
MERCIA SOUND LIMITED

Unaudited

Financial statements

Information for filing with the registrar

For the Year Ended 31 December 2019



MERCIA SOUND LIMITED
Registered number:01386660

Balance Sheet
As at 31 December 2019

	Note	2019 £000	2018 £000
Fixed assets			
Tangible assets	5	-	24
Current assets			
Debtors: amounts falling due within one year	6	-	320
		-	320
Creditors: amounts falling due within one year	7	-	(67)
Net current assets		-	253
Total assets less current liabilities		-	277
Provisions for liabilities			
Deferred tax	8	-	(1)
		-	(1)
Net assets		-	276

MERCIA SOUND LIMITED
Registered number:01386660

Balance Sheet (continued)
As at 31 December 2019

	Note	2019 £000	2018 £000
Capital and reserves			
Called up share capital	9	-	1
Profit and loss account		-	275
		<hr/>	<hr/>
		-	276
		<hr/>	<hr/>

The directors consider that the Company is entitled to exemption from audit under section 479A of the Companies Act 2006.

The members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the Profit and Loss Account in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 15 July 2020.



S Vickery
Director

The notes on pages 4 to 11 form part of these financial statements.

MERCIA SOUND LIMITED

**Statement of Changes in Equity
For the Year Ended 31 December 2019**

	Called up share capital	Profit and loss account	Total equity
	£000	£000	£000
At 1 January 2019	1	275	276
Profit for the year	-	671	671
Dividends: Equity capital	-	(947)	(947)
Shares redeemed during the year (note 9)	(1)	-	(1)
Transfer to profit and loss account	-	1	1
At 31 December 2019	-	-	-

On 21 November 2019 the Company's share capital was reduced from £1,000 to £1 by cancelling 99,900 ordinary shares of £0.01 each. The total share capital reduction of £999 was transferred to the Profit and Loss Account.

**Statement of Changes in Equity
For the Year Ended 31 December 2018**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 January 2018	610	951	(1,009)	552
Profit for the year	-	-	624	624
Dividends: Equity capital	-	-	(900)	(900)
Shares redeemed during the year	(609)	(951)	-	(1,560)
Transfer to profit and loss account	-	-	1,560	1,560
At 31 December 2018	1	-	275	276

The notes on pages 4 to 11 form part of these financial statements.

On 4 December 2018, the Company's share capital account was reduced from £610,000 to £1,000 by:

- i) the cancellation of 510,000 ordinary shares of £1 each and;
- ii) the cancellation of £0.99 per share of value of the 100,000 remaining fully paid ordinary shares.

On the same day, the Company reduced its capital by the cancellation of its entire share premium account of £951,000.

MERCIA SOUND LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2019

1. General information

Mercia Sound Limited (the "Company") is a private company incorporated, domiciled and registered in England and Wales in the UK. The registered number is 01386660 and the registered address is Media House Peterborough Business Park, Lynch Wood, Peterborough, United Kingdom, PE2 6EA.

The Company was engaged in the operation of independent radio stations under licence from Ofcom until it ceased trading on 31 December 2019.

The Company is now dormant, and the board expect the Company to be liquidated in the near future.

2. Accounting policies

2.1 Basis of preparation of financial statements

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

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

Bauer Radio Limited, a related party to this Company, acts as a non-disclosed agent for the raising of sales invoices and incurring of expenditure. The invoices are raised by the shared service centre administered by another group entity, HBVB. The trade debtor and trade creditor balances in relation to the raising of sales invoices and processing and paying the majority of expenditure including payroll, payroll taxes, and third party suppliers to the Company are held in Bauer Radio Limited's Balance Sheet. Bauer Radio Limited records a net intercompany creditor/debtor position in its books and the Company processes a net corresponding intercompany debtor/creditor in its accounting records. Bauer Radio Limited and the Company have a legally enforceable right to set off intercompany balances, however the underlying credit and liquidity risk remain with the Company.

The following principal accounting policies have been applied:

MERCIA SOUND LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2019

2. Accounting policies (continued)

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d).

This information is included in the consolidated financial statements of Heinrich Bauer Verlag Beteiligungs GmbH as at 31 December 2019 and these financial statements may be obtained from Burchardstraße 11, 20095 Hamburg, Germany.

The Company has taken advantage of the exemption in Financial Reporting Standard 102 section 33.1A "Related party disclosures" and has not disclosed transactions with wholly owned group undertakings.

2.3 Going concern

As noted in the Directors' Report, the Company disposed of the entirety of its trade on 31 December 2019, and in consequence the directors are of the opinion that the going concern basis is no longer appropriate in preparing these financial statements. This has had no impact on the carrying value of assets and liabilities in the Company.

2.4 Revenue

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

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Key classes of revenue are recognised on the following basis:

- Radio advertising revenue is recognised on the date of the broadcast.
- Sponsorship, internet revenue and transmission fees are recognised over the term of the contract.
- Production revenue is recognised on date of release of adverts to clients.
- Competition revenues are recognised on the dates of the competition activity.
- Other Enterprise revenue is recognised on agreed settlement with all parties.
- Event income is recognised when the event has taken place.

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Notes to the Financial Statements For the Year Ended 31 December 2019

2. Accounting policies (continued)

2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term.

2.6 Pensions

Defined contribution pension plan

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

2.7 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 charge 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 substantively enacted by 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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 tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.8 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.

The Company 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 Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

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Notes to the Financial Statements For the Year Ended 31 December 2019

2. Accounting policies (continued)

2.8 Tangible fixed assets (continued)

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

Depreciation is provided on the following basis:

Office equipment and vehicles - 3 to 5 years

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 in the Profit and Loss Account.

2.9 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.11 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.12 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company 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 Company 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.

2.13 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

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Notes to the Financial Statements For the Year Ended 31 December 2019

2. Accounting policies (continued)

2.14 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.

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

In the application of the accounting policies, which are described in Note 2, the directors are required to make judgments, estimates and assumptions about the carrying amounts 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, and are reviewed on an ongoing basis.

Useful economic life of assets

The Company policy for applying useful economic lives has been determined through applying historical experience and taking into consideration the nature of assets and their intended use.

4. Employees

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

	2019 No.	2018 No.
Sales	3	4
Programming	2	2
	<u>5</u>	<u>6</u>

During the year, no director received any emoluments (2018: £Nil).

The directors of the Company are considered its key management personnel.

MERCIA SOUND LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2019**

5. Tangible fixed assets

	Office equipment and vehicles £000
At 1 January 2019	24
Transfers intra group	(24)
At 31 December 2019	-
Charge for the year on owned assets	5
Transfers intra group	(5)
At 31 December 2019	-
Net book value	
At 31 December 2019	-
At 31 December 2018	24

MERCIA SOUND LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2019**

6. Debtors: Amounts falling due within one year

	2019 £000	2018 £000
Amounts owed by group undertakings	-	279
Prepayments and accrued income	-	41
	<u>-</u>	<u>320</u>

Amounts due by other group undertakings are unsecured, interest free and are repayable on demand.

7. Creditors: Amounts falling due within one year

	2019 £000	2018 £000
Other taxation and social security	-	1
Other creditors	-	47
Accruals and deferred income	-	19
	<u>-</u>	<u>67</u>

8. Deferred taxation

	2019 £000
At beginning of year	(1)
Charged to profit or loss	1
At end of year	<u>-</u>

The deferred taxation balance is made up as follows:

	2019 £000	2018 £000
Accelerated capital allowances	-	(1)
	<u>-</u>	<u>(1)</u>

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Notes to the Financial Statements For the Year Ended 31 December 2019

9. Called up share capital

	2019 £	2018 £
Allotted, called up and fully paid		
100 (2018: 100,000) ordinary shares of £0.01 each	<u>1</u>	<u>1,000</u>

There is a single class of ordinary shares.

On 21 November 2019 the Company's share capital was reduced from £1,000 to £1 by cancelling 99,900 ordinary shares of £0.01 each. The total share capital reduction of £999 was transferred to the Profit and Loss Account.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

There are no restrictions on the distribution of dividends and the repayment of capital.

10. Related party transactions

During the year the Company received a rebate of £14,949 (2018: £11,419) from an associate undertaking.

At the year end £Nil (2018: £3,358) was owed to the Company from the associated undertaking.

11. Controlling parties

The immediate parent undertaking is Orion Media Limited, registered at Media House Peterborough Business Park, Lynch Wood, Peterborough, United Kingdom, PE2 6EA.

Heinrich Bauer Verlag KG, established at Burchardstraße 11, 20095 Hamburg, Germany, is regarded by the directors as the Company's ultimate controlling party.

The only parent undertaking for which Group accounts are drawn up is Heinrich Bauer Verlag Beteiligungs GmbH, registered in Germany. Copies of Heinrich Bauer Verlag Beteiligungs GmbH accounts are publicly available from Burchardstraße 11, 20095 Hamburg, Germany.