Registered number: 03823061

AA ACCESS PARTNERSHIP LIMITED

UNAUDITED

FINANCIAL STATEMENTS

INFORMATION FOR FILING WITH THE REGISTRAR

FOR THE YEAR ENDED 31 DECEMBER 2019

BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note		2019 £		2018 £
Fixed assets					
Intangible assets	4		**39,999**		-
Tangible assets	5		**43,157**		*141,321*
Investments	6		**39,287**		*39,287*
			122,443		*180,608*
Current assets					
Debtors	7	**5,024,840**		*4,046,461*	
Current asset investments	8	-		*304,852*	
Cash at bank and in hand		**1,306,460**		*403,058*	
		6,331,300		*4,754,371*	
Creditors: amounts falling due within one year	9	**(1,615,283)**		*(923,334)*	
Net current assets			**4,716,017**		*3,831,037*
Total assets less current liabilities			**4,838,460**		*4,011,645*
Net assets			**4,838,460**		*4,011,645*
Capital and reserves					
Called up share capital	11		**59**		*54*
Share premium account	12		**213,835**		-
Capital redemption reserve	12		**51**		*51*
Retained earnings	12		**4,624,515**		*4,011,540*
Shareholders' funds			**4,838,460**		*4,011,645*

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2019

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The Company has opted not to file the Statement of Income and Retained Earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

G Francis
Director

Date: 29 September 2020

The notes on pages 4 to 13 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019

	Called up share capital	Share premium account	Capital redemption reserve	Retained earnings	Total equity
	£	£	£	£	£
At 1 January 2018	54	-	51	3,886,187	3,886,292
Comprehensive income for the year					
Profit for the year	-	-	-	2,120,593	2,120,593
Dividends paid	-	-	-	(1,995,240)	(1,995,240)
At 1 January 2019	54	-	51	4,011,540	4,011,645
Comprehensive income for the year					
Profit for the year	-	-	-	2,643,988	2,643,988
Dividends paid	-	-	-	(2,031,013)	(2,031,013)
Shares issued during the year	5	213,835	-	-	213,840
At 31 December 2019	59	213,835	51	4,624,515	4,838,460

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

AA Access Partnership Limited is a private company, limited by shares, domiciled and incorporated in England and Wales (registered number: 03823061). The registered office address is 105 Victoria Street, 9th Floor, Southside, London, SW1E 6QT.

The Company's functional and presentational currency is GBP.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

The directors have reviewed cash flow forecasts for at least the 12 month period from the date of signing and assessed the current and potential impact of the COVID-19 pandemic, to ensure the Company can maintain its day-to-day services, fulfil its statutory obligations and meet future obligations to funders and other stakeholders.

At 31 December 2019, the Company had cash balances of £1,306,460 which is sufficient to maintain a positive cash position and meet the Company's liabilities as they fall due for at least 12 months from the balance sheet date, based upon current expectations.

The directors' forecasts reflect an objective assessment of the impact of COVID-19, with a number of mitigating actions taken as a precaution. To the date of signing, sales have been materially in line with forecast, positive cash flow has been maintained and deliveries of services have not been impacted.

The directors have stress tested their forecasts and sales demand would need to fall by a significant amount before cash flow becomes an issue that they do not believe this to be probable outcome.

The directors believe the Company will continue to be a going concern.

2. Accounting policies (continued)

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.7 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Computer software	-	3	years

2. Accounting policies (continued)

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Leasehold improvements	- Over 3 years
Plant and machinery	- 33.33% straight-line/15% reducing balance

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Statement of Income and Retained Earnings for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

2.10 Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the Company will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the Company's cash management.

Financial liabilities and equity instruments issued by the Company are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

2. Accounting policies (continued)

2.10 Financial instruments (continued)

Interest bearing bank loans, overdrafts and other loans which meet the criteria to be classified as basic financial instruments are initially recorded at the present value of cash payable to the bank, which is ordinarily equal to the proceeds received net of direct issue costs. These liabilities are subsequently measured at amortised cost, using the effective interest rate method.

2.11 Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date.

2.12 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.13 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Accounting policies (continued)

2.14 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

3. Employees

The average monthly number of employees, including directors, during the year was 44 *(2018: 39)*.

4. Intangible assets

	Computer software £
Cost	
Additions	**77,686**
At 31 December 2019	**77,686**
Amortisation	
Charge for the year	**37,687**
At 31 December 2019	**37,687**
Net book value	
At 31 December 2019	**39,999**
At 31 December 2018	**-**

5. Tangible fixed assets

	Leasehold improvements	Plant and machinery	Total
	£	£	£
Cost			
At 1 January 2019	83,116	165,619	248,735
Additions	-	10,837	10,837
Disposals	-	(1,094)	(1,094)
Transfers between classes	-	(77,686)	(77,686)
At 31 December 2019	83,116	97,676	180,792
Depreciation			
At 1 January 2019	39,988	67,426	107,414
Charge for the year	27,705	40,203	67,908
Transfers between classes	-	(37,687)	(37,687)
At 31 December 2019	67,693	69,942	137,635
Net book value			
At 31 December 2019	15,423	27,734	43,157
At 31 December 2018	*43,128*	*98,193*	*141,321*

6. Fixed asset investments

	Investments in subsidiary companies
	£
Cost	
At 1 January 2019	39,287
At 31 December 2019	39,287

7. Debtors

	2019 £	*2018 £*
Due after more than one year		
Other debtors	**294,974**	*398,984*
	294,974	*398,984*
Due within one year		
Trade debtors	**3,868,039**	*3,144,813*
Amounts owed by group undertakings	**93,417**	*252,847*
Other debtors	**248,143**	*58,306*
Prepayments and accrued income	**293,824**	*191,511*
Tax recoverable	**226,443**	*-*
	5,024,840	*4,046,461*

8. Current asset investments

	2019 £	*2018 £*
Other investments	**-**	*304,852*

9. Creditors: Amounts falling due within one year

	2019 £	*2018 £*
Trade creditors	**367,737**	*241,404*
Amounts owed to group undertakings	**532,437**	*-*
Corporation tax	**-**	*284,784*
Other taxation and social security	**133,754**	*231,040*
Other creditors	**10,218**	*18,257*
Accruals	**469,194**	*132,186*
Deferred income	**101,943**	*15,663*
	1,615,283	*923,334*

10. Share based payments

The Company has a share option scheme for four senior employees; issued in April 2011, December 2013, January 2015, December 2016 and February 2018.

This includes a total of 460 D Ordinary shares of £0.01 each that are exercisable upon the occurrence of certain events at the price shown in the table below:

No. of shares	Exercise price
87	250.80
58	292.41
188	378.67
127	817.88

If the options remain unexercised after a period of 10 years from the date of grant of original options, then the options expire. Options are also forfeited if the employee leaves the Company before the options vest.

11. Share capital

	2019	*2018*
	£	*£*
Allotted, called up and fully paid		
2,722 *(2018: 2,722)* A1 shares of £0.010 each	**27**	*27*
2,722 *(2018: 2,722)* A2 shares of £0.010 each	**27**	*27*
460 *(2018: Nil)* D Ordinary shares of £0.010 each	**5**	-
	59	*54*

During the year 460 D Ordinary shares were allotted with a nominal value of £0.01 each for a consideration of £214,840.

12. Reserves

Share premium account

The share premium account is used to record the aggregate amount or value of premiums paid when the Company's shares are issued at an amount in excess of nominal value.

Capital redemption reserve

This reserve relates to the nominal value of shares that the Company has bought back.

Retained earnings

This reserve relates to the cumulative retained earnings less amounts distributed to shareholders.

13. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £126,089 *(2018: £102,012)*. Contributions totalling £19,852 *(2018: £14,269)* were payable to the fund at the balance sheet date and are included in creditors.

14. Related party transactions

The Company has taken advantage of the exemption in FRS 102 Section 33.1A to not disclose transactions with wholly owned group entities.

15. Post balance sheet events

The impact of COVID-19 is considered to be a non-adjusting post balance sheet event and as such the Balance Sheet has been prepared on the facts and circumstances as at 31 December 2019. The directors are unable to estimate the financial impact of COVID-19.

16. Controlling party

The immediate parent undertaking is Project Donna Bidco Limited, a company registered in England and Wales.

The largest and smallest group of undertakings for which group accounts for the year ending 31 December 2019 have been drawn up, is that headed by Project Donna Topco Limited. Copies of the group accounts are available from Companies House.

The directors consider there to be no ultimate controlling party.