COMPANY REGISTRATION NUMBER: 02884548

STILLS WORKS LIMITED

FILLETED UNAUDITED FINANCIAL STATEMENTS

31 January 2018

STILLS WORKS LIMITED
BALANCE SHEET
31 January 2018

	Note	2018	2017
		£	£
FIXED ASSETS			
Intangible assets	5	69,049	–
Tangible assets	6	60,644	71,984
		129,693	71,984
CURRENT ASSETS			
Debtors	7	250,836	240,920
Cash at bank and in hand		10,645	1,850
		261,481	242,770
CREDITORS: amounts falling due within one year	8	(324,616)	(247,715)
NET CURRENT LIABILITIES		(63,135)	(4,945)
TOTAL ASSETS LESS CURRENT LIABILITIES		66,558	67,039
CREDITORS: amounts falling due after more than one year	9	(7,384)	(11,103)
PROVISIONS		(1,556)	(10,236)
NET ASSETS		57,618	45,700
CAPITAL AND RESERVES			
Called up share capital		100	100
Profit and loss account		57,518	45,600
SHAREHOLDERS FUNDS		57,618	45,700

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In accordance with section 444 of the Companies Act 2006, the profit and loss account has not been delivered.

For the year ending 31 January 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476 ;

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

STILLS WORKS LIMITED

BALANCE SHEET *(continued)*

31 January 2018

These financial statements were approved by the board of directors and authorised for issue on 30 October 2018 , and are signed on behalf of the board by:

Mr S P Sulley

Director

Company registration number: 02884548

STILLS WORKS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 January 2018

1. GENERAL INFORMATION

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is The Coach House, 2 Sophia Close, Cardiff, CF11 9HW.

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax. Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively. Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at revalued amounts, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses. Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Development costs	-	20% straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Research and development

Research expenditure is written off in the period in which it is incurred. Development expenditure incurred is capitalised as an intangible asset only when all of the following criteria are met: - It is technically feasible to complete the intangible asset so that it will be available for use or sale; - There is the intention to complete the intangible asset and use or sell it; - There is the ability to use or sell the intangible asset; - The use or sale of the intangible asset will generate probable future economic benefits; - There are adequate technical, financial and other resources available to complete the development and to use or sell the intangible asset; and - The expenditure attributable to the intangible asset during its development can be measured reliably. Expenditure that does not meet the above criteria is expensed as incurred.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Leasehold property	-	over the term of the lease
Fixtures, fittings & equipment	-	15% straight line

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date. For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets. For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the balance sheet and the amount of the provision as an expense. Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Debt instruments are subsequently measured at amortised cost. Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment. Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately. For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics. Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund. When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

4. EMPLOYEE NUMBERS

The average number of persons employed by the company during the year amounted to 18 (2017: 13).

5. INTANGIBLE ASSETS

	Development costs £
Cost	
Additions	74,115
At 31 January 2018	74,115
Amortisation	
Charge for the year	5,066
At 31 January 2018	5,066
Carrying amount	
At 31 January 2018	69,049
At 31 January 2017	–

6. TANGIBLE ASSETS

	Land and buildings	Fixtures and fittings	Total
	£	£	£
Cost			
At 1 February 2017	66,770	51,931	118,701
Additions	–	425	425
At 31 January 2018	66,770	52,356	119,126
Depreciation			
At 1 February 2017	17,806	28,911	46,717
Charge for the year	4,451	7,314	11,765
At 31 January 2018	22,257	36,225	58,482
Carrying amount			
At 31 January 2018	44,513	16,131	60,644
At 31 January 2017	48,964	23,020	71,984

7. DEBTORS

	2018	2017
	£	£
Trade debtors	188,170	146,731
Amounts owed by group undertakings and undertakings in which the company has a participating interest	23,776	37,273
Amounts recoverable on contracts	38,258	53,865
Other debtors	632	3,051
	250,836	240,920

The debtors above include the following amounts falling due after more than one year:

	2018	2017
	£	£
Amounts owed by group undertakings and undertakings in which the company has a participating interest	23,776	37,273

8. CREDITORS: amounts falling due within one year

	2018	2017
	£	£
Bank loans and overdrafts	3,854	8,115
Trade creditors	53,401	69,090
Accruals and deferred income	44,961	18,951
Corporation tax	9,085	3,733
Social security and other taxes	53,182	48,155
Director loan accounts	–	16,313
Other creditors	160,133	83,358
	324,616	247,715

The above includes secured creditors of £80,291 (2017 - £65,669). Included within other creditors is an amount of £43,104 (2017 - £61,815) secured on debtors.

9. CREDITORS: amounts falling due after more than one year

	2018	2017
	£	£
Bank loans and overdrafts	7,384	11,103

The above includes secured creditors of £7,384 (2017 - £11,103).

10. OPERATING LEASES

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2018	2017
	£	£
Not later than 1 year	12,750	25,500
Later than 1 year and not later than 5 years	–	12,750
	12,750	38,250

11. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

Included within other creditors due within one year are the following balances due to the directors:

	2018	2017
	£	£
Mr S P Sulley	–	2,478
Mr C W Lovett	–	13,835
	–	16,313

These loans are interest free and repayable on demand.

12. RELATED PARTY TRANSACTIONS

During the year the company paid rent to the following related party for use of the property from which it trades:

	2018	2017
	£	£
Stills Retirement Benefit Scheme	25,500	25,500

Included within creditors/(debtors) due within one year is the following balance due to/(from) a related party:

	2018	2017
	£	£
Gashead Media Limited (30% shareholder)	16,020	(1,830)

Included within debtors due after more than one year is the following balance due from a group undertaking:

	2018	2017
	£	£
Brand Truth Limited (ultimate parent company)	23,776	37,273

During the financial year the company recharged expenses to a group undertaking as follows:

	2018	2017
	£	£
Brand Truth Limited (ultimate parent company)	25,300	30,948

During the financial year the company paid dividends to a related party as follows:

	2018	2017
	£	£
Gashead Media Limited (30% shareholder)	22,800	–

The director Mr S P Sulley has a material interest in Gashead Media Limited, which is registered in England & Wales. Stills Works Limited has given a guarantee amounting to £250,000 plus interest, costs and expenses in respect of the loan facilities of the ultimate parent company Brand Truth Limited. The director Mr S P Sulley has given a guarantee amounting to £50,000 plus interest, costs and expenses in respect of the loan facilities of the ultimate parent company Brand Truth Limited.

13. CONTROLLING PARTY

The ultimate parent company is Brand Truth Limited, a company registered in England & Wales, which owns 70% of the allotted share capital. The company is under the control of Mr S P Sulley & Mr C W Lovett, the directors of the ultimate parent company Brand Truth Limited, which owns 70% of the allotted share capital of the company.