Directors' Report and Γinancial Statements for the Year Ended 30 September 2010

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Company Information

Directors WJ Rogers

PL Gordon

PA Marcus

Secretary S Woods

Registered office Carn Brea Studios

Barncoose Industrial Estate

Redruth Cornwall TR15 3RQ

Solicitors Foot Anstey

Salt Quay House 4 North East Quay Sutton Harbour Plymouth PL4 0BN

Auditors Menzies LLP

Chartered Accountants & Registered Auditors

Mıdas House

62 Goldsworth Road

Woking Surrey GU21 6LQ

Directors' Report for the Year Ended 30 September 2010

The directors present their report and the audited financial statements for the year ended 30 September 2010

Directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Directors are required by company law to prepare financial statements which give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the period ending on that date. In preparing those financial statements, directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of

Principal activity

The principal activity of the company is that of operating a local radio station

Business review

The company operates the FM commercial radio license for Surrey and Hampshire 96 4 Eagle Radio and the AM license County Sound Radio 1566 mw

The result for the year includes administrative expenses of £851,514 relating to retrospective management charges from UKRD Group limited previously undercharged Excluding this charge an operating profit of £199,161 would be reported for the period Full details of the results for the year are set out in the attached financial statements

As with any business, the company faces a number of risks in the total environment in which it operates. The principal risks are in the areas of economic and market conditions, competition for consumer listening, recruitment and retention of talent, the future of radio and the regulatory environment. The company's management take appropriate steps to monitor and control these risks and to reduce their likely impact on the business.

Given the straightforward nature of the company's business the directors are of the opinion that analysis using KPI's is not necessary for an understanding of the development and performance of the company

Results and dividend

The results for the company are set out in the financial statements

The directors do not recommend the payment of a dividend

Eagle Radio Limited Directors' Report for the Year Ended 30 September 2010

continued

Directors

The directors who held office during the year were as follows

- WJ Rogers
- PL Gordon
- PA Marcus

Auditors

Menzies LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

Approved by the Board and signed on its behalf by

S Woods

Company Secretary

Date 24/03/2011

Independent Auditors' Report to the Members of

Eagle Radio Limited

We have audited the financial statements of Eagle Radio Limited for the year ended 30 September 2010, set out on pages 6 to 18 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 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 auditors' 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 Directors' Responsibilities Statement set out on page 2, 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 (UK 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 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 30 September 2010 and of its loss 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 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

Independent Auditors' Report to the Members of Eagle Radio 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

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

Jon Jagger FCA

Senior Statutory Auditor

for and on behalf of

Menzies LLP, Chartered Accountants & Statutory

Auditor

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Midas House 62 Goldsworth Road Woking Surrey GU21 6LQ

Eagle Radio Limited Profit and Loss Account for the Year Ended 30 September 2010

	Note	2010 £	2009 £
Turnover		2 213,867	1,876,797
Cost of sales		(534,473)	(371,362)
Gross profit		1,679,394	1,505,435
Administrative expenses		(2,331,747)	(1,261,758)
Operating (loss)/profit	2	(652,353)	243,677
Other interest receivable and similar income		-	36,444
Amounts written off investments		-	(4)
Interest payable and similar charges	5	(8,009)	(2,480)
(Loss)/profit on ordinary activities before taxation		(660,362)	277,637
Tax on (loss)/profit on ordinary activities	6	(6,100)	-
(Loss)/profit for the financial year	13	(666,462)	277,637

Turnover and operating (loss)/profit derive wholly from continuing operations

The company has no recognised gains or losses for the year other than the results above

Eagle Radio Limited Balance Sheet as at 30 September 2010

		201	10	200)9
	Note	£	£	£	£
Fixed assets					
Tangible assets	7		184,187		210,144
Investments	8		3		3
			184,190		210,147
Current assets					
Debtors	9	1,607,181		2,362 326	
Cash at bank and in hand		353,649		231,232	
		1,960,830		2,593,558	
Creditors Amounts falling					
due within one year	10	(384,499)		(357,424)	
Net current assets			1,576,331		2,236,134
Total assets less current			1,760,521		2,446,281
liabilities			1,700,321		2,440,201
Creditors Amounts falling			(60,457)		(79,755)
due after more than one year	11		(00,157)		
Net assets			1,700,064		2,366,526
Capital and reserves					
Called up share capital	12		1,000,000		1,000,000
Share premium reserve	13		200,000		200,000
Profit and loss reserve	13		500,064		1,166,526
Shareholders' funds	14	1	1,700,064		2,366,526

Approved by the Board and authorised for issue on 24 3 11 and signed on its behalf by

Director

Registration number 02846346

Eagle Radio Limited Cash Flow Statement for the Year Ended 30 September 2010

		2010	2009
	Note	£	£
Net cash flow from operating activities	17	187,761	196,204
Returns on investment and servicing of finance	18	(8,009)	33,964
Taxation	18	(6,100)	-
Capital expenditure and financial investment			
Purchase of tangible fixed assets		(33 652)	(141,507)
Sale of tangible fixed assets	_	2,995	-
	_	(30,657)	(141,507)
Cash inflow before management of liquid resources and financing		142,995	88,661
Financing Capital element of hire purchase payments		(20,578)	74,497
	_	(20,578)	74,497
Increase in cash	=	122,417	163,158
Reconciliation of net cash flow to	movement i	n net funds	
		2010	2009

		2010	2009
	Note	£	£
Increase in cash in the year	19	122,417	163,158
Cash outflow/(inflow) from decrease/(increase) in debt and lease financing		20,578	(74,497)
Change in net funds resulting from cash flows	-	142,995	88,661
Net funds at the start of the year	19 _	116,439	27,778
Net funds at the end of the year	19	259,434	116,439

Notes to the Financial Statements for the Year Ended 30 September 2010

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

Going concern

The directors believe that the company has a strong and stable underlying business and is well placed to manage its business risks successfully despite the current uncertain economic outlook. The Directors therefore consider the adoption of the going concern basis of accounting in preparing the annual financial statements to be appropriate.

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of services to customers

Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows

Leasehold improvements

Over the period of the lease

Other operating assets

20% to 50% per annum on a straight line basis

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value

Deferred taxation

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS19

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date

Hire purchase and finance lease contracts

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, are capitalised in the balance sheet as tangible fixed assets and are depreciated over their useful lives. The capital elements of future obligations under the leases are included as liabilities in the balance sheet. The interest element of the rental obligation is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Assets held under hire purchase agreements are capitalised as tangible fixed assets and are depreciated over their useful lives. The capital element of future finance payments is included within creditors. Finance charges are allocated to accounting periods over the length of the contract.

Operating leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of UKRD Group Limited, a company incorporated in England, and is included in the consolidated accounts of that company

2 Operating (loss)/profit

Operating (loss)/profit is stated after charging/(crediting)

	2010		200	09
	£	£	£	£
Hire of other assets - operating leases		150,937		144,321
Auditors' remuneration The audit of the company's				
annual accounts	3,000		3,000	
Tax services	1,000		1,000	
	.	4,000		4,000
Auditors' remuneration - non audit services		1,700		1,396
Profit on disposal of tangible fixed assets		(2,995)		-
Depreciation of owned assets Depreciation of assets held under		33,763		25,684
finance leases and hire purchase contracts	_	25,846		14,130

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

3 Particulars of employees

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

		2010 No 21	2009 No
	The aggregate payroll costs of these persons were as follows		
	Wages and salaries Social security costs	2010 £ 510,171 61,909 572,080	2009 £ 459,502 54,521 514 023
4	Directors' remuneration	372,000	314 023
	The directors' remuneration for the year are as follows		
	Directors' remuneration (including benefits in kind)	2010 £ 122,079	2009 £ 110,390
5	Interest payable and similar charges		
	Finance charges	2010 £ 8,009	2009 £ 2,480

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

6 Taxation

Analysis of current period tax charge

Accelerated capital allowances

Total current tax for the year

Utilisation of losses

	£	£
Current tax		
(Over)/under provision in previous year	6,100	-
Factors affecting current period tax charge		
The tax assessed on the (loss)/profit on ordinary activities for the year	r is 28 00% (2009 - 28	00%)
The differences are reconciled below		
	2010	2009
	£	£
(Loss)/profit on ordinary activities before taxation	(660,362)	277,637
Standard rate corporation tax (credit)/charge	(184,901)	77,738
Expenses not deductible for tax purposes (including goods)	2,826	2,214

2010

(23, 194)

211,369

6,100

2009

11,148

(91,100)

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

7 Tangible fixed assets

	Long leasehold land and buildings £	Other operating assets	Total £
Cost			
As at 1 October 2009	236,072	331,851	567,923
Additions	698	32,954	33,652
Disposals		(20 133)	(20,133)
As at 30 September 2010	236,770	344,672	581,442
Depreciation			
As at 1 October 2009	201,593	156,186	357,779
Eliminated on disposals	•	(20,133)	(20,133)
Charge for the year	5,479	54,130	59,609
As at 30 September 2010	207,072	190,183	397,255
Net book value			
As at 30 September 2010	29,698	154,489	184 187
As at 30 September 2009	34,479	175,665	210,144

Hire purchase agreements

Included within the total net book value of tangible fixed assets is £97,151 (2009 - £132,335) in respect of assets held under finance leases and similar hire purchase contracts. Depreciation for the year on these assets was £25,846 (2009 - £14,130)

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

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8 Investments held as fixed assets

			Shares in group undertakings £
Cost As at 1 October 2009 and 30 Septemb	or 2010		3
As at 1 October 2009 and 30 Septemb	el 2010		
Net book value			
As at 30 September 2010			3
As at 30 September 2009			3
The company holds more than 20% of	f the share capital of the	following company	
	Country of incorporation	Principal activity	Class %
Subsidiary undertakings			
County Sound Limited	England and Wales	Dormant	Ordinary 100
Debtors			
		2010	2009
		2010 £	£
Trade debtors		345,15	57 249,369
Amounts owed by group undertakings	3	1,198,65	
Other debtors			50 216
Prepayments and accrued income		1,607,18	
Debtors includes £1,198,657 (2009 -	£2,020,729) receivable a	fter more than one year	
This can be analysed as follows			
		2010	2009
		£	£
Amounts owed by group undertakings	3	1,198,6	2,020,729

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

10	Creditors.	Amounts	falling due	within one	vear
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		2010 £	2009 £
	Obligations under finance leases and hire purchase contracts	33,758	35,038
	Trade creditors	98,842	125,682
	Taxation and social security	82,295	63,523
	Other creditors	5,144	2,870
	Accruals and deferred income	164,460	130,311
		384,499	357,424
	Creditors amounts falling due within one year includes the following ligiven by the company	nabilities, on which se	ecurity has been
		2010	2009
		£	£
	Obligations under finance leases and hire purchase contracts	33,758	35,038
	The above is secured over the assets the agreements relate to		
	the above is occurred over the assets the agreements relate to		
11	Creditors: Amounts falling due after more than one year		
		2010	2009
		£	£
	Obligations under finance leases and hire purchase contracts	60,457	79,755
	Creditors amounts falling due after more than one year includes the folias been given by the company	llowing liabilities, or	which security
		2010	2009
		£	£ 70.755
	Obligations under finance leases and hire purchase contracts	60,457	79,755
	The above is secured over the assets the agreements relate to		
12	Share capital		
		2010	2009
		£	£
	Allotted, called up and fully paid		
	Equity		
	1,000,000 Ordinary shares of £1 each	1,000,000	1,000,000
	· · · · · · · · · · · · · · · · · · ·		

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

13 Reserves

	Share premium reserve	Profit and loss reserve	Total £
Balance at 1 October 2009	200,000	1,166,526	1,366,526
Transfer from profit and loss account for the year	-	(666,462)	(666,462)
Balance at 30 September 2010	200,000	500,064	700,064

14 Reconciliation of movements in shareholders' funds

	2010	2009
	£	£
(Loss)/profit attributable to members of the company	(666,462)	277,637
Opening shareholders' funds	2,366,526	2,088,889
Closing shareholders' funds	1,700,064	2,366,526

15 Contingent liabilities

The Company is a joint guarantor to the group's facility with Clydesdale Bank PLC together with subsidiaries of UKRD Group Limited The Company has a contingent liability of £631,764 to Clydesdale Bank PLC at the year end

16 Operating lease commitments

As at 30 September 2010 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	Land and Buildings		Other	
	2010 £	2009 £	2010 £	2009 £
Within two and five years Over five years	94,414	95,800	2,819 72,420 75,239	3,198 <u>57,507</u> 60,705

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Eagle Radio Limited

Notes to the Financial Statements for the Year Ended 30 September 2010

continued

17 Reconciliation of operating (loss)/profit to operating cash flows

	2010	2009 £
	£	
Operating (loss)/profit	(652 353)	243,677
Depreciation, amortisation and impairment charges	59,609	39,814
Profit on disposal of fixed assets	(2,995)	-
Decrease/(increase) in debtors	755,145	(108,069)
Increase in creditors	28,355	20,782
Net cash inflow from operating activities	187,761	196,204

18 Analysis of cash flows

	2010	2009
	£	£
Returns on investment and servicing of finance		
HP interest paid	(8,009)	(2,480)
Interest received	-	36,444
	(8,009)	33,964
		· · · · · · · · · · · · · · · · · · ·
Taxation		
Taxation paid	(6,100)	

19 Analysis of net funds

Cash at bank and in hand	At start of period £ 231,232	Cash flow £ 122,417	At end of period £ 353,649
Finance leases and hire purchase contracts Net funds	(114,793)	20,578	(94,215)
	116,439	142,995	259,434

Notes to the Financial Statements for the Year Ended 30 September 2010

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20 Related parties

Controlling entity

The directors consider the ultimate parent undertaking to be UKRD Group Limited, a company registered in England and Wales There is no one controlling party of UKRD Group Limited

Copies of the accounts of UKRD Group Limited can be obtained from the Company Secretary at Carn Brea Studios, Barncoose Industrial estate, Redruth, Cornwall, TR15 3RQ

Related party transactions

During the year the company was charged £1,292,400 (2009 £438,977) by UKRD Group Limited for services provided and received money for services provided of £32,192 (2009 £nil) At the year end a loan of £1,197,858 (2009 £2,020,729) was due from UKRD Group Limited with interest of £nil (2009 £36,444) received during the year

During the year the following transactions happened with group companies

The company paid £2,237 (2009 nil) for services provided from UKRD Support and Development Limited

The company received £nil (2009 £4,800) for services provided to Web Gifts Online Limited

The company received £1,882 (2009 £3,535) for services provided to Cambridge Radio Limited

The company received £2,101 (2009 £1,064) for services provided to KLFM Limited

The company received £460 (2009 £nil) for services provided to Two Boroughs Radio Limited

The company received £1,335 (2009 £nil) for services provided to Alpha Radio Limited

The company received £1,140 (2009 £nil) for services provided to Minster FM Limited The amount due to the company at the year end was £80 (2009 £nil)

The company received £360 (2009 £nil) for services provided to Mix 96 Limited The amount due to the company at the year end was £80 (2009 £nil)

The company received £3,085 (2009 £nil) for services provided to Spirit FM Limited The amount due to the company at the year end was £2,395 (2009 £nil)

The company received £865 (2009 £nil) for services provided to Spire FM Limited

The company received £850 (2009 £nil) for services provided to Stray FM Limited The amount due to the company at the year end was £210 (2009 £nil)

The company received £890 (2009 £nil) for services provided to Sun FM Limited The amount due to the company at the year end was £240 (2009 £nil)

The company received £1,085 (2009 £nil) for services provided to Wessex Broadcasting Limited The amount due to the company at the year end was £615 (2009 £nil)

The company received £1,360 (2009 £nil) for services provided to Yorkshire Coast Limited The amount due to the company at the year end was £200 (2009 £nil)

During the year the company purchased advertising services totalling £10,000 (2009 £12,312) from the Guildford Flames Ice Hockey team. In addition, the company sold radio advertising totalling £10,000 (2009 £12,312) to the Guildford Flames Ice Hockey team. The Guildford Flames Ice Hockey team is owned by J Hepburn, a director and shareholder of UKRD Group Limited, this company's ultimate parent undertaking.