



## **Arqiva Public Safety Limited**

**Registered number 03341257**

### **Annual Report and Financial Statements**

**For the year ended 30 June 2020**

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## **Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

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## **Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

### **Directors' report and statement of Directors' responsibilities**

The Directors of Arqiva Public Safety Limited, registered company number 03341257, ('the Company') submit the following annual report and financial statements ('the financial statements') in respect of the year ended 30 June 2020. The Company's registered office is Crawley Court, Winchester, Hampshire, SO21 2QA.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The Company is entitled to take the small companies exemption (as defined by the Companies Act 2006) and therefore has elected to take the exemption from preparing a strategic report in accordance with section 414B of the Companies Act 2006.

#### **Business review and principal activities**

The Company no longer actively operates, and was dormant in the year ended 30 June 2019. During the year ended 30 June 2020, a restructure of both the Company and the Arqiva Group Limited group of companies resulted in resolutions being passed so that all intercompany payable balances were removed through debt releases, along with all but £1 of the Company's share capital via capital reductions. A resolution was also passed to transfer the Company's investment in Arqiva Muxco Limited to Arqiva Holdings Limited in June 2020.

The Company is a non-trading company within the Arqiva Group Limited ('AGL') group of companies ('the Group').

The Company made a profit for the financial year of £3,329,430 (2019: £nil). The Company has net assets of £4,023,227 (2019: liabilities of £1,026,958).

#### **Key performance indicators ('KPIs')**

Given the straightforward nature of the Company's activities, the Directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

The Group is managed as a whole and the relevant KPIs are discussed within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 14 of these financial statements or the Group's website at [www.arqiva.com](http://www.arqiva.com).

#### **Going concern**

The Directors have made the decision to strike off the Company within 12 months of the year ended 30 June 2020. The Company is therefore no longer considered to be a going concern and have been prepared on a break-up basis.

#### **Dividends and transfers to reserves**

The Company has not declared or paid any dividends for the year to 30 June 2020 (2019: £nil).

#### **Directors**

The following held office as directors of the Company during the period and up to the date of this report:

- Simon Beresford-Wylie (resigned 20 April 2020)
- Tim Jones
- Paul Donovan (appointed 20 April 2020)

#### **Company Secretary**

Rachael Whitaker replaced Jeremy Mavor as the Company Secretary on 31 March 2021.

#### **Directors' indemnities**

The Company has provided an indemnity for its Directors and the Company Secretary, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006. The indemnity was in force during the full financial year and up to the date of approval of the financial statements.

#### **Events after the reporting period**

There have been no events since the balance sheet date which would require adjustment or disclosure within the financial statements.

## **Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

### **Statement of Directors' responsibilities**

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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.

The Directors 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.

On behalf of the Board



**Tim Jones**  
**Director**  
Crawley Court  
Winchester  
Hampshire  
SO21 2QA

Date: 19 April 2021

**Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

**Income Statement**

	Note	Year ended 30 June 2020 £	Year ended 30 June 2019 £
Impairment		(3,198,347)	-
Other income		6,437,777	-
<b>Operating profit</b>	6	<b>3,239,430</b>	-
<b>Profit before tax</b>		<b>3,239,430</b>	-
Tax	7	-	-
<b>Profit for the financial year</b>		<b>3,239,430</b>	-

All results are from continuing operations.

The Company has no other comprehensive income other than the loss for the year stated above and therefore no separate statement of comprehensive income has been presented.

**Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

**Statement of Financial Position**

	Note	30 June 2020 £	30 June 2019 £
<b>Non-current assets</b>			
Investments in other Group companies	8	-	2,287,745
<b>Total current assets</b>		-	2,287,745
<b>Current assets</b>			
Other receivables	9	4,023,227	-
<b>Total current assets</b>		4,023,227	-
<b>Total assets</b>		<b>4,023,227</b>	<b>2,287,745</b>
<b>Current liabilities</b>			
Other payables	10	-	(3,314,703)
<b>Total current liabilities</b>		-	(3,314,703)
<b>Net current liabilities</b>		<b>4,023,227</b>	<b>(3,314,703)</b>
<b>Total liabilities</b>		<b>4,023,227</b>	<b>(3,314,703)</b>
<b>Net assets/ (liabilities)</b>		<b>4,023,227</b>	<b>(1,026,958)</b>
<b>Equity</b>			
Share capital	11	1	18,844,221
Share premium	11	-	93,650
Capital contribution reserve		1,810,755	-
Retained earnings		2,212,471	(19,964,829)
<b>Total shareholders' deficit</b>		<b>4,023,227</b>	<b>(1,026,958)</b>

The accounting policies and notes on pages 6 to 10 form part of these financial statements.

For the year ending 30 June 2020 the company was entitled to exemption from audit under section 479A of the Companies Act 2006.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

For the year ended 30 June 2020, the financial statements have been prepared in accordance with the provisions applicable by the small companies' regime (as defined by the Companies Act 2006).

These financial statements were approved by the Board of Directors on 19 April 2021 and were signed on its behalf by:



Tim Jones  
Director

**Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

**Statement of Changes in Equity**

	Share capital	Share premium	Capital Contribution Reserve	Retained earnings	Total equity
	£	£	£	£	£
<b>Balance at 1 July 2018</b>	<b>18,844,221</b>	<b>93,650</b>	<b>-</b>	<b>(19,964,829)</b>	<b>(1,026,958)</b>
<i>Loss for the year</i>	-	-	-	-	-
<b>Balance at 30 June 2019</b>	<b>18,844,221</b>	<b>93,650</b>	<b>-</b>	<b>(19,964,829)</b>	<b>(1,026,958)</b>
Profit for the year	-	-	-	3,239,430	3,239,430
Capital reduction	(18,844,220)	(93,650)	-	18,937,870	-
Capital contribution	-	-	1,810,755	-	1,810,755
<b>Balance at 30 June 2020</b>	<b>1</b>	<b>-</b>	<b>1,810,755</b>	<b>2,212,471</b>	<b>4,023,227</b>

## Notes to the Financial Statements

### 1 General Information

Arqiva Public Safety Limited ('the Company') is a private company incorporated in England, United Kingdom ('UK') under the Companies Act under registration number 03341257. The address of the registered office is Crawley Court, Winchester, Hampshire, SO21 2QA.

The nature of the Company's operations and its principal activities are set out in the Directors Report on page 1.

### 2 Basis of preparation and statement of compliance

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ('FRS 101'). The Group's financial statements (Arqiva Group Limited and its subsidiaries) are available online at [www.arqiva.com](http://www.arqiva.com).

The requirements have been applied in accordance with the requirements of the Companies Act 2006.

The financial statements are prepared on a going concern basis and under the historical cost convention.

The following disclosure exemptions, as permitted by paragraph 8 of FRS 101, have been taken in these Company financial statements and notes:

<u>EU-adopted IFRS</u>	<u>Relevant disclosure exemptions</u>
IFRS 15 Revenue from Contracts with Customers	The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129.
IFRS 7 Financial Instruments: Disclosures	All disclosure requirements.
IAS 7 Statement of Cash Flows	All disclosure requirements.
IAS 24 Related Party Disclosures	The requirements of paragraph 17; the requirement to disclose related party transactions entered into between two or more members of a Group, provided that any subsidiary party to the transaction is wholly owned by such a member and key management personnel.
IAS 1 Presentation of financial statements	The requirements of paragraph 38; comparative information in respect of paragraph 79(a)(iv) of IAS 1.
IAS 1 Presentation of financial statements	The requirements of paragraphs 10(d), 10(f), 16, 38A, 38B to D, 40A to D, 111 and 134 to 136.
IAS 8 Accounting policies, changes in accounting estimates and errors	The requirements of paragraphs 30 and 31.



## **Arqiva Public Safety Limited (03341257)**

Annual Report and Financial Statements – Year ended 30 June 2020

### **3 Principal accounting policies**

The following accounting policies have been applied consistently in relation to the Company's financial statements:

**(a) Exemption from consolidation**

The Company is a wholly owned subsidiary of Arqiva Mobile TV Limited and of its ultimate parent, AGL. It is included in the consolidated financial statements of AGL which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements are separate financial statements.

**(b) Going concern**

The Directors have made the decision to strike off the Company within 12 months of the year ended 30 June 2020. The Company is therefore no longer considered to be a going concern and have been prepared on a break-up basis.

**(c) Changes in accounting policy and disclosures**

New and revised standards

The Group adopted IFRS 16 'Leases' for the first time in the current year effective from 1 July 2019. There is no impact on the Company's financial statements.

**(d) Taxation**

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

**(e) Investments in subsidiaries and joint ventures**

Investments in subsidiaries and joint ventures are shown at cost less provision for impairment.

### **4 Critical accounting estimates and judgements**

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

There are no critical accounting estimates or key judgements expressed in these financial statements.

### **5 Employees and Directors**

**Employees**

The Company had no employees during the year (2019: none).

**Directors**

There are no recharges (2019: £nil) made to the Company in respect of any remuneration for any Directors, as their duties in respect of the Company are incidental to their normal duties on behalf of their employer companies.

The Directors are either representatives of the ultimate UK parent undertaking or other Group companies and their individual remuneration reflects the services they provide to the Company and other Group companies. It is not possible to make an accurate apportionment of each Director's emoluments in respect of their services to the Company. Accordingly, no emoluments in respect of these Directors services have been disclosed.

## Arqiva Public Safety Limited (03341257)

Annual Report and Financial Statements – Year ended 30 June 2020

### 6 Operating profit

Profit on ordinary activities before taxation is stated after charging/(crediting):

	Year ended 30 June 2020	Year ended 30 June 2019
	£	£
Impairment of intercompany balances	3,198,347	-
Other income from release of intercompany balances	(6,437,777)	-

The impairment in the year represents the release of intercompany amount receivable from other Group companies by way of resolution passed in the year.

Other income from release of intercompany balances represent the full release of intercompany amounts payable to other Group companies by way of resolution passed in the year.

### 7 Tax

	Year ended 30 June 2020	Year ended 30 June 2019
	£	£
<b>Current tax:</b>		
UK corporation tax	-	-
<b>Total current tax</b>	-	-
<b>Tax charge on profit on ordinary activities</b>	-	-

UK Corporation tax is calculated at the rate of 19% (2019: 19.0%) of the estimated taxable profit for the year.

The tax charge for the year can be reconciled to the profit in the Income Statement as follows:

	Year ended 30 June 2020	Year ended 30 June 2019
	£'000	£'000
Profit before tax	3,239,430	-
Tax at the UK Corporation tax rate of 19% (2019: 19.0%)	615,492	-
Tax effect of Income not taxable	607,686	-
Tax effect of expenditure not deductible for tax purposes	(1,223,178)	-
<b>Total tax charge for the year</b>	-	-

The main rate of UK corporation tax was 19.0% during the year. In the Finance Act 2016 it was enacted that the main rate of UK corporation tax would be further reduced to 17.0% from 1 April 2020, however this reduction was cancelled in Finance Act 2020.

## Arqiva Public Safety Limited (03341257)

Annual Report and Financial Statements – Year ended 30 June 2020

### 8 Investments

	£
<b>Cost</b>	
At 1 July 2018 and 2019	4,805,000
Additions	2,962,916
Disposal	(7,767,916)
At 30 June 2020	-
<b>Impairment</b>	
At 1 July 2018 and 2019	(2,518,000)
Disposal	2,518,000
At 30 June 2020	-
<b>Total investments</b>	-

The additions in the current year relate to additional investments in Arqiva Muxco Limited. The disposals in the year relate to the transfer of the Company's investments in Arqiva Muxco Limited, which was transferred to Arqiva Holdings Limited in June 2020. The transfer of this investment resulted in recognition of a receivable amount due from Arqiva Holdings Limited.

### 9 Other receivables

	30 June 2020	30 June 2019
	£	£
Amounts receivable from other group entities	4,023,227	-
<b>Total receivables</b>	<b>4,023,227</b>	-

Amounts receivable from other group entities are unsecured, interest free and are repayable on demand.

### 10 Other payables

	30 June 2020	30 June 2019
	£	£
Amounts payable to other group entities	-	3,314,703
<b>Total payables</b>	<b>-</b>	<b>3,314,703</b>

Amounts owed to other group entities were unsecured, interest free and are repayable on demand. The balances were derecognised as a result of a resolution for intercompany releases agreed in the year (see note 6 for further information).

## Arqiva Public Safety Limited (03341257)

Annual Report and Financial Statements – Year ended 30 June 2020

### 11 Share capital

	30 June 2020	30 June 2019
	£	£
<b>Allotted, called up and fully paid:</b>		
10 ordinary shares of £0.1 each (2019: £0.1 each)	1	18,844,221
Share premium reserve	-	93,650

During the year, the Directors passed a resolution to reduce the ordinary share capital of the Company by reducing and cancelling all of the issued class 'B' and 'C' shares and all but 10 of the class 'A' shares. In addition, a resolution was passed to cancel all of the Share Premium balance and credit this to retained earnings.

### 12 Capital contribution

During the year, the Directors of Arqiva No.2 Limited and Arqiva Aerial Sites Limited passed a resolution to extinguish the amounts payable from the Company by means of a capital contribution.

### 13 Related party transactions

The Company has applied the provisions within FRS 101 to be exempt from the disclosure of transactions entered into, and balances outstanding, with a Group entity (which is wholly owned by another Group entity) and key management personnel.

### 14 Controlling parties

The Company's immediate parent undertaking is Arqiva Mobile TV Limited, a company incorporated in England and Wales. Copies of the Arqiva Mobile TV Limited financial statements can be obtained from the Company Secretary at Crawley Court, Winchester, Hampshire, SO21 2QA.

The ultimate UK parent undertaking is AGL, which is the parent undertaking of the largest group to consolidate these financial statements. The parent company of the smallest group to consolidate these financial statements is Arqiva Group Parent Limited ('AGPL').

Copies of the AGL and AGPL consolidated financial statements can be obtained from the Company Secretary of each Company at Crawley Court, Winchester, Hampshire, SO21 2QA.

AGL is owned by a consortium of shareholders including Canada Pension Plan Investment Board, Macquarie European Infrastructure Fund II, other Macquarie managed funds and minorities. There is no ultimate controlling party of the Company.