

Company Registration No. 05227052

Virtual1 Communications Limited
(formerly Executel Limited)
Report and unaudited Financial Statements
For the year ended 28 February 2022



TalkTalk Classification: Private

Virtual1 Communications Limited

Report and unaudited Financial Statements for the year ended 28 February 2022

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Virtual1 Communications Limited

Officers and professional advisers

Directors

T Harrison
P J Eayres
C Gosling
J G Thackray – Appointed 1 September 2022

Company Secretary

T S Morris

Registered Office

Soapworks
Ordsall Lane
Salford Quays
M5 3TT

Virtual1 Communications Limited

Directors' report

The Directors present their annual report on the affairs of Virtual1 Communications Limited ("the Company"), together with the unaudited financial statements, for the year ended 28 February 2022.

Business review

The Company was not engaged in trading activities throughout the financial year and the prior period.

The Company started trading in June 2022 as a reseller of Ethernet network assets. On 14 September 2022, the company changed its name to Virtual1 Communications Limited.

The Company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and the previous period. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the Company. There are no risks or uncertainties facing the Company including those within the context of the use of financial instruments.

Going concern

The financial statements have been prepared on a going concern basis in view of the fact that Tosca IOM Limited ("the Group"), has indicated that it is committed to provide sufficient funding to the Company to enable it to meet its liabilities as they fall due for the foreseeable future.

The Group financial statements have been prepared on a Going Concern basis. The Group assessment focuses on available financing and headroom against covenants using the Board approved Plan as the basis of the assessment. Scenarios modelled indicate that there is sufficient headroom against covenants in the going concern assessment period under a reasonable worst case.

On this basis, the Directors continue to adopt the going concern basis in preparing these accounts. Accordingly, these accounts do not include any adjustments to the carrying amount or classification of assets and liabilities that would result if the Company were unable to continue as a going concern.

Strategic Report Exemption

The company has taken advantage of the exemption for small companies under Section 414B of the Companies Act 2006 from preparing a strategic report, for the year ended 28 February 2022.

Directors

The Directors who served throughout the year, and subsequently, are shown on page 1.

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



J G Thackray
Director
29 November 2022

Virtual1 Communications Limited

Balance sheet

As at 28 February 2022

	Note	28 February 2022 £	28 February 2021 £
Current assets			
Receivables		1	1
Net assets		<u>1</u>	<u>1</u>
Equity			
Share capital	4	1	1
Total equity		<u>1</u>	<u>1</u>

Virtual1 Communications Limited did not trade during the current year and has made neither profit nor loss, nor any other comprehensive income.

For the year ending 28 February 2022, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The Directors have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 476.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

These financial statements were approved and authorised for issue by the Board of Directors and signed on its behalf by:



J G Thackray
Director
29 November 2022

Virtual1 Communications Limited

Notes to the financial statements

For the year ended 28 February 2022

1. Accounting policies

a) *Authorisation of financial statements and statement of compliance with FRS 101*

The financial statements of Virtual1 Communications Limited ("the Company") for the year ended 28 February 2022 were authorised for issue by the Board of Directors on 29 November 2022 and the balance sheet was signed on the board's behalf by J G Thackray. Tosca IOM Limited is incorporated and domiciled in England and Wales under the Companies Act 2006. The Group was de-listed from the London Stock Exchange on 12 March 2021. The registered office of the Company is Soapworks, Ordsall Lane, Salford, United Kingdom, M5 3TT.

The Company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the Financial Reporting Council. Accordingly, these financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

b) *Basis of preparation*

During the prior period, the financial year end of the Company was changed from 31 March to 28 February. Accordingly, the 2022 financial statements are prepared for the year ended 28 February 2022 compared to the eleven-month period ended 28 February for the 2021 comparatives. As a result, the comparative figures stated in the income statement, statement of changes in equity, cash flow statement and the related notes are not comparable.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 28 February 2022. The financial statements have been prepared on the historical cost basis. The financial statements are prepared in Sterling, because that is the currency of the principal economic environment in which the Company operates.

The Company has taken advantage of the exemption under FRS 101 not to publish a cash flow statement.

2. Income statement

No income statement is presented with these financial statements because the Company has not received income, incurred expenditure, or recognised any gains or losses during either the current year or prior period. There have been no movements in equity during the current year or prior period so no statement of changes in equity is presented.

3. Information regarding directors and employees

The Directors received no remuneration in the current year or prior period for services to the Company.

Details of Directors' remuneration can be found in the financial statements of Tosca IOM Limited.

No recharges were made to the Company in respect of these costs.

The Company had no employees in the current year or prior period.

4. Share capital

	28 February 2022	28 February 2021
	£	£
Authorised, issued and fully paid:		
1 (2021: 1) ordinary share of £1	1	1

Virtual1 Communications Limited
Notes to the financial statements (continued)
For the year ended 28 February 2022

5. Ultimate parent company

The Company is a member of Tosca IOM Limited ("the Group"). Tosca IOM Limited is a Company incorporated in England and Wales. The full year results of the Company were included in the 2022 Annual Report of the Group.

The principal place of business of the Group is at Soapworks, Ordsall lane, Salford Quays, M5 3TT. The consolidated financial statements of the Group are available to the public and may be obtained from Companies House.

On 15 March 2021 TalkTalk was officially de-listed from the London Stock Exchange, following the acquisition of the Group by Tosca IOM Limited. From this date Tosca IOM Limited became the Ultimate Parent Undertaking. Tosca IOM Limited is owned by a number of private equity investors, none of which have majority shareholdings. Consolidated financial statements will be prepared by the Tosca IOM Group for the financial year ending 28 February 2022, which will include the full results of the company.

6. Related party transactions

The Company has taken advantage of the exemption under IAS 24 'Related Party Disclosures' for related party transactions with other group companies, as 100% of the voting rights are controlled within the Group.

Tosca IOM Limited, has prepared consolidated accounts which include the results of the company for the year and are available to the public.

7. Post balance sheet event

The Company started trading in June 2022 as a reseller of Ethernet network assets. On 14 September 2022, the company changed its name to Virtual1 Communications Limited.