

English Sports Development Trust Limited

Company number 4290188

[A subsidiary company of The English Sports Council]

Annual Report and Accounts

2019-20

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Presented to Parliament pursuant to Article 6(2)(b) of the Government Resources and Accounts Act 2000 (Audit of Non-profit-making Companies) Order 2009

(SI 2009/476)

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HC 388

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English Sports Development Trust Limited

Strategic report

The English Sports Development Trust Limited (ESDTL) is a company limited by guarantee whose sole member and parent purpose is to deliver the commercial contracts related to the media buying arrangements for the body is the English Sports Council ('ESC'). The Company's Women's Marketing Campaign ('This Girl Can') managed by the ESC.

The campaign is one of major significance to the ESC and is designed to encourage more women and girls to get active. A Parent/ Subsidiary Memorandum between the Company and the ESC, effective from 1 August 2014, provides the operating and governance framework between the two entities.

The Board of Directors monitor the progress of the campaign, review and implement the media planning and buying contracts and provide reports back to the ESC.

The Chair has accountability for the management of the Company's operations. To facilitate effective operations, the Chair delegates authority for the day-to-day administration to officers of the ESC through a Service Level and Agency Agreement (SLA). This means that the Company has no employees.

The Company's activities are entirely funded by Lottery grants from the ESC Lottery fund. In February 2018, the

ESC awarded the Company £7.2m of Lottery funding to allow the Company to invest in paid media to support This Girl Can over the three-year period – 2018-2021.

Determination for this third phase of Lottery investment was secured from the Secretary of State for Digital, Culture, Media and Sport under section 27 of the National Lottery etc. Act 1993 for each grant awarded by ESC. This funding cycle consequently finishes on 31 March 2021.

Consequently, the future of the This Girl Can campaign is under review by ESC and a number of options are being considered to enable the campaign to continue with or without further Lottery investment in media planning through ESDTL. At time of writing, there is no certainty over securing future determination from the Secretary of State for Digital, Culture, Media and Sport under section 27 of the National Lottery etc. Act 1993 and thus for the purposes of this report it is assumed that the Company will cease to actively trade on 31 March 2021 and as such the financial statements have not been prepared as a going concern.

The last 12 months saw the completion of phase three - Fit Got Real -and our transition into phase four; Me Again.

Fit Got Real was specifically targeted at women on lower incomes who faced practical as well as emotional barriers to getting active.

It featured everyday low or no-cost ways of getting active and shared the stories of more women from under-represented groups. It had a reduced media budget and didn't have any TV or out-of-home support. Instead, digital and social media, supported by public relations was used.

Not surprisingly, this lower media spend had an impact on reach – quite simply not as many women had an opportunity to see the advertisements. After the third paid media burst in November 39% of women recognised Fit Got Real, compared to 53% who recognised our second iteration, Phenomenal Women in 2017. Despite this recognition of the This Girl Can brand remained stable at 42% (compared to 46% in November 2017).

The campaign continued to motivate, with the same tracker study showing that 51% of women who saw the campaign felt motivated to get active and 33% saying they felt This Girl Can had a positive impact on women and girls' activity levels. Five years into the campaign, we are starting to see longer-term impacts on the

emotional barriers that prevent so many women taking part. In November 2014, 52% of women worried about being fit enough, five years later this had fallen to 42%; the number of women concerned about not being good enough declined from 34% to 27%; while the numbers who feared feeling silly or not knowing anyone to go with fell from 30% to 22%.

ESC's Active Lives figures, released in October 2019, reflect these changes. Over the previous 12 months, 122,000 more women aged between 16 and 60 were sufficiently active for four weeks.

ESC's corporate target is to get 250,000 more women sufficiently active by March 2021, as data collection for this target ends in November 2020, the timing of the investment of the remaining funding is critical.

With this in mind, the target audience was broadened back out to all women between 14 and 60, celebrating the progress made and agitating for more. Media spend was reprofiled to invest more of it in 2020 and enabled us to take our new film on to TV. The resulting ad – Me Again – mixed existing footage with new cast members. It built on our previous message and took them further – showing women getting

active no matter what is going on in their lives including menopause, motherhood and menstruation.

Response to Me Again has been overwhelmingly positive. The film was shared organically over a million times in 48 hours (before the paid media kicked in). It generated coverage on all main broadcast channels, including BBC1's the One Show, in all main papers and over 100 regional titles.

The outbreak of Covid-19 led to pausing planned investment in social media and media partnerships in May and June 2020 as the impact of the virus and associated restrictions were considered too disruptive for this to be a sensible investment of public money.

The detailed tracker insight showing the full impact of paid media on awareness and motivation will be available in May 2020 and this data plus research into the impact of Covid 19 will be used to develop further plans in 2020.

There has also been activation activity including a partnership with parkrun to celebrate International Women's Day and encouraged 15,000 more women to take part; working with Exercise, Movement and Dance to create This Girl Can fitness classes for use in leisure centres.

Commercial brands are also

supporting the campaign – ASOS and Disney both created content encouraging women to get active on their channels, while Unilever deodorant brand Sure has created special This Girl Can cans and is rolling out an ad campaign featuring This Girl Can called Your World Your Workout from May to August 2020.

In response to the restrictions on movement enforced as a result of Covid-19, ESC launched a new campaign 'Join the Movement' seeking to bring greater attention to #StayInWorkOut - and inspire and inform the public about the many fun, and creative ways they can keep moving during the restrictions.

Funding of £3m to support media buying for the 'Join the Movement' campaign was made available by ESC in March 2020 and determination by the Secretary of State under section 27 of the National Lottery etc. Act 1993 was obtained in April 2020. Most of the funding is expected to be utilised between April and June 2020. This new funding does not change the current assumption that ESDTL will cease to trade on 31 March 2021 so the financial statements have been not been prepared on a going concern basis.

Nicholas Bitel

11 June 2020

The Directors present their report on the affairs of the Company together with the accounts and auditor's report for the year ended 31 March 2020.

Directors

The Directors who served during the year are:

- Mohamed Elsarky (Chair Resigned 27 January 2020)
- Nicholas Bitel (Chair from 27 January 2020)
- Serena Jacobs
- Lisa O'Keefe

Serena Jacobs terms of office was renewed for a second term on 31 March 2020.

From January 2018, the ESDTL Board has been supported by the ESC's This Girl Can Project Board, whose purpose is to oversee campaign strategy and implementation. No ESDTL members served on the Project Board. The Project Board is chaired by the ESC CEO.

The Company Secretary who served during the year until resigning on 30 October 2019 was Tanya van Niekerk. Hannah Kerly was appointed Company Secretary on 30 October 2019.

The ESDTL Board met four times during the year.

Registered address First Floor, 21
Bloomsbury Street, London WC1B 3HF

Sole member The English Sports
Council

Auditor The Comptroller and Auditor
General, 157 - 197 Buckingham Palace
Road, Victoria, London, SW1W 9SP

Financial review

During the year the Company received £3.3 million (2019: £1.3 million) of the third £7.2 million Lottery grant from ESC, which was used to buy media of £3.4 million (2019: £1.2 million) (see note 4 to the accounts) including:

- £3.2 million (2019: £1.1 million) digital advertising including social media and video on demand.
- £0.2 million (2019: £0.1 million) media planning.

There is an accrual of £5,025 for audit fees at 31 March 2020 (2019: £3,800), supported by funds held by ESC on behalf of the Company (see note 13 to the accounts).

£30,000 of the general reserve arose from the receipt of merchandising income which is ring-fenced to fund projects for women and girls.

There has been no financial impact arising from Covid-19.

Future developments and Going Concern

These are discussed in the Strategic Report on pages 1 to 3.

Nicholas Bitel
Chair
11 June 2020

English Sports Development Trust Limited

Statement of Directors' responsibilities

The Directors are responsible for preparing the annual report and accounts in accordance with applicable law and regulations.

Company law requires the Directors to prepare accounts for each financial year. Under that law the Directors have elected to prepare the accounts in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU) and applicable law.

Under company law the directors must not approve the 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 profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or

to cease operations, or have no realistic alternative but to do so.

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 enable them to ensure that the financial statements comply with the Companies Act 2006.

They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Statement as to disclosure of information to auditors

The Directors who were in office on the date of approval of these accounts have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware.

English Sports Development Trust Limited

Statement of Directors' responsibilities

Each of the Directors has confirmed that they have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditors.

By Order of the Board

Nicholas Bitel
Chair
11 June 2020

Opinion on financial statements

I certify that I have audited the financial statements of English Sports Development Trust Limited for the year ended 31 March 2020 under the Government Resources and Accounts Act 2000. The financial statements comprise the Statement of Comprehensive Net Income, the Statement of Financial Position, the statement of Cash Flows, the Statement of Changes in Equity and the related notes, including the significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards as adopted by the European Union.

In my opinion:

- the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2020 and of the net operating expenditure for the year for the year then ended; and
- the financial statements have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union; and
- the financial statements have been prepared in accordance with the Companies Act 2006.

Opinion on regularity

In my opinion, in all material respects the income and expenditure recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.

Basis of opinions

I conducted my audit in accordance with International Standards on Auditing (ISAs) (UK) and Practice Note 10 'Audit of Financial Statements of Public Sector Entities in the United Kingdom'. My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my certificate. Those standards require me and my staff to comply with the Financial Reporting Council's Revised Ethical Standard 2016. I am independent of the English Sports Development Trust Limited in accordance with the ethical requirements that are relevant to my audit and the financial statements in the UK. My staff and I have fulfilled our other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Emphasis of Matter - financial statements prepared on a basis other than going concern

I draw attention to the disclosure made in Note 1 of the financial statements which explains that the financial statements have been prepared on a basis other than going concern for the reasons set out in that Note. My opinion is not modified in respect of this matter.

Responsibilities of the Directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for:

- the preparation of the financial statements and for being satisfied that they give a true and fair view.
- such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.
- assessing the company's ability to continue as a going concern, disclosing, if applicable, matters relating 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.

Auditor's responsibilities for the audit of the financial statements

My responsibility is to audit, certify and report on the financial statements in accordance with the Government Resources and Accounts Act 2000.

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. 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 expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures

The certificate and report of the Comptroller and Auditor General to the members of English Sports Development Trust Limited

responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my 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 on the effectiveness of English Sports Development Trust's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's 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 company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my report to the related disclosures in

the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my report.

- 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.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

In addition, I am required to obtain evidence sufficient to give reasonable assurance that the income and expenditure reported in the financial statements have been applied to the purposes intended by Parliament and the financial transactions conform to the authorities which govern them.

Other Information

Management is responsible for the other information. The other information comprises information included in the Strategic Report and the Directors' report but does not include the financial statements and my auditor's report thereon. My

The certificate and report of the Comptroller and Auditor General to the members of English Sports Development Trust Limited

opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon. In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

Opinion on other matters

In my opinion:

- in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, I have not identified any material misstatements in the Strategic Report or the Directors' Report; and
- the information given in the Strategic and Directors' Report for the financial year for which the financial statements are prepared

is consistent with the financial statements.

Matters on which I report by exception

I have nothing to report in respect of the following matters which I report to you if, in my opinion:

- adequate accounting records have not been kept or returns adequate for my audit have not been received from branches not visited by my staff; or
- the financial statements are not in agreement with the accounting records and returns; or
- I have not received all of the information and explanations I require for my audit.

Gareth Davies

Comptroller and Auditor General

National Audit Office
157-197 Buckingham Palace Road
Victoria
London
SW1W 9SP
29 June 2020

English Sports Development Trust Limited
Statement of comprehensive net income

	Note	2020 £'000	2019 £'000
Income			
Lottery grant received	2	3,325	1,259
Other income	3	67	49
Total operating income		3,392	1,308
Expenditure			
Media planning and buying	4	3,413	1,171
Auditor's remuneration	5	5	4
Legal fees		-	10
Total operating expenditure		3,418	1,185
Net operating (expenditure)/income before taxation		(26)	123
Taxation	7	12	7
Net operating (expenditure)/income for the year		(38)	116

There are no other items of comprehensive income or expenditure.

The notes on pages 15 to 19 form an integral part of these accounts.

English Sports Development Trust Limited

Statement of financial position

	Note	2020 £'000	2019 £'000
Current assets			
Trade and other receivables	8	455	1,084
Total assets		455	1,084
Current liabilities			
Trade and other payables	9	48	639
Total liabilities		48	639
Assets less liabilities		407	445
Equity			
General reserve		407	445
Total		407	445

Company number 4290188

The accounts on pages 11 to 19 were approved by the Board of Directors and were signed on its behalf by:

Nicholas Bitel
Chair
11 June 2020

The notes on pages 15 to 19 form an integral part of these accounts.

English Sports Development Trust Limited
Statement of cash flows

	2020	2019
	£'000	£'000
Net operating (expenditure)/income before taxation	(26)	123
Decrease / (increase) in trade and other receivables	629	(751)
(Decrease) / increase in trade and other payables	(596)	635
Corporation tax paid	(7)	(7)
Net cash flow from operating activities	-	-
Net increase in cash and cash equivalents	-	-
Cash and cash equivalents at 1 April	-	-
Cash and cash equivalents at 31 March	-	-

The notes on pages 15 to 19 form an integral part of these accounts.

English Sports Development Trust Limited
Statement of changes in equity

	General Reserve £'000
Balance at 1 April 2018	329
Net operating income for the year	116
Balance at 31 March 2019	445
Net operating expenditure for the year	(38)
Balance at 31 March 2020	407

£30k of the general reserve is ring-fenced to fund projects for women and girls.

The notes on pages 15 to 19 form an integral part of these accounts.

1 Statement of accounting policies

The accounts have been prepared under the historical cost convention in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, and the Companies Act 2006. As noted below, the accounts are not prepared as a going concern.

The policies adopted by the ESDTL as set out and described below have been applied consistently to all periods presented in these accounts.

1.1 Going concern

Three years of funding to support media buying for the “This Girl Can” campaign, which was approved by the ESC Board in February 2018 and determination obtained by the Secretary of State under section 27 of the National Lottery etc. Act 1993 in July 2018 ends in March 2021.

There is a high level of uncertainty over securing further determinations from the Secretary of State for Digital, Culture, Media and Sport under section 27 of the National Lottery etc. Act 1993 and thus the Company is assumed not to be a going concern after March 2021 and therefore the accounts are not prepared on a going concern basis.

The Directors are of the opinion that no adjustments are necessary as a

result of the accounts being prepared on a basis other than going concern as there are no non-current assets or liabilities and that the carrying values of their assets and liabilities that remain are not affected.

1.2 Lottery grant

The Lottery revenue grant is credited to the Statement of comprehensive net income in the year in which the grant is receivable. The grant is intended to compensate for related costs incurred.

1.3 Other income

Revenue is recognised on a receivables basis.

1.4 Expenditure

All expenditure is recognised on an accruals basis.

**1.5 Trade and other receivables/
payables**

Trade and other receivables/
payables are recognised at fair value.

1.6 Dividends

The Company is prohibited by its Articles of Association from declaring a dividend.

1.7 Taxation

Corporation tax is payable on income derived from trading activities.

English Sports Development Trust Limited
Notes to the accounts

2 Lottery grant received

	2020 £'000	2019 £'000
Lottery grant	3,325	1,259

3 Other income

	2020 £'000	2019 £'000
Costs recharged to ESC	5	14
Trademark income	62	35
Total	67	49

The costs recharged to ESC consist of audit fees in 2020, and legal and audit fees in 2019.

Trademark income of was received in respect of the use of the “This Girl Can” brand.

4 Media planning and buying

	2020 £'000	2019 £'000
Digital media	3,267	1,111
Media planning	146	60
Total	3,413	1,171

English Sports Development Trust Limited
Notes to the accounts

5 Auditor's remuneration

	2020 £'000	2019 £'000
Audit fees	5	4

There were no fees for non-audit work in 2020 and 2019. The audit fees for both years have been recharged to ESC.

6 Staff Costs

The Company employed no staff in 2020 and 2019. ESC provides a financial and administrative service to the Company, under the terms of a service level agreement, for which no charge is made (note 12).

The Directors did not receive fees or allowances for the year.

7 Taxation

	2020 £'000	2019 £'000
Note		
UK corporation tax at 19% (2019 - 19%)	12	7
Total	12	7

Corporation tax is payable on income derived from trading activities (note 1.7). Trade mark income (note 3) is trading income and subject to UK corporation tax.

English Sports Development Trust Limited
Notes to the accounts

8 Trade and other receivables

	Note	2020 £'000	2019 £'000
Trade receivables		32	48
Accrued income		30	6
English Sports Council (ESC)	12	393	1,030
Total		455	1,084

Accrued income includes audit fees recharged to ESC. ESC represents the balance of Lottery grant receivable. In 2019 this also included the balance on the campaign contribution receivable.

9 Trade and other payables

	2020 £'000	2019 £'000
Accruals	30	632
Deferred income	6	-
Taxation	12	7
Total	48	639

Accruals consist of audit fees and media buying and planning costs.

10 Value added tax

The Company is in a group VAT registration scheme with ESC and is jointly and severally liable for all group VAT liabilities. No VAT is charged on transactions between members of the VAT group.

11 Derivatives and other financial instruments

The Company relies entirely on the ESC Lottery fund grant to finance its operations. Other than trade receivables and trade payables that arise from its operations, it holds no financial instruments.

The Company performs all transactions in Sterling and therefore has no currency exchange risk. The Company does not enter into any forward foreign currency contracts or similar financial instruments. The Company does not borrow money and therefore has no exposure to interest rate risk or liquidity risk in this regard. The Company does not enter into any interest rate swaps or similar financial instruments.

12 Related party transactions

The Company has a close working relationship with its parent body ESC. ESC Lottery fund (note 2) is the Company's main provider of funds enabling it to carry out its objectives. ESC provides a financial and administrative service to the Company for which no charge is made. The Company has no bank account and uses the bank account of ESC to receive Lottery funds which are ring-fenced for the payment of expenditure relating to the Company.

	2020 £'000	2019 £'000
Amount owing from ESC	393	1,030
Recharged income	5	14

13 Ultimate parent body

The results of the Company are consolidated in the accounts of ESC. The accounts of ESC Group are available from its registered office at First Floor, 21 Bloomsbury Street, London WC1B 3HF.

14 Post financial year-end events

There have been no post balance sheet events and the annual report and accounts were authorised for issue on the date of certification by the Comptroller and Auditor General.

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