REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

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#### **COMPANY INFORMATION**

**Directors** 

P G Hunt

J Gregory

Secretary

J S Dewar

Company number

08633546

Registered office

19/21 Nile Street

London N1 7LL

**Accountants** 

RSM UK Tax and Accounting Limited

Chartered Accountants Marlborough House Victoria Road South

Chelmsford Essex CM1 1LN

#### **DIRECTORS' REPORT**

#### FOR THE YEAR ENDED 31 DECEMBER 2016

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

#### Principal activities

The principal activity of the company is the production of commercials for broadcasting on television and other media. The company has ceased trading in March 2017.

#### Directors

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

J Bolton

(Resigned 20 March 2017)

P G Hunt

J Gregory

#### Qualifying third party indemnity provisions

A qualifying third party indemnity provision is in place for the benefit of all directors of the company.

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

By order of the board

Secretary 25/01/2017

J S Dewar

# ACCOUNTANT'S REPORT TO THE BOARD OF DIRECTORS OF FL PRODUCTIONS LIMITED (PREVIOUSLY FAT LEMON PRODUCTIONS LIMITED) ON THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

In order to assist you to fulfil your duties under the Companies Act 2006 ("the Act"), we prepared for your approval the financial statements of FL Productions Limited (previously Fat Lemon Productions Limited) which comprise the Income Statement, the Statement Of Financial Position and the related notes in accordance with the financial reporting framework set out therein from the company's accounting records and from information and explanations you have given us.

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

This report is made solely to the Board of Directors of FL Productions Limited (previously Fat Lemon Productions Limited), as a body, in accordance with the terms of our engagement letter dated 18 March 2014. Our work has been undertaken solely to prepare for your approval the financial statements of FL Productions Limited (previously Fat Lemon Productions Limited) and state those matters that we have agreed to state to them in accordance with ICAEW Technical Release 07/16 AAF. This report should not therefore be regarded as suitable to be used or relied on by any other party wishing to acquire any rights against RSM UK Tax and Accounting Limited for any purpose or in any context. Any party other than the Board of Directors which obtains access to this report or a copy and chooses to rely on this report (or any part of it) will do so at its own risk. To the fullest extent permitted by law, RSM UK Tax and Accounting Limited will accept no responsibility or liability in respect of this report to any other party and shall not be liable for any loss, damage or expense of whatsoever nature which is caused by any person's reliance on representations in this report.

It is your duty to ensure that FL Productions Limited (previously Fat Lemon Productions Limited) has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of FL Productions Limited (previously Fat Lemon Productions Limited) under the Act. You consider that FL Productions Limited (previously Fat Lemon Productions Limited) is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of FL Productions Limited (previously Fat Lemon Productions Limited). For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

RSM UK Tax & Accounting Limited

Chartered Accountants Marlborough House

Victoria Road South

Chelmsford

Essex

CM1 1LN

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## INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2016

	2016	2015
	£	£
Turnover	2,278,536	3,082,520
Cost of sales	(1,548,778)	(2,092,795)
Gross profit	729,758	989,725
Administrative expenses	(617,018)	(562,064)
Operating profit	112,740	427,661
Interest payable and similar expenses	(282)	-
Profit on ordinary activities before taxation	112,458	427,661
Taxation	(25,715)	(87,958)
Profit for the financial year	86,743	339,703

## STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2016

		2016		2015	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	4		2,641		2,228
Current assets					
Stocks		22,500		2,000	
Debtors	5	1,059,323		1,353,943	
Cash at bank and in hand		2,439		10,871	
		1,084,262		1,366,814	
Creditors: amounts falling due within one year	6	(227,790)		(591,620)	
one year		(221,190)		(391,020)	
Net current assets			856,472		775,194
Total assets less current liabilities			859,113		777,422
Provisions for liabilities			4,651		(401)
Net assets			863,764		777,021
Conital and reconses					
Called up share applied			1		4
Called up share capital			•		777.000
Profit and loss reserves			863,763		777,020
Total equity			863,764		777,021

For the financial year ended 31 December 2016 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies and the members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

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

The financial statements were approved by the board of directors and authorised for issue on 2510712017 and/ard signed on its behalf by:

J Gregory Director

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

#### 1 Accounting policies

#### Company information

FL Productions Limited (previously Fat Lemon Productions Limited) is a private company limited by shares incorporated in England and Wales. The registered office is 19/21 Nile Street, London, N1 7LL.

#### 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 amounts in these financial statements are rounded to the nearest £.

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

These financial statements are the first financial statements of FL Productions Limited (previously Fat Lemon Productions Limited) prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102). The financial statements of FL Productions Limited (previously Fat Lemon Productions Limited) for the year ended 31 December 2015 were prepared in accordance with Financial Reporting Standard for Smaller Entities (effective January 2015).

Some of the FRS 102 recognition, measurement, presentation and disclosure requirements and accounting policy choices differ from the FRSSE. Consequently, the directors have amended certain accounting policies to comply with FRS 102. The directors have also taken advantage of certain exemptions from the requirements of FRS 102 permitted by FRS 102 Chapter 35 'Transition to this FRS'.

The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

#### **Turnover**

Turnover represents the value, net of Value Added Tax, of the sale of goods and services to customers.

Income from production of commercials is recognised in accordance with the terms of the contract which reflect each stage of the production.

Profit is recognised on long-term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated based on the level of completion at the year end, with reference to the percentage of total costs incurred to date.

#### Tangible fixed assets

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

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

#### 1 Accounting policies (Continued)

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

Fixtures, fittings and equipment

33% straight line

Computer equipment

33% straight line

Residual value is calculated on prices prevailing at the reporting date, after estimated costs of disposal, for the asset as if it were at the age and in the condition expected at the end of its useful life.

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.

#### Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible 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.

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.

#### Stocks

Work in progress is valued at the lower of cost and net realisable value. Work in progress includes overheads appropriate to the stage of manufacture. Net realisable value is based upon estimated selling price less further costs expected to be incurred to completion and disposal.

#### Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised 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.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

#### 1 Accounting policies (Continued)

#### Basic financial assets

Basic financial assets, which include trade and other 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 financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

#### Other financial assets

Other financial assets, including trade investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publically traded and whose fair values cannot be measured reliably are measured at cost less impairment.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

#### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

#### 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 other creditors 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 payments discounted at a market rate of interest.

#### Other financial liabilities

Other financial liabilities, are initially measured at fair value, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

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. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the net carrying amount on initial recognition.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

#### 1 Accounting policies (Continued)

#### Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled, or they expire.

#### **Equity instruments**

Equity instruments issued by the company are recorded at the fair value of 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.

#### **Taxation**

The tax expense represents the current tax expense.

Current tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting period.

#### **Employee benefits**

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

#### Retirement benefits

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the period they are payable. Differences between contributions payable in the year and contributions actually paid are shown in either accruals or prepayments in the balance sheet.

#### Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date or the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

#### 2 Employees

At 31 December 2015

The average monthly number of persons (including directors) employed by the company during the year was:

		2016	2015
		Number	Number
	Total	6	6
		<del></del>	
3	Directors' remuneration		
		2016	2015
		£	£
	Remuneration paid to directors	136,500	175,132
4	Tangible fixed assets		
		Plant and ma	achinery etc £
	Cost		~
	At 1 January 2016		6,189
	Additions		2,406
	Disposals	•	(869)
	At 31 December 2016		7,726
	Depreciation and impairment		
	At 1 January 2016		3,961
	Depreciation charged in the year		1,776
	Eliminated in respect of disposals		(652)
	At 31 December 2016		5,085
	Carrying amount		
	At 31 December 2016		2,641

2,228

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

	2016	2015
Amounts falling due within one year:	£	£
Trade debtors	59,456	335,173
Amounts due from group undertakings	879,640	693,476
Other debtors	120,227	325,294
	1,059,323	1,353,943
Creditors: amounts falling due within one year		
	2016	2015
	£	£
Trade creditors	56,978	282,050
Corporation tax	3,611	69,262
Other taxation and social security	18,897	15,101
Other creditors	148,304	225,207
	227,790	591,620
	Trade debtors Amounts due from group undertakings Other debtors  Creditors: amounts falling due within one year  Trade creditors Corporation tax Other taxation and social security	Trade debtors 59,456 Amounts due from group undertakings 879,640 Other debtors 120,227  Creditors: amounts falling due within one year  Trade creditors 56,978 Corporation tax 3,611 Other taxation and social security 18,897 Other creditors 148,304

#### 7 Financial commitments, guarantees and contingent liabilities

The company is contingently liable in respect of a group VAT agreement with Jamie Oliver Holdings Limited, Jamie Oliver Enterprises Limited, Jools Enterprises Limited, Jamie Oliver Productions Limited (previously Fresh One Productions Limited), Fresh One Productions Limited (previously Fresh One Productions RI Limited) and Guppy Productions Limited. At 31 December 2016 the amount the company was contingently liable for was £1,200,560 (2015: £675,596).

In accordance with Section 479C of the Companies Act 2006, Jamie Oliver Holdings Limited, the company's ultimate holding company, has provided a guarantee over the liabilities of all members of the group.

#### 8 Parent company

The ultimate parent undertaking is Jamie Oliver Holdings Limited, a company registered in England and Wales, which is the smallest group for which consolidated accounts are prepared. Its registered office is 19/21 Nile Street, London, N1 7LL.