transactions with entities that are part of the group on the grounds that the company is a subsidiary undertaking with 100% of its voting rights being controlled within the group.

11 Ultimate Controlling Party

Royal Exchange Theatre Company Limited is the company's controlling related party by virtue of holding 100% of the issued share capital of the company. Royal Exchange Theatre Company Limited is the parent company of the largest and smallest group of undertakings to consolidate these financial statements. The consolidated financial statements can be obtained from Royal Exchange Theatre, St Ann's Square, Manchester, M2 7DH.