

**Company Registration No. 02657408**

**Topical Television Limited**

**Report and Financial Statements**

**30 June 2013**



# **Topical Television Limited**

## **Report and financial statements 2013**

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# **Topical Television Limited**

## **Report and financial statements 2013**

### **Officers and professional advisers**

#### **Directors**

R Allen-Turner  
J L Beresford  
J R Gregory  
J Harbord  
P Hayton  
J Isaacs  
C Meller  
J Mowll  
G Perkins  
C C Riley  
D Sagers  
J M Thoday

#### **Secretary**

R Allen-Turner

#### **Registered Office**

4a Exmoor Street  
London  
W10 6BD

#### **Bankers**

The Royal Bank of Scotland Plc  
62/63 Threadneedle Street  
PO Box 412  
London  
EC2R 8LA

#### **Auditor**

Deloitte LLP  
Chartered Accountants  
London

# Topical Television Limited

## Directors' report

The directors present their annual report and the audited financial statements for the year ended 30 June 2013

This Directors' Report has been prepared in accordance with the special provisions relating to small companies under s418 of the Companies Act 2006

### Principal activity

The principal activity of the company in the year under review was media and television production

### Going concern

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements

Further details regarding the adoption of the going concern basis can be found in Note 1 to the financial statements

### Dividends

A dividend of £nil was declared and paid during the year to Avalon Television Limited (2012 £150,000) and a dividend was declared to Avalon Factual Holdings Limited of £nil (2012 £213,422)

### Directors

The directors who served throughout the year were as follows

R Allen-Turner	
R Bennett	(resigned 31 March 2013)
J L Beresford	
M J Fuller	(resigned 2 October 2013)
J R Gregory	
J Harbord	(appointed 1 December 2013)
P Hayton	
J Isaacs	
C Meller	
J Mowll	
G Perkins	
C C Riley	
D Sagers	(appointed 25 October 2013)
J M Thoday	

### Auditor

Each of the persons who is a director at the date of approval of this report confirms that

- 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

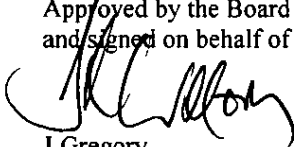
This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

## Topical Television Limited

### Directors' report (continued)

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors  
and signed on behalf of the Board



J Gregory  
Director

 2013

# **Topical Television Limited**

## **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 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 with reasonable accuracy at any time the financial position of the company and to 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 Topical Television Limited**

We have audited the financial statements of Topical Television Limited for the year ended 30 June 2013 which comprise the profit and loss account, the balance sheet and the related notes 1 to 14. 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 auditor**

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. 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). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### **Scope of the audit of 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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **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 30 June 2013 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 matters prescribed by the Companies Act 2006**

In our opinion the information in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## **Independent auditor's report to the members of Topical Television Limited (continued)**

### **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 take advantage of the small companies exemption in preparing the directors' report



James Bates (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom  
30 December 2013



## Topical Television Limited

### Profit and loss account Year ended 30 June 2013

	Notes	2013 £	2012 £
Turnover		2,085,163	1,831,982
Cost of sales		(1,606,277)	(1,453,957)
<b>Gross profit</b>		<b>478,886</b>	<b>378,025</b>
Administrative expenses		(381,042)	(403,755)
<b>Operating profit/(loss)</b>	2	<b>97,844</b>	<b>(25,730)</b>
<b>Profit/(loss) on ordinary activities before tax</b>		<b>97,844</b>	<b>(25,730)</b>
Tax on profit on ordinary activities	4	(22,045)	98
<b>Profit/(loss) for the financial year after tax</b>		<b>75,799</b>	<b>(25,632)</b>

All results relate to continuing operations

The Company has no recognised gains or losses other than the profit/loss for the current year or previous year

The accompanying notes form an integral part of these financial statements

# Topical Television Limited

## Balance sheet As at 30 June 2013

	Notes	2013 £	2012 £
<b>Fixed assets</b>			
Intangible assets	5	-	-
Tangible assets	6	57,002	66,851
		<u>57,002</u>	<u>66,851</u>
<b>Current assets</b>			
Debtors	7	347,473	213,650
Cash at bank and in hand		577,689	488,098
		<u>925,162</u>	<u>701,749</u>
<b>Creditors: amounts falling due within one year</b>	8	(906,266)	(768,501)
<b>Net current assets</b>		<u>18,896</u>	<u>(66,752)</u>
<b>Net assets</b>		<u>75,898</u>	<u>99</u>
<b>Capital and reserves</b>			
Called up share capital	10	99	99
Profit and loss account	11	75,799	-
<b>Total equity shareholders' funds</b>		<u>75,898</u>	<u>99</u>

The accompanying notes form an integral part of these financial statements

The financial statements of Topical Television Limited, registered number 02657408 were approved by the Board of Directors on 30<sup>th</sup> Decmbe 2013

Signed on behalf of the Board of Directors

  
J Thoday  
Director

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 1. Accounting policies

The financial statements are prepared in accordance with applicable United Kingdom accepted accounting standards. The particular accounting policies adopted are described below.

#### **Basis of accounting**

The financial statements are prepared under the historical cost convention.

#### **Going concern**

In reaching their decision to prepare the accounts on the going concern basis, the Directors have considered the impact of the current economic climate on both the company and the group of which it is a member.

Having given due consideration to the above factors and the anticipated future performance of the Company, taking into account reasonably possible changes in trading performance in light of uncertainty related to current unfavourable economic conditions, the Directors have been able to form a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason they adopt the going concern basis in preparing the accounts.

#### **Turnover**

The turnover and profit before taxation are attributable to the one principal activity of the Company and is wholly derived from sales made in the UK. This is consistent with the year ended 30 June 2012.

#### **Intangible assets**

The intangible assets relate to costs associated with the generation of programme rights. The costs were capitalised and were fully amortised over what the directors deemed to be the expected life of the asset which was five years.

#### **Tangible fixed assets**

Depreciation is provided at the following annual rates in order to spread the cost of each asset over its estimated useful life.

Leashold Improvements	-	over the term of the lease
Camera equipment	-	33% straight-line
Office equipment	-	33% straight-line
Motor vehicles	-	25% on reducing balance

#### **Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

#### **Hire purchase and leasing commitments**

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

#### **Pension costs and other post-retirement benefits**

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

#### **Cash Flow Statement**

The Company is exempt from the requirement of FRS 1 (revised 1996) to present a cash flow statement on the basis that it is a subsidiary of Tiverton Holdings Limited whose Group accounts are publicly available.

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 2. Operating profit

The operating profit is stated after charging

	2013 £	2012 £
Depreciation – owned assets	30,918	22,165
Fees paid to the Company's auditors for the audit of the Company's annual accounts	4,000	2,750

The average monthly number of employees during the year was as follows

	2013 No.	2012 No.
Administration	8	9
Directors' remuneration and other benefits	155,000	210,000
Directors' pension contributions to money purchase schemes	9,927	14,891

The highest paid director was remunerated £85,000 (2012 £70,000) during the year with £4,964 (2012 £4,964) of this being paid into a money purchase pension scheme

The number of directors to whom retirement benefits were accruing was as follows

	2013 No.	2012 No.
Money purchase schemes	2	3

### 3. Dividends

A dividend was declared to Avalon Factual Holdings Limited of £nil and declared to Avalon Television Limited of £nil for the year ended 30 June 2013. The amounts declared for the year ended 30 June 2012 were £213,422 and £150,000 respectively.

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 4. Tax

#### Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

	2013 £	2012 £
Current tax		
UK corporation tax	22,649	-
Over provision in prior year	-	(98)
	<u>22,649</u>	<u>(98)</u>
Deferred tax		
Deferred tax current year	862	-
Prior year adjustment	(1,407)	-
Effect of rate change to the profit and loss account	(59)	-
	<u>22,045</u>	<u>(98)</u>
Tax on profit on ordinary activities		

#### Factors affecting the tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below

	2013 £	2012 £
(Loss)/profit on ordinary activities before tax	<u>97,844</u>	<u>(25,730)</u>
(Loss)/profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23.8% (2012: 25.5%)	23,287	(6,561)
Effects of		
Excess of depreciation over capital allowances	(771)	78
Permanent Disallowables	133	395
Amounts relieved to group entities for nil consideration		6,088
Overprovision of corporation tax in previous years		(98)
	<u>22,649</u>	<u>(98)</u>
Current tax (credit)/charge		

#### Deferred taxation

The deferred taxation included in the balance sheet is as follows

	2013 £	2012 £
Capital allowances in advance of depreciation	<u>604</u>	<u>-</u>

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 5. Intangible fixed assets

	Other intangible assets £
<b>Cost</b>	
At 1 July 2012 and at 30 June 2013	31,446
<b>Amortisation</b>	
At 1 July 2012 and at 30 June 2013	(31,446)
<b>Net book value</b>	
At 30 June 2012 and 2013	-

### 6 Tangible fixed assets

	Improve- ments to property £	Camera equipment £	Office equipment £	Motor vehicles £	Total £
<b>Cost</b>					
At 1 July 2012	7,268	277,688	74,257	13,608	372,821
Additions		1,080	19,989		21,069
Disposals	-	-	-	-	-
At 30 June 2013	7,268	278,768	94,246	13,608	393,890
<b>Depreciation</b>					
At 1 July 2012	7,268	225,269	72,592	841	305,970
Charge for the year	-	24,892	2,835	3,191	30,918
Eliminated on disposal	-	-	-	-	-
At 30 June 2013	7,268	250,161	75,427	4,032	336,888
<b>Net book value</b>					
At 30 June 2013	-	28,607	18,819	9,576	57,002
At 30 June 2012	-	52,419	1,665	12,767	66,851

### 7. Debtors: amounts falling due within one year

	2013 £	2012 £
Other Debtors	-	12,750
Deferred tax	604	-
Prepayments and accrued income	143,590	144,564
Amounts owed by Group undertakings	203,279	56,336
	347,473	213,650

There were no amounts falling due after more than one year

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 8 Creditors: amounts falling due within one year

	2013 £	2012 £
Trade Creditors	2,134	8,216
Corporation tax	9,899	-
Social security and other taxes	85,230	76,017
Amounts owed to Group undertakings	394,049	428,777
Accruals and deferred income	414,954	255,491
	<u>906,266</u>	<u>768,501</u>

There were no amounts falling due after more than one year

A cross guarantee and debenture exists between the company, its ultimate parent company Tiverton 2 Limited and the following group companies Tiverton Holdings Limited, Avalon Entertainment Limited, Avalon Factual Holdings, Avalon Television Limited, Flame Television Production Limited, Liberty Bell Productions Limited, Tinderbox Television Limited, Avalon Distribution Limited and Avalon Promotions Limited to secure bank overdraft and loan facilities available to these companies

### 9. Operating lease commitments

The following operating lease payments in relation to rent are committed to be paid within one year

	2013 £	2012 £
Expiring		
Within one year	33,000	-
Between one and five years	90,750	-
	<u>123,750</u>	<u>-</u>

### 10. Called up share capital

	2013 £	2012 £
Allotted, issued and fully paid		
99 ordinary shares of £1 each	99	99
	<u>99</u>	<u>99</u>

# Topical Television Limited

## Notes to the accounts Year ended 30 June 2013

### 11. Reserves

	Profit and loss account £
At 1 July 2012	-
Profit for the year	75,799
At 30 June 2013	<u>75,799</u>

### 12. Pension commitments

The company operates a defined contribution pension scheme for its directors and senior employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

### 13. Related party disclosures

The company has taken advantage of the exemption available under FRS 8 not to disclose intra group transactions on the grounds that 100% of the voting rights are controlled within the group and consolidated financial statements containing Topical Television Limited are publicly available.

### 14. Ultimate controlling party

As at the period end date the ultimate controlling party is JM Thoday. The largest and smallest groups within which the company's financial statements are consolidated is Tiverton Holdings Limited.

Copies of consolidated financial statements can be obtained from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.