Company Registration No. 03393234 (England and Wales)

APL MEDIA LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2017

APL MEDIA LIMITED

COMPANY INFORMATION

Directors	P D Levinger A Leyens A D Weiner M E Jackson M Pieri
Secretary	P D Levinger & C Rollo
Company number	03393234
Registered office	30 City Road London EC1Y 2AB
Auditor	Arram Berlyn Gardner LLP 30 City Road London EC1Y 2AB
Business address	Suite 310 Highgate Studios 53-79 Highgate Road London NW5 1TL
Solicitors	Teacher Stern LLP 37 - 41 Beford Row London United Kingdom WC1R 4JH

APL MEDIA LIMITED

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APL MEDIA LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JANUARY 2017

The directors present their report and financial statements for the year 31 January 2017.

Principal activities
The principal activity of the company is that of publishing magazines relating to the travel and leisure industries.

Directors
The directors who held office during the year and up to the date of signature of the financial statements were as follows:

P D Levinger
A Leyens
A D Weiner
M E Jackson
M Pieri

Results and dividends
The company achieved significantly improved results for the year. The profit of circa £391k is the result of a comprehensive review of all activities for 2016/17 including staffing levels and profit centres. Concentrating our sales effort into a number of proven successful publications enhanced revenue and ultimately increased our turnover by £1m and improving margins significantly.

No ordinary dividends were paid (2016: £27,107). The directors do not recommend payment of a final dividend.

Future developments
The program for 2017/18 includes the launch of National Geographic Food magazine in November and a National Geographic Traveller Festival event in September. Further consolidations of the publication program is being considered with renewed emphasis on proven profitable activities as well as continued expansion of our event management division.

Auditor
In accordance with the company's articles, a resolution proposing that Arram Berlyn Gardner LLP be reappointed as auditor of the company will be put at a 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;
- • 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 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.

APL MEDIA LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JANUARY 2017

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.

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

On behalf of the board

M E Jackson
Director
29 September 2017

APL MEDIA LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF APL MEDIA LIMITED

We have audited the financial statements of APL Media Limited for the year ended 31 January 2017 set out on pages 5 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the company's members, as a body, 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 members those matters we are required to state to them 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor
As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements
An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements
In our opinion the financial statements:

- • give a true and fair view of the state of the company's affairs as at 31 January 2017 and of its profit for the year 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.

Opinion on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of our audit, the information given in the Directors' Report for the financial year 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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF APL MEDIA LIMITED

Matters on which we are required to report by exception
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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

Gary Jackson (Senior Statutory Auditor)
for and on behalf of Arram Berlyn Gardner LLP

19 October 2017

Chartered Accountants
Statutory Auditor

30 City Road
London
EC1Y 2AB

APL MEDIA LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 JANUARY 2017

	Notes	2017 £	2016 £
Turnover		8,844,353	7,813,030
Cost of sales		(7,258,096)	(6,936,713)
Gross profit		1,586,257	876,317
Administrative expenses		(1,177,815)	(1,379,464)
Operating profit/(loss)	2	408,442	(503,147)
Interest receivable and similar income		746	1,120
Interest payable and similar expenses		(28,819)	(20,885)
Profit/(loss) before taxation		380,369	(522,912)
Taxation		10,546	4,903
Profit/(loss) for the financial year	11	390,915	(518,009)

APL MEDIA LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 JANUARY 2017

	Notes	2017 £	2017 £	2016 £	2016 £
Fixed assets					
Intangible assets	**4**		9,020		11,280
Tangible assets	**5**		202,482		233,964
Investments	**6**		100		100
			211,602		245,344
Current assets					
Stocks		12,289		16,400	
Debtors	**7**	2,813,788		2,313,695	
Cash at bank and in hand		53		14,238	
		2,826,130		2,344,333	
Creditors: amounts falling due within one year	**8**	(2,942,258)		(2,761,746)	
Net current liabilities			(116,128)		(417,413)
Total assets less current liabilities			95,474		(172,069)
Creditors: amounts falling due after more than one year	**9**		(182,000)		(298,000)
Provisions for liabilities			(27,068)		(34,440)
Net liabilities			(113,594)		(504,509)
Capital and reserves					
Called up share capital	**10**		76,285		76,285
Profit and loss reserves	**11**		(189,879)		(580,794)
Total equity			(113,594)		(504,509)

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

The financial statements were approved by the board of directors and authorised for issue on 29 September 2017 and are signed on its behalf by:

M E Jackson
Director

Company Registration No. 03393234

APL MEDIA LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 JANUARY 2017

	Notes	Share capital	Profit and loss reserves	Total
		£	£	£
Balance at 1 February 2015		76,285	(35,678)	40,607
Year ended 31 January 2016:				
Loss and total comprehensive income for the year		-	(518,009)	(518,009)
Dividends		-	(27,107)	(27,107)
Balance at 31 January 2016		76,285	(580,794)	(504,509)
Year ended 31 January 2017:				
Profit and total comprehensive income for the year		-	390,915	390,915
Balance at 31 January 2017		76,285	(189,879)	(113,594)

1 Accounting policies

Company information

APL Media Limited is a private company limited by shares incorporated and registered in England and Wales. The registered office is 30 City Road, London, EC1Y 2AB.

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.2 Going concern

At the balance sheet date, the company had net current liabilities totalling £116,128 (2016: £417,413) and net liabilities of £113,594 (2016: £504,509).

Although the company has net liabilities, the directors have a reasonable expectation that; the Company has adequate resources to continue in operational existence for the foreseeable future, continues to retain the support of the Company bankers and shareholders, and future projections continue to show growth in the next financial period. Consequently, the directors continue to prepare the accounts under the going concern basis with no adjustment that might otherwise be necessary, should that support be withdrawn.

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

Revenues for the various categories of turnover are recognised as follows:

- Advertising revenue (including barter transactions), newspaper, magazine inserts and magazine content fees on publication
- Magazine sales when available to distribute
- Subscriptions fees when received from third parties
- Hotel rooms when sold
- Online advertising when published on the website
- Online newsletters when sent out

1.4 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date if the fair value can be measured reliably.

1 Accounting policies **(Continued)**

Amortisation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Magazine Titles	20% Reducing balance

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Leashold improvements	Straight line over the term of the lease
Computer and Office Equipment	20% Reducing balance
Office Furniture	15% Reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1 Accounting policies **(Continued)**

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 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 statement of financial position 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.

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.

Loans and receivables

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Loans and receivables 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 receipts discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1 Accounting policies **(Continued)**

1.11 Taxation

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.12 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.

1.13 Retirement benefits

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

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.15 Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

1.16 Barter transactions

Advertising provided in exchange for hotel rooms, which are subsequently sold for cash, are included in Sales and Cost of Sales at the amount at which they are subsequently sold on for.

1 Accounting policies **(Continued)**

1.17 Preference shares

Preference shares are classified and accounted for, according to the substance of the contractual arrangement, as either financial liabilities or equity instruments.

2 Operating profit/(loss)

	2017	2016
Operating profit/(loss) for the year is stated after charging/(crediting):	£	£
Fees payable to the company's auditor for the audit of the company's financial statements	18,000	21,000

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was 66 (2016 - 67).

4 Intangible fixed assets

	Goodwill	Magazine Titles	Total
	£	£	£
Cost			
At 1 February 2016 and 31 January 2017	10,000	86,020	96,020
Amortisation and impairment			
At 1 February 2016	10,000	74,740	84,740
Amortisation charged for the year	-	2,260	2,260
At 31 January 2017	10,000	77,000	87,000
Carrying amount			
At 31 January 2017	-	9,020	9,020
At 31 January 2016	-	11,280	11,280

APL MEDIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JANUARY 2017

5 Tangible fixed assets

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 February 2016	90,042	214,573	304,615
Additions	-	9,030	9,030
At 31 January 2017	90,042	223,603	313,645
Depreciation and impairment			
At 1 February 2016	11,250	59,401	70,651
Depreciation charged in the year	9,001	31,511	40,512
At 31 January 2017	20,251	90,912	111,163
Carrying amount			
At 31 January 2017	69,791	132,691	202,482
At 31 January 2016	78,792	155,172	233,964

6 Fixed asset investments

	2017	2016
	£	£
Investments	100	100

Movements in fixed asset investments

	Shares in group undertakings
	£
Cost or valuation	
At 1 February 2016 & 31 January 2017	100
Carrying amount	
At 31 January 2017	100
At 31 January 2016	100

7 Debtors

	2017	2016
Amounts falling due within one year:	**£**	**£**
Trade debtors	2,298,444	1,646,990
Other debtors	515,344	666,705
	2,813,788	2,313,695

Trade debtors disclosed above are classified as loans and receivables and are therefore measured at amortised cost.

Trade debtors are stated after provisions for impairment of £14,637 (2016: £45,413).

8 Creditors: amounts falling due within one year

	2017	2016
	£	**£**
Bank loans and overdrafts	248,617	235,242
Trade creditors	1,446,095	1,009,853
Other taxation and social security	238,997	335,590
Other creditors	1,008,549	1,181,061
	2,942,258	2,761,746

Bank loans of £248,617(2016; £235,242) are secured by a fixed and floating charge over the assets of the company.

Included in other creditors are redeemable preference shares that do not confer any right to the holder to vote at any general meeting of the company and are redeemable at par at the discretion of the company. The holders of the redeemable preference shares are entitled to receive a fixed 7% preferential dividend each year, where the company has profits available.

9 Creditors: amounts falling due after more than one year

	2017	2016
	£	**£**
Bank loans and overdrafts	182,000	286,000
Other creditors	-	12,000
	182,000	298,000

Bank loans of £182,000 (2016; £286,000) are secured by a fixed and floating charge over the assets of the company.

10 Called up share capital

	2017	2016
	£	£
Ordinary share capital		
Issued and fully paid		
1,285 Ordinary shares of £1 each	1,285	1,285
75,000 'B' Ordinary shares of £1 each	75,000	75,000
	76,285	76,285

11 Profit and loss reserves

Retained earnings represents accumulated comprehensive income for the year and prior periods less dividends paid.

12 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2017	2016
	£	£
Within one year	186,859	203,805
Between two and five years	608,882	634,867
In over five years	395,237	543,451
	1,190,978	1,382,123

13 Related party transactions

Remuneration of key management personnel

	2017	2016
	£	£
Aggregate compensation	272,375	273,025

13 Related party transactions **(Continued)**

Transactions with related parties

During the year the company entered into the following transactions with related parties:

	Purchase of goods or services	
	2017	**2016**
	£	**£**
Entites with common control	66,116	66,116
Other related parties	42,494	33,123
	108,610	99,239

	Interest	
	2017	**2016**
	£	**£**
Entites with common control	-	403
Key management personnel	1,402	3,752
	1,402	4,155

The following amounts were outstanding at the reporting end date:

	2017
	Balance
Amounts owed by related parties	**£**
Entites with common control	211,964

	2016
	Balance
Amounts owed in previous period	**£**
Entites with common control	150,408

Guarantees

P D Levinger, A Leyens, M E Jackson and A D Weiner, directors of the company, have provided personal guarantees, which are partly secured against personal assets, for the company's bank loan and overdraft in total £475,000 (2016: £475,000).

14 Directors' transactions

The following directors received loans during the year. The movement on these loans was as follows:

The maximum balances outstanding in the year were the balances at the beginning of the year.

Description	% Rate	Opening balance	Amounts advanced	Amounts repaid	Closing balance
		£	£	£	£
A Leyens	3.00	40,581	14,352	(54,199)	734
M E Jackson	3.00	34,707	1,952	(36,052)	607
		75,288	16,304	(90,251)	1,341