

FRA ENTERPRISES Limited

Annual report and Financial Statements For the year ended 31 July 2018



FRA Enterprises Limited, a company limited, registered in England and Wales
Registered no: 6793904

Registered office: 15 Gresse Street, London W1T 1QL

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FRA ENTERPRISES LTD

KEY MANAGEMENT PERSONNEL, BOARD OF GOVERNORS AND PROFESSIONAL ADVISERS

Directors

Mrs Kim Longman, Director
Mr Lee Lucas, Director

Company Secretary

Mr G Cooper acted as Clerk to the Company throughout the period.

Professional advisers

Financial statements independent auditors and reporting accountants:

PricewaterhouseCoopers LLP
1 Hardman Square
Manchester
M3 3EB

Internal auditors:

MHA MacIntyre Hudson
30-34 New Bridge Street
London EC4V 6BJ

Bankers:

HSBC
2nd floor, 16 King Street,
Covent Garden
London WC2E 8JF

Solicitors:

Bates Wells Braithwaite
10 Queen Street Place
London EC4R 1BE

FRA ENTERPRISES LTD

Directors' report for the year ended 31 July 2018

The directors have pleasure in presenting their report and the audited financial statements for the year ended 31 July 2018.

Principal activities

The principal activities of FRA Enterprises Limited, which is a private company limited by guarantee, are to conduct trading activities with the intention of generating profits that can be donated as gift aid to the parent organisation, Fashion Retail Academy and not be subject to corporation tax.

Review of business

The Statement of Comprehensive Income for the year is set out on page 9.

The company trades under the name of FRA Enterprises Limited.

FRA Enterprises Limited conducts a range of trading activities. In 2017/18, this focused mainly the provision of catering, IT and security to clients, and the teaching of short courses.

FRA Enterprises Limited generated an operating result in 2017/18 of £0 (operating profit 16/17:£1,867) with total income generated of £92,433 (16/17:£274,869). FRA Enterprises Limited recognised a drop in income as a result of a switch of activities from the group to apprenticeship from short courses.

No dividends were declared in the current year (16/17 none).

Directors' indemnity

The company purchased and maintained throughout the financial year a directors liability insurance in respect of itself and its directors.

Directors' interests

The directors and their families had no beneficial interest in the company at 31 July 2018 (2017:nil).

No director had, during or at the end of the year, a material interest in any contract that was significant to the company's business.

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Directors' report for the year ended 31 July 2018

Statement of the Directors' Responsibilities

The directors are responsible for preparing the Annual report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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.

Provision of information to auditors

So far as each member of the Board is aware, there is no relevant audit information of which the Company's auditors are unaware and each member has taken all the steps that he/she ought to have taken as a member in order to make him/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

This report has been prepared in accordance with the special provisions relating to small companies within part 15 of the Companies Act 2006.

By order of the Board



Graham Cooper
Company Secretary
28 November 2018

FRA ENTERPRISES LTD

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FRA ENTERPRISES LIMITED ON FINANCIAL STATEMENTS

Opinion

In our opinion, FRA Enterprises Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 July 2018 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 31 July 2018; the statement of comprehensive income, the statement of changes in reserves for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FRA ENTERPRISES LIMITED ON FINANCIAL STATEMENTS (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 July 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FRA ENTERPRISES LIMITED ON FINANCIAL STATEMENTS (continued)

accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Rebecca Gissing (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
18 December 2018

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Statement of Comprehensive Income for the year ended 31 July 2018

	Note	2018	2017
		£	£
TURNOVER			
Continuing operations	2	92,433	274,869
Operating costs		(84,591)	(264,840)
		<hr/>	<hr/>
GROSS PROFIT		7,842	10,029
Administrative expenses		(7,842)	(8,162)
		<hr/>	<hr/>
OPERATING RESULT/ PROFIT - continuing operations	3	-	1,867
		<hr/>	<hr/>
RESULT/ PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		-	1,867
		<hr/>	<hr/>
Gift aid payment to parent company	6	-	(1,867)
Tax on result/profit on ordinary activities	6	-	-
		<hr/>	<hr/>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	8	-	-
		<hr/>	<hr/>

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Statement of Changes in Reserves for the year ended 31 July 2018

	Profit and Loss account £	Share Capital £	Total Shareholders Funds £
Balance at 1 August 2016	-	-	-
Total comprehensive income for the year	-	-	-
Balance at 1 August 2017	-	-	-
Total comprehensive income for the year	-	-	-
Balance at 31 July 2018	-	-	-

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Statement of Financial Position as at 31 July 2018

	Note	2018 £	2017 £
CURRENT ASSETS			
Debtors	9	2,692	61,096
Cash at bank and in hand		58,309	42,471
		<u>61,001</u>	<u>103,567</u>
CREDITORS: Amounts falling due within one year	10	(61,001)	(103,567)
		<u>(0)</u>	<u>0</u>
NET CURRENT ASSETS		(0)	0
		<u>(0)</u>	<u>0</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		(0)	0
		<u>(0)</u>	<u>0</u>
CAPITAL AND RESERVES			
Profit and loss account	8	0	0
		<u>0</u>	<u>0</u>
TOTAL SHAREHOLDERS' FUNDS	11	0	0
		<u>0</u>	<u>0</u>

The Financial Statements on pages 9 to 15 were approved by the Board of Directors on 28th November 2018 and signed on their behalf by:



Director
Kim Longman



Company Secretary
Graham Cooper

FRA ENTERPRISES LTD

Notes to the Financial Statements for the year ended 31 July 2018

1. Accounting Policies

FRA Enterprises Limited is a limited company incorporated and registered in England and Wales under the Companies Act 2006. It is a private company limited by share. Its parent and ultimate holding company is Fashion Retail Academy, incorporated in England and Wales. The address of the registered office and principal place of business is 15 Gresse Street, London W1T 1QL.

These financial statements are presented in Pounds Sterling being the Company's functional and presentational currency.

Basis of Accounting

The company is a wholly controlled subsidiary of Fashion Retail Academy and is included in the consolidated financial statements of Fashion Retail Academy.

The financial statements of the company are prepared under the historical cost convention and in accordance with UK Generally Accepted Accounting Principles (UK GAAP), FRS102 and Companies Act 2006.

The accounting policies have been applied consistently and there has been no prior period re-statement required.

These financial statements have been prepared on a going concern basis.

General information

Exemptions for qualifying under FRS102

As a qualifying entity, the company has taken advantage of the following exemptions:

- i) from the requirement to prepare a statement of cash flows as required by paragraph 3.17(d) of FRS 102;
 - ii) from the requirement to present certain financial instrument disclosures, as required by sections 11 and 12 of FRS 102;
 - iii) from the requirement to present a reconciliation of the number of shares outstanding at the beginning and end of the period as required by paragraph 4.12(a)(iv) of FRS 102; and
 - iv) from the requirement to disclose the key management personnel compensation in total as required by paragraph 33.7 of FRS 102.
- v) from the requirement to present a strategic report.

Turnover

Turnover represents the amounts derived from the provision of goods and services to customers during the year. Revenue is recognised in the appropriate period in which the activity took place.

Cashflow Statement

The Company has taken the exemption available under FRS102 not to publish a cashflow statement because it is a wholly owned subsidiary undertaking of Fashion Retail Academy Ltd which publishes a consolidated cashflow statement.

Critical accounting estimates and judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, revenue and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances.

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Notes to the Financial Statements for the year ended 31 July 2018 (continued)

1. Accounting Policies (continued)

Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no judgements and estimates that have a significant effect on amounts recognised in the financial statements.

2. Turnover	2018	2017
	£	£
Short courses	71,505	170,639
Venue Hire	582	52,843
Apprenticeship	360	51,359
Other commercial activities	19,986	28
	92,433	274,869

All revenue is generated in the UK.

3. Operating Result/ Profit

	2018	2017
	£	£
Operating result/profit is stated after charging:		
Auditors' remuneration for the audit of the Financial statements	2,500	2,056
	2,500	2,056

4. Remuneration Of Directors

The directors are the Chair and Principal of Fashion Retail Academy (the parent undertaking) and they receive no remuneration from FRA Enterprises Limited, all costs are borne by Fashion Retail Academy (2016/17: Nil).

5. Employees

The Company has no employees (2016/17: none). The directors emoluments are born by the parent company.

6. Corporation Tax	2018	2017
	£	£
Result/profit on ordinary activities before taxation	-	1,867
Gift Aid to Fashion Retail Academy	-	(1,867)
Result for the financial year	-	-
	-	61,096

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Notes to the Financial Statements for the year ended 31 July 2018 (continued)

	2018 £	2017 £
7. Tax on Result/profit on ordinary activities		
UK Corporation Tax on Result/profit on ordinary activities for the year	-	-

Tax Reconciliation	2018 £	2017 £
Result/profit on ordinary activities before taxation	-	1,867
Gift Aid to Fashion Retail Academy	-	(1,867)
Total tax charge for the year	-	-

The amounts owed to group undertakings are interest free and repayable on demand.

8. Profit and Loss Account	2018 £	2017 £
1 August	-	-
Result for the financial year	-	-
31 July	-	-

9. Debtors	2018 £	2017 £
Amounts owed by Parent	753	0
Other debtors	1,939	61,096
	2,692	61,096

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Notes to the Financial Statements for the year ended 31 July 2018 (continued)

10. Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	866	7,260
Amounts owed to Parent	52,778	72,166
Amount owed to Parent as Gift Aid	0	1,969
Other creditors	7,357	22,171
	61,001	103,567

11. Reconciliation of Movements in Shareholders' Funds

	2018 £	2017 £
Result on ordinary activities after taxation	0	0
Opening shareholders' funds	0	0
Closing shareholders' funds	0	0

12. Parent Undertaking

The company is a wholly owned subsidiary of the Fashion Retail Academy, which is the controlling party. Fashion Retail Academy is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 July 2018. The consolidated financial statements of Fashion Retail Academy are available from 15 Gresse St, Fitzrovia, London W1T 1QL.

13. Related Party disclosures

As the company is a wholly owned subsidiary of Fashion Retail Academy the Company has applied the exemptions permitted under FRS102 and has not disclosed transactions entered into with wholly owned subsidiary undertakings. There are no other related party transactions.