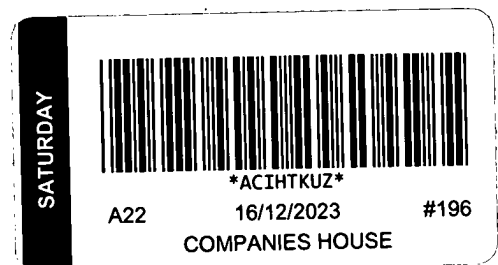


Old Friends Productions Ltd

Annual Report and Financial Statements

For the Period ended 31 March 2023



Company Registration No. 12010094 (England and Wales)

Old Friends Productions Ltd

Company Information

Directors	R T Knibb AA Finch CBE
Secretary	R T Knibb
Company number	12010094
Registered office	1-2 Bedford Square London United Kingdom WC1B 3RB
Auditor	BDO LLP 55 Baker Street London W1U 7EU
Business address	1-2 Bedford Square London United Kingdom WC1B 3RB

Old Friends Productions Ltd

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Old Friends Productions Ltd

Directors' Report

For the period ended 31 March 2023

The directors present their report with the financial statements of the company for the period.

Principal activities and review of the business

The principal activity of the company continued to be that of production and management of theatrical shows.

During the period, the company produced the dramatic-musical work "Stephen Sondheim's Old Friends". Since the closure of the production, the company has ceased to actively trade and the directors intend to liquidate the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern. No adjustments are required to the financial statements as a result of them being prepared on a basis other than that of a going concern.

Results & Dividends

The income statement and statement of comprehensive income is set out on page 7 and shows the result for the year.

A dividend of £70,692 was paid in the period (previous year £155,666)

Directors

The Directors who have held office during the period to the date of this report are as follows:

R T Knibb

AA Finch CBE

All the Directors who are eligible offer themselves for election at the forthcoming Annual General Meeting.

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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. As stated in the Note 1.2, the Directors do not consider the Company to be a going concern and have prepared the financial statements on a basis other than that of a going concern.

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. They 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.

Old Friends Productions Ltd

Directors' Report (Continued)

For the period ended 31 March 2023

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board



R T Knibb
Director

Date: 31/08/2023

Old Friends Productions Ltd

Independent Auditor's Report

To the Member of Old Friends Productions Ltd

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2023 and of its profit for the period 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.

We have audited the financial statements of Old Friends Productions Limited ("the Company") for the period ended 31 March 2023 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity, the statement of cash flows and notes to the financial statements, 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).

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 Auditor's 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 are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Emphasis of matter – Financial statements prepared on a basis other than that of going concern

We draw your attention to note 1.2 to the financial statements which explains that the directors intend to liquidate the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern as described in note 1.2. Our opinion is not modified in respect of this matter.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report and financial statements, other than the financial statements and our auditor's 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

Old Friends Productions Ltd

Independent Auditor's Report (Continued)

To the Member of Old Friends Productions Ltd

Other Companies Act 2006 reporting

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

- the information given in the Directors' Report for the financial Period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Responsibilities of directors

As explained more fully in the statement of directors' responsibilities, 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 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.

Old Friends Productions Ltd

Independent Auditor's Report (Continued)

To the Member of Old Friends Productions Ltd

Auditor's 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 auditor's 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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:

- Our understanding of the Company and the industry in which it operates;
- Discussion with management and those charged with governance;
- Obtaining and understanding of the Company's policies and procedures regarding compliance with laws and regulations; and

we considered the significant laws and regulations to be the Financial Reporting Standard 102, the Companies Act 2006, and UK tax legislation.

Old Friends Productions Ltd

Independent Auditor's Report (Continued)

To the Member of Old Friends Productions Ltd

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations.

Our procedures in respect of the above included:

- Review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with tax authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation;
- Involvement of tax specialists in the audit; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Company's policies and procedures relating to:
 - Detecting and responding to the risks of fraud; and
 - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; and
- Considering remuneration incentive schemes and performance targets and the related financial statement areas impacted by these.

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override of controls and improper revenue recognition.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Our testing procedures on journal entries included a focus on large or unusual transactions based on our knowledge of the business and an assessment on the appropriateness of key judgements which could be subject to potential bias.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Old Friends Productions Ltd

Independent Auditor's Report (Continued)

To the Member of Old Friends Productions Ltd

Use of our report

This report is made solely to the company's member 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 member those matters we are required to state to the member in an auditor's 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 member for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

Andrew Viner

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Andrew Viner (Senior Statutory Auditor)
for and on behalf of BDO LLP

31 August 2023

Date:

Chartered Accountants
Statutory Auditor

55 Baker Street
London
W1U 7EU

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Old Friends Productions Ltd

Statement of Comprehensive Income For the period ended 31 March 2023

		Period ended 31 March 2023 £	Period ended 3 April 2022 £
	Notes		
Turnover		827,758	4,226,234
Cost of sales		(818,758)	(4,162,092)
Gross profit		9,000	64,142
Administrative expenses		(9,000)	(25,000)
Operating profit	4	-	39,142
Interest receivable		-	28
Profit before taxation		-	39,170
Taxation	5	189,077	70,692
Profit for the financial Period		189,077	109,862

Old Friends Productions Ltd

Balance Sheet

As at 31 March 2023

	Notes	2023 £	£	2022 £	£
Current assets					
Debtors	7	189,077		287,216	
Cash at bank and in hand		58		44,209	
		189,135		331,425	
Creditors: amounts falling due within one year	8	(57)		(260,732)	
Net current assets		189,078		70,693	
Capital and reserves					
Called up share capital	9	1		1	
Profit and loss reserves		189,077		70,692	
Total equity		189,078		70,693	

The financial statements were approved by the board of directors and authorised for issue on 31/08/2023 and are signed on its behalf by:



AA Finch CBE
Director

Company Registration No. 12010094

Old Friends Productions Ltd

Statement of Changes in Equity

For the period ended 31 March 2023

	Notes	Share capital £	Profit and loss reserves £	Total £
Balance at 1 April 2021		1	116,496	116,497
Period ended 3 April 2022:				
Profit and total comprehensive income for the period		-	109,862	109,862
Dividends	6	-	(155,666)	(155,666)
Balance at 3 April 2022		1	70,692	70,693
Period ended 31 March 2023:				
Profit and total comprehensive income for the period		-	189,077	189,077
Dividends	6	-	(70,692)	(70,692)
Balance at 31 March 2023		1	189,077	189,078

Old Friends Productions Ltd

Statement of Cash Flows

For the period ended 31 March 2023

	2023	2022
	£	£
Cash flows from operating activities		
Profit for the Period after tax	189,077	109,862
Adjustments for:		
Taxation credited	(189,077)	(70,692)
Investment income	-	(28)
Movements in working capital:		
Decrease/(Increase) in stock	-	19,950
Decrease/(Increase) in debtors	216,524	(177,785)
(Decrease)/Increase in creditors	(260,675)	118,860
Cash from operations	(44,151)	167
Taxation refunded	70,692	155,666
Net cash inflow from operating activities	26,541	155,833
Investing activities		
Interest received	-	28
Net cash generated from investing activities	-	28
Financing activities		
Dividends paid	(70,692)	(155,666)
Net cash used in financing activities	(70,692)	(155,666)
Net (decrease)/increase in cash and cash equivalents	(44,151)	195
Cash and cash equivalents at beginning of Period	44,209	44,014
Cash and cash equivalents at end of Period	58	44,209

Old Friends Productions Ltd

Notes to the Financial Statements

For the period ended 31 March 2023

1 Accounting policies

Company information

Old Friends Productions Ltd is a private company limited by shares incorporated in England and Wales. The company's registered number and registered office can be found on the company information page.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

1.2 Going concern

The Company made a profit for the period of £189,077 and had net assets and cash at 30 November 2022 of £259,770 and £31,747 respectively. During the period the company produced the dramatic-musical work "Stephen Sondheim's Old Friends". Since the closure of the production, the company has ceased to actively trade and the directors intend to liquidate the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern. No adjustments are required to the financial statements as a result of them being prepared on a basis other than that of a going concern.

1.3 Turnover

Turnover is recognised at the fair value of theatre tickets and merchandising sales provided in the normal course of business together with a commissioning fee for producing the show, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from theatrical productions is recognised by reference to the date the performance took place.

1.4 Cash at bank and in hand

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.5 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Old Friends Productions Ltd

Notes to the Financial Statements (Continued)

For the period ended 31 March 2023

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The current tax figure represents Theatre Tax Relief credits, introduced in the Finance Act 2014, payable to the company, that have arisen on expenditure on theatrical production at 45% (2022: 20%) of 80% of qualifying core expenditure.

The tax credit is recognised in profit and loss, except that a charge attributable to an item of income or 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.

1.7 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.8 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

Old Friends Productions Ltd

Notes to the Financial Statements (Continued)

For the period ended 31 March 2023

1 Accounting policies

(Continued)

1.9 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Accruals

The company makes an estimate of accruals at the year end based on the invoices received after the year end and work undertaken which has not been invoiced based on quotations or estimates of amounts that are due for payment.

3 Employees

The average monthly number of persons (including directors) employed by the company during the Period was:

	2023 Number	2022 Number
Cast, stage managers, crew and musicians	1	40

Their aggregate remuneration comprised:

	2023 £	2022 £
Wages and salaries	174,844	1,360,427
Social security costs	3,241	27,826
Pension costs	111	37,769
	178,196	1,426,022

Key management personnel include all directors of the company who together have authority and responsibilities for planning, directing and controlling activities of the company.

Old Friends Productions Ltd

Notes to the Financial Statements (Continued)

For the period ended 31 March 2023

4 Operating profit

	2023	2022
	£	£
Operating profit for the period is stated after charging:		
Auditors' remuneration for audit services	17,600	14,000

The audit fee is borne by the parent company, Cameron Mackintosh Limited.

5 Taxation

	2023	2022
	£	£
Current tax		
UK corporation tax on profits for the current period	(189,077)	(70,692)

The actual credit for period can be reconciled to the expected (credit)/charge for the period based on the profit or loss and the standard rate of tax as follows:

	2023	2022
	£	£
Profit before taxation	-	39,170
<i>Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2022: 19.00%)</i>	-	7,442
Tax effect of expenses that are not deductible in determining taxable profit	6,373	1,173
Tax effect of utilisation of tax losses not previously recognised	-	(5,853)
Theatre tax relief credit	(195,450)	(73,454)
Taxation credit for the period	(189,077)	(70,692)

The current tax figure includes Theatre Tax Relief credits, introduced in the Finance Act 2014, payable to the company, that have arisen from expenditure on theatrical productions at 45% (2022: 20%) of 80% of EEA qualifying core expenditure.

6 Dividends

	2023	2022
	£	£
Final dividend paid of £70,692 (2022: £155,666) per share	70,692	155,666

Old Friends Productions Ltd

Notes to the Financial Statements (Continued)

For the period ended 31 March 2023

7 Debtors

	2023	2022
	£	£
Amounts falling due within one year:		
Corporation tax recoverable	189,077	70,692
Other debtors	-	183,464
Prepayments and accrued income	-	33,060
	<u>189,077</u>	<u>287,216</u>

8 Creditors: amounts falling due within one year

	2023	2022
	£	£
Trade creditors	-	40,123
Amounts due to group undertakings	-	195,609
Other creditors	57	-
Accrued expenses	-	25,000
	<u>57</u>	<u>260,732</u>

The amounts due to group undertakings are unsecured, non-interest bearing and repayable on demand.

9 Share capital

	2023	2022
	£	£
Ordinary share capital		
1 Ordinary share of £1 each	1	1
	<u>1</u>	<u>1</u>

10 Related party transactions

The company has taken the exemption under Section 33 Related Party Disclosures paragraph 33.1A from disclosing transactions with other members of a wholly owned group.

Old Friends Productions Ltd

Notes to the Financial Statements (Continued)

For the period ended 31 March 2023

11. Financial instruments

	2023	2022
	£	£
Carrying amount of financial assets		
Debt instruments measured at amortised cost	58	120,062
Carrying amount of financial liabilities		
Measured at amortised cost	57	260,732

Financial assets measure at cost comprise cash, trade debtors and other debtors.

Financial liabilities measure at amortised cost comprise trade creditors, loans due to shareholders and accruals.

12 Ultimate controlling party

The immediate parent company is Cameron Mackintosh Limited, a company registered in England and Wales, by virtue of its ownership of 100% of the issued share capital of the company.

The ultimate controlling party is Sir Cameron Mackintosh.