Company registration number: 08269418

# EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig Company limited by guarantee

**Unaudited financial statements** 

31 December 2016

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#### **Directors and other information**

**Directors** Mr Dafydd Meirion Roberts

Mr Huw Chiswell Mr Jim O'Rourke Mr Rhys Harris

Ms Ruth Myfanwy Edwards

Mr Ynyr Roberts

Mr Benjamin Kevin Davies

Mr Arwyn Jones

Company number 08269418

Registered office 32 Y Maes

Caernarfon Gwynedd LL55 2NN

Accountants WJ Matthews & Son

11-15 Bridge Street

Caernarfon Gwynedd LL55 1AB

Bankers HSBC Bank plc

24 Castle Square

Caernarfon Gwynedd LL55 2NB

# Directors report Year ended 31 December 2016

The directors present their report and the unaudited financial statements of the company for the year ended 31 December 2016.

#### **Directors**

The directors who served the company during the year were as follows:

Mr Dafydd Meirion Roberts Mr Huw Chiswell Mr Jim O'Rourke Mr Rhys Harris Ms Ruth Myfanwy Edwards Mr Ynyr Roberts Mr Benjamin Kevin Davies Mr Arwyn Jones

#### **Activities**

The company was incorporated on 26 October 2012, with trading starting on 1 January 2013. The principal activity of the company is that of selling licenses which form the repertoire of Eos to broadcasters to broadcast on radio and television. The works that Eos licenses are owned by its members, whether they are composers or publishers. Eos also distributes the money collected from the broadcasters to its members as royalties, in accordance with the distribution policy set out below.

#### **Distribution policy**

The distribution policy is to distribute all licence fee income to members after charging 20% commission in order to cover the running costs of the Company. Trivial sums are held back until the amount owing exceeds  $\mathfrak{L}10$ . The Company keeps a rolling pot of  $\mathfrak{L}10,000$  in order to cover any large distribution payments which may arise from the late registrations of works by members, or other processing errors by PRS, resulting in the back dating of royalty payments.

During the year ended 31 December 2016 royalty payments totalling £150,312 were distributed.

#### **Small company provisions**

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

This report was approved by the board of directors on 28 June 2017 and signed on behalf of the board by:

Mr Dafydd Meirion Roberts Director

# Chartered accountants report to the board of directors on the preparation of the unaudited statutory financial statements of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig Year ended 31 December 2016

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig for the year ended 31 December 2016 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity and related notes from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at http://www.icaew.com/en/members/regulations-standards-and-guidance/.

This report is made solely to the board of directors of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the financial statements of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig and state those matters that we have agreed to state to the board of directors of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig and its board of directors as a body for our work or for this report.

It is your duty to ensure that EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig. You consider that EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of EOS - Yr Asiantaeth Hawliau Darlledu Cyfyngedig. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

WJ Matthews & Son Chartered Accountants

11-15 Bridge Street Caernarfon Gwynedd LL55 1AB

28 June 2017

# Statement of comprehensive income Year ended 31 December 2016

	Note	2016 £	2015 £
<b>Turnover</b> Administrative expenses		43,807 (32,082)	44,485 (30,926)
Operating profit		11,725	13,559
Other interest receivable and similar income		62	64
Profit before taxation	5	11,787	13,623
Tax on profit	6	(2,358)	(2,725)
Profit for the financial year and total comprehensive income		9,429	10,898

All the activities of the company are from continuing operations.

# Statement of financial position 31 December 2016

		2016	<b>;</b>	201	5
	Note	£	£	£	£
Fixed assets					
Tangible assets	7			236	
			-		236
Current assets					
Debtors	8	25,740		19,087	
Cash at bank and in hand		157,222		132,675	
		182,962		151,762	
Creditors: amounts falling due within one year	9	(151,666)		(130,084)	
Net current assets			31,296		21,678
Total assets less current liabilities			31,296		21,914
Provisions for liabilities	10		-		(47)
Net assets			31,296		21,867
Capital and reserves					
Profit and loss account			31,296		21,867
Members funds			31,296		21,867

For the year ending 31 December 2016 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.

These financial statements have been prepared 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'.

# Statement of financial position (continued) 31 December 2016

These financial statements were approved by the board of directors and authorised for issue on 28 June 2017, and are signed on behalf of the board by:

Mr Dafydd Meirion Roberts Director

Company registration number: 08269418

# Statement of changes in equity Year ended 31 December 2016

	Profit and loss account £	Total £
At 1 January 2015	10,969	10,969
Profit for the year	10,898	10,898
Total comprehensive income for the year	10,898	10,898
At 31 December 2015 and 1 January 2016	21,867	21,867
Profit for the year	9,429	9,429
Total comprehensive income for the year	9,429	9,429
At 31 December 2016	31,296	31,296

#### Notes to the financial statements Year ended 31 December 2016

#### 1. General information

The company is a private company limited by guarantee, registered in Wales. The address of the registered office is 32 Y Maes, Caernarfon, Gwynedd, LL55 2NN.

#### 2. Statement of compliance

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

#### **Transition to FRS 102**

The entity transitioned from previous UK GAAP to FRS 102 as at 1 January 2015. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 14.

#### **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 the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, 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.

# Notes to the financial statements (continued) Year ended 31 December 2016

#### Tangible assets

Tangible assets are initially recorded at cost, and are 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 capital and reserves, 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 capital and reserves in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in capital and reserves 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:

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

#### **Impairment**

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.

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 are largely independent of the cash inflows from other assets or groups of assets.

#### **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 statement of financial position 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 in finance costs in profit or loss in the period it arises.

# Notes to the financial statements (continued) Year ended 31 December 2016

#### **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 or 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 in finance costs in profit or loss in the period in which it arises.

#### 4. Limited by guarantee

The company is limited by guarantee and has no share capital.

#### 5. Profit before taxation

Profit before taxation is stated after charging/(crediting):

	2016	2015
	£	£
Depreciation of tangible assets	236	236

# Notes to the financial statements (continued) Year ended 31 December 2016

# 6. Tax on profit

	•		
	Major components of tax expense		
		2016	2015
		£	£
	Current tax:		
	UK current tax expense	2,405	2,772
	Deferred tax:		
	Origination and reversal of timing differences	(47)	(47)
	Tax on profit	2,358	2,725
	rax on pront	====	
7.	Townible coasts		
7.	Tangible assets	Fixtures,	Total
		fittings and	i Otai
		equipment	
		£	£
	Cost		
	At 1 January 2016 and 31 December 2016	944	944
	Depreciation		
	At 1 January 2016	708	708
	Charge for the year	236	236
	At 31 December 2016	944	944
	At 31 December 2016	——————————————————————————————————————	=====
	Carrying amount		
	At 31 December 2016	<del>_</del>	
	At 31 December 2015	236	236
8.	Debtors		
		2016	2015
		£	£
	Trade debtors	25,740	19,087

# Notes to the financial statements (continued) Year ended 31 December 2016

9.	Creditors: amounts falling due within one year		
		2016	2015
		£	£
	Corporation tax	2,840	3,207
	Social security and other taxes	10,072	7,437
	Other creditors	138,754	119,440
		151,666	130,084
10.	Provisions	5 ( )	
		Deferred tax (note 11)	Total
		£	£
	At 1 January 2016	47	47
	Charges against provisions	(47)	(47)
	At 31 December 2016		
11.	Deferred tax		
	The deferred tax included in the statement of financial position is as follows	·	
	·	2016	2015
		3	£
	Included in provisions (note 10)	-	47
	The deferred tax account consists of the tax effect of timing differences in r	•	0015
		2016	2015
		£	£
	Accelerated capital allowances	-	47

# Notes to the financial statements (continued) Year ended 31 December 2016

#### 12. Statutory Reporting Requirements

The following information is disclosed in accordance with the provisions of The Copyright (Regulation of Relevant Licensing Bodies) Regulations 2014.

### **Rights holders**

The company represents 335 individual composer/writer members, together with 35 publishers, who in turn represent an estimated 2000 non member composers/writers.

#### **Distribution policy**

The distribution policy is to distribute all licence fee income to members after charging 20% commission in order to cover the running costs of the Company. Trivial sums are held back until the amount owing exceeds £10. The Company keeps a rolling pot of £10,000 in order to cover any large distribution payments which may arise from the late registrations of works by members, or other processing errors by PRS, resulting in the back dating of royalty payments.

Licence Fee Income and Distributions	£	£
Licence fee income for the period	212,367	210,756
Less commission	(42,140)	(42,818)
Net owing to members	170,227	167,938
Paid out during the period	150,312	160,847
Net	19,915	7,091
Balance owing to members brought forward	117,098	110,007
Balance owing to members as at 31/12/16	137,013	117,098

Licence fees are collected monthly in advance, and distributions are made quarterly in arrears, normally within 6 to 8 weeks of the end of the quarter. The allocation of revenues to members, and the payments made to them are in accordance with the distribution policy noted above.

#### Notes to the financial statements (continued) Year ended 31 December 2016

Costs of administering licences	£	£
Wages, salaries and pension	24,031	21,818
Rent	2,400	2,400
Printing, postage and stationery	101	27
Data processing	1,667	1,668
Travelling and subsistence	1,571	344
Accountancy	840	825
Depreciation	236	236
Total	30,846	27,418

#### **Appointment of Directors**

Directors are appointed in accordance with the provisions of the Memorandum and Articles of Association of the Company.

#### **Directors Remuneration**

Directors are not remunerated for their services as non executive directors. They only receive expenses. However in exceptional circumstances, as happened in the first year of trading, one director (Gwilym Morus) carried out a large amount of administrative work in setting up the Company's systems and was remunerated accordingly.

#### **Complaints Resolution**

The Company complied with its code of practice in relation to the resolution of complaints. No complaints were received during the period.

#### 13. Controlling party

The company is controlled by its directors who have equal voting rights. There is no ultimate controlling party.

#### 14. Transition to FRS 102

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1 January 2015.

#### Reconciliation of equity

No transitional adjustments were required.

#### Reconciliation of profit or loss for the year

No transitional adjustments were required.

The following pages do not form part of the statutory accounts.

# Detailed income statement Year ended 31 December 2016

	2016 £	2015 £
Turnover		
Commissions received	42,140	42,818
Other income	1,667	1,667
	43,807	44,485
Gross profit	43,807	44,485
Gross profit percentage	100.0%	100.0%
Overheads		
Administrative expenses		
Wages and salaries	(21,528)	(19,783)
Staff pension costs - defined contribution	(2,503)	(2,035)
Rent payable	(2,400)	(2,400)
Printing, postage and stationery	(101)	(27)
Data processing	(1,667)	(1,668)
Travelling and subsistence	(813)	(102)
Legal and professional	(997)	(3,334)
Board of directors' expenses	(758)	(242)
Accountancy fees	(840)	(825)
Bank charges	(239)	(274)
Depreciation of tangible assets	(236)	(236)
	(32,082)	(30,926)
Operating profit	11,725	13,559
Operating profit percentage	26.8%	30.5%
Other interest receivable and similar income	62	64
Profit before taxation	11,787	13,623