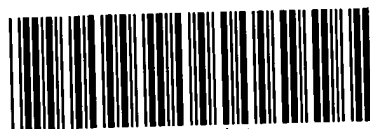


Company No: 01414045

**BEGGARS GROUP LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**BEGGARS GROUP LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**BEGGARS GROUP LIMITED  
COMPANY INFORMATION  
FOR THE YEAR ENDED 31 DECEMBER 2019**

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**Directors**

Martin Mills  
Andrew Heath  
James Wyllie  
Paul Redding  
Neela Ebbett  
Rupert Skellett  
Simon Wheeler  
Victoria Fry

**Company number**

01414045

**Registered Office**

17-19 Alma Road  
London  
SW18 1AA

**Independent auditor**

SRLV Audit Limited  
Chartered Accountants & Statutory Auditor  
Elsley Court  
20-22 Great Titchfield Street  
W1W 8BE

**BEGGARS GROUP LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2019**

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The directors present their report and the financial statements for the year ended 31 December 2019.

**Principal activity**

The group is principally engaged in the production and exploitation of sound recordings. The Beggars stable of labels includes XL Recordings, 4AD, Rough Trade Records, Matador and Young Turks Recordings.

**Results and dividends**

The results for the year are set out on page 8.

No interim or final dividend was recommended during the year (2018 - £8,000,000).

**Directors**

The following directors have held office since 1 January 2019:

Martin Mills  
Andrew Heath  
James Wyllie  
Paul Redding  
Neela Ebbett  
Rupert Skellett  
Simon Wheeler  
Victoria Fry

**Fixed assets**

Changes in fixed assets are shown in the notes to the financial statements. In the opinion of the directors, the market value of interests in land and buildings held as fixed assets at the balance sheet date were in excess of their book value.

**Future developments**

The directors are confident that by pursuing the management policies the group will achieve continued successes in the years ahead.

**Events after the balance sheet date**

On 30 April 2020, XL Recordings Limited acquired 90% of the issued share capital in both Beggars Music Limited and Beggars Catalogues LLP for total consideration of £2,024,997. These companies were previously owned equally by a director of XL Recordings Limited, a director of Beggars Group Limited and a director of both those companies. Following the acquisition, one director of Beggars Group Limited has retained a 10% share in each company.

**Directors' insurance**

The company maintains insurance policies on behalf of the directors against liability arising from negligence, breach of duty and breach of trust in relation to the company.

**Matters covered in the group strategic report**

The principal risks and uncertainties facing the group and the company have been considered in the group strategic report.

**BEGGARS GROUP LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2019**

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**Statement of disclosure to auditors**

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company and the group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company and the group's auditors are aware of that information.

Approved by the board of directors on 29th July 2020 and signed on behalf of the board.

*Neela Ebbett*

**Neela Ebbett**  
Director

**BEGGARS GROUP LIMITED  
GROUP STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2019**

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The directors present their annual report and the audited financial statements for the year ended 31 December 2019.

**Principal activities and business review**

Beggars Group is principally engaged in the production and exploitation of sound recordings. The Beggars stable of labels includes XL Recordings, 4AD, Rough Trade Records, Matador Records and Young Turks Recordings.

**Business review**

Beggars Group had another successful trading year, consolidating on the success of recent releases which continue to stream well.

The prior year results were skewed favourably by an exceptional item, namely the proceeds of the sale of Spotify shares. But like for like we are pleased to note that the growth in sales is consistent across our key territories.

Successful releases included the following which all received Grammy nominations:

Best Alternative: Big Thief – UFOF (4AD)  
Best Alternative: Thom Yorke – Anima (XL)  
Best Song Written for Visual Media: Thom Yorke, Suspirium (XL)  
Best Music Video: FKA Twigs, Cellophane (Young Turks)

In addition, Black Midi's 'Schlagenheim' (Rough Trade) was shortlisted for the Mercury Prize.

We are dependent on our ability to achieve successes with new acts as much as our ability to continue to exploit globally our prestigious catalogue. To that end we are committed to treating artists fairly and have developed several industry-leading policies to reflect that.

**Principal risks and uncertainties**

**Political & economic risks**

Business with our EU suppliers and customers are a critical element of the business. A no-deal Brexit may interrupt our physical supply chain in the short term, and longer term this could threaten the domestic market for vinyl.

There may be an administrative burden placed on artists and agents for touring and promotion when there is no longer free movement of UK citizens in and out of the EU.

We are concerned with the uncertainty around post-Brexit plans for passing legislation like the Copyright Directive passed by the EU last year. We believe such laws are needed in the UK also to protect IP rights.

However, our international customer base and the borderless global streaming market act as a limited hedge against these disruptive elements.

Nevertheless, we continue to work hard on behalf of our artists to ensure that the independent sector is heard and represented.

**COVID-19**

The directors note that the impact of the COVID-19 virus has been to limit promotional activity on new releases for the period of lockdown and will continue to an extent while social distancing measures remain in place.

There will be a financial impact both in terms of reduced sales, but also short term reduced costs from deferring those releases or limited promotional activity.

However, Beggars Group has the benefit of a strong back catalogue generating a significant portion of its sales. Whilst we are expecting a slowdown in certain channels – for example physical sales, synchronisation, and performance income – we expect streaming to be least affected.

BEGGARS GROUP LIMITED  
GROUP STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2019

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**Financial risks**

The group's principal financial instruments comprise bank balances, trade creditors and trade debtors.

Liquidity risk is managed by maintaining sufficient cash balances.

Price risk is managed through natural diversification of formats and sales channels.

Exchange risk is managed through holding sufficient levels of sterling and foreign currency receipts to service payables in the same respective currency.

Credit risk is managed by closely monitoring customers' outstanding amounts for both time and credit limits.

Interest rate risk is negligible because the group has no external borrowings.

**Directors' statement of compliance with duty to promote success of the group**

The board of directors consider, both individually and as a board, that they have acted in a manner that, in their opinion, would be most likely to promote the success of the group for the benefit of its members as whole (having regard to its stakeholders and matters set out in s172 (1) (a-f) of the Companies Act 2006) in the decisions made during the year ended 31 December 2019.

The directors consider the likely consequences that might result from any decisions made or actions taken on the long-term future of the group and its stakeholders. In doing so, the interests and well-being of the group's employees are key considerations.

The directors continue to monitor and develop relationships with artists, customers and suppliers as a key contributor to the group's ongoing success.

The decisions made and actions undertaken by the directors' aim to represent and maintain the group's reputation for appropriate standards of business conduct.

**Key performance indicators**

The group uses a number of performance indicators to monitor and manage the business effectively. The financial and non-financial key performance indicators for the year ended 31 December 2019, with comparatives for the year ended 31 December 2018, are set out below.

	2019 £	2018 £
Turnover including share of joint ventures	63,102,422	74,161,603
Turnover excluding share of joint ventures	37,702,721	40,585,736
Total operating profit	3,665,832	11,949,542
Number of releases	40	36

This report was approved by the board on 29th July 2020 and signed on its behalf.

*Neela Ebbett*

**Neela Ebbett**  
Director

**BEGGARS GROUP LIMITED**  
**DIRECTORS' RESPONSIBILITIES STATEMENT**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**Statement of directors' responsibilities**

The directors are responsible for preparing the group strategic report, the directors' report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the group and of the profit or loss of the group 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



**BEGGARS GROUP LIMITED**  
**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BEGGARS GROUP LIMITED**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**Opinion**

We have audited the financial statements of Beggars Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2019, set out in the Consolidated Profit and Loss account, Consolidated Statement of Comprehensive Income, the Consolidated and Company Balance Sheets, the Consolidated and Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows and related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2019 and of the group's 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.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the 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 group's or the parent 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.

**Other information**

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

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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.

**Opinion on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the group strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the group strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

**BEGGARS GROUP LIMITED**  
**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BEGGARS GROUP LIMITED**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the group strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

**Responsibilities of directors**

As explained more fully in the directors' responsibilities statement on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 group's and the parent 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 group or the parent 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 Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

**Use of our report**

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 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.

*SRLV Audit Limited*

Marc Voulters (Senior Statutory Auditor)  
For and on behalf of  
**SRLV Audit Limited**

Chartered Accountants  
Statutory Auditor

Elsley Court  
20-22 Great Titchfield Street  
London  
W1W 8BE

Date: 29th July 2020

**BEGGARS GROUP LIMITED**  
**CONSOLIDATED PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

	<b>Notes</b>	<b>2019 £</b>	<b>2018 £</b>
<b>Turnover</b>	5	<b>37,702,721</b>	40,585,736
Cost of sales		<u><b>(9,038,715)</b></u>	<u>(8,737,707)</u>
<b>Gross profit</b>		<b>28,664,006</b>	31,848,029
Distribution expenses		<b>(4,163,103)</b>	(2,850,439)
Administrative expenses		<b>(22,910,338)</b>	(24,247,944)
Other operating income		<u><b>702</b></u>	<u>63,450</u>
<b>Group operating profit</b>	6	<b>1,591,267</b>	4,813,096
Share of profit of joint ventures	10	<u><b>2,074,565</b></u>	<u>7,136,446</u>
<b>Total operating profit</b>		<b>3,665,832</b>	11,949,542
Loss on dissolution of subsidiaries	18	<b>(472,727)</b>	-
Amounts written off investments		<b>(50,000)</b>	-
Interest receivable	11	<b>14,668</b>	69,177
Interest payable	12	<u><b>(1,462)</b></u>	<u>(2,483)</u>
<b>Profit on ordinary activities before taxation</b>		<b>3,156,311</b>	12,016,236
Tax charge on profit on ordinary activities	13	<u><b>(741,425)</b></u>	<u>(1,454,009)</u>
<b>Profit for the financial year</b>		<u><b>2,414,886</b></u>	<u>10,562,227</u>
<b>Profit attributable to:</b>			
Owners of the parent		<b>2,328,619</b>	10,366,689
Non-controlling interests		<u><b>86,267</b></u>	<u>195,538</u>
		<u><b>2,414,886</b></u>	<u>10,562,227</u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

The notes on pages 17 to 37 form part of these financial statements.

**BEGGARS GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

	<b>2019</b> <b>£</b>	2018 <b>£</b>
Profit for the financial year	<u><b>2,414,886</b></u>	<u>10,562,227</u>
<b>Other comprehensive income</b>		
Currency translation (loss)/gain on net investments in foreign operations	<b>(483,711)</b>	788,632
Share of joint venture currency translation (loss)/gain	<b>(12,538)</b>	24,121
<b>Other comprehensive income for the year</b>	<u><b>(496,249)</b></u>	<u>812,753</u>
<b>Total comprehensive income for the year</b>	<u><b>1,918,637</b></u>	<u>11,374,980</u>
<b>Total comprehensive income attributable to:</b>		
Owners of the parent company	<b>1,832,370</b>	11,179,442
Non-controlling interests	<b>86,267</b>	195,538
	<u><b>1,918,637</b></u>	<u>11,374,980</u>

The notes on pages 17 to 37 form part of these financial statements.

**BEGGARS GROUP LIMITED**  
**CONSOLIDATED BALANCE SHEET**  
**AS AT 31 DECEMBER 2019**

	Notes	£	2019 £	£	2018 £
<b>Fixed assets</b>					
Intangible assets	15		<b>311,819</b>		545,526
Tangible assets	16		<b>13,798,827</b>		13,532,778
Investment properties	17		<b>450,000</b>		450,000
Investments:					
Joint ventures	18	<b>16,310,013</b>		18,561,249	
Other investments	18	<b>1,844,272</b>		1,921,124	
			<b>18,154,285</b>		20,482,373
			<b>32,714,931</b>		35,010,677
<b>Current assets</b>					
Stocks	19	<b>983,768</b>		987,369	
Debtors: amounts falling due within one year	20	<b>18,955,780</b>		18,650,936	
Cash at bank and in hand	21	<b>24,887,599</b>		28,704,181	
			<b>44,827,147</b>		48,342,486
<b>Creditors: amounts falling due within one year</b>	22		<b>(15,327,370)</b>		(24,326,263)
<b>Net current assets</b>			<b>29,499,777</b>		24,016,223
<b>Total assets less current liabilities</b>			<b>62,214,708</b>		59,026,900
Provisions for liabilities	24		<b>(2,337,663)</b>		(1,541,621)
<b>Net assets</b>			<b>59,877,045</b>		57,485,279
<b>Capital and reserves</b>					
Called up share capital	25		<b>200</b>		200
Revaluation reserve	26		<b>285,040</b>		285,040
Profit and loss account			<b>59,738,575</b>		57,906,205
<b>Equity attributable to owners of the parent</b>			<b>60,023,815</b>		58,191,445
<b>Non-controlling interests</b>			<b>(146,770)</b>		(706,166)
<b>Total equity</b>			<b>59,877,045</b>		57,485,279

The notes on pages 17 to 37 form part of these financial statements.

Approved by the board of directors and authorised for issue on 29th July 2020

  
Martin Mills (30/07/20, 2020 14:49 GMT+1)

**Martin Mills**  
Director


**Company Registration Number: 01414045**

BEGGARS GROUP LIMITED  
COMPANY BALANCE SHEET  
AS AT 31 DECEMBER 2019

	Notes	£	2019 £	£	2018 £
<b>Fixed assets</b>					
Intangible assets	15		251,695		477,727
Tangible assets	16		4,135,430		3,360,165
Investment properties	17		450,000		450,000
Investments	18		6,285,435		6,317,460
			<b>11,122,560</b>		10,605,352
<b>Current assets</b>					
Debtors: amounts falling due within one year	20	24,282,436		30,369,018	
Cash at bank and in hand	21	6,681,284		2,483,150	
			<b>30,963,720</b>		32,852,168
<b>Creditors: amounts falling due within one year</b>	22		<b>(13,988,250)</b>		<b>(19,304,025)</b>
<b>Net current assets</b>			<b>16,975,470</b>		13,548,143
<b>Total assets less current liabilities</b>			<b>28,098,030</b>		24,153,495
Provisions for liabilities	24		<b>(268,502)</b>		(183,922)
<b>Net assets</b>			<b>27,829,528</b>		23,969,573
<b>Capital and reserves</b>					
Called up share capital	25		200		200
Revaluation reserve	26		285,040		285,040
Profit and loss account			27,544,288		23,684,333
<b>Shareholders' funds</b>			<b>27,829,528</b>		23,969,573

The notes on pages 17 to 37 form part of these financial statements.

Approved by the board of directors and authorised for issue on 29th July 2020



Martin Mills (Signed, 2020 14:49 GMT+1)

**Martin Mills**  
Director

**Company Registration Number: 01414045**

BEGGARS GROUP LIMITED  
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2019

	Share capital	Revaluation reserve	Profit and loss account	Equity attributable to owners of parent company £
	£	£	£	£
<b>At 1 January 2019</b>	<b>200</b>	<b>285,040</b>	<b>57,906,205</b>	<b>58,191,445</b>
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	2,328,619	<b>2,328,619</b>
Other comprehensive income for the year	-	-	(496,249)	<b>(496,249)</b>
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>1,832,370</b>	<b>1,832,370</b>
<b>At 31 December 2019</b>	<b>200</b>	<b>285,040</b>	<b>59,738,575</b>	<b>60,023,815</b>

	Equity attributable to owners of parent company £	Non- controlling interest £	Total equity £
<b>At 1 January 2019</b>	<b>58,191,445</b>	<b>(706,166)</b>	<b>57,485,279</b>
<b>Comprehensive income for the year</b>			
Profit for the year	<b>2,328,619</b>	86,267	<b>2,414,886</b>
Non-controlling interest on disposal	-	473,129	<b>473,129</b>
Other comprehensive income for the year	<b>(496,249)</b>	-	<b>(496,249)</b>
<b>Total comprehensive income for the year</b>	<b>1,832,370</b>	<b>559,396</b>	<b>2,391,766</b>
<b>At 31 December 2019</b>	<b>60,023,815</b>	<b>(146,770)</b>	<b>59,877,045</b>

BEGGARS GROUP LIMITED  
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018

	Share capital	Revaluation reserve	Profit and loss account	Equity attributable to owners of parent company
	£	£	£	£
<b>At 1 January 2018</b>	<b>200</b>	<b>285,040</b>	<b>54,726,763</b>	<b>55,012,003</b>
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	10,366,689	<b>10,366,689</b>
Other comprehensive income for the year	-	-	812,753	<b>812,753</b>
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>11,179,442</b>	<b>11,179,442</b>
<b>Transactions with owners</b>				
Dividends: equity capital	-	-	(8,000,000)	<b>(8,000,000)</b>
<b>Total transactions with owners recognised in equity</b>	<b>-</b>	<b>-</b>	<b>(8,000,000)</b>	<b>(8,000,000)</b>
<b>At 31 December 2018</b>	<b>200</b>	<b>285,040</b>	<b>57,906,205</b>	<b>58,191,445</b>

	Equity attributable to owners of parent company	Non-controlling interest	Total equity
	£	£	£
<b>At 1 January 2018</b>	<b>55,012,003</b>	<b>(795,527)</b>	<b>54,216,476</b>
<b>Comprehensive income for the year</b>			
Profit for the year	<b>10,366,689</b>	195,538	<b>10,562,227</b>
Other comprehensive income for the year	<b>812,753</b>	-	<b>812,753</b>
<b>Total comprehensive income for the year</b>	<b>11,179,442</b>	<b>195,538</b>	<b>11,374,980</b>
<b>Transactions with owners</b>			
Dividends: equity capital	<b>(8,000,000)</b>	-	<b>(8,000,000)</b>
Non-controlling interest share of joint ventures share of retained losses	-	(106,177)	<b>(106,177)</b>
<b>Total transactions with owners recognised in equity</b>	<b>-</b>	<b>(106,177)</b>	<b>(106,177)</b>
<b>At 31 December 2018</b>	<b>58,191,445</b>	<b>(706,166)</b>	<b>57,485,279</b>



**BEGGARS GROUP LIMITED**  
**COMPANY STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 31 DECEMBER 2018**

	<b>Share capital</b>	<b>Revaluation reserve</b>	<b>Profit and loss account</b>	<b>Equity attributable to owners of parent company</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>At 1 January 2019</b>	<b>200</b>	<b>285,040</b>	<b>23,684,333</b>	<b>23,969,573</b>
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	3,859,955	3,859,955
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>3,859,955</b>	<b>3,859,955</b>
<b>At 31 December 2019</b>	<b>200</b>	<b>285,040</b>	<b>27,544,288</b>	<b>27,829,528</b>

	<b>Share capital</b>	<b>Revaluation reserve</b>	<b>Profit and loss account</b>	<b>Equity attributable to owners of parent company</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>At 1 January 2018</b>	<b>200</b>	<b>285,040</b>	<b>30,992,050</b>	<b>31,277,290</b>
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	692,283	692,283
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>692,283</b>	<b>692,283</b>
<b>Transactions with owners</b>				
Dividends paid	-	-	(8,000,000)	(8,000,000)
<b>Transactions with owners recognised in equity</b>	<b>-</b>	<b>-</b>	<b>(8,000,000)</b>	<b>(8,000,000)</b>
<b>At 31 December 2018</b>	<b>200</b>	<b>285,040</b>	<b>23,684,333</b>	<b>23,969,573</b>

**BEGGARS GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

	2019 £	2018 £
<b>Cash flows from operating activities</b>		
Profit for the financial year	2,414,886	10,562,227
<b>Adjustments for:</b>		
Tax on profit on ordinary activities	741,425	1,454,009
Net interest income	(13,206)	(66,694)
Share of profit from joint ventures	(2,074,565)	(7,136,446)
Loss on disposal of fixed assets	141	99,567
Amortisation of intangible assets	235,156	357,875
Depreciation of tangible assets	642,216	582,156
(Loss)/gain on foreign exchange movements	(152,879)	214,487
Decrease/(increase) in stock	3,601	(228,993)
Increase in debtors	(304,927)	(380,793)
(Decrease)/increase in creditors	(8,805,161)	2,398,327
Group relief not paid	(83)	-
Loss on disposal of subsidiary	472,727	-
Amounts written off investments	50,000	-
<b>Net cash (used in)/generated by operating activities</b>	<b>(6,790,669)</b>	<b>7,855,722</b>
<b>Tax paid</b>	<b>(850,493)</b>	<b>(1,878,479)</b>
<b>Cash flows from investing activities</b>		
Purchase of tangible assets	(1,216,212)	(2,026,026)
Purchase of intangible assets	(1,448)	(29,567)
Dividends received	5,029,034	30,149
Interest received	14,668	69,177
<b>Net cash from investing activities</b>	<b>3,826,042</b>	<b>(1,956,267)</b>
<b>Cash flows from financing activities</b>		
Dividends paid	-	(8,000,000)
Interest paid	(1,462)	(2,483)
<b>Net cash used in financing activities</b>	<b>(1,462)</b>	<b>(8,002,483)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(3,816,582)</b>	<b>(3,981,507)</b>
Cash and cash equivalents at beginning of the year	28,704,181	32,685,688
<b>Cash and cash equivalents at the end of the year</b>	<b>24,887,599</b>	<b>28,704,181</b>
<b>Cash and cash equivalents at the end of the year comprise:</b>		
Cash at bank and in hand	24,887,599	28,704,181
	<b>24,887,599</b>	<b>28,704,181</b>

BEGGARS GROUP LIMITED  
CONSOLIDATED ANALYSIS OF NET DEBT  
FOR THE YEAR ENDED 31 DECEMBER 2019

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	At 1 January 2019 £	Cash flows £	At 31 December 2019 £
Cash at hand and in bank	28,704,181	(3,816,582)	24,887,599
	<u>28,704,181</u>	<u>(3,816,582)</u>	<u>24,887,599</u>

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**1. General information**

Beggars Group Limited and its subsidiaries (together "the group") are principally engaged in the production and exploitation of sound recordings.

The company is a private company limited by shares and is registered in England and Wales. The address of its registered office and principal place of business is 17/19 Alma Road, London, SW18 1AA.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires group management to exercise judgement in applying the company's accounting policies (see note 3).

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own profit and loss account in these financial statements.

The following principal accounting policies have been applied:

**2.2 Basis of consolidation**

The group consolidated financial statements include the financial statements of the company and all of its subsidiary undertakings together with the group's share of the results of associates and joint ventures made up to 31 December.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Where a subsidiary has different accounting policies from the group, adjustments are made to those subsidiary financial statements to apply the group's accounting policies when preparing the consolidated financial statements.

The consolidated financial statements present the results of the group and its own subsidiaries as if they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated profit and loss account from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available under FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 1 January 2014.

### **2.3 Going concern**

The directors note that the impact of the COVID-19 virus has been to limit promotional activity on new releases for the period of lockdown and will continue to an extent while social distancing measures remain in place. There will be a financial impact both in terms of reduced sales and reduced costs from either deferring those releases or reducing promotional activity. However, the group has the benefit of a strong back catalogue generating a significant portion of its sales. Whilst we are expecting a slowdown in some channels across the group (such as physical, synchronisation and performance income), the streaming business is expected to be largely unaffected. At the year end and as at the date of signature of the financial statements, the parent company and group's activities remain positive and the group have strong cash reserves.

On this basis, the directors are satisfied that the parent company and group will be able to satisfy its financial obligations for at least 12 months from the date of signature of the financial statements, which have been prepared on the going concern basis.

### **2.4 Foreign currency**

#### **(i) Functional and presentation currency**

The group financial statements are presented in pound sterling.

The company's functional and presentation currency is pound sterling.

#### **(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rate at the dates of the transactions.

At each year end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

#### **(iii) Translations**

The trading results of group undertakings are translated into sterling at the average exchange rates for the year. The assets and liabilities of overseas undertakings, including goodwill and fair value adjustments arising on acquisition, are translated at the exchange rates ruling at the year end. Exchange adjustments arising from the retranslation of opening net investments and from the translation of the profits or losses at average rates are recognised in 'other comprehensive income' and allocated to non-controlling interest as appropriate.

BEGGARS GROUP LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2019

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**2.5 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, net of discounts, excluding rebates, value added tax and other sales taxes. The following criteria must be met before revenue is recognised:

**(i) Physical sales**

Revenues from the physical sale of recorded music are recognised on despatch. Where goods are sold on the group's behalf by third party distributors, revenue is recognised when the distributor reports sales to the group.

**(ii) Digital sales**

Revenues relating to digital products are recognised when the products are sold based on reports from digital service providers. Where revenue cannot be reliably estimated for the period, it is recognised on a receipts basis.

**(iii) Royalties**

Royalty income is included on a receivable basis calculated on sales of records arising during each financial year as reported by licencees. Where royalty income cannot be reliably estimated for the period, it is recognised on a receipts basis. Where income is received but not accompanied by sufficient data to attribute to a recognisable project, the income is recognised on subsequent receipt of that data. Royalties payable are charged against relevant income of the same period except where they are paid in advance, carried forward and recognised as an asset where such advances relate to current released and unreleased products and where it is estimated that sufficient future royalties will be earned from recoupment from those products.

Advances received are carried forward and recognised over the expected life of each individual licence.

**(iv) Management charges**

Revenues from management charges are recognised in relation to services provided to group and related companies during the period.

**(v) Interest income**

Interest income is recognised using the effective interest rate method.

**(vi) Dividends**

Dividend income is recognised when the right to receive payment is established.

**2.6 Intangible fixed assets**

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is provided on the following bases:

Software and development costs	20% - 33% straight line
Catalogue	10 years

Amortisation is charged to administrative expenses in the profit and loss account.

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and amortised on a straight line basis over its useful economic life, which is 10 or 20 years. Provision is made for any impairment.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**2.7 Tangible fixed assets**

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

The group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their useful economic lives, using the straight-line method. The estimated useful lives range as follows:

Freehold property	2% straight-line
Leasehold property	In equal instalments over the period of the lease
Fixtures, fittings and equipment	20% straight line
Motor vehicles	25% straight line
Computer equipment	20% - 33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other operating income' in the profit and loss account.

**2.8 Operating leases**

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

**2.9 Investment properties**

Investment property is carried at fair value determined annually by the directors and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. Changes in fair value are recognised in the profit and loss account.

Depreciation is not provided in respect of freehold investment properties. The directors consider that this accounting policy, which represents a departure from the Companies Act 2006, is necessary to provide a true and fair view as required under Section 16 of FRS 102. The financial effect of this departure is not material to the financial statements.

**2.10 Investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

Joint ventures are held at cost less impairment.

**2.11 Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimate selling price less costs to complete and sell. Cost is based on the cost of purchase on a weighted average basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

**2.12 Debtors**

Short term debtors are measured at transaction price, less any impairment.

BEGGARS GROUP LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2019

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**2.13 Advances to artists**

Advances to artists, presented within debtors on the balance sheet, represent advances made direct to artists for recording and other costs incurred on behalf of artists under contract. These advances, which are only recoverable against future royalties, are charged to the profit and loss account as they are recouped or where the probability of future recoupment in respect thereof is unlikely.

**2.14 Cash and cash equivalents**

Cash is represented by cash in hand and deposit with financial institutions repayable without penalty on notice of not more than 24 hours.

**2.15 Financial instruments**

The group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities such as trade and other accounts receivable and payable and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments that are payable or receivable within one year, typically trade payables and receivables, are measured, initially and subsequently, at the undiscounted amount of the cash and other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the profit and loss account.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

**2.16 Creditors**

Short term creditors are measured at the transaction price.

**2.17 Financial liabilities**

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

The group determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value.

Subsequently, the measurement of financial liabilities depends on their classification as follows:

**(i) Interest bearing loans and borrowings**

Obligations for loans and borrowings are recognised when the group becomes party to the related contracts and are measured initially at the fair value of consideration received less directly attributable transaction costs.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance revenue and finance cost.

**(ii) Derecognition of financial liabilities**

A liability is derecognised when the contract that gives rise to it is settled, sold, cancelled or expires.

**2.18 Finance costs**

Finance costs are charged to the profit and loss account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount.



**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

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**2.19 Dividends**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

**2.20 Pensions**

The company operates an executive pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. No contributions are made by the company to the pension scheme.

The group makes payments into personal pension plans for certain directors and employees. Contributions payable are charged to the profit and loss account in the year they are payable.

The group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. Once the contributions have been paid the group has no further payments obligations.

The contributions are recognised as an expense in the profit and loss account when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

**2.21 Provisions for liabilities**

Provisions are made where an event has taken place that gives the group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the profit and loss account in the year that the group becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

**2.22 Interest income**

Interest income is recognised in the profit and loss account using the effective interest method.

**2.23 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantially enacted at the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the company can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

**3. Judgements in applying accounting policies and key sources of estimation uncertainty**

In applying the group's accounting policies, the directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. The directors' judgements, estimates and assumptions are based on the best and most reliable evidence available at the time when the decisions are made, and are based on historical experience and other factors that are considered to be applicable. Due to the inherent sensitivity involved in making judgements, estimates and assumptions, the actual results and outcomes may differ.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

**a) Critical judgements in applying the group's accounting policies**

***Assessing indicators of impairment***

In assessing whether there have been any indicators of impairment to assets, including goodwill, the directors have considered both external and internal sources of information such as market conditions and experience of recoverability.

***Assessing the functional currency***

The directors are required to identify the functional currency of the company and each subsidiary undertaking. In making this judgement the directors have considered factors such as the currency which mainly influences both sales and cost prices, and the countries whose competitive forces and regulations affect those prices.

**b) Key accounting estimates and assumptions**

***Recoverability of receivables, including advances to artists***

The group establishes a provision for receivables that are estimated not to be recoverable or recoupable. When assessing recoverability the directors consider factors such as the aging of the receivables, past experience of recoverability, and the credit profile of the debtor. When assessing if artist balances are recoupable the directors consider factors such as the current and likely future sales performance.

***Determining residual values useful economic lives of property, plant and equipment***

The group depreciates tangible assets over their estimated useful lives. The estimation of the useful lives of assets is based on historic performance as well as expectations about future use and therefore requires estimates and assumptions to be applied by management. The actual lives of these assets can vary depending on a variety of factors, including technological innovation, product life cycles and maintenance programmes.

Judgement is applied by management when determining the residual values for plant, machinery and equipment. When determining the residual value, management aim to assess the amount that the group would currently obtain for the disposal of the asset, if it were already of the condition expected at the end of its useful economic life.

***Provisions against slow moving inventory***

The group establishes a provision for slow moving inventory. When determining the provision, the directors consider factors such as the amount of the inventory holding and subsequent sales.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**4. Parent company profit for the year**

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own profit and loss account in these financial statements. The profit after tax of the parent company for the year was £3,859,955 (2018 – £692,283).

**5. Analysis of turnover**

Analysis of turnover by category:

	<b>2019</b> £	2018 £
Sales and licensing of sound recordings	<b>31,243,245</b>	34,130,454
Management charges	<b>6,459,476</b>	6,455,282
	<u><b>37,702,721</b></u>	<u>40,585,736</u>

Analysis of turnover by country of destination:

	<b>2019</b> £	2018 £
UK	<b>9,890,777</b>	9,888,950
Rest of world	<b>27,811,944</b>	30,696,786
	<u><b>37,702,721</b></u>	<u>40,585,736</u>

**6. Group operating profit**

The operating profit is stated after charging/(crediting):

	<b>2019</b> £	2018 £
Depreciation of tangible fixed assets	<b>642,216</b>	582,156
Amortisation of intangible assets, including goodwill	<b>235,156</b>	357,875
Loss/(profit) on disposal of fixed assets	<b>7,737</b>	(99,567)
Operating lease costs – land and buildings	<b>363,583</b>	443,022
Defined contribution pension cost	<b>385,545</b>	226,734
Exchange differences	<u><b>(384,094)</b></u>	<u>(252,250)</u>

**7. Auditors' remuneration**

	<b>2019</b> £	2018 £
Fees payable to the company's auditor for the audit of the group's annual accounts	<u><b>112,500</b></u>	<u>112,500</u>
	<b>112,500</b>	112,500
<b>Fees payable to the company's auditor in respect of:</b>		
Taxation services	<b>20,000</b>	20,000
Accountancy services	<u><b>17,500</b></u>	<u>17,500</u>
	<u><b>150,000</b></u>	<u>150,000</u>

The audit and tax fees for the current and prior year have been borne by the company on behalf of subsidiaries and certain joint ventures.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**8. Employees**

Staff costs, including directors' remuneration, were as follows

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Wages and salaries	<b>9,926,235</b>	9,541,286
Social security costs	<b>993,593</b>	875,001
Pension costs	<b>385,544</b>	226,734
	<b><u>11,305,372</u></b>	<b><u>10,643,021</u></b>

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2019</b>	<b>2018</b>
	<b>No.</b>	<b>No.</b>
Management	<b>14</b>	15
A&R, Marketing & Operations	<b>133</b>	125
	<b><u>147</u></b>	<b><u>140</u></b>

**9. Directors' emoluments**

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Directors' emoluments	<b>2,936,425</b>	2,221,512
Company pension contributions to pension schemes on behalf of current directors	<b>98,967</b>	57,658
	<b><u>3,035,392</u></b>	<b><u>2,279,170</u></b>

During the year, retirement benefits were accruing to 5 directors in respect of defined contribution pension schemes (2018 - 5).

**Emoluments of highest paid director:**

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Emoluments	<b>643,521</b>	518,496
Company pension contributions to pension schemes	<b>13,378</b>	13,378
	<b><u>656,899</u></b>	<b><u>531,874</u></b>

**10. Share of profits from joint ventures**

	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Net share of operating profit of joint ventures	<b><u>2,074,565</u></b>	<b><u>7,136,446</u></b>

The share of operating profit/(loss) of joint ventures relates to:

- Remote Control Records Pty Limited: (£51,843) (2018 - £68,882)
- Matador Recordings LLC: £224,512 (2018 - £179,543)
- Matador Records Limited: £7,274 (2018 - £106,887)
- Popstock Distribuciones S. L.: £75,206 (2018 - (£4,327))
- XL Recordings Limited: £2,540,217 (2018 - £6,549,084)
- Ink Management Limited: (ENIL) (2018 - (£3,770))
- Rough Trade Records Limited: (£720,801) (2018 - £240,147)

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**11. Interest receivable**

	2019 £	2018 £
Bank interest receivable	307	35
Other similar interest receivable	14,361	69,142
	<u>14,668</u>	<u>69,177</u>

**12. Interest payable**

	2019 £	2018 £
Other interest payable	<u>1,462</u>	<u>2,483</u>

**13. Taxation**

	2019 £	2018 £
<b>Corporation tax</b>		
Current tax on profits for the year	24,201	841,862
Adjustments in respect of previous periods	10	(14,524)
	<u>24,211</u>	<u>827,338</u>
Double taxation relief	(24,201)	(20,474)
Group taxation relief	(83)	-
	<u>(24,284)</u>	<u>(20,474)</u>
Foreign tax for current year	656,918	604,589
<b>Total current tax</b>	<u>656,845</u>	<u>1,411,453</u>
<b>Deferred tax</b>		
Fixed asset timing differences	128,764	35,870
Tax losses	(44,184)	6,686
<b>Total deferred tax</b>	<u>84,580</u>	<u>42,556</u>
<b>Tax on profit on ordinary activities</b>	<u>741,425</u>	<u>1,454,009</u>

**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2018 – lower than) the standard rate of corporation tax in the UK of 19% (2018 – 19%). The differences are explained below:

Profit on ordinary activities before tax	<u>3,156,311</u>	<u>12,016,236</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (US - 21%) (2018 – 19% (US - 21%))	599,698	2,283,085
<b>Effects of:</b>		
Expenses not deductible for tax purposes	532,683	118,797
Depreciation in excess of capital allowances	-	-
Non-taxable income	(380,132)	(972,179)
Foreign tax	-	-
Adjustment in respect of prior periods	10	(14,524)
Unprovided deferred tax movements	(10,834)	(12,443)
Adjustments in respect of previous periods withholding tax	-	51,273
<b>Total tax charge for the year</b>	<u>741,425</u>	<u>1,454,009</u>

**Factors that may affect future tax charges**

The group has estimated losses of £268,428 (2018 - £35,872) available to carry forward against future trading profits. No deferred tax has been recognised in respect of these losses due to the uncertainty of sufficient future profits against which to recover the asset.

BEGGARS GROUP LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2019

**14. Dividends**

	2019 £	2018 £
Dividends paid on equity capital	<u>-</u>	<u>8,000,000</u>

**15. Intangible fixed assets**

Group	Goodwill £	Catalogue £	Software £	Total £
<b>Cost</b>				
At 1 January 2019	2,149,477	76,754	1,157,719	3,383,950
Additions	-	-	1,449	1,449
Disposals	(292,887)	-	-	(292,887)
<b>At 31 December 2019</b>	<u><b>1,856,590</b></u>	<u><b>76,754</b></u>	<u><b>1,159,168</b></u>	<u><b>3,092,512</b></u>
<b>Amortisation</b>				
At 1 January 2019	2,149,477	8,954	679,993	2,838,424
Charge for the year	-	7,675	227,481	235,156
Disposals	(292,887)	-	-	(292,887)
<b>At 31 December 2019</b>	<u><b>1,856,590</b></u>	<u><b>16,629</b></u>	<u><b>907,474</b></u>	<u><b>2,780,693</b></u>
<b>Net book value</b>				
<b>At 31 December 2019</b>	<u><b>-</b></u>	<u><b>60,125</b></u>	<u><b>251,694</b></u>	<u><b>311,819</b></u>
At 31 December 2018	<u>-</u>	<u>67,800</u>	<u>477,726</u>	<u>545,526</u>

**Company**

	Software £
<b>Cost</b>	
At 1 January 2019	1,157,720
Additions	1,449
<b>At 31 December 2019</b>	<u><b>1,159,169</b></u>
<b>Amortisation</b>	
At 1 January 2019	679,993
Charge for the year	227,481
<b>At 31 December 2019</b>	<u><b>907,474</b></u>
<b>Net book value</b>	
<b>At 31 December 2019</b>	<u><b>251,695</b></u>
At 31 December 2018	<u>477,727</u>

BEGGARS GROUP LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2019

**15. Intangible fixed assets (continued)**

The individual intangible assets, excluding goodwill, which are material to the financial statements are:

	Carrying value		Remaining amortisation period (years)	
	2019 £	2018 £	2019	2018
IT systems	<u>251,695</u>	<u>477,727</u>	<u>1</u>	<u>2</u>

**16. Tangible fixed assets**

Group	Freehold land & buildings £	Leasehold properties £	Fixtures & fittings £	Motor vehicles £	Total £
<b>Cost</b>					
At 1 January 2019	12,667,400	1,293,662	2,176,758	199,092	16,336,912
Foreign exchange	(321,710)	(4,668)	(17,032)	-	(343,410)
Additions	4,868	817,687	273,667	119,990	1,216,212
Transfer between classes	-	106,856	(106,856)	-	-
Disposals	-	-	(41,983)	(54,313)	(96,296)
<b>At 31 December 2019</b>	<b><u>12,350,558</u></b>	<b><u>2,213,537</u></b>	<b><u>2,284,554</u></b>	<b><u>264,769</u></b>	<b><u>17,113,418</u></b>
<b>Depreciation</b>					
At 1 January 2019	1,191,585	166,334	1,264,549	181,666	2,804,134
Foreign exchange	(19,631)	(6,173)	(9,799)	-	(35,603)
Charge for the year	254,412	32,134	339,698	15,972	642,216
Disposals	-	-	(41,843)	(54,313)	(96,156)
<b>At 31 December 2019</b>	<b><u>1,426,366</u></b>	<b><u>192,295</u></b>	<b><u>1,552,605</u></b>	<b><u>143,325</u></b>	<b><u>3,314,591</u></b>
<b>Net book value</b>					
<b>At 31 December 2019</b>	<b><u>10,924,192</u></b>	<b><u>2,021,242</u></b>	<b><u>731,949</u></b>	<b><u>121,444</u></b>	<b><u>13,798,827</u></b>
At 31 December 2018	<u>11,475,815</u>	<u>1,127,328</u>	<u>912,209</u>	<u>17,426</u>	<u>13,532,778</u>
<b>Company</b>					
<b>Cost</b>					
At 1 January 2019	1,943,257	1,151,601	1,548,669	117,394	4,760,921
Additions	-	816,274	160,186	79,500	1,055,960
Transfer between classes	-	106,856	(106,856)	-	-
Disposals	-	-	(33,329)	-	(33,329)
<b>At 31 December 2019</b>	<b><u>1,943,257</u></b>	<b><u>2,074,731</u></b>	<b><u>1,568,670</u></b>	<b><u>196,894</u></b>	<b><u>5,783,552</u></b>
<b>Depreciation</b>					
At 1 January 2019	227,468	119,205	936,689	117,394	1,400,756
Charge for the year	37,981	30,064	204,230	8,281	280,556
Disposals	-	-	(33,190)	-	(33,190)
<b>At 31 December 2019</b>	<b><u>265,449</u></b>	<b><u>149,269</u></b>	<b><u>1,107,729</u></b>	<b><u>125,675</u></b>	<b><u>1,648,122</u></b>
<b>Net book value</b>					
<b>At 31 December 2019</b>	<b><u>1,677,808</u></b>	<b><u>1,925,462</u></b>	<b><u>460,941</u></b>	<b><u>71,219</u></b>	<b><u>4,135,430</u></b>
At 31 December 2018	<u>1,715,789</u>	<u>1,032,396</u>	<u>611,980</u>	<u>-</u>	<u>3,360,165</u>

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**17. Investment properties**

	£
<b>Group and company</b>	
<b>Valuation</b>	
At 31 December 2019 and 1 January 2019	<u><b>450,000</b></u>
<b>Net book value</b>	
<b>At 31 December 2019</b>	<u><b>450,000</b></u>
At 31 December 2018	<u><b>450,000</b></u>

Investment properties were valued on an open market basis as at 31 December 2019 by Neela Ebbett (director).

The historic cost of the investment property included at valuation is £164,960.

**18. Investments**

<b>Group</b>	<b>Joint ventures £</b>	<b>Other £</b>	<b>Total £</b>
<b>Cost</b>			
At 1 January 2019	18,561,249	2,031,960	20,593,209
Change in value	(2,251,236)	-	(2,251,236)
Foreign exchange	-	(26,852)	(26,852)
<b>At 31 December 2019</b>	<u><b>16,310,013</b></u>	<u><b>2,005,108</b></u>	<u><b>18,315,121</b></u>
<b>Impairment</b>			
At 1 January 2019	-	110,836	110,836
Charge for the year	-	50,000	50,000
<b>At 31 December 2019</b>	<u><b>-</b></u>	<u><b>160,836</b></u>	<u><b>160,836</b></u>
<b>Net book value</b>			
<b>At 31 December 2019</b>	<u><b>16,310,013</b></u>	<u><b>1,844,272</b></u>	<u><b>18,154,285</b></u>
At 31 December 2018	<u><b>18,561,249</b></u>	<u><b>1,921,124</b></u>	<u><b>20,482,373</b></u>

Included in other fixed asset investments are working capital loans that are considered to be interest free and repayable on demand. However, the directors have no current intention of recalling the loans.

The share of assets of joint ventures in a net asset position (including unamortised goodwill) is £16,310,013 and joint ventures in a net liabilities position (including unamortised goodwill) is £2,069,161 (note 24).



**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**18. Investments (continued)**

The following table shows the total joint venture position:

	<b>Joint ventures</b>
	<b>£</b>
<b>Group joint ventures</b>	
<b>Share of net assets/(liabilities)/cost</b>	
At 1 January 2019	16,490,086
Share of retained profit for the year	2,256,857
Dividends paid	(5,030,149)
Foreign currency translation movements	(7,115)
	<b>13,709,679</b>
<b>Goodwill</b>	
At 1 January 2019	713,464
Amortisation	(182,292)
<b>At 31 December 2019</b>	<b>531,172</b>
<b>Net book value</b>	
<b>At 31 December 2019</b>	<b>14,240,851</b>
At 31 December 2018	<b>17,203,550</b>

**Subsidiaries**

The company owns more than 50% of the issued share capital of the following companies which have been consolidated for the year to 31 December 2019.

<b>Name</b>	<b>Nature of business</b>	<b>Country of incorporation</b>	<b>Class of shares held</b>	<b>% of shares held</b>
Beggars Group Media Limited <sup>1</sup>	Licensing of sound recordings	England and Wales	Ordinary	76%
Beggars UK Limited <sup>1</sup>	Wholesale promotion and marketing	England and Wales	Ordinary	76%
Too Pure Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	76%
Beggars Group Holding (USA) Inc. <sup>2</sup>	Holding company	United States of America	Ordinary	100%
Beggars Group (USA) Inc. <sup>2</sup>	Production and exploitation of sound recordings	United States of America	Ordinary	100%
Beggars Capital LLC <sup>2</sup>	Property holding company	United States of America	Ordinary	100%
Beggars Group Digital Limited <sup>1</sup>	Management and exploitation of digital rights	England and Wales	Ordinary	100%
4AD Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	100%
Playlouder recordings Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	76%
Bidcall Limited <sup>1</sup>	Holding company	England and Wales	Ordinary	75%
Playlouder Limited <sup>1</sup>	Holding company	England and Wales	Ordinary	75%
				<i>Indirect</i>
				<i>Indirect</i>

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**18. Investments (continued)**

**Associates and joint ventures**

Remote Control Records Pty Limited <sup>3</sup>	Promotion and marketing of sound recordings	Australia	Ordinary	50%
Popstock Distribuciones S.L. <sup>4</sup>	Distribution of sound recordings	Spain	Ordinary	50%
Everlasting Records S.L. <sup>4</sup>	Production and exploitation of sound recordings	Spain	Ordinary	50% <i>Indirect</i>
Matador Recordings LLC <sup>2</sup>	Production and exploitation of sound recordings	United States of America	Ordinary	50%
Matador Records Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	50%
XL Recordings Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	50%
XL Recordings (USA) Inc. <sup>2</sup>	Property holding	United States of America	Ordinary	50% <i>Indirect</i>
Mowax Labels Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	25% <i>Indirect</i>
Young Turks Recordings Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	25% <i>Indirect</i>
Rough Trade Records Limited <sup>1</sup>	Production and exploitation of sound recordings	England and Wales	Ordinary	50%
Mattitude Music LLC <sup>2</sup>	Music publishing	United States of America	Ordinary	50%
Independent Distribution Cooperative LLC <sup>5</sup>	Negotiation and execution of one or more physical distribution agreements	United States of America	Ordinary	20%
Rough Trade Retail (UK) Limited <sup>6</sup>	Sale and distribution of music goods	England and Wales	Ordinary	19% <i>Indirect</i>
Rise Bristol Limited <sup>7</sup>	Retail sale of music	England and Wales	Ordinary	19% <i>Indirect</i>

Bidcall Limited owns 100% of the issued share capital of Playlouder Limited.

XL Recordings Limited owns 100% of the issued share capital of XL Recordings (USA) Inc. XL Recordings Limited also owns 37% of Rough Trade Retail (UK) Limited, which in turn owns 100% of Rough Trade Retail (USA) Holdings Inc.<sup>8</sup> and 65% of Rough Trade Retail LLC<sup>8</sup>. XL Recordings Limited owns 50% of the issued share capital of Mowax Labels Limited and 50% of the issued share capital of Young Turks Recordings Limited.

Young Turks Recordings Limited became a joint venture of XL Recordings Limited with effect from 1 January 2019, when 501 ordinary shares held by XL Recordings Limited were converted into 501 deferred shares, which do not carry a right to dividend, repayment of capital or voting entitlement. As a result of the conversion of these shares, XL Recordings Limited ceased to be able to exercise control over Young Turks Recordings Limited and the investment has been classified as a joint venture. Beggars Group Limited now has an indirect shareholding of 25% as a result.

Popstock Distribuciones S.L. owns 100% of the issued share capital of Everlasting Records, S.L.

Mattitude Music LLC and Independent Distribution Cooperative LLC are immaterial to the group, and have thus not been consolidated.

Subsequent to the year end, Rough Trade Retail Group Limited changed its name to Rough Trade Retail (UK) Limited.

Subsequent to the year end, the Rough Trade Retail (UK) Limited group underwent a group restructuring whereby a new holding company, Rough Trade Retail Holdings Limited, was incorporated and became the ultimate parent undertaking of the group. XL Recording Limited's ordinary shares transferred from Rough Trade Retail (UK) Limited to Rough Trade Retail Holding Limited as part of the restructuring.

On 12 November 2019, Wiiiija Records Limited and Mantra Recordings Limited were voluntary struck off and dissolved. Prior to the dissolution, both companies were dormant and non-trading. The dissolution of both companies resulted in a net charge through the profit and loss account of the MI's share of cumulative reserves, amounting to £472,727.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**18. Investments (continued)**

**Registered office**

- 1 - 17/19 Alma Road, London, SW18 1AA
- 2 - 134 Grand Street, New York, NY 10013, United States of America
- 3 - 20 Wreckyn Street, North Melbourne, Victoria 3051, Australia
- 4 - Calle Azcona 33, 3º, 28028 Madrid, Spain
- 5 - PO Box 3306, Durham, NC 27702, United States of America
- 6 - 10 Cheyne Walk, Northampton, Northamptonshire, NN1 5PT
- 7 - 5 Broad Street, Nottingham, NG1 3AJ
- 8 - 64 North 9<sup>th</sup> Street, Brooklyn, New York, NY 11249, United States of America

**Company**

	<b>Subsidiary companies</b>	<b>Associated undertakings and joint ventures</b>	<b>Loans</b>	<b>Total</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Cost</b>				
At 1 January 2019	2,248,295	2,770,548	1,517,062	6,535,905
Change in value	(5,177)	-	-	(5,177)
Foreign exchange	-	-	(26,848)	(26,848)
<b>At 31 December 2019</b>	<b><u>2,243,118</u></b>	<b><u>2,770,548</u></b>	<b><u>1,490,214</u></b>	<b><u>6,503,880</u></b>
<b>Amounts provided</b>				
<b>At 1 January 2019 and 31 December 2019</b>	<b><u>1,764</u></b>	<b><u>216,681</u></b>	<b><u>-</u></b>	<b><u>218,445</u></b>
<b>Net book value</b>				
<b>At 31 December 2019</b>	<b><u>2,241,354</u></b>	<b><u>2,553,867</u></b>	<b><u>1,490,214</u></b>	<b><u>6,285,435</u></b>
<b>At 31 December 2018</b>	<b><u>2,246,531</u></b>	<b><u>2,553,867</u></b>	<b><u>1,517,062</u></b>	<b><u>6,317,460</u></b>

Included in fixed asset investments are working capital loans that are considered to be interest free and repayable on demand. However, the directors have no current intention of recalling the loans.

The comparative has been restated in order to reclassify balances between categories.

**19. Stocks**

	<b>Group</b>		<b>Company</b>	
	<b>2019 £</b>	<b>2018 £</b>	<b>2019 £</b>	<b>2018 £</b>
Finished goods for resale	<b><u>983,768</u></b>	<b><u>987,369</u></b>	<b><u>-</u></b>	<b><u>-</u></b>

There is no material difference between the balance sheet value of the stocks and their replacement cost.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**20. Debtors**

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Due within one year</b>				
Trade debtors	<b>9,292,980</b>	9,074,786	<b>102,433</b>	17,843
Amounts owed by subsidiary undertakings	-	-	<b>17,833,874</b>	24,272,258
Amounts owed by associated undertakings and joint ventures	<b>4,611,622</b>	2,252,263	<b>4,611,622</b>	2,252,263
Other debtors	<b>4,891,722</b>	6,975,606	<b>1,594,990</b>	3,646,967
Prepayments and accrued income	<b>159,456</b>	348,281	<b>139,517</b>	179,687
	<b><u>18,955,780</u></b>	<u>18,650,936</u>	<b><u>24,282,436</u></b>	<u>30,369,018</u>

**21. Cash and cash equivalents**

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Cash at bank and in hand	<b>24,887,599</b>	28,704,181	<b>6,681,284</b>	2,483,150
	<b><u>24,887,599</u></b>	<u>28,704,181</u>	<b><u>6,681,284</u></b>	<u>2,483,150</u>

**22. Creditors: amounts falling due within one year**

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Trade creditors	<b>1,446,359</b>	4,255,351	<b>176,442</b>	120,132
Amounts owing to subsidiary undertakings	-	-	<b>6,147,408</b>	4,650,503
Amounts owing to joint ventures	<b>6,789,536</b>	13,858,723	<b>6,789,536</b>	13,858,723
Corporation tax	<b>135,238</b>	328,969	<b>1,725</b>	1,725
Other taxation and social security	<b>610,024</b>	406,470	<b>592,912</b>	406,470
Other creditors	<b>4,364,058</b>	3,563,057	<b>19,968</b>	43,712
Accruals and deferred income	<b>1,982,155</b>	1,913,693	<b>260,259</b>	222,760
	<b><u>15,327,370</u></b>	<u>24,326,263</u>	<b><u>13,988,250</u></b>	<u>19,304,025</u>

**23. Financial instruments**

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Financial assets that are debt instruments measured at amortised cost	<b>18,796,324</b>	18,302,655	<b>24,142,919</b>	30,189,331
Financial assets measured at fair value through the profit or loss	<b>24,887,599</b>	28,704,181	<b>6,681,284</b>	2,483,150
	<b><u>43,683,923</u></b>	<u>47,006,836</u>	<b><u>30,824,203</u></b>	<u>32,672,481</u>
Financial liabilities measured at amortised cost	<b><u>14,582,108</u></b>	<u>23,590,824</u>	<b><u>13,393,613</u></b>	<u>18,895,830</u>

Financial assets measured at amortised cost comprise trade debtors, amounts owed by subsidiary undertakings, amounts owed by joint ventures, other debtors and accrued income.

Financial assets measured at fair value through the profit or loss comprise cash.

Financial liabilities measured at amortised cost comprise trade creditors, amounts owing to subsidiary undertakings, amounts owing to joint ventures, other creditors and accruals.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**24. Provisions for liabilities**

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Share of net liabilities of joint ventures	<b>2,069,161</b>	1,357,699	-	-
Deferred tax	<b>268,502</b>	183,922	<b>268,502</b>	183,922
Provision carried forward	<b><u>2,337,663</u></b>	<u>1,541,621</u>	<b><u>268,502</u></b>	<u>183,922</u>

**Share of net liabilities of joint ventures**

See note 18 for movements on the provision for share of liabilities of joint ventures.

In 2019 and 2018, the share of liabilities in joint ventures arose on the holdings in Rough Trade Records Limited, Popstock Distribuciones S.L. and Matador Records Limited.

**Deferred taxation**

	<b>Group</b>	<b>Company</b>
	<b>Deferred tax</b>	<b>Deferred tax</b>
	<b>£</b>	<b>£</b>
At 1 January 2019	183,922	183,922
Charged to the profit and loss account	84,580	84,580
<b>At 31 December 2019</b>	<b><u>268,502</u></b>	<b><u>268,502</u></b>

	<b>Group</b>		<b>Company</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Short term timing differences	<b>54,158</b>	54,158	<b>54,158</b>	54,158
Fixed asset timing differences	<b>265,345</b>	145,834	<b>265,345</b>	145,834
Tax losses	<b>(51,001)</b>	(16,070)	<b>(51,001)</b>	(16,070)
	<b><u>268,502</u></b>	<u>183,922</u>	<b><u>268,502</u></b>	<u>183,922</u>

**25. Share capital**

	<b>2019</b>	<b>2019</b>	<b>2018</b>	<b>2018</b>
	<b>No</b>	<b>£</b>	<b>No</b>	<b>£</b>
<b>Company</b>				
<b>Allotted, called up and fully paid:</b>				
Ordinary 'A' shares of £1.00 each	<b>198</b>	<b>198</b>	198	198
Preferred 'C' shares of £1.00 each	<b>2</b>	<b>2</b>	2	2
	<b><u>200</u></b>	<u>200</u>	<u>200</u>	<u>200</u>

There are no differences in rights assigned to 'A' and 'C' class shares and they rank pari passu. There are no restrictions on the distribution of dividends and the repayment of capital.

**26. Reserves**

**Revaluation reserve**

The revaluation reserve arises from revaluations to fair value in respect of investment properties held by the company and group.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**27. Commitments under operating leases**

At 31 December 2019, the group had future minimum lease payments under non-cancellable operating leases as follows:

<b>Group</b>	<b>Land and buildings</b>	
	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Not later than one year	<b>224,935</b>	230,064
Later than one year and not later than five years	<b>138,648</b>	212,958
	<b>363,583</b>	<b>443,022</b>

**28. Pension commitments**

The group makes payments into personal pension plans and operates a defined contribution pension scheme. The pension cost charge represents contributions payable by the group to the personal pension plans and defined contribution pension scheme.

Contributions paid by the group for the year amounted to £385,544 (2018 - £226,734). There were no contributions payable at the year end (2018 - £NIL).

**29. Transactions with directors**

During the year, the company and group had the following transactions and balances arising with entities in which the directors had a material interest:

Included in other debtors at 31 December 2019 was a loan of £50,221 (2018 - £50,221) to Yvonne Damont, the wife of Martin Mills. The loan is interest free, unsecured and repayable on demand. Yvonne Damont uses the investment property disclosed in note 17 and pays no rent for this use.

£541,854 (2018 - £477,557) was paid to James Wyllie and Andrew Heath, directors, either directly or through companies in which they had an interest, in respect of professional fees and consultancy services.

During the year the director, Martin Mills, was paid dividends amounting to £NIL (2018 - £8,000,000).

**30. Related party transactions**

**Group**

During the year, rent of £74,000 (2018 - £74,000) was charged by the Beggars Banquet Executive Pension Scheme, of which Martin Mills is a trustee and beneficiary.

During the year, Beggars UK Limited, Beggars Group Digital Limited and Beggars Group Media Limited operated a central accounting role for Mowax Labels Limited, Matador Records Limited, XL Recordings Limited, Rough Trade Records Limited and Young Turks Recordings Limited. Sales and production costs were passed through Beggars UK Limited, Beggars Group Digital Limited and Beggars Group Media Limited and transferred out at the year end as detailed below:

	<b>2019</b>		<b>2018</b>	
	<b>Turnover</b>	<b>Costs</b>	<b>Turnover</b>	<b>Costs</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Beggars UK Limited:				
Mowax Labels Limited	<b>1</b>	<b>2</b>	73	55
Matador Records Limited	<b>1,184,164</b>	<b>817,957</b>	1,936,324	1,282,283
XL Recordings Limited	<b>3,945,329</b>	<b>2,639,694</b>	4,120,118	3,150,578
Rough Trade Records Limited	<b>1,065,213</b>	<b>650,304</b>	1,198,735	750,155
Young Turks Recordings Limited	<b>603,765</b>	<b>385,753</b>	1,187,302	883,596

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**30. Related party transactions (continued)**

	<b>2019</b>		<b>2018</b>	
Beggars Group Digital Limited:	<b>Turnover</b>	<b>Costs</b>	<b>Turnover</b>	<b>Costs</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Mowax Labels Limited	<b>5,766</b>	<b>41</b>	8,142	131
Matador Records Limited	<b>3,274,311</b>	<b>30,669</b>	3,926,152	58,088
XL Recordings Limited	<b>16,995,006</b>	<b>125,762</b>	21,149,382	343,555
Rough Trade Records Limited	<b>2,489,481</b>	<b>20,865</b>	3,509,883	53,402
Young Turks Recordings Limited	<b>2,818,889</b>	<b>20,782</b>	4,703,948	82,839

	<b>2019</b>		<b>2018</b>	
Beggars Group Media Limited:	<b>Turnover</b>	<b>Costs</b>	<b>Turnover</b>	<b>Costs</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Mowax Labels Limited	<b>6,423</b>	<b>195</b>	3,480	577
Matador Records Limited	<b>493,976</b>	<b>23,726</b>	579,140	48,747
XL Recordings Limited	<b>5,269,351</b>	<b>279,507</b>	6,867,711	311,874
Rough Trade Records Limited	<b>1,035,023</b>	<b>118,233</b>	1,059,619	83,254
Young Turks Recordings Limited	<b>741,276</b>	<b>42,966</b>	1,100,601	62,509

Management charges receivable by Beggars Group Limited and Beggars UK Limited for services during the year were as follows:

Beggars Group Limited:	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Mowax Labels Limited	<b>7,500</b>	7,500
Matador Records Limited	<b>830,620</b>	1,026,909
XL Recordings Limited	<b>2,184,107</b>	2,061,034
Rough Trade Records Limited	<b>1,148,314</b>	1,032,259
Young Turks Recordings Limited	<b>610,166</b>	599,096
Beggars UK Limited:	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Mowax Labels Limited	<b>2,537</b>	2,500
Matador Records Limited	<b>286,058</b>	418,943
XL Recordings Limited	<b>593,751</b>	552,665
Rough Trade Records Limited	<b>379,542</b>	380,796
Young Turks Recordings Limited	<b>165,250</b>	173,257

At the balance sheet, date the following balances existed between the group and other related parties:

Amount due from/(to):	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
Mowax Labels Limited	<b>25,736</b>	3,638
Matador Records Limited	<b>458,180</b>	40,809
XL Recordings Limited	<b>(6,769,132)</b>	(12,281,901)
Rough Trade Records Limited (trade debt)	<b>2,503,497</b>	619,725
Rough Trade Records Limited (other)	<b>700,000</b>	700,000
Young Turks Recordings Limited	<b>(20,404)</b>	(1,576,822)
Matador Recordings LLC	<b>1,259,258</b>	1,083,874
Mattitude Music LLC	<b>213,444</b>	160,031

Beggars Group Limited holds fixed and floating charges over the assets of Rough Trade Records Limited in respect of the balances due from Rough Trade Records Limited.

**BEGGARS GROUP LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2019**

**30. Related party transactions (continued)**

During the year, net distribution income was paid by Beggars Group (USA) Inc. in respect of US sales less actual cost of sales and overheads to the following companies:

	<b>2019</b> <b>£</b>	<b>2018</b> <b>£</b>
Mowax Labels Limited	<b>2,429</b>	1,531
XL Recordings Limited	<b>4,757,239</b>	5,339,700
Rough Trade Records Limited	<b>392,213</b>	729,166
Young Turks Recordings Limited	<b>749,633</b>	1,727,938

During the year, the group incurred rental costs from XL Recordings (USA) Inc. of £56,409 (2018 - £54,184).

During the year, payments were made to Remote Control Records Pty Limited of £31,217 (2018 - £68,005) in respect of commission. Also during the year, sales of £69,717 (2018 - £362,719) were made by Beggars Group Media Limited to Remote Control Records Pty Limited.

During the year, net sales of £310,659 (2018 - £353,322) were made by the group to Popstock Distribuciones SL in respect of distributed sales. At the year end, the group was owed £752,202 (2018 - £678,124) by Popstock Distribuciones SL. A provision for bad and doubtful debts of £579,057 (2018 - £401,736) was recognised against the balance at the year end.

During the year, net sales of £324,272 (2018 - £257,402) were made by the group to Beggars Music Limited, a company under common control. At the year end, there was a balance due to the group from Beggars Music Limited of £98,253 (2018 - £98,720).

Other than as disclosed within directors' emoluments in note 9, there was no remuneration in relation to key management personnel in the current or prior year.

**Company**

Other than the transactions disclosed above, the company's related party transactions with wholly owned subsidiaries have not been disclosed in accordance with Section 33 of FRS 102. Related party transactions with subsidiaries that are not wholly owned were as follows:

Management charges receivable by Beggars Group Limited for services during the year were as follows:

	<b>2019</b> <b>£</b>	<b>2018</b> <b>£</b>
Playlouterecordings Limited	<b>5,000</b>	5,000
Too Pure Limited	<b>16,000</b>	16,000

At the balance sheet date, the following balances existed between the company and subsidiaries that are not wholly owned:

	<b>2019</b> <b>£</b>	<b>2018</b> <b>£</b>
Playlouterecordings Limited	<b>219,593</b>	174,611
Too Pure Limited	<b>1,718,659</b>	1,700,779

A provision for bad and doubtful debts of £212,809 (2018 - £165,974) was recognised in respect of the balance due from Playlouterecordings Limited. A provision for bad and doubtful debts of £1,714,348 (2018 - £1,694,642) was recognised in respect of the balance due from Too Pure Limited.

**31. Controlling party**

Martin Mills is the ultimate controlling party by virtue of his shareholding.