
THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

COMPANY INFORMATION

| | |
|-----------------------------|--|
| Directors | D C Annetts J D Barclay J C R Bell R Combes T De Lange M B Egan K E Fishman E S Gibson A J Harrower P P Kear J Kimberlin L J Kirwan (appointed 8 February 2024) L G Lavender I S Morris J V P O'Sullivan A D Provan (resigned 8 February 2024) K E Richardson P F A Seheult J W Vandermeer K J Whitehead T J Wilson C Zimmerman |
| Company secretary | H Djurkovic |
| Registered number | 02423219 |
| Registered office | Scott House Suite 1, The Concourse Waterloo Station London SE1 7LY |
| Independent auditors | BKL Audit LLP Chartered Accountants & Statutory Auditor 35 Ballards Lane London N3 1XW |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

CONTENTS

| | Page |
|--|---------|
| Directors' Report | 1 - 5 |
| Independent Auditors' Report | 6 - 9 |
| Statement of Income and Retained Earnings | 10 |
| Balance Sheet | 11 - 12 |
| Notes to the Financial Statements | 13 - 20 |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2024

The Directors present their report and the audited financial statements for the year ended 31 March 2024.

Directors' responsibilities statement

The Directors are responsible for preparing the Directors' Report and the audited financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare audited financial statements for each financial year. Under that law the Directors have elected to prepare the audited financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the audited 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 surplus or deficit of the Company for that period.

In preparing these audited financial statements, the Directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the audited 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 to enable them to ensure that the audited financial statements comply with the Companies Act 2006. They 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.

Principal activity and review of business

The principal activity of the company is the issuing of licences for educational use of copyright works and performances to educational bodies in return for licence fees which, after deduction of expenses, are distributable to members.

The use of broadcast materials in class by teachers and lecturers is a powerful tool for enhancing teaching and learning at all levels of education from primary to tertiary. Television and radio content provides a highly effective means of explaining and illustrating complex facts and ideas, engaging interest and stimulating debate amongst students of all ages and in all areas of study, both academic and vocational.

ERA's primary strategic objective is to maximise the value that licensees derive from the ERA Licence by providing educators with both the knowledge and means to exploit the powerful pedagogical benefits that can be derived from integrating broadcast resources into wider teaching and learning.

The principal way in which it does so is by improving ease of access to the widest possible ERA Repertoire by ERA Licensees. Historically, ERA has given its approval to third parties to make broadcast recordings available through digital platforms to licensed educational institutions under the terms permitted under section 35 of the Copyright, Designs and Patents Act 1988. It continues to welcome requests from reputable organisations serving the educational sector to enter into similar third-party arrangements. However, in recent years it has also developed a growing collection of online services designed to help staff and students of licensed

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2024

institutions to identify and access recordings of carefully curated broadcast content to support and enhance teaching and learning.

ERA's online educational resources are all free and hence support the aim of reducing the cost and ease of access to ERA Repertoire.

The primary services currently available from ERA include a Video Streaming Platform, the BBC Shakespeare Archive Resource, the BBC Literary Archive and the Natural Curriculum, all of which have attracted a large and growing number of users across the UK.

In addition, clips from the ERA Video Streaming Platform are now available through RETEACH and The Educational Platform, free online educational services offered by two third-party providers (ALCS and CLA respectively), thus making it easier for educators to access different forms of educational content from a single source, thus saving valuable time.

ERA takes its responsibilities to the education sector in the UK extremely seriously and will continue to ensure that the ERA licence helps facilitate improvements in teaching and learning throughout the country.

Membership

The number of members represented during the year was 21 (2023: 21) ERA Licences do not include any Extended Collective Licensing Scheme.

Results and dividends

The profit for the year, after taxation, amounted to £235 (2023 - £127).

Directors

The Directors who served during the year were:

D C Annetts
J D Barclay
J C R Bell
R Combes
T De Lange
M B Egan
K E Fishman
E S Gibson
A J Harrower
P P Kear
J Kimberlin
L J Kirwan (appointed 8 February 2024)
L G Lavender
I S Morris
J V P O'Sullivan
A D Provan (resigned 8 February 2024)
P F A Seheult
J W Vandermeer
K J Whitehead
T J Wilson
C Zimmerman

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2024

Share capital and structure

ERA is a private company limited by guarantee and has no share capital. ERA owns one dormant subsidiary company, Educational Resource Agency Limited.

ERA operates, on a not for profit basis, as a collective management organisation for the purposes of The Collective Management of Copyright (EU Directive) Regulations 2016 ("the CMO Regulations").

Each Member of ERA is entitled to nominate one representative who, subject to election by the Members of ERA, is then invited to be a non executive Director of ERA.

Each non executive Director of ERA also forms part of the supervisory function of ERA for the purposes of compliance with the Regulations.

Procedures for the appointment of Directors are set out in the Articles of Association of ERA. Directors may appoint alternatives to attend Board meetings in their absence.

Share capital and distribution

All licences issued during the year ended 31 March 2024 were in the form of the current ERA Licence and the categories and types of rights represented by ERA on behalf of its Members is set out within the terms and conditions of the ERA Licence.

As at 1 April 2023 ERA held £2,325,912 as licence fees collected from educational establishments of Further and Higher education and additional licensees such as language schools, whose licences ran from 1 August 2022 to 31 July 2023. These sums related to licence fees relevant for the period from 1 April 2023 and fell due for distribution in the financial year commencing 1 April 2023. An additional amount of £653,994 was undistributed at 1 April 2023 meaning the total amount held by ERA on behalf of its members was £2,979,906 at this date.

As at 1 April 2024 ERA held £2,391,964 as licence fees collected from educational establishments of Further and Higher education and additional licensees such as language schools, whose licences run from 1 August 2023 to 31 July 2024. These sums relate to licence fees relevant from the period 1 April 2024 and fall due for distribution in the financial year commencing 1 April 2024. An additional amount of £821,043 was undistributed as at 31 March 2024 meaning the total amount held by ERA on behalf of its members was £3,213,007 at this date.

The total revenue from the current ERA Licence during the year ended 31 March 2024 was £14,166,062 (2023: £13,697,373).

No sums were held by ERA as non distributable amounts.

The total costs incurred in administering licences during the year were £766,981 (2023: £721,072).

No remuneration was paid to directors during the year. Details of payments made for insurance to cover its Directors and Officers against liabilities can be found in Note 6 to the accounts.

Code of Conduct

The Company has adopted and published a Code of Conduct relating to its operations.

The Code of Conduct has been made available to the Members and is posted on the company website at <https://era.org.uk>.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2024

Reserves

In accordance with the company Policy on Deductions approved by ERA Members, the Directors have agreed that it is prudent for a provision of around £30,000 to be held by the Company as unrestricted reserves to meet the obligations of the Company.

Distribution policy

ERA members have approved the Distribution Policy applied by ERA for the purposes of proposing and (subject to required approvals) making distributions to ERA members.

The company seeks approval from the members for distribution of earned licence fees under the ERA Licensing Scheme.

The approved Distribution Policy is published on the ERA website at <https://era.org.uk>

Four distributions were made to ERA Members during the year ended 31 March 2024.

The total sums distributed were:

£3,400,000 on 30 June 2023
£3,300,000 on 31 October 2023
£3,300,000 on 29 December 2023
£3,550,000 on 28 March 2024

The total amount distributed to right holders during the year was £13,550,000 (2023: £12,800,000).

Disclosure of information to auditors

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

The auditors, BKL Audit LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2024

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 and signed on its behalf.

Helena Djurkovic

H Djurkovic
Secretary

Date: 15/08/2024

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE EDUCATIONAL RECORDING AGENCY LIMITED

Opinion

We have audited the financial statements of The Educational Recording Agency Limited (the 'Company') for the year ended 31 March 2024, which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The Directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE EDUCATIONAL RECORDING AGENCY LIMITED (CONTINUED)

misstatement in the financial statements themselves. 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 in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors 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

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE EDUCATIONAL RECORDING AGENCY LIMITED (CONTINUED)

expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- Enquiring of management and those charged with governance around actual and potential litigation and claims;
- Reviewing minutes, of those charged with governance, including the audit committee and interim audit committee meeting minutes to identify any instances of non-compliance with laws and regulations;
- Reviewing financial statements disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias;
- Detailed review of cash transactions both across office and member bank accounts.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditors' Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditors' Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE EDUCATIONAL RECORDING AGENCY LIMITED (CONTINUED)

timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

M Neville

Myfanwy Neville FCA (Senior Statutory Auditor)

for and on behalf of
BKL Audit LLP

Chartered Accountants
Statutory Auditor

London

Date: 20/08/2024

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 MARCH 2024

| | Note | 2024 £ | 2023 £ |
|---|------|------------------|-----------------|
| Turnover | | 473,256 | 623,382 |
| Cost of sales | | (73,325) | (77,058) |
| Gross profit | | 399,931 | 546,324 |
| Administrative expenses | | (693,656) | (644,014) |
| Operating loss | 3 | (293,725) | (97,690) |
| Interest receivable and similar income | | 294,704 | 97,690 |
| Surplus before tax | | 979 | - |
| Tax on surplus | | (744) | 127 |
| Surplus after tax | | 235 | 127 |
| Retained earnings at the beginning of the year | | 29,315 | 29,188 |
| | | 29,315 | 29,188 |
| Surplus for the year | | 235 | 127 |
| Retained earnings at the end of the year | | 29,550 | 29,315 |

The notes on pages 13 to 20 form part of these financial statements.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)
REGISTERED NUMBER: 02423219

BALANCE SHEET
AS AT 31 MARCH 2024

| | Note | 2024 £ | As restated 2023 £ |
|--|------|------------------|--------------------------|
| Fixed assets | | | |
| Tangible assets | 5 | 3,049 | 5,623 |
| Investments | 6 | 1 | 1 |
| | | <u>3,050</u> | <u>5,624</u> |
| Current assets | | | |
| Debtors: amounts falling due within one year | 7 | 763,249 | 688,166 |
| Current asset investments | 8 | 1,300,000 | 2,119,651 |
| Cash at bank and in hand | 9 | 1,221,199 | 241,113 |
| | | <u>3,284,448</u> | <u>3,048,930</u> |
| Creditors: amounts falling due within one year | 10 | (3,257,948) | (3,025,239) |
| Net current assets | | <u>26,500</u> | <u>23,691</u> |
| Total assets less current liabilities | | <u>29,550</u> | <u>29,315</u> |
| Net assets | | <u>29,550</u> | <u>29,315</u> |
| Capital and reserves | | | |
| Income and expenditure account | | 29,550 | 29,315 |
| | | <u>29,550</u> | <u>29,315</u> |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)
REGISTERED NUMBER: 02423219

BALANCE SHEET (CONTINUED)
AS AT 31 MARCH 2024

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

D C Annetts

D C Annetts
Director

Date: 19/08/2024

The notes on pages 13 to 20 form part of these financial statements.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

1. General information

The principal activity of the Company is the issuing of licences for educational use of copyright works and performances to educational bodies in return for licence fees which, after deduction of expenses, are distributable to members.

The Company's registered office is Scott House Suite 1, The Concourse, Waterloo Station, London, England, SE1 7LY.

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 FRS 102 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' and the requirements of the Companies Act 2006. 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 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.

The following principal accounting policies have been applied:

2.2 Going concern

The Directors have assessed whether the Company has adequate resources to meet its obligations as they fall due and beyond the 12 months from the date of the approval of these financial statements. The Directors have reviewed their forecasts and cash flow requirements for this period.

Given the comparison of the levels of licence fee income that the ERA Licence generates to the relatively small cost base that the Company requires to operate, the Directors are confident that the Company has sufficient working capital available to continue in operational existence for the foreseeable future.

The Directors believe the going concern basis of accounting is appropriate for these annual financial statements.

2.3 Income

The Educational Recording Agency Limited ("ERA") operates a copyright licensing scheme on behalf of its members, known as the ERA Licence. ERA is authorised to collect the licence income, as agent, on behalf of its members, and is required to distribute the income under the terms of the ERA Distribution Policy. Prior to distribution, ERA is authorised by its members to retain a management fee, designed to cover ERA's running costs and reserve fund allocations, after accounting for any investment income received during the period.

In accordance with FRS 102, in its capacity as agent, the revenue recognised in the financial statements of ERA relates only to its management fee, and not the total licence fee collected on behalf of its members. This management fee income is recognised in the financial statements in the period in which the running costs are incurred, or that the reserve fund allocations are approved.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

2. Accounting policies (continued)

2.4 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Income and Retained Earnings on a straight-line basis over the lease term.

2.5 Interest income

Interest income is recognised in the Statement of Income and Retained Earnings using the effective interest method.

2.6 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 the Statement of Income and Retained Earnings 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.

2.7 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Income and Retained Earnings 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 been 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 surpluses; 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.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

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, using the straight-line method.

Depreciation is provided on the following basis:

| | | |
|-------------------------------|---|----------------------------|
| Short-term leasehold property | - | Over the term of the lease |
| Fixtures and fittings | - | 15% per annum on cost |
| Office equipment | - | 20%/33% per annum 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 the Statement of Income and Retained Earnings.

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.10 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.

2.11 Financial instruments

(i) Financial assets

Basic financial assets, including trade and other debtors, are initially recognised at transaction price, 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.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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 the Income and Expenditure account.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

2. Accounting policies (continued)

2.11 Financial instruments (continued)

transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) Financial liabilities

Basic financial liabilities, including trade and other creditors and accruals, 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 receipts discounted at a market rate of interest.

Trade creditors are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade creditors 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 costs using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(iii) Offsetting

Financial assets and liabilities are offset and 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.

3. Operating deficit

The operating deficit is stated after charging:

| | 2024 | 2023 |
|--|-----------------------|----------------------|
| | £ | £ |
| Depreciation of tangible fixed assets | 4,079 | 7,275 |
| Fees payable to the Company's auditor for audit of the Company's annual financial statements | 13,600 | 12,375 |
| Fees payable to the Company's auditor for other non-audit services | 1,750 | 2,475 |
| Other operating lease rentals | 50,212 | 39,395 |
| Pension contributions | 42,477 | 32,762 |
| | <u>111,138</u> | <u>94,302</u> |

4. Directors' remuneration

The emoluments disclosed above represent the payment by the Company of insurance to cover its Directors and Officers against liabilities in relation to their duties to the Company.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024**

5. Tangible fixed assets

| | Leasehold property improvements £ | Fixtures and fittings £ | Office equipment £ | Total £ |
|-------------------------------------|--|-------------------------------|--------------------------|------------|
| Cost or valuation | | | | |
| At 1 April 2023 | 16,230 | 8,425 | 52,605 | 77,260 |
| Additions | - | 358 | 1,148 | 1,506 |
| Disposals | - | - | (26,821) | (26,821) |
| At 31 March 2024 | 16,230 | 8,783 | 26,932 | 51,945 |
| Depreciation | | | | |
| At 1 April 2023 | 16,230 | 7,536 | 47,872 | 71,638 |
| Charge for the year on owned assets | - | 873 | 3,206 | 4,079 |
| Disposals | - | - | (26,821) | (26,821) |
| At 31 March 2024 | 16,230 | 8,409 | 24,257 | 48,896 |
| Net book value | | | | |
| At 31 March 2024 | - | 374 | 2,675 | 3,049 |
| At 31 March 2023 | - | 889 | 4,733 | 5,622 |

6. Fixed asset investments

| | Investments in subsidiary companies £ |
|--------------------------|--|
| Cost or valuation | |
| At 1 April 2023 | 1 |
| At 31 March 2024 | 1 |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024**

6. Fixed asset investments (continued)

Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

| Name | Registered office | Class of shares | Holding |
|-------------------------------------|--------------------------|------------------------|----------------|
| Educational Resource Agency Limited | England | Ordinary | 100% |

The aggregate of the share capital and reserves as at 31 March 2024 and the profit or loss for the year ended on that date for the subsidiary undertaking were as follows:

| Name | Aggregate of share capital and reserves | Profit/(Loss) |
|-------------------------------------|--|----------------------|
| Educational Resource Agency Limited | 1 | - |

The subsidiary has been dormant since incorporation and its registered office is Scott House Suite 1, The Concourse, Waterloo Station, London, England, SE1 7LY.

Under the provision of section 98 of the Companies Act 2006, the Company is exempt from preparing consolidated accounts and has not done so, therefore the accounts show information about the Company as an individual entity.

7. Debtors

| | 2024 | 2023 |
|--------------------------------|----------------|----------------|
| | £ | £ |
| Trade debtors | 30,716 | 15,260 |
| Other debtors | 650,788 | 618,899 |
| Prepayments and accrued income | 76,000 | 47,873 |
| Deferred taxation | 5,745 | 6,134 |
| | 763,249 | 688,166 |

8. Current asset investments

| | 2024 | <i>As restated</i> 2023 |
|----------------------------------|------------------|-----------------------------------|
| | £ | £ |
| Cash held in fixed term deposits | 1,300,000 | 2,119,651 |
| | 1,300,000 | 2,119,651 |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024**

9. Cash and cash equivalents

| | 2024 £ | As restated 2023 £ |
|--------------------------|------------------|--------------------------|
| Cash at bank and in hand | 1,221,199 | 241,113 |
| | <u>1,221,199</u> | <u>241,113</u> |

10. Creditors: Amounts falling due within one year

| | 2024 £ | 2023 £ |
|--|------------------|------------------|
| Trade creditors | 8,475 | 10,442 |
| Amounts owed to group undertakings | 1 | 1 |
| Other taxation and social security | 11,295 | 9,031 |
| Other creditors (incl directors loans) | 3,213,007 | 2,979,905 |
| Accruals and deferred income | 25,170 | 25,860 |
| | <u>3,257,948</u> | <u>3,025,239</u> |

11. Deferred taxation

| | 2024 £ |
|---------------------------|---------------------|
| At beginning of year | 6,134 |
| Charged to profit or loss | (389) |
| At end of year | <u><u>5,745</u></u> |

The deferred tax asset is made up as follows:

| | 2024 £ | 2023 £ |
|--------------------------------|--------------|--------------|
| Accelerated capital allowances | 3,795 | 3,735 |
| Tax losses carried forward | 1,950 | 2,399 |
| | <u>5,745</u> | <u>6,134</u> |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

12. Company status

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

13. Prior year adjustment

The comparative information in the financial statements has been restated to reflect a presentational adjustment to the figures as previously reported.

The impact of the presentational adjustment has decreased cash at bank and in hand by £2,119,651, and current asset investments has increased by the same amount.

There has been no impact on the surplus and deficit or net assets as previously reported.

14. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. Contributions totaling £Nil (2023: £Nil) were payable to the fund at the balance sheet date and are included in creditors.

15. Commitments under operating leases

At 31 March 2024 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

| | 2024 £ | 2023 £ |
|-----------------------|---------------|---------------|
| Not later than 1 year | 48,000 | 48,000 |
| | <u>48,000</u> | <u>48,000</u> |

16. Related party transactions

No transactions with related parties were undertaken such as are required to be disclosed under FRS 102.

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

DETAILED SURPLUS AND DEFICIT ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2024

| | 2024 £ | 2023 £ |
|---|------------------|-----------------|
| Income | 473,256 | 623,382 |
| Direct costs | (73,325) | (77,058) |
| Gross surplus | <u>399,931</u> | <u>546,324</u> |
| Less: overheads | | |
| Administration expenses | (693,656) | (644,014) |
| Operating deficit | <u>(293,725)</u> | <u>(97,690)</u> |
| Interest receivable | 294,704 | 97,690 |
| Tax on surplus/(deficit) on ordinary activities | (744) | 127 |
| Surplus/(deficit) for the year | <u>235</u> | <u>127</u> |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2024

| | 2024 £ | 2023 £ |
|---------------------|----------------|----------------|
| Income | | |
| Management fees | 473,256 | 623,382 |
| | <u>473,256</u> | <u>623,382</u> |
| | | |
| | 2024 £ | 2023 £ |
| Direct costs | | |
| Licences | 73,325 | 77,058 |
| | <u>73,325</u> | <u>77,058</u> |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

**SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2024**

| | 2024 £ | 2023 £ |
|---|----------------|----------------|
| Administration expenses | | |
| Staff salaries | 390,642 | 351,164 |
| Staff critical illness, life and private health insurance | 11,223 | 9,174 |
| Staff national insurance | 39,238 | 37,168 |
| Staff pension costs - defined contribution schemes | 42,477 | 32,762 |
| Staff training | 1,024 | - |
| Staff welfare | 895 | 1,326 |
| Recruitment costs | 829 | 817 |
| Entertainment | 951 | 919 |
| Printing and stationery | 837 | 1,035 |
| Telephone and fax | 965 | 1,548 |
| Computer costs | 9,512 | 18,223 |
| Advertising and promotion | 23,961 | 22,666 |
| Trade subscriptions | 997 | 802 |
| Legal and professional | 5,673 | 801 |
| Auditors' remuneration | 15,208 | 14,850 |
| Accountancy fees | 21,445 | 19,800 |
| Bank charges | 1,296 | 1,461 |
| Sundry expenses | 6,764 | - |
| Rent - operating leases | 50,212 | 39,395 |
| Rates | - | 8,963 |
| Light and heat | - | 2,180 |
| Cleaning | - | 2,066 |
| Service charges | (190) | 2,404 |
| Insurances | 6,798 | 4,383 |
| Repairs and maintenance | 98 | 305 |
| Sundry establishment expenses | 2,506 | 5,063 |
| Depreciation - computer equipment | 3,206 | 3,476 |
| Depreciation - fixtures and fittings | 873 | 3,799 |
| CEFM Helpdesk | 17,500 | 17,500 |
| Website costs | 35,612 | 36,990 |
| Membership fees | 3,104 | 2,974 |
| | <u>693,656</u> | <u>644,014</u> |

THE EDUCATIONAL RECORDING AGENCY LIMITED
(A Company Limited by Guarantee)

SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2024

| | 2024 £ | 2023 £ |
|----------------------------|----------------|---------------|
| Interest receivable | | |
| Bank interest receivable | 294,704 | 97,690 |
| | <u>294,704</u> | <u>97,690</u> |

Schedule 2 – Cashflow Statement for the Year Ended 31st March 2024

CASH FLOW STATEMENT

£

Cash flows from operating activities

| | |
|--|----------|
| Cash retained as management fee | 473,256 |
| Overheads | -766,981 |
| Interest income | 294,704 |
| Deferred tax | -744 |
| Profit / (Loss) for the financial year | 235 |

Adjustments for:

| | |
|----------------------------------|--------------|
| Amounts held at 1 April 2023 | 2,979,906 |
| Cash received from licensing | 14,256,393 |
| Distributions paid out | (13,550,000) |
| Administration costs | (473,256) |
| Amounts held at 31 March 2024 | (3,213,007) |
| Depreciation of tangible assets | 4,079 |
| Interest received | (294,704) |
| Taxation charge | 744 |
| (Increase)/Decrease in debtors | (75,471) |
| Increase/(decrease) in creditors | 232,673 |
| Corporation tax received/(paid) | |

| | |
|--|-----------|
| Net cash inflow from operating activities | (132,408) |
|--|-----------|

Cash flows from investing activities

| | |
|---|---------|
| Purchase of tangible fixed assets | (1,506) |
| Sale of short-term unlisted investments | 819,295 |
| Interest received | 294,704 |

| | |
|---|-----------|
| Net cash from investing activities | 1,112,493 |
|---|-----------|

Cash flows from financing activities

| | |
|---------------|---|
| Interest paid | - |
|---------------|---|

| | |
|--|--|
| Net cash used in financing activities | |
|--|--|

| | |
|--|---------|
| Net increase in cash and cash equivalents | 980,085 |
|--|---------|

| | |
|--|---------|
| Cash and cash equivalents at beginning of year | 241,114 |
|--|---------|

| | |
|--|------------------|
| Cash and cash equivalents at the end of year | <u>1,221,199</u> |
|--|------------------|

Cash and cash equivalents at the end of year comprise:

| | |
|--------------------------|-------------------------|
| Cash at bank and in hand | 1,221,199 |
| Bank overdrafts | - |
| | <u><u>1,221,199</u></u> |