The Marketing Society Limited Company Limited by Guarantee Financial Statements 31 December 2023

Company Limited by Guarantee

Financial Statements

Year ended 31 December 2023

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Company Limited by Guarantee

Officers and Professional Advisers

The board of directors	C Inglis (Chair) S Devonshire (CEO) S Brimacombe S Woodley R Brock M Evans J Foo (Treasurer) K Moor (Died 11 November 2023) D Myers-Lamptey S Naqushbandi E Norman N Walkand (Appointed 19 January 2023) M Nohr (Appointed 19 January 2023) E Eyre (Appointed 19 January 2023) A Orsi (Appointed 19 January 2023)
Registered office	167-169 Great Portland Street London W1W 5PF
Auditor	Shipleys LLP Chartered accountants & statutory auditor 10 Orange Street Haymarket London WC2H 7DQ

Company Limited by Guarantee

Directors' Report

Year ended 31 December 2023

The directors present their report and the financial statements of the company for the year ended 31 December 2023.

Principal activities

The principal activity of the company during the year was to promote, protect and further the discipline of marketing and to assist in the maintenance of a high standard of proficiency in the profession.

Directors

The directors who served the company during the year were as follows:

C Inglis (Chair) S Devonshire (CEO) S Brimacombe S Woodlev R Brock M Evans J Foo (Treasurer) D Myers-Lamptey S Nagushbandi E Norman N Walkand (Appointed 19 January 2023) M Nohr (Appointed 19 January 2023) E Eyre (Appointed 19 January 2023) A Orsi (Appointed 19 January 2023) K Moor (Died 11 November 2023)

Directors' responsibilities statement

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 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 judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

Company Limited by Guarantee

Directors' Report (continued)

Year ended 31 December 2023

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 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.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on and signed on behalf of the board by:

J Foo (Treasurer) Director

Registered office: 167-169 Great Portland Street London W1W 5PF

Company Limited by Guarantee

Independent Auditor's Report to the Members of The Marketing Society Limited

Year ended 31 December 2023

Opinion

We have audited the financial statements of The Marketing Society Limited (the 'company') for the year ended 31 December 2023 which comprise the income and expenditure account, 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 FRS 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 December 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 auditor's 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 UK, including the FRC'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.

Company Limited by Guarantee

Independent Auditor's Report to the Members of The Marketing Society Limited (continued)

Year ended 31 December 2023

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Opinions 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.

Company Limited by Guarantee

Independent Auditor's Report to the Members of The Marketing Society Limited (continued)

Year ended 31 December 2023

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

Auditor's 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 auditor's 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 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:

The extent to which the audit was considered capable of detecting irregularities including fraud

We obtained an understanding of the company's activities, controls and laws and regulations and assessed the susceptibility of the company's financial statements to material misstatement from irregularities, including fraud.

We determined that the laws and regulations that are most significant to the company are those relating to the reporting framework (FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice)) and the Companies Act 2006.

Based on this understanding we designed our audit procedures to detecting irregularities, including fraud. Testing undertaken included making enquiries on the management; journal entry testing; review of bank letters; review of board minutes; review of transactions for any undisclosed related party transactions; reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations. These procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error.

Company Limited by Guarantee

Independent Auditor's Report to the Members of The Marketing Society Limited (continued)

Year ended 31 December 2023

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 on the effectiveness of the 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 auditor's 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 auditor's 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.

Company Limited by Guarantee

Independent Auditor's Report to the Members of The Marketing Society Limited (continued)

Year ended 31 December 2023

We 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 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 auditor's 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.

Benjamin Bidnell (Senior Statutory Auditor)

For and on behalf of Shipleys LLP Chartered accountants & statutory auditor 10 Orange Street Haymarket London WC2H 7DQ

Company Limited by Guarantee

Income and Expenditure Account

Year ended 31 December 2023

Turnover	Note	2023 £ 3,310,321	2022 £ 2,823,809
Direct costs		(929,819)	(784,365)
Gross surplus		2,380,502	2,039,444
Administrative expenses Exceptional item - Write off intangible asset		(2,239,655)	(1,933,481) (386,316)
Operating surplus		140,847	(280,353)
Other interest receivable and similar income Interest payable and similar expenses		3,456 (13,777)	481 (11,225)
Surplus before taxation	8	130,526	(291,097)
Tax on surplus/(deficit)		(90)	-
Surplus/(deficit) for the financial year		130,436	(291,097)

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 11 to 18 form part of these financial statements.

Company Limited by Guarantee

Balance Sheet

31 December 2023

		2023	}	2022	2
	Note	£	£	£	£
Fixed assets					
Intangible assets	10		147,321		37,244
Tangible assets	11		6,511		6,780
			153,832		44,024
Current assets					
Debtors	12	355,472		619,663	
Cash at bank and in hand		332,741		534,950	
		688,213		1,154,613	
Creditors: amounts falling due					
within one year	13	(941,442)		(1,378,470)	
Net current liabilities			(253,229)		(223,857)
Total assets less current liabilities			(99,397)		(179,833)
Creditors: amounts falling due after					
more than one year	14		(83,333)		(133,333)
Net liabilities			(182,730)		(313,166)
Capital and reserves					
Income and expenditure account			(182,730)		(313,166)
Members deficit			(182,730)		(313,166)

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on, and are signed on behalf of the board by:

J Foo (Treasurer) Director

Company registration number: 00873769

Company Limited by Guarantee

Notes to the Financial Statements

Year ended 31 December 2023

1. General information

The company is a private company limited by guarantee, registered in England and Wales. The address of the registered office is 167-169 Great Portland Street , London, W1W 5PF.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Monetary amounts in these financial statements are rounded to the nearest \pounds unless otherwise stated.

Going concern

At the 31 December 2023, The Marketing Society's balance sheet had net liabilities of £182,730 (2022: £313,166) and net current liabilities of £253,229 (2022: £223,857). The Directors have considered a period of at least 12 months from the date of these accounts and are confident that The Marketing Society is a Going Concern. This is based on there being £395,558 (2022: £721,387) of deferred income included within other creditors and is not money which is owed to external parties.

The directors secured a Coronavirus Business Interruption (CBILS) loan of £250k as added security against short term cashflow volatility. The plans for 2024 and 2025 reflect the continuing economic uncertainty although the Company expect to generate a profit.

The directors have prepared cash flow forecasts covering the period to 31 December 2025. These indicate that the company has sufficient cash to meet its liabilities as they fall due with the CBILS loan meeting occasional short term cashflow requirements but for most of the period being unutilised.

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

3. Accounting policies (continued)

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and of Value Added Tax.

Turnover is recognised in the following ways:

- for membership on the receipt of the subscription
- for events according to the date of the event
- for other services according to the invoice date
- for sponsorship income this is recognised over the life of the agreement and therefore deferred at the year end if the agreement runs into the following year.

Exceptional items

Exceptional items are disclosed separately in the financial statements in order to provide further understanding of the financial performance of the entity. They are material items of income or expense that have been shown separately because of their nature or amount.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses.

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

3. Accounting policies (continued)

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Computer software - 14% or 33% on a straight line basis

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Fixtures, fittings and	-	25% on a straight line basis
equipment		
Computer equipment	-	33% on a straight line basis

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

3. Accounting policies (continued)

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Trade and other debtors

Trade and other debtors are initially recorded at the transaction price and thereafter stated at amortised cost using the effective interest method, less impairment losses for bad and doubtful debts expect where the effect of discounting would be immaterial. In such cases, receivables and stated at cost less impairment losses for bad and doubtful debts.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less and bank overdrafts.

Trade and other creditors

Trade and other creditors are initially recognised at the transaction price and are thereafter stated at amortised cost using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

4. Company limited by guarantee

The company is limited by guarantee, not having share capital and consequently the liability of members is limited. Every member of the Society undertakes to contribute to the assets of the Society. In the event of the Society being wound up, a member may be requested to pay for the debts and liabilities of the Society that were contracted whilst they were a member as well as the costs, charges and expenses of the winding-up of the Society, not exceeding one years subscriptions.

5. Auditor's remuneration

	2023	2022
	£	£
Fees payable for the audit of the financial statements	7,350	6,350

6. Employee numbers

The average number of persons employed by the company during the year amounted to 24 (2022: 21).

7. Exceptional items

	2023 £	2022 £
Write off intangible asset	-	386,316

The company migrated to a new CRM and accounting system in July 2019 and experienced continuous issues since that date. In September 2022, the directors made the decision to reinvest in an "out of the box" solution instead of the bespoke system currently used. By 31 December 2022, it became clear that the existing system was not reusable and would be replaced in its entirety. At 31 December 2022, the old system had a net book value of £386,316 included in intangible assets and this was written off.

In the prior year, the company was on target to make an enhanced surplus of £95,219 but incurred an exceptional write off on intangible assets of £386,316 giving a final deficit of £291,097.

8. Surplus before taxation

Surplus before taxation is stated after charging:

	2023	2022
	£	£
Amortisation of intangible assets	28,588	99,244
Depreciation of tangible assets	5,264	4,824

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

9. Investment

The Marketing Society Limited holds 10,000 1HKD shares in The Marketing Society Asia (£1,002).

The Marketing Society Asia was dormant for 2022 and 2023 and does not have a bank account.

The accounts for The Marketing Society (UK) are individual parent company accounts only and do not include the subsidiary on the basis that subsidiary is dormant.

10. Intangible assets

	Computer software £
Cost At 1 January 2023 Additions Disposals	1,053,506 138,665 (1,016,263)
At 31 December 2023	175,908
Amortisation At 1 January 2023 Charge for the year Disposals	1,016,262 28,588 (1,016,263)
At 31 December 2023	28,587
Carrying amount At 31 December 2023	147,321
At 31 December 2022	37,244

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

11. Tangible assets

Cost	Fixtures, fittings and equipment £	Computer equipment £	Total £
Cost At 1 January 2023 Additions Disposals	48,551 _ (48,551)	68,031 4,995 –	116,582 4,995 (48,551)
At 31 December 2023		73,026	73,026
Depreciation At 1 January 2023 Charge for the year Disposals	48,551 (48,551)	61,251 5,264	109,802 5,264 (48,551)
At 31 December 2023		66,515	66,515
Carrying amount At 31 December 2023 At 31 December 2022		6,511 6,780	6,511

12. Debtors

	2023 £	2022 £
Trade debtors Other debtors	268,268 87,204	568,324 51,339
	355,472	619,663

13. Creditors: amounts falling due within one year

	2023 £	2022 £
Bank loans and overdrafts	50,000	50,000
Trade creditors	293,916	210,764
Social security and other taxes	75,923	141,489
Other creditors	521,603	976,217
	941,442	1,378,470

The bank loan is secured by fixed and floating charges over the assets of the company.

14. Creditors: amounts falling due after more than one year

	2023 £	2022 £
Bank loans and overdrafts	83,333	133,333

Company Limited by Guarantee

Notes to the Financial Statements (continued)

Year ended 31 December 2023

14. Creditors: amounts falling due after more than one year (continued)

The bank loan is secured by fixed and floating charges over the assets of the company.

Bank loans and overdrafts includes amounts of £nil payable in instalments due in more than 5 years (2022: £nil).

15. Other financial commitments

The bank holds a security to cover a BACS facility of £100,000 and credit card facility of £27,500.

16. Related party transactions

All of the management board are members of the Society. Some members of the Board received free membership during the year totalling £3,005 (2022: £2,765).

No other related party transactions were identified which require disclosure under FRS 102 Section 1A.