Registered number: 06431249

# PROFESSIONALIVERPOOL LIMITED

(A company limited by guarantee)

# **UNAUDITED**

# DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

### **COMPANY INFORMATION**

**Directors** Philip James Adams

Irene Esi Afful Gordon Andrews Julie Campbell

Mark Philip George Davies

Helen Legg Matthew Philip Maclaren

Matthew Leslie Noon (resigned 17 November 2022)

Philip James Rooney Emma Jane Stoddart

Kim Cooper

Stephen Peter Cowperthwaite

Laura Stuffins

**Company secretary** Philip James Adams

Registered number 06431249

Suite 3.04 The Plaza **Registered office** 

100 Old Hall Street

Liverpool L3 9QJ

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#### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2023

The directors present their report and the financial statements for the year ended 31 March 2023.

#### **Business review**

The financial year began on a "high" after the huge success of the Cannes Do 2022 which demonstrated the appetite of members for top quality networking opportunities as working practices adjusted to life after the pandemic. This justified the strategy of concentrating on quality over quantity in terms of events. Members' support for the organisation's core events was unwavering throughout the year, with "sell out" attendances for the annual Summer Social, on the roof of Liverpool Central Library in conjunction with BIPC (80 attendees), the Members' Lunch at Liverpool Town Hall (190 attendees), the Annual Quiz at Nova Scotia (100 attendees) and the Cannes Do 2023 (510 attendees), which were all hugely successful and well received. Sponsorship has been essential in ensuring the success of these events and great thanks is due to all those who have supported the organisation in this way. In addition, an excellent trip was organised to Chester Races in May 2022 attended by 150 members and guests.

Aside from these key events, the organisation continued with its Region of the Future series of informative speaker events which included a highly engaging panel session at Sony Interactive (again in association with BIPC) entitled "Game On" where 60 attendees discussed the contribution of the gaming industry to the Liverpool City Region economy. A similar number of members attended a World Cup event at Point Blank and there were various "pure" networking opportunities, including at new venues Bacino and Hawksmoor.

From an operational perspective, the organisation relocated to The Plaza in January 2023 as part of a renewed partnership with Bruntwood who have been longstanding supporters. This has been a great success from a connectivity perspective with the team now being in closer proximity to many members, with greater access to flexible meeting venues. At the Cannes Do 2023, the organisation's refreshed visual identity, produced in collaboration with Poke, was unveiled and has since been rolled out to good effect. This has coincided with an increased use of video publicity on social media.

Perhaps the organisation's greatest achievement in the year was the launch of the inaugural programme for early stage professionals, LeadHere. This has been in the planning since the organisation became the home for the team behind "Ideas for Liverpool" in early 2020. Led by board member Kim Power and strongly supported by the Liverpool City Region Combined Authority, the programme consisted of a series of modules presented by members and the Combined Authority covering aspects of life and business in the Liverpool City Region. A cohort of 35 professionals in the age range of 18 to 34 from the public, private and third sectors attended 11 modules covering issues from insurance to innovation, leadership to project management and social value to ESG. Nine members sponsored the programme which was kicked off by then Mayor of Liverpool, Joanne Anderson; Liverpool City Region Mayor, Steve Rotheram, gave a "keynote" address at the final session. A "graduation" event was held at the offices of Sony Interactive to round off the programme. Arrangements are now under way to expand on the programme for 2023/24.

The board extend their thanks to the operational team of Andrew Ruffler, Clare Brookfield and Keri Stanistreet for their hard work and to the various interns and apprentices who have assisted them during the year.

The Board and the team remain grateful for the continued loyalty of members and the generous support of sponsors. Membership numbers at 31 March 2023 remained virtually static from the previous year with a steady stream of new members replacing the inevitable "churn". Turnover (£128,432) was up substantially on the previous year (2022: £104,550); nevertheless, despite a small operational profit for the year, rampant inflation and increasing costs resulted in a small overall loss for the year of -£1,363 (2022: -£3,928).

Liquidity has been maintained throughout the year and the Board has confidence that the organisation will return to greater profitability, despite an uncertain economic environment. In that context, the directors have considered the most recent trading results and cash flow forecasts covering a period of 12 months from the approval of these financial statements, which take account of reasonable possible changes in trading and the repayment of the funding as detailed in note 13 to the financial statements. Taking into account the current economic uncertainty and adopting sensible but conservative assumptions on anticipated activity, the directors

#### DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

have concluded that the organisation should continue to prepare its financial statements on a going concern basis as there are sufficient resources and facilities to continue in operational existence for the foreseeable future and operate for a period of at least 12 months from the date of signing of these financial statements.

# **Directors**

The directors who served during the year were:

Philip James Adams
Irene Esi Afful
Gordon Andrews
Julie Campbell
Mark Philip George Davies
Helen Legg
Matthew Philip Maclaren
Matthew Leslie Noon (resigned 17 November 2022)
Philip James Rooney
Emma Jane Stoddart
Kim Cooper
Stephen Peter Cowperthwaite
Laura Stuffins

#### Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 16 November 2023 and signed on its behalf.

Philip James Adams Director

### STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 £	2022 £
Turnover		128,432	104,550
Gross profit		128,432	104,550
Administrative expenses Other operating income	4	(156,067) 26,669	(144,614) 36,404
Operating loss		(966)	(3,660)
Interest receivable and similar income		396	9
Interest payable and similar expenses		(718)	(275)
Loss before tax		(1,288)	(3,926)
Tax on loss		(75)	(2)
Loss after tax		(1,363)	(3,928)
Retained earnings at the beginning of the year		(20,403)	(16,475)
		(20,403)	(16,475)
Loss for the year		(1,363)	(3,928)
Retained earnings at the end of the year		(21,766)	(20,403)

# PROFESSIONALIVERPOOL LIMITED

(A company limited by guarantee) REGISTERED NUMBER: 06431249

### BALANCE SHEET AS AT 31 MARCH 2023

	Note		2023 £		2022 £
Fixed assets	Note		2		2
Tangible assets	7		-		89
Investments	8		1		1
		<del>-</del>	1	_	90
Current assets					
Debtors: amounts falling due within one year	9	703		16,197	
Cash at bank and in hand	10	122,328		96,026	
	·-	123,031	_	112,223	
Creditors: amounts falling due within one year	11	(74,037)		(55,310)	
Net current assets	-		48,994	_	56,913
Total assets less current liabilities		<del>-</del>	48,995	_	57,003
Creditors: amounts falling due after more than one year	12		(18,551)		(25, 196)
Net assets		<u>-</u>	30,444	_	31,807
Capital and reserves					
Other reserves	15		52,210		52,210
Profit and loss account	15		(21,766)		(20,403)
		_	30,444	_	31,807

#### PROFESSIONALIVERPOOL LIMITED

(A company limited by guarantee) REGISTERED NUMBER: 06431249

### BALANCE SHEET (CONTINUED) AS AT 31 MARCH 2023

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 Company's financial statements have been prepared in accordance with the 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 on 16 November 2023.

#### **Philip James Adams**

Director

The notes on pages 8 to 18 form part of these financial statements.

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2023

At 1 April 2022	Other reserves £ 52,210	Profit and loss account £ (20,403)	Total equity £ 31,807
Comprehensive income for the year Loss for the year	_	(1,363)	(1,363)
Loss for the year		(1,000)	
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	(1,363)	(1,363)
Total transactions with owners	-	-	-
At 31 March 2023	52,210	(21,766)	30,444

The notes on pages 8 to 18 form part of these financial statements.

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

At 1 April 2021	Other reserves £ 52,210	Profit and loss account £ (16,475)	Total equity £ 35,735
Comprehensive income for the year Loss for the year	<del>.</del>	(3,928)	(3,928)
Other comprehensive income for the year	-	-	
Total comprehensive income for the year	-	(3,928)	(3,928)
Total transactions with owners	-	-	-
At 31 March 2022	52,210	(20,403)	31,807

The notes on pages 8 to 18 form part of these financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

#### 1. General information

Professionaliverpool Limited is a private company limited by guarantee, which is incorporated under the Companies Act 2006 and registered in England (number 06431249). The address of the registered office is Suite 3.04, The Plaza, 100 Old Hall Street, Liverpool, L3 9QJ.

The principal activity of the company is promoting, supporting and representing the interests of the Professional and Business Services sector in the Liverpool City Region to support the Region's economic strategy in a fast-changing, globally-connected business environment.

These financial statements present information about the company as an individual undertaking: it is not a member of a group of companies.

#### 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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

#### 2.2 Going concern

The directors have considered the most recent trading results and cash flow forecasts covering a period of 12 months from the approval of these financial statements, which take account of reasonable possible changes in trading and the repayment of the funding as detailed in note 13.

The loan is repayable by instalments up to December 2026 which have been taken into account by the directors in assessing the company's ability to continue to trade as a going concern. The fact that the loan is not repayable until December 2026 continues to provide financial security beyond the next 12 months.

Accordingly, the directors have concluded that the company should continue to prepare the financial statements on a going concern basis as there are sufficient resources and facilities to continue in operational existence for the foreseeable future and operate for a period of at least 12 months from the date of signing of the financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

#### 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.

Revenue from general sponsorship income is recognised as turnover. Revenue from event sponsorship is recognised in event income within other income. Both are recognised in the period in which the services are provided.

#### 2.4 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of income and retained earnings in the same period as the related expenditure.

#### 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 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

#### 2. Accounting policies (continued)

#### 2.8 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.

#### 2.9 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 website is being amortised evenly over its estimated useful life of three years.

### 2.10 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.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

### 2. Accounting policies (continued)

#### 2.10 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Computer and office equipment - 33% on cost.

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.

#### 2.11 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

# 2.12 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

#### 2.13 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.14 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.15 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.

The Company has elected to apply the recognition and measurement provisions of IFRS 9 Financial Instruments (as adopted by the UK Endorsement Board) with the disclosure requirements of Sections 11 and 12 and the other presentation requirements of FRS 102.

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

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

# 2. Accounting policies (continued)

### 2.15 Financial instruments (continued)

to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, and investments in ordinary shares.

# 3. Judgments in applying accounting policies and key sources of estimation uncertainty

Judgments are applied when considering depreciation rates and assets' useful economic lives.

#### 4. Other operating income

	2023 £	2022 £
Profit on events	26,669	29,224
Grants received	-	7,180
	26,669	36,404

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

5.	Employees		
	The average monthly number of employees, excluding the directors, during the year	ear was as fo	ollows:
		2023 No.	2022 No.
	Employees		4
	No directors received any remuneration during the year (2021 - NIL).		
6.	Intangible assets		
			Website £
	Cost		
	At 1 April 2022		43,830
	At 31 March 2023	_	43,830
	Amortisation		
	At 1 April 2022		43,830
	At 31 March 2023	_	43,830

Net book value

At 31 March 2023

At 31 March 2022

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

# 7. Tangible fixed assets

	Computer and office equipment £
Cost or valuation	
At 1 April 2022	5,625
At 31 March 2023	5,625
Depreciation	
At 1 April 2022	5,536
Charge for the year on owned assets	89
At 31 March 2023	5,625
Net book value	
At 31 March 2023	-
At 31 March 2022	89

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

### 8. Fixed asset investments

	in subsidiary companies £
Cost At 1 April 2022	1
At 31 March 2023	1

**Investments** 

The investment comprises one ordinary share of £1.00 in Professional Liverpool Limited, being 100% of the issued share capital of that company, which does not trade.

# 9. Debtors

	2023 £	2022 £
Trade debtors	-	15,387
Other debtors	36	36
Prepayments and accrued income	667	774
	703	16,197
	<del></del> -	

# 10. Cash and cash equivalents

	2023 £	2022 £
Cash at bank and in hand	122,328	96,026
	122,328	96,026

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

11.	Creditors: Amounts falling due within one year		
		2023 £	2022 £
	Bank loans	6,645	6,481
	Trade creditors	1,344	15,015
	Corporation tax	75	2
	Other taxation and social security	10,950	6,628
	Other creditors	244	949
	Accruals and deferred income	54,779	26,235
		74,037	55,310
12.	Creditors: Amounts falling due after more than one year		
		2023 £	2022 £
	Bank loans	18,551	25,196
		18,551	25,196

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

#### 13. Loans

Analysis of the maturity of loans is given below:

	2023 £	2022 £
Amounts falling due within one year		
Bank loans	6,645	6,481
	6,645	6,481
Amounts falling due 2-5 years		
Bank loans	18,551	25,196
	18,551	25,196
	25,196 	31,677

In November 2020, the organisation borrowed £33,801 under the Government's Bounce Back Loan Scheme. The loan is repayable over six years and carries an interest rate of 2.5%.

#### 14. Financial instruments

	2023 £	2022 £
Financial assets		
Financial assets measured at fair value through profit or loss	122,328	96,026

Financial assets measured at fair value through profit or loss comprise cash at bank and in hand.

#### 15. Reserves

Retained earnings includes all current and prior period retained profits and losses.

Other reserves contains a capital reserve of £52,210 which arose on the transfer of net assets of the unincorporated business "Professionaliverpool" to the Company in March 2008.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

# 16. Company status

The company is a private company limited by guarantee and consequently does not have share capital. Each of the members is liable to contribute an amount not exceeding £1 towards the assets of the company in the event of liquidation.

### DETAILED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 £	2022 £
Turnover		128,432	104,551
Gross profit	-	128,432	104,551
Other operating income	=	26,670	36,404
Less: overheads	=	<del></del> -	
Administration expenses		(156,066)	(144,615)
Operating loss	-	(965)	(3,660)
Interest receivable		395	9
Interest payable		(718)	(275)
Tax on loss on ordinary activities		(75)	(2)
Loss for the year	- -	(1,363)	(3,928)

# SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2023

2022 £	2023 £		
~	~	Turnover Turnover	Turno
102,509	106,825	Subscriptions	Subsc
2,042	21,607	Sponsorship received	
101 == 1			
104,551	128,432		
2022	2023		
£	£	Other operating income	Othor
00.004	22.272		
29,224	26,670	Profit / (loss) on events	
7,180		Government grants receivable	Gover
36,404	26,670		
2022	2023		
£	£		
		Administration expenses	
113,888	133,166	Staff salaries	
322	-	Staff training	
1,809	1,902	Printing and stationery	
4,376	5,627	Computer costs	
407	657	General office expenses	
14,900 512	8,650 316	Advertising and promotion Legal and professional	
572 553	736	Bank charges	•
2,127	(4,430)	Bad debts	
838	2,083	Sundry expenses	
702	840	nsurances	
3,411	6,430	Sundry establishment expenses	
770	89	Depreciation - plant and machinery	
144,615	156,066		
2022 £	2023 £		
~	~	nterest receivable	Intere
9	395	Bank interest receivable	Bank i
9	395		

SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2023		
Interest neverble	2023 £	2022 £
Interest payable		
Other loan interest payable	718	275
	718	275