**Riverside Limited**

# Unaudited annual report and financial statements

Registered number 02837693

31 December 2020

## Contents



Registered Number 02837693

# Directors' report

The directors present their unaudited annual report and financial statements for the year ended 31 December 2020. The Company was dormant throughout the current year and previous year.

**Dividend**

No dividends were paid or proposed in the year *(2019: £nil)*.

**Political and charitable contributions**

Neither the Company nor any of its subsidiaries incurred any political expenditure during the year *(2019: £nil)*. The Company did not make any charitable donations *(2019: £nil)*.

**Directors**

The directors who held office during the period were as follows:

MW Bucknall (resigned 29 Septemeber 2021)
JR Hartley (resigned 4 October 2021)
DAR Carter
A Alymer

By order of the board

**HR Worthington**
*Secretary*

26 Little Trinity Lane
London
EC4V 2AR
20 December 2021

## Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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 estimates that are reasonable, relevant and reliable;
- 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 Company 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 enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

## Statement of profit or loss and other comprehensive income
***for the year ended 31 December 2020***

| | Note | 2020<br>£ | 2019<br>£ |
|---|---|---|---|
| Turnover | | - | - |
| Operating costs | | - | - |
| Profit on ordinary activities for the year | 2 | - | - |
| Tax on profit on ordinary activities | 3 | - | - |
| **Profit for the year** | | - | - |
| **Total comprehensive income for the year** | | - | - |

The notes on pages 6 to 11 are an integral part of these financial statements.

## Statement of financial position
***at 31 December 2020***

| | Note | 2020<br>£ | 2019<br>£ |
|---|---|---|---|
| **Non Current Assets** | | | |
| Investments | *4* | - | - |
| **Current Assets** | | | |
| Debtors | *5* | 1 | 1 |
| **Total assets** | | 1 | 1 |
| **Net assets** | | 1 | 1 |
| **Capital and reserves** | | | |
| Called up share capital | *6* | 1 | 1 |
| Profit and loss account | | - | - |
| Shareholders' fund | | 1 | 1 |

For the financial year in question, the company was entitled to exemption from audit under Section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the Company to obtain an audit in accordance with Section 476 of the Companies Act.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements on pages 3 to 11 were approved by the board of directors on 20 December 2021 and were signed on its behalf by

David AR Carter

**DAR Carter**
*Director*

The notes on pages 6 to 11 are an integral part of these financial statements.

## Statement of changes in equity
***for the year ended 31 December 2020***

| | Called up share capital £ | Profit and loss account £ | Total equity £ |
|---|---|---|---|
| **Balance at 1 January 2019** | 1 | - | 1 |
| Profit for the year | - | - | - |
| **Balance at 31 December 2019** | **1** | **-** | **1** |
| | | | |
| **Balance at 1 January 2020** | 1 | - | 1 |
| Profit for the year | - | - | - |
| **Balance at 31 December 2020** | **1** | **-** | **1** |

The notes on pages 6 to 11 are an integral part of these financial statements.

## Notes to the financial statements

### 1 Accounting policies

Riverside Limited is a company incorporated and domiciled in the United Kingdom. The Company was dormant throughout the current and previous year.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's intermediary parent company undertaking, Virgin Active International Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Virgin Active International Limited are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the address given in note 8.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a cash flow statement and related notes;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;

As the consolidated financial statements of Virgin Active International Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 9.

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

## Notes to the financial statements *(continued)*

### 1 Accounting policies *(continued)*

#### *1.1 Basis of preparation*

The financial statements have been prepared on the historical cost basis unless otherwise noted. All amounts are presented in Great British Pounds (GBP).

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

#### *1.2 Going concern*

The Company was dormant throughout the current year and previous year.

The Company does not trade and therefore does not generate trading cash flows. However, the Company participates in the Virgin Active Group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries.

The directors, have made enquiries with the directors of the Company's immediate parent Esporta Tennis Clubs Limited about the ability of the Virgin Active Group to continue as a going concern and its ability to continue with the current banking arrangements. During 2020 and 2021 the operations of the Virgin Active Group have been adversely impacted by lockdowns imposed by governments as a result of the COVID-19 pandemic. Note 8 provides details of the largest and smallest group that the results of the Company are consolidated in. That set of consolidated financial statements provides details of the impact of the pandemic on the Virgin Active Group.

The directors have concluded that the going concern basis of preparation is still appropriate for the financial statements. However, material uncertainties arising from the ongoing COVID-19 pandemic may cast significant doubt on the Company's ability to continue as a going concern and, therefore, to continue realising its assets and discharging its liabilities in the normal course of business.

#### *1.3 Income tax*

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the Statement of profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

The company and its fellow group undertakings are able to relieve their tax losses by surrendering them to other group companies, within the UK corporation tax group, where capacity to utilise these losses exists. There is an agreement between members of the group that losses will not be paid for by the recipient company. Where there is reasonable certainty that tax losses can be relieved, the group relief receivable or payable is included in the taxation charge or credit in the year.

# Notes to the financial statements *(continued)*

## 1 Accounting policies *(continued)*

### *1.4 Financial instruments*

*Financial assets*

Financial assets are classified into the following categories: financial assets at Fair Value Through Profit or Loss (FVTPL) and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

*Financial assets at FVTPL*

A financial asset is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. A financial asset is classified as held for trading if it is a derivative that is not designated and effective as a hedging instrument.

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the profit of loss. Directly attributable transaction costs are recognised in profit or loss as incurred.

*Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method.

*Effective interest method*

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the instrument, or where appropriate, a shorter period, to the net carrying amount on initial recognition.

*Impairment of financial assets*

The Group recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost, debt investments measured at FVOCI.

The Group measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12-month ECL.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECL

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

*Measurement of ECLs*

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the company expects to receive).

*Credit-impaired financial assets*

At each reporting date, the company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

## Notes to the financial statements *(continued)*

### 1 Accounting policies *(continued)*

### *1.4 Financial instruments* (continued)

*Derecognition of financial assets*

The Group and Company derecognise financial assets when the contractual rights to the cash flows from the assets expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred, or it neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control over the transferred assets. Any interest in such derecognised financial assets that is created or retained by the Group is recognised as a separate asset or liability.

*Financial liabilities*

Financial liabilities are classified as either financial liabilities at FVTPL or other financial liabilities.

*Financial liabilities at FVTPL*

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as such on initial recognition. A financial liability is classified as held for trading if it is a derivative that is not designated and effective as a hedging instrument.

*Other financial liabilities*

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised costs using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period.

*Derecognition of financial liabilities*

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

### *1.5 Investments*

In the Company's financial statements, investments in subsidiary undertakings are stated at historic cost, less any provision for diminution in value.

Other equity investments are held at their fair value at the date of acquisition.

### *1.6 Issued capital*

*Ordinary shares*

Incremental costs directly attributable to the issue of ordinary shares, net of any tax effects, are recognised as a deduction from equity.

# Notes to the financial statements *(continued)*

## 2 Operating profit

As the Company was dormant during throughout the current year and previous year, the profit is £nil *(2019: £nil).*

Auditor's remuneration is paid by Virgin Active Limited, a fellow subsidiary undertaking.

The Company had no employees other than the directors. The directors are remunerated by other companies within the Group. The amount attributable for services provided to the Company in the year is £nil *(2019: £nil).*

## 3 Taxation

No liability to UK Corporation Tax arose on ordinary activities for the year ended 31 December 2020 *(2019: £nil).* There is no unprovided deferred tax *(2019: £nil).*

## 4 Investment in subsidiaries

The following table lists the Company's subsidiary undertakings:

| | Registered address | Country of incorporation | Class of shares held | Ownership 2020 | Ownership 2019 |
|---|---|---|---|---|---|
| Riverside Racquet Centre Limited | 100 Aldersgate Street, London, EC1A 4LX | England and Wales | Ordinary | 100% | 100% |

## 5 Debtors

| | 2020 | 2019 |
|---|---|---|
| **Current** | **£** | **£** |
| Amounts owed by group undertakings | 1 | 1 |
| | **1** | **1** |

## 6 Share capital

| | 2020 | 2019 |
|---|---|---|
| Issued ordinary shares | 1 | 1 |
| **Number of ordinary shares at 31 December** | **1** | **1** |

Issued capital comprises fully paid ordinary shares which have a par value of £1 and carry one vote per share and a right to dividends.

## Notes to the financial statements *(continued)*

### 7 Financial instruments

As the consolidated financial statements of Virgin Active International Limited include the equivalent disclosures, the Company has taken the exemptions under FRS 101 available in respect of certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures. The disclosures below cover statutory balances in relation to amounts owed by / to group undertakings that are not covered in the Virgin Active International Limited consolidated financial statements.

*Fair value measurements of financial assets and financial liabilities*

Amounts owed by group undertakings and Amounts owed to group undertakings are initially measured at fair value and are subsequently measured at amortised cost. The directors of Riverside Limited consider that the carrying amounts of the financial assets and financial liabilities recognised in the Statement of financial position approximate their fair values.

| | Carrying amount | | | |
|---|---|---|---|---|
| | **Loans and receivables** | **Other Financial liabilities** | Loans and receivables | Other Financial liabilities |
| | **2020** | **2020** | 2019 | 2019 |
| | **£** | **£** | £ | £ |
| **Financial assets** | | | | |
| Amounts owed by group undertakings | 1 | - | 1 | - |

### 8 Ultimate parent company

The Company's immediate parent undertaking is Esporta Tennis Clubs Limited, a company registered in England and Wales. During the year ended 31 December 2020, the ultimate parent company was Brait PLC, which is registered in Mauritius.

The smallest and largest group in which the results of the Company are consolidated is that headed by Virgin Active International Limited, a company incorporated in England and Wales. The latest set of consolidated accounts of the group are for the period ending 31 December 2020 and are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

### 9 Accounting estimates and judgements

*Recoverability of Investments*

Determining whether investments are impaired requires an assessment of whether the net assets of subsidiaries support the carrying value of the investment. Where the net asset carrying value is less than the carrying value of investments, amounts owed by/to group undertakings and external debt, a material impairment loss may arise.

The carrying value of investments at 31 December 2020 was £nil *(2019: £nil)* and no impairment loss has been recognised *(2019: £nil)*.

*Recoverability of amounts owed by group undertakings*

Determining whether amounts owed by group undertakings are recoverable requires a determination of whether the other party is able to repay. This is performed by assessing the assets and liabilities of the other party.

The carrying value of amounts owed by group undertakings at 31 December 2020 was £1 *(2019: £1)* and no impairment loss has been recognised *(2019: £nil)*.