

Company Registration No. 04924133 (England and Wales)

RELIANCE ACSN LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30 JUNE 2020

PAGES FOR FILING WITH REGISTRAR



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RELIANCE ACSN LIMITED

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RELIANCE ACSN LIMITED

COMPANY INFORMATION

Directors	Mr. S. Ball Mr. A. Dancer Mr. B. Kingham Mr. J. Dyson Mr. R. Vann Mr. M. Sutherland Mr. T. Folliss Mr. I. Ewers Ms. C. Tracey Mr. T. Ogle Mr. M. Gascoigne
Secretary	Miss. G. Edger
Company number	04924133
Registered office	3 Valentine Place London SE1 8QH
Auditor	Taylorcocks Thames Valley LLP Century House Wargrave Road Henley-on-Thames RG9 2LT

RELIANCE ACSN LIMITED

BALANCE SHEET

AS AT 30 JUNE 2020

	Notes	2020		2019	
		£	£	£	£
Fixed assets					
Tangible assets	8		337,708		548,719
Current assets					
Debtors	9	1,436,847		1,813,696	
Cash at bank and in hand		846,906		368,050	
			2,283,753		2,181,746
Creditors: amounts falling due within one year	10	(13,686,012)		(11,928,989)	
Net current liabilities			(11,402,259)		(9,747,243)
Total assets less current liabilities			(11,064,551)		(9,198,524)
Capital and reserves					
Called up share capital	11		133		100
Share premium account	12		16,633		-
Profit and loss reserves			(11,081,317)		(9,198,624)
Total equity			(11,064,551)		(9,198,524)

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered 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 09/02/2021 and are signed on its behalf by:



.....
Mr. M. Sutherland
Director

Company Registration No. 04924133

The notes on pages 4 to 14 form part of these financial statements

RELIANCE ACSN LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2020

	Notes	Share capital £	Share premium loss reserves account £	Profit and loss reserves £	Total £
Balance at 1 July 2018		100	-	(5,458,733)	(5,458,633)
Year ended 30 June 2019:					
Loss and total comprehensive income for the year		-	-	(3,739,891)	(3,739,891)
Balance at 30 June 2019		100	-	(9,198,624)	(9,198,524)
Year ended 30 June 2020:					
Loss and total comprehensive income for the year		-	-	(1,882,693)	(1,882,693)
Issue of share capital	11	33	16,633	-	16,666
Balance at 30 June 2020		133	16,633	(11,081,317)	(11,064,551)

The notes on pages 4 to 14 form part of these financial statements

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies

Company information

Reliance acsn Limited (04585332) is a private company limited by shares incorporated in England and Wales. The registered office is 3 Valentine Place, London, SE1 8QH.

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 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.

1.2 Going concern

The financial statements have been prepared on a going concern basis, which assumes that the company will continue in operational existence, and will be able to meet its liabilities as they fall due, for a period of at least twelve months from the date of approval of the financial statements.

In concluding that it is appropriate to adopt the going concern basis in preparing the financial statements, the directors have had regard to the future growth plans for the company and the support received from its ultimate parent company, Reliance Trust Limited and ultimate owner Mr. B. Kingham, in financing those plans:

The company has made considerable investment into new business streams to future proof the business. The investment phase is now complete, resulting in a wider customer base and an active pipeline of new opportunities, which will have a positive impact on results in future periods.

As stated in note 15 the directors have reviewed the impact of COVID-19 on the operations and financial position of the company and have a reasonable expectation that the company has adequate resources to continue to adopt the going concern basis of accounting in preparing the financial statements.

Should the assumptions referred to in the directors assessment of the going concern basis above, prove to be invalid, the going concern basis may also be invalid and accordingly, adjustments may have to be made to reduce the value of the assets to their realisable amounts, to provide for any further liabilities which might arise and to reclassify all there fixed assets and long term liabilities as current assets and liabilities respectively.

1.3 Turnover

Turnover represents amounts receivable for goods delivered during the year and services provided during the year, net of VAT.

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies **(Continued)**

1.4 Intangible fixed assets

Development is valued at cost less accumulated amortisation.

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

Development	10 years straight line
-------------	------------------------

1.5 Tangible fixed assets

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

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

Leasehold land and buildings	Over the life of the lease
Computer equipment	2 to 3 years straight line
Fixtures, fittings & equipment	5 years straight line

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 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.7 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 balance sheet 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.

1 Accounting policies

(Continued)

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, and loans from fellow group companies, 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. 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.

1.8 Equity instruments

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

1.9 Taxation

The tax income 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 loss as reported in the profit and loss account 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.

1 Accounting policies

(Continued)

Deferred tax

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

Deferred tax assets are only 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.

If and when all conditions for retaining tax allowances for the cost of a fixed asset have been met, the deferred tax is reversed.

A deferred tax liability or asset is recognised for the additional tax that will be paid or avoided in respect of assets and liabilities that are recognised in a business combination.

Deferred tax is calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. Deferred tax assets and deferred tax liabilities are offset only if:

- the company has a legally enforceable right to set off current tax assets against current tax liabilities, and
- the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously.

1.10 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 development 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.

1.11 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss 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 leases asset are consumed.

1.12 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies **(Continued)**

1.13 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

2 Turnover and other revenue

In the year ended 30 June 2020, 6.45% (2019 - 7.37%) of the company's turnover was to markets outside the UK.

3 Auditor's remuneration

	2020	2019
	£	£
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the company	13,250	13,250
	<u>13,250</u>	<u>13,250</u>

4 Employees

The average monthly number of persons (including directors) employed by the company during the year was 60 (2019 - 53).

5 Taxation

	2020	2019
	£	£
Current tax		
UK corporation tax on profits for the current period	(245,911)	(96,520)
	<u>(245,911)</u>	<u>(96,520)</u>

At 30 June 2020 the company had tax losses amounting to £12,004,543 (2019 - £10,161,370), which are available to be carried forward and offset against future trading profits.

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

6 Impairments

Impairment tests have been carried out where appropriate and the following impairment losses have been recognised in profit or loss:

	Notes	2020 £	2019 £
In respect of:			
Intangible assets	7	-	135,895
		<u> </u>	<u> </u>

7 Intangible fixed assets

	Development £
Cost	
At 1 July 2019 and 30 June 2020	226,492
	<u> </u>
Amortisation and impairment	
At 1 July 2019 and 30 June 2020	226,492
	<u> </u>
Carrying amount	
At 30 June 2020	-
	<u> </u>
At 30 June 2019	-
	<u> </u>

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

8 Tangible fixed assets

	Leasehold land and buildings	Computer equipment	Fixtures, fittings & equipment	Total
	£	£	£	£
Cost				
At 1 July 2019	250,230	811,013	35,640	1,096,883
Additions	-	43,200	796	43,996
Disposals	-	(1,518)	-	(1,518)
At 30 June 2020	250,230	852,695	36,436	1,139,361
Depreciation and impairment				
At 1 July 2019	109,098	411,196	27,870	548,164
Depreciation charged in the year	39,103	212,850	3,054	255,007
Eliminated in respect of disposals	-	(1,518)	-	(1,518)
At 30 June 2020	148,201	622,528	30,924	801,653
Carrying amount				
At 30 June 2020	102,029	230,167	5,512	337,708
At 30 June 2019	141,132	399,817	7,770	548,719

9 Debtors

	2020	2019
	£	£
Amounts falling due within one year:		
Trade debtors	1,081,015	1,112,573
Corporation tax recoverable	-	96,520
Other debtors	7,590	2,362
Prepayments and accrued income	348,242	602,241
	1,436,847	1,813,696

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

10 Creditors: amounts falling due within one year

	2020	2019
	£	£
Trade creditors	319,978	526,440
Amounts owed to group undertakings	11,827,608	10,645,808
Taxation and social security	596,225	253,306
Other creditors	28,027	33,306
Accruals and deferred income	914,174	470,129
	<u>13,686,012</u>	<u>11,928,989</u>

11 Called up share capital

	2020	2019
	£	£
Ordinary share capital		
Issued and fully paid		
100,000 Ordinary of 0.1p each	100	100
33,000 A Ordinary of 0.1p each	33	-
	<u>133</u>	<u>100</u>

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

11 Called up share capital

(Continued)

On 12 March 2020 a Sub-Division of Ordinary Shares took place with the Ordinary Shares now being 100,000 Shares at £0.001 per Share (2019: 100 shares at £1 per Share).

On 27 March 2020 33,333 A Ordinary Shares, of £0.001 per share, were issued at a premium of £0.499 per Share, giving rise to a share premium of £16,633.

Ordinary Shares are non-redeemable. The Ordinary Shareholders are entitled to receive notice of and to attend any general meetings of the company. On a show of hands every Ordinary Shareholder shall have one vote and on a poll every Ordinary Shareholder shall have one vote for each Ordinary Share held.

They are entitled to receive dividends or other distributions of profit.

In the event the company is wound up or on the sale of the company, the holders are entitled to the balance of assets remaining after the payment of all debts and satisfaction of all the company's liabilities and after payment of the A Ordinary Share entitlement.

A Ordinary Shares are non-redeemable. The A Ordinary Shareholders are entitled to receive notice of and to attend any general meetings of the company. On a show of hands every A Ordinary Shareholder shall have one vote and on a poll every A Ordinary Shareholder shall have one vote for each A Ordinary Share held.

They are entitled to receive dividends or other distributions of profit, provided that this does not exceed more than 24.99% of the distributable profits.

In the event the company is wound up or on the sale of the company, A Ordinary Shareholders are entitled to a pro rata share in the exit proceeds or the assets of the company based on a profits-based formula, where an equity hurdle of £36,000,000 has been met.

If the hurdle has not been met A Ordinary Shareholders will receive the aggregate subscription price of the A Ordinary Shares, provided that, if the company is wound up the aggregate A Ordinary Share Entitlement shall be limited to 24.99% of the assets available for distribution after the payment of all debts and satisfaction of all the company's liabilities, but before payment of the Ordinary Shares.

12 Share premium account

	2020	2019
	£	£
At the beginning of the year	-	-
Issue of new shares	16,633	-
	<hr/>	<hr/>
At the end of the year	16,633	-
	<hr/> <hr/>	<hr/> <hr/>

On 27 March 2020 33,333 A Ordinary Shares, of £0.001 per share, were issued at a premium of £0.499 per Share, giving rise to a share premium of £16,633.

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

13 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Michelle Hewitt-Dutton FCCA.

The auditor was Taylorcocks Thames Valley LLP.

14 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:

2020	2019
£	£
554,924	782,974
<u>554,924</u>	<u>782,974</u>

15 Events after the reporting date

At the date of the approval of these financial statements the UK Government is continuing to provide a range of measures to address the COVID-19 pandemic. The duration of the measures announced to tackle the COVID-19 pandemic has not been defined and there is considerable uncertainty in measuring the potential impact of the measures on the company. These factors and any future policy announcements by the UK Government are largely outside of the control of the company's directors, but could have a significant impact on the company.

Accordingly, the financial statements are prepared on a going concern basis, under which assets are recovered and liabilities repaid in the ordinary course of business. The accompanying financial statements do not include adjustments that would need to be made in the case the company was unable to continue as a going concern, should the assumptions referred to above subsequently prove to be invalid.

16 Related party transactions

Remuneration of key management personnel

	2020	2019
	£	£
Aggregate compensation	282,987	192,734
	<u>282,987</u>	<u>192,734</u>

RELIANCE ACSN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

16 Related party transactions

(Continued)

The company has taken advantage of the exemption available in FRS 102 s33.1a "Related party disclosures" whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

17 Parent company

The ultimate parent company is Reliance Trust Limited, a company incorporated in the United Kingdom and registered in England & Wales.

Mr. B. Kingham, is the ultimate controlling party, due to his beneficial interest in the majority of the ordinary issued share capital of Reliance Trust Limited.