

Registration number: 05291229

# OG Enterprises Limited

Annual Report and Financial Statements

for the year ended 29 March 2020



# **OG Enterprises Limited**

## **Contents**

Company Information	1
Directors' Report	2
Statement of Directors' Responsibilities	3
Independent auditors' report	4 to 6
Income Statement	7
Statement of Comprehensive Income	8
Statement of Financial Position	9
Statement of Changes in Equity	10
Notes to the Financial Statements	11 to 15

# **OG Enterprises Limited**

## **Company Information**

<b>Directors</b>	James Bishop Alexander Hesketh
<b>Registered office</b>	PO Box 68164 Kings Place 90 York Way London N1P 2AP
<b>Independent Auditors</b>	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 1 Embankment Place London WC2N 6RH

## **OG Enterprises Limited**

### **Directors' Report for the year ended 29 March 2020**

The directors present their report and the audited financial statements for the year ended 29 March 2020.

This report has been prepared in accordance with the special provisions of section 415A of the Companies Act 2006 relating to small companies. The directors have taken the exemption under this regime not to disclose the strategic report.

#### **Directors of the company**

The directors, who held office during the period, and up to the date of signing unless otherwise stated were as follows:

James Bishop

Alexander Hesketh (appointed 27 March 2020)

Richard Kerr (resigned 27 March 2020)

#### **Principal activity**

The principal activity of the company is the introduction of readers and viewers of its immediate holding company's publications and website to financial service institutions. OG Enterprises Limited is not itself a financial service institution.

#### **Directors' liabilities**

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The company also purchased and maintained throughout the financial year directors' and officers' liability insurance in respect of itself and its directors.

#### **Disclosure of information to the auditors**

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 of which they know the auditors are unaware.

#### **Statement of Director's Responsibilities**

The Statement of Director's Responsibilities is included on page 3.

Approved by the Board on 6 July 2020 and signed on its behalf by:



James Bishop  
Director

## **OG Enterprises 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 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 these financial statements, the directors are required to:

- select suitable accounting policies and 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 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 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.

#### **Directors' confirmations**

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the 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.

## **OG Enterprises Limited**

### **Independent auditors' report to the members of OG Enterprises Limited**

#### **Report on the audit of the financial statements**

##### **Opinion**

In our opinion, OG Enterprises Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 29 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Income Statement for the year ended 29 March 2020, the Statement of Comprehensive Income for the year ended 29 March 2020, the Statement of Financial Position as at 29 March 2020, the Statement of Changes in Equity for the year ended 29 March 2020, and the Notes to the Financial Statements for the year ended 29 March 2020, which include a description of the significant accounting policies.

##### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

##### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

##### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

## **OG Enterprises Limited**

### **Independent auditors' report to the members of OG Enterprises Limited**

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

#### **Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 29 March 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

#### **Responsibilities for the financial statements and the audit**

##### **Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

##### **Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

##### **Use of this report**

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.

## **OG Enterprises Limited**

### **Independent auditors' report to the members of OG Enterprises Limited**

#### **Other required reporting**

##### **Companies Act 2006 exception reporting**

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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

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: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Samuel Tomlinson (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

6 July 2020



## OG Enterprises Limited

### Income Statement for the year ended 29 March 2020

	Note	2020 £ 000	2019 £ 000
Revenue	3	60	88
Operating costs	4	<u>(12)</u>	<u>(12)</u>
Operating profit		<u>48</u>	<u>76</u>
Profit on ordinary activities before taxation		48	76
Tax on profit on ordinary activities	8	<u>-</u>	<u>-</u>
Profit for the period		<u><u>48</u></u>	<u><u>76</u></u>

The above results were derived from continuing operations.

## OG Enterprises Limited

### Statement of Comprehensive Income for the year ended 29 March 2020

	2020 £ 000	2019 £ 000
Profit for the period	<u>48</u>	<u>76</u>
Total comprehensive income for the period	<u><u>48</u></u>	<u><u>76</u></u>

# OG Enterprises Limited

(Registration number: 05291229)

## Statement of Financial Position as at 29 March 2020

	Note	2020 £ 000	2019 £ 000
<b>Current assets</b>			
Trade and other receivables	9	2,042	1,658
Cash at bank and in hand		<u>61</u>	<u>398</u>
		2,103	2,056
<b>Current liabilities</b>			
Trade and other payables	10	<u>(17)</u>	<u>(18)</u>
Net assets		<u>2,086</u>	<u>2,038</u>
<b>Equity</b>			
Retained earnings		<u>2,086</u>	<u>2,038</u>
Shareholders' funds		<u>2,086</u>	<u>2,038</u>

These financial statements were approved by the Board on 6 July 2020 and signed on its behalf by:



James Bishop  
Director

# OG Enterprises Limited

## Statement of Changes in Equity for the year ended 29 March 2020

	<b>Retained earnings £ 000</b>	<b>Total £ 000</b>
At 1 April 2019	2,038	2,038
Profit for the period	<u>48</u>	<u>48</u>
Total comprehensive income	<u>48</u>	<u>48</u>
At 29 March 2020	<u>2,086</u>	<u>2,086</u>

  

	<b>Retained earnings £ 000</b>	<b>Total £ 000</b>
At 2 April 2018	1,962	1,962
Profit for the period	<u>76</u>	<u>76</u>
Total comprehensive income	<u>76</u>	<u>76</u>
At 31 March 2019	<u>2,038</u>	<u>2,038</u>

## **OG Enterprises Limited**

### **Notes to the Financial Statements for the year ended 29 March 2020**

#### **1 General information**

The company is a private company limited by share capital, incorporated and domiciled in England and Wales.

The address of its registered office is:

PO Box 68164

Kings Place

90 York Way

London

N1P 2AP

These financial statements were authorised for issue by the Board on 6 July 2020.

#### **2 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Basis of preparation**

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS101). The financial statements have been prepared under the historical cost convention and in accordance with Companies Act 2006.

The financial statements of the company are made up to the Sunday closest to 31 March each year. Consequently, the financial statements for the current period cover the 52 weeks ended 29 March 2020 and for the comparative period cover the 52 weeks ended 31 March 2019.

## **OG Enterprises Limited**

### **Notes to the Financial Statements for the year ended 29 March 2020**

#### **Summary of disclosure exemptions**

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IAS 1 'Presentation of financial statements': information on management of capital has not been presented. Comparative financial information in respect of paragraph 73 (E) of IAS 16 Property, plant and equipment and paragraph 118 (e) of IAS 38 Intangible assets has not been presented.
- IAS 7 'Statement of cash flows': a cash flow statement has not been presented.
- IAS 8 'Accounting policies, changes in accounting estimates and errors': disclosure in respect of new standards and interpretations that have been issued but which are not yet effective has not been provided.
- IAS 24 'Related party disclosures': key management personnel compensation has not been presented. Related party transactions entered into between two or more members of the group, provided that the subsidiary which is a party to the transaction is wholly owned by such a member have not been disclosed.
- IFRS 7 'Financial instruments disclosures': none of the disclosures required by IFRS 7 have been presented.
- IFRS 13 'Fair value measurement': none of the disclosures required by IFRS 13 have been presented.

#### **Going concern**

The directors have considered the impact of Covid-19 in this assessment of both the future operational performance along with the value of its resources. Accordingly, the financial statements are prepared on a going concern basis.

#### **Changes in accounting policy**

None of the standards, interpretations and amendments effective for the first time from 1 April 2019 have had a material effect on the financial statements.

#### **Revenue recognition**

Revenue is recognised in the accounting period when control of the sold service has been transferred, at an amount that reflects the consideration to which the entity expects to be entitled in exchange for fulfilling its performance obligations to customers.

The principles in IFRS are applied to revenue recognition criteria using the following 5 step model:

1. Identify the contracts with the customer
2. Identify the performance obligations in the contract
3. Determine the transaction price
4. Allocate the transaction price to the performance obligations in the contract
5. Recognise revenue when or as the entity satisfies its performance obligations

Revenue comprises the fair value of the consideration received or receivable for advertising and other ancillary services. Revenue is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company.

Sales are made substantially in the United Kingdom and relate to one class of business, being the introductions of readers and viewers of its immediate holding company's publications and website to financial service institutions.

## OG Enterprises Limited

### Notes to the Financial Statements for the year ended 29 March 2020

#### Tax

The tax expense for the period comprises current tax. Tax is recognised in the income statement, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

#### Trade receivables

Trade receivables are amounts due from customers for products sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as Non current assets.

Trade receivables are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. The company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and the identified impairment loss was immaterial.

#### Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

### 3 Revenue

The analysis of the company's revenue for the period from continuing operations is as follows:

	2020 £ 000	2019 £ 000
Sale of goods	60	88

### 4 Operating costs

	2020 £ 000	2019 £ 000
Employee benefits expense	12	12

## OG Enterprises Limited

### Notes to the Financial Statements for the year ended 29 March 2020

#### 5 Staff costs

The aggregate payroll costs were as follows:

	2020 £ 000	2019 £ 000
Wages and salaries	11	11
Social security costs	1	1
	<u>12</u>	<u>12</u>

The average number of persons employed by the company (excluding directors) during the period, analysed by category was as follows:

	2020 No.	2019 No.
Sales, marketing and distribution	<u>1</u>	<u>1</u>

#### 6 Directors' remuneration

The remuneration of the directors is paid by another group entity which makes no recharge to the Company. The directors are also directors of a number of fellow subsidiaries and spend an insignificant portion of their time on the Company. The directors' total remuneration is disclosed in the financial statements of Guardian Media Group plc and Guardian News & Media Limited.

#### 7 Auditors' remuneration

	2020 £ 000	2019 £ 000
Audit fee borne by parent company	<u>2</u>	<u>2</u>

#### 8 Income tax

The tax on profit before tax for the period is lower than the standard rate of corporation tax in the UK (2019 - lower than the standard rate of corporation tax in the UK) of 19% (2019 - 19%).

The differences are reconciled below:

	2020 £ 000	2019 £ 000
Profit before tax	<u>48</u>	<u>76</u>
Corporation tax at standard rate	9	14
Increase from effect of additional income taxable in determining taxable profit	5	4
Decrease from effect of losses claimed from other group companies	<u>(14)</u>	<u>(18)</u>
Total tax charge/(credit)	<u>-</u>	<u>-</u>



## OG Enterprises Limited

### Notes to the Financial Statements for the year ended 29 March 2020

#### Factors which may affect future tax charges

The UK main corporation tax rate was expected to be reduced to 17% from 1 April 2020. In the 2020 Budget the government announced the rate will remain unchanged at 19%. There is no impact of this change in these financial statements as the company has no deferred tax balances.

#### 9 Trade and other receivables

	2020 £ 000	2019 £ 000
Trade receivables	2	5
Amounts due from related parties	2,036	1,648
Accrued income	4	5
Total current trade and other receivables	<u>2,042</u>	<u>1,658</u>

#### 10 Trade and other payables

	2020 £ 000	2019 £ 000
Amounts due to related parties	13	15
Social security and other taxes	4	3
	<u>17</u>	<u>18</u>

#### 11 Share capital

One issued, called up and fully paid ordinary share (2019: one) of £1.

#### 12 Parent and ultimate parent undertaking

The company's immediate parent is Guardian News & Media Limited.

The ultimate parent is The Scott Trust Limited. These financial statements are available upon request from The Secretary, The Scott Trust Limited, PO Box 68164, Kings Place, London N1P 2AP.

Guardian Media Group plc is the parent of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Guardian Media Group plc can be obtained from The Secretary, Guardian Media Group plc, PO Box 68164, Kings Place, 90 York Way, London N1P 2AP.