

Registered Company number: 00790136 (England and Wales)

Registered Charity number: 295020

**DIRECTORS' REPORT AND CONSOLIDATED ACCOUNTS  
FOR  
THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED  
FOR THE YEAR END 31 DECEMBER 2022**

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## LEGAL AND ADMINISTRATIVE INFORMATION

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### Directors

Dr Caroline Campbell  
Prof Alistair Clunas  
Nathanael Price - Treasurer  
Andrea Rose CMG OBE  
Desmond Shawe-Taylor LVO - Chairman  
Anna Starling  
Simon Swynfen Jervis FSA  
Dr Paul Williamson OBE FSA

### Secretary

Andrew Dunn

### Charity number

295020

### Company number

00790136

### Registered office

14/16 Duke's Road  
London  
WC1H 9SZ

### Auditors

TC Group  
The Courtyard  
Shoreham Road  
Upper Beeding  
Steyning  
West Sussex  
BN44 3TN

### Bankers

CAF Bank Limited  
25 Kings Hill Avenue  
Kings Hill  
West Malling  
Kent  
ME19 4JQ

Handelsbanken  
London Holborn Branch  
2nd Floor, 1 Kingsway  
London  
WC2B 6AN

CCLA Fund Managers Limited  
Senator House  
85 Queen Victoria Street  
London  
EC4V 4ET

Natwest Bank PLC  
135 Bishopsgate  
London  
EC2M 3UR

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# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

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# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## GROUP DIRECTORS' REPORT

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The directors present their report and accounts for the year ended 31 December 2022.

The accounts have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the Companies Act 2006 and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

### Structure, governance and management

The charity is a company limited by shares, number 00790136 and is a registered charity in the United Kingdom, number 295020. Its registered office is at 14-16 Duke's Road, London, WC1H 9SZ. The company's Memorandum and Articles of Association (as amended by Special Resolution on 17 July 1986) are the company's and charities governing documents.

The directors who served during the year were:

Caroline Campbell

Professor Craig Clunas

Andrew Dunn - Managing Director

Simon Swynfen Jervis FSA

John Nicoll (retired 31 Dec 2022)

Nathanael Price - Treasurer

Andrea Rose CMG OBE

Desmond Shawe-Taylor LVO - Chairman

Anna Starling

Dr Paul Williamson OBE FSA

Professor Alison Wright (retired 31 Dec 2022)

The Board meets three times each year and new directors are voted on to the Board at an appropriate meeting. On appointment each director will meet with the Board and staff to receive more information about the organisation.

Throughout 2022, The Board devolved some specific duties to sub-committees, including The Nominations Committee, The Audit, Risk and Remunerations Committee.

Under the Memorandum and Articles of Association, the Charity has the power to make any investments which the directors see fit.

There are no restrictions on the Charity's power to invest.

The Burlington Magazine Publications Limited (BMPL) is owned by The Burlington Magazine Foundation CIO (BMF), a charity registered in England and Wales. During 2022 the assets of The Burlington Magazine Foundation Inc., a charity registered in the State of New York, United States of America, were transferred to The Burlington Magazine Foundation CIO. The Burlington Magazine Publications Limited owns a trading subsidiary, The Burlington House Fair Limited, and Fleming-Honour Limited, both of which transfer profits to the Burlington Magazine Publications Limited.

### Risk Assessment

The directors have assessed the major risks to which the charity is exposed and are satisfied that systems are in place to manage exposure to major risks.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## GROUP DIRECTORS' REPORT

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Risk assessments of various areas of the business are made on an ongoing basis and examine potential risks, their possible impact and the mitigation of any such impact. Key areas that undergo risk assessment are Pandemics and other crises, IT infrastructure, threats to revenue, and staff-related risks. IT infrastructure risk assessment covers key databases, such as our subscriber and advertiser databases, and there are plans in place, such as on-going data back-up protocols, to recover and restore lost data, should any loss occur. Threats to revenue, such as declining advertising and subscription sales, are continually monitored and evaluated, and business policy and action, such as marketing and pricing activity, is revised to adapt to changing business conditions. Staff risks relate to the retention of key members of staff and staff policies, such as salary changes, are adapted as best as practicable and affordable to address situations that may arise.

### Objectives and activities

The objectives of the company, as expressed in its Memorandum, are:

- the advancement, promotion and encouragement of education and research in the field of art history and the contemporary arts and the dissemination of the useful results of such research, in particular by the publication of The Burlington Magazine and its associated websites ([www.burlington.org.uk](http://www.burlington.org.uk) & [www.contemporary.burlington.org.uk](http://www.contemporary.burlington.org.uk)) or other journals, books, periodicals or publications having art history and the contemporary arts as their main subject matter; and
- the encouragement of the preservation and restoration of works of art and the promotion of the development and dissemination of preservation and restoration techniques for the public benefit.

The Memorandum gives the company wide powers in furtherance of these objectives.

The Directors have had regard to the Charity Commission's guidance and the need to disclose how the Charity is providing benefit to the public. The principal purpose of The Burlington Magazine and its associated websites is to publish academic research carried out by art historians working in public institutions and universities, and independently. Public access to The Burlington Magazine is provided through libraries, JSTOR and via its associated websites [www.burlington.org.uk](http://www.burlington.org.uk) & [contemporary.burlington.org.uk](http://contemporary.burlington.org.uk).

Substantially reduced-rate subscriptions are provided to academics and students. In addition, travel and study scholarships are awarded to post-graduate students and/or independent scholars for the purposes of research.

### Financial review, achievements and performance

The net surplus in the Statement of Financial Activities for the year is £7,969 vs a deficit in 2021 of £20,467. Total income increased by 21.1% compared to the previous year (2022: £1,237,520, 2021: £1,021,645). Grants and donations to the charity were £328,271 (2021: £241,454). Total revenues from worldwide sales of the magazine, advertising and other income increased by 15.9% during the year to £893,395 (2021: £770,889).

In 2022 BMPL published 12 issues, covering a broad range of topics across the fine and decorative arts, including new discoveries, extensive reviews of exhibitions worldwide, obituaries of notable contributors to the field of art history, including whole issues devoted to Asian art and Sculpture.

### Reserves policy

BMPL is currently dependent on the Burlington Magazine Foundation CIO (BMF) to sustain its activities, as earned income alone would not allow BMPL to continue operating.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## GROUP DIRECTORS' REPORT

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To avoid closure if funding difficulties were to be encountered the BMF Board of Trustees has agreed to keep a certain level of financial reserves to ensure that main operations can continue for a period of 12 months or longer if required. The main concerns of the board are to ensure:

- that staff can continue working
- that the magazine and its associated parts, such as the website, is produced and delivered to readers as per its charitable remit

The reserves are built up from the unrestricted income of BMF invested funds. The level of reserves is calculated and monitored every 12 months by the Managing Director and the Finance Manager. Free reserves at year end were £105,757 (2021: £97,758)

This policy should be reviewed yearly and whenever there are significant changes in the organisation's staff structure or finances.

### Senior staff remuneration policy

The directors consider the board of directors and the senior management team to comprise the key management personnel of the charity in charge of directing and controlling the organisation. The senior management team is comprised of two persons, the managing director and the editor. Together they run and operate the organisation on a day-to-day basis. The managing director has full executive authority. All non-executive directors give of their time freely and none received remuneration in the year.

Details of non-executive directors' expenses and related party transactions are disclosed in note 8 to the accounts. Details of the executive directors' pay and benefits can also be found in note 8.

The pay of the managing director is reviewed annually by the remuneration committee, which is comprised of three non-executive directors. The pay of all other staff is reviewed by the managing director. Salary rises are normally in accordance with the annual inflation index published by the Bank of England. Leeway is given for rises above inflation for outstanding contribution or performance in the business, and for purposes of staff retention.

### Disclosure of information to auditors

In so far as the directors are aware at the time of approving our directors' annual report: there is no relevant audit information of which the auditor is unaware. Each of the directors have confirmed that they have taken all 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 auditor.

This report has been prepared in accordance with the Statement of Recommended Practice – Accounting and Reporting by Charities (FRS 102) and has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption.

On behalf of the board of directors

.....  
**Desmond Shawe-Taylor**  
Chairman  
Dated: .....

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

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The Directors (who are also the Trustees for the purposes of charity law) 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 GAAP (UK 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 of the profit or loss of the company for that period.

In preparing those financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently,
- Observe the methods and principles in the charities SORP;
- Make judgements 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 Financial Statements on the going concern basis unless it is inappropriate to presume that the charity 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS

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### Opinion

We have audited the financial statements of The Burlington Magazine Publications Limited (the 'charitable company') for the year ended 31 December 2022 on pages 9 to 22. 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 group's and the parent charitable company's affairs as at 31 December 2022 and of its incoming resources and application of resources, including its income and expenditure, 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charitable company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

### Other information

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



# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS

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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 trustees' report (incorporating 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 our knowledge and understanding of the charitable 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.

### Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 4, the trustees (who are also the directors of the charitable company for the purposes of company law) 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 trustees 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 trustees are responsible for assessing the charitable 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 trustees either intend to liquidate the charitable 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS

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### **Extent to which the audit was considered capable of detecting irregularities, including fraud**

The objectives of our audit, in respect to fraud, are: to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses; and to respond appropriately to fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and its management.

Our approach was as follows:

- We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general sector experience, and through discussion with the trustees, directors and other management (as required by auditing standards), and discussed with the trustees, directors and other management the policies and procedures regarding compliance with laws and regulations (see below);
- We identified the following areas as those most likely to have such an effect: health and safety; General Data Protection Regulation (GDPR); fraud; bribery and corruption; and employment law. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the trustees, directors and other management and inspection of regulatory and legal correspondence, if any. The identified actual or suspected non-compliance was not sufficiently significant to our audit to result in our response being identified as a key audit matter.
- We considered the legal and regulatory frameworks directly applicable to the financial statements reporting framework (FRS 102, the Companies Act 2006 and the Charities Act 2011) and the relevant tax compliance regulations in the UK;
- We considered the nature of the charity and group's operations, the control environment and financial performance.
- We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit;
- We considered the procedures and controls that the charity and group has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programs and controls.

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included: testing manual journals; reviewing the financial statement disclosures and testing to supporting documentation; performing analytical procedures; and enquiring of management, and were designed to provide reasonable assurance that the financial statements were free from fraud or error.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS

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### Use of our report

This report is made solely to the charitable 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 charitable 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Mark Cummins FCCA (Senior Statutory Auditor)**

for and on behalf of TC Group

Statutory Auditors

Office: Steyning, West Sussex

Dated:

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING THE INCOME AND EXPENDITURE ACCOUNT)

**FOR THE YEAR ENDED 31 DECEMBER 2022**

		<b>Total 2022</b>	<b>Total 2021</b>
		<b>£</b>	<b>£</b>
<b>INCOME FROM:</b>	<b>Notes</b>		
Donations and legacies	<b>3</b>	<b>328,271</b>	241,454
Trading subsidiary income	<b>14</b>	<b>12,447</b>	9,275
Investment income	<b>4</b>	<b>3,407</b>	27
		<b>344,125</b>	250,756
<b>Income from charitable activities</b>			
Magazine publications	<b>5</b>	<b>893,395</b>	770,889
<b>Total income</b>		<b>1,237,520</b>	1,021,645
<b>EXPENDITURE ON:</b>			
<b>Costs of raising funds</b>			
Trading subsidiary expenditure	<b>14</b>	<b>4,478</b>	6,734
<b>Net incoming resources available</b>		<b>1,233,042</b>	1,014,911
<b>Charitable activities</b>			
Magazine publications		<b>1,225,073</b>	1,035,378
<b>Total expenditure</b>	<b>6</b>	<b>1,229,551</b>	1,042,112
<b>Net income/(expenditure)</b>		<b>7,969</b>	(20,467)
Fund balances at 1 January 2022		<b>97,788</b>	118,255
<b>Fund balances at 31 December 2022</b>		<b>105,757</b>	97,788

All activities in the current year and prior year are unrestricted funds.

All activities are classified as continuing. There are no recognised gains or losses other than those reported on the Statement of Financial Activities.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## GROUP BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022	2021
	Notes	£	£
<b>FIXED ASSETS</b>			
Intangible assets	12	-	8,820
Tangible assets	13	8,076	4,743
Investments	14	975	975
		<b>9,051</b>	14,538
<b>CURRENT ASSETS</b>			
Stock		1,124	1,124
Debtors	15	189,187	100,079
Cash at bank and in hand		2,454,960	463,200
		<b>2,645,271</b>	564,403
<b>CURRENT LIABILITIES</b>			
Creditors due within one year	16	(2,526,905)	(459,493)
<b>NET CURRENT ASSETS</b>		<b>118,366</b>	104,910
<b>NET ASSETS</b>		<b>127,417</b>	119,448
<b>REPRESENTED BY:</b>			
<b>UNRESTRICTED FUNDS</b>			
Share capital	17	100	100
Share premium		21,560	21,560
Unrestricted income funds		105,757	97,788
			119,448
		<b>127,417</b>	119,448

These financial statements have been prepared in accordance with the special provision of Part 15 of the Companies Act 2006 relating to small companies.

The accounts were approved by the Board on .....

.....  
Desmond Shawe-Taylor - Chairman

.....  
Nathanael Price –Treasurer

Director

Director

Company Registration No. 00790136

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## CHARITY BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022	2021
	Notes	£	£
<b>FIXED ASSETS</b>			
Intangible assets	12	-	8,820
Tangible assets	13	8,076	4,743
Investments	14	1,077	1,077
		<b>9,153</b>	<b>14,640</b>
<b>CURRENT ASSETS</b>			
Stock		1,124	1,124
Debtors	15	179,933	106,136
Cash at bank and in hand		2,454,960	435,451
		<b>2,636,017</b>	<b>542,711</b>
<b>CURRENT LIABILITIES</b>			
Creditors due within one year	16	(2,528,263)	(440,444)
<b>NET CURRENT ASSETS</b>		<b>107,754</b>	<b>116,907</b>
<b>NET ASSETS</b>		<b>116,907</b>	<b>116,907</b>
<b>REPRESENTED BY:</b>			
<b>UNRESTRICTED FUNDS</b>			
Share capital	17	100	100
Share premium		21,560	21,560
Unrestricted income funds		95,247	95,247
		<b>116,907</b>	<b>116,907</b>

These financial statements have been prepared in accordance with the special provision of Part 15 of the Companies Act 2006 relating to small companies.

The accounts were approved by the Board on .....

Desmond Shawe-Taylor - Chairman

Nathanael Price –Treasurer

Director

Director

Company Registration No. 00790136

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2022

		2022		2021	
	Notes	£	£	£	£
Net cash used in operating activities	21		1,995,814		(767,774)
<b>Cashflows from investing activities</b>					
Investment income	4		3,407		27
Purchase of tangible fixed assets	13		(7,461)		(3,942)
Cash provided by/(used in) investing activities			(4,054)		(3,915)
Increase / (decrease) in cash			1,991,760		(771,689)
Cash and cash equivalents at the beginning of the year			463,200		1,234,889
Cash and cash equivalents at the end of the year			2,454,960		463,200

Analysis of net cash/(debt)	At			At 31
	1 January	Cash flow	Non-cash	December
	2022		changes	2022
	£	£	£	£
Cash at bank and in hand	463,200	1,991,760	-	2,454,960

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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### **1 STATUTORY INFORMATION**

The Burlington Magazine Publications Limited is a charitable company, limited by shares, registered in England and Wales. The charitable company's registered number and registered office address can be found in the Directors' Report.

### **2 ACCOUNTING POLICIES**

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

#### **2.1 Basis of preparation and going concern**

The accounts have been prepared in accordance with Accounting & Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) – (Charities SORP (FRS102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Burlington Magazine Publications Ltd meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

The financial statements are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £

After making appropriate enquiries, the trustees have a reasonable expectation that the charity (and its subsidiary) has adequate resources to continue in operational existence for the foreseeable future. The charity is also reliant on the financial support of Burlington Magazine Foundation CIO, who have confirmed their continued support for a period of at least 12 months from the date these financial statements were approved.

For this reason they continue to adopt the going concern basis in preparing the financial statements.

#### **2.2 Group financial statements**

These financial statements consolidate the results of the charity and its wholly owned subsidiaries Burlington House Fair Limited and Fleming-Honour Limited. A separate Statement of Financial Activities, or income and expenditure account, for the charity itself is not presented because the charity has taken advantage of the exemptions afforded by section 408 of the Companies Act 2006 and the SORP 2015 (FRS 102).

#### **2.3 Income**

Grants and donations received are recognised in the Statement of Financial Activities in accordance with the terms attached to the grant or donation.

Incoming resources from charitable activities include subscriptions, sales of magazines and advertising space which are stated, on a receivable basis, after deduction of trade discounts and commission and excluding VAT.

#### **2.4 Expenditure**

Expenditure has been accounted for on an accruals basis and has been classified under headings that aggregate costs related to each category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with use of the resources.



# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

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### 2 ACCOUNTING POLICIES (continued)

Resources expended include the direct and indirect costs of publishing The Burlington Magazine and governance costs which are incurred in connection with the administration of the charity and compliance with constitutional and statutory requirements. It also includes expenditure in relation to Burlington House Fair Limited.

#### 2.5 Intangible fixed assets and amortisation

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold land is not depreciated

Website	-3 years straight line
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#### 2.6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. The capitalisation policy is for items costing over £500. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Fixtures, fittings & equipment	-3 years straight line
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#### 2.7 Leasing and hire purchase commitments

Rentals payable under operating leases are charged against income on a straight line basis over the period of the lease.

#### 2.8 Investments

Fixed assets investments are stated at fair value, except investments in subsidiary undertakings and Etchings, which are stated at cost. Current asset investments are stated at fair value.

Gains and losses on disposal and revaluation of investments are charged or credited to the Statement of Financial Activities.

#### 2.9 Stock

Stock comprises the cost of materials used in the production of The Burlington Magazine and all the direct third party costs of the finished magazines to be issued in the following month. Stock is valued at the lower of cost and net realisable value, which is the price at which stock can be sold in the normal course of business.

#### 2.10 Pensions

The charity operates a defined contribution pension scheme for its employees. Contributions are charged in the accounts as they become payable in accordance with the rules of the scheme.

#### 2.11 Foreign currency translation

Transactions denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the beginning of the month in which the transaction takes place.

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Foreign exchange differences arising on transactions and on year-end translation are taken to the statement of financial activities in the year in which they arise.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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### **2 ACCOUNTING POLICIES (continued)**

#### **2.12 Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Financial Activities, except to the extent that it relates to items recognised in other comprehensive income. Current or deferred taxation assets and liabilities are not discounted. Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### **2.13 Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

#### **2.14 Debtors**

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

#### **2.15 Cash at bank and in hand**

Cash at bank and in hand includes cash and short term highly liquid investments. The directors seek to use short and medium term deposits where possible to maximise the return on monies held at the bank and to manage cash flow.

#### **2.16 Creditors and provisions**

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in a transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

#### **2.17 Fund accounting**

Designated funds comprise funds which have been set aside at the discretion of the Trustees for specific purposes. The purposes and uses of the designated funds are set out in the notes to the accounts.

Unrestricted funds comprise funds which can be used in accordance with the charitable objects at the discretion of the Trustees.

#### **2.18 Critical accounting estimates and judgements**

In the application of the charity's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised.

The trustees do not consider that there are any critical estimates or areas of judgement that need to be brought to the attention of the readers of the financial statements.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 3 DONATIONS AND LEGACIES

	Charity 2022	Charity 2021
	£	£
Donations	-	18,068
FH Ltd transfer of net assets	-	15,828
BMF CIO grant	77,261	207,558
BMF Inc grant	251,010	-
	<b>328,271</b>	<b>241,454</b>

### 4 INVESTMENT INCOME

	Charity 2022	Charity 2021
	£	£
Interest receivable	3,407	27

### 5 MAGAZINE PUBLICATIONS

	Charity 2022	Charity 2021
	£	£
Subscription income	484,516	446,999
Advertising	264,403	235,994
Other magazine income	144,476	87,896
	<b>893,395</b>	<b>770,889</b>

### 6 TOTAL EXPENDITURE

	Staff Costs	Depreciation	Other Costs	Total 2022	Total 2021
	£	£	£	£	£
<b>Costs of raising funds</b>					
Trading subsidiary expenditure	-	-	4,478	4,478	6,734
<b>Charitable activities</b>					
<u>Magazine publications</u>					
Activities undertaken directly	713,292	12,948	498,833	1,225,073	1,035,378
	<b>713,292</b>	<b>12,948</b>	<b>503,311</b>	<b>1,229,551</b>	<b>1,042,112</b>

Other charitable activity costs include fees to the auditors of £18,990 (2021: £9,600) for audit and accountancy fees. Other charitable activity costs also include £3,544 (2021: £1,257) relating to operating lease payments and £5,288 relating to foreign exchange gains (2021: loss of £20,169). Operating leases are on rolling one year contracts.

Included within the trading subsidiary expenditure is £2,000 (2021: £1,500) payable to the auditors for audit and accountancy fees.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 7 ACTIVITIES UNDERTAKEN DIRECTLY

	2022	2021
	£	£
Other costs relating to Magazine publications comprise:		
Printing costs	109,510	54,973
Editorial costs	62,724	52,957
Distribution costs	69,587	54,915
Other staff costs	44,638	37,571
Travel	25,180	3,524
Advertising and promotion	18,725	5,241
Barter advertising costs	51,500	40,393
PPS and telephone	36,943	13,695
Other office costs	54,837	44,211
Financial costs	9,335	7,062
Exchange differences	(5,865)	20,169
Bad debts	(1,784)	4,380
Legal fees	4,513	-
Audit fees	18,990	9,600
	<b>498,833</b>	<b>348,691</b>

### 8 DIRECTORS

During the year members of the Board, with the exception of the Managing Director, did not receive any fees or reimbursement for expenses.

The Managing Director received emoluments of £104,056 (2021: £102,752), this includes pension contributions of £12,202 (2021: £12,687), employers national insurance of £10,506 (2021: £9,476) and benefits in kind of £nil (2021: £nil) in the year for his work carried out as the Managing Director.

### 9 TAXATION

The company is a Registered Charity (number 295020). All activities are undertaken to fulfil the primary objectives of the charity and are therefore exempt under Part 11 of the Corporation Tax Act 2010.

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 10 EMPLOYEES

#### Number of employees

The monthly number of employees during the year was:

2022 Number	2021 Number
<b>14</b>	<b>12</b>

#### Employment costs

	2022 £	2021 £
Wages and salaries	<b>587,784</b>	539,424
Social security costs	<b>62,806</b>	56,129
Other pension costs	<b>62,702</b>	50,180
	<b>713,292</b>	645,733

The Editor received emoluments of £104,056 (2021: £102,752), this includes pension contributions of £12,202 (2021: £12,687), employers national insurance of £10,506 (2021: £9,476) and benefits in kind of £nil (2021: £nil) in the year for his work.

Other than the directors, who are considered to be the senior management personnel of the charity and whose emoluments are disclosed in note 8, two (2021: two) of the company's employees received emoluments that exceeded £60,000. Total emoluments for these employees were between £60,000 and £70,000 and between £80,000 and £90,000 (2021: £60,000 and £70,000 and between £70,000 and £80,000).

Burlington House Fair Limited and Fleming-Honour Limited had no employees or employment costs in the year.

### 11 COMPARATIVE FUNDS – STATEMENT OF FINANCIAL ACTIVITIES

All income and expenditure incurred during the 2021 period was unrestricted and is shown on page 9.

### 12 INTANGIBLE FIXED ASSETS

	Website £
<b>Cost</b>	
At 1 January 2022 and 31 December 2022	115,683
<b>Depreciation</b>	
At 1 January 2022	106,863
Charge for the year	8,820
<b>At 31 December 2022</b>	<b>115,683</b>
<b>Net book value</b>	
<b>At 31 December 2022</b>	<b>-</b>
At 31 December 2021	8,820

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 13 TANGIBLE FIXED ASSETS

	Equipment £
<b>Cost</b>	
At 1 January 2022	51,224
Additions	7,461
Disposals	-
	<u>58,685</u>
<b>At 31 December 2022</b>	
<b>Depreciation</b>	
At 1 January 2022	46,481
Charge for the year	4,128
Disposals	-
	<u>50,609</u>
<b>At 31 December 2022</b>	
<b>Net book value</b>	
<b>At 31 December 2022</b>	<u>8,076</u>
At 31 December 2021	<u>4,743</u>

All of the above fixed assets are held for the parent company's own use, primarily for direct charitable activities.

### 14 FIXED ASSET INVESTMENTS

<b>Group</b>	<b>£</b>
Fair value at 1 January 2022 and at 31 December 2022	<u>975</u>
Historical cost	
<b>At 31 December 2022</b>	<u>975</u>
At 31 December 2021	<u>975</u>
<b>Charity</b>	<b>£</b>
Fair value at 1 January 2022	1,077
Additions	
Fair value at 31 December 2022	<u>1,077</u>
Historical cost	
<b>At 31 December 2022</b>	<u>1,077</u>
At 31 December 2021	<u>1,077</u>

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 14 FIXED ASSET INVESTMENTS (continued)

Etchings were purchased in 1989 and 1998 at costs of £750 and £225 respectively. These have been recognised as fixed asset investments in the financial statements and are valued at fair value which, in the opinion of the directors, is the same as their original cost.

The charity also owns a £2 share in its wholly owned subsidiary Burlington House Fair Limited (BHF). Two of the directors of the company sit on the board of BHF. Its principal activity during the year was to engage or assist in the organisation, publication or promotion of fine arts events and activities. In 2022 BHF was dormant and no trading activity occurred.

Investment in trading subsidiary

The parent charity, The Burlington Magazine Publications Limited (BMPL), has taken advantage of section 408 Companies Act 2006 not to produce an individual statement of financial activities for the year, and has contributed the following to the consolidated results:

Gross Income £1,225,073 (2021: £1,012,370)

Gross Expenditure £1,225,073 (2021: £1,035,378)

Deficit for the year £nil (2021: £23,008).

The wholly-owned trading subsidiary, Fleming Honour Limited, which is incorporated in England and Wales (company number 00712110), engages and assists in the organisation, publication or promotion of fine arts and events and activities. The shares of the company were transferred to BMPL on 11 October 2021. The charity now own the entire issued share capital of 100 Ordinary £1 shares. A summary of the trading results for the year ended 31st December 2022 is shown below:

Turnover £12,447 (2021: £12,749)

Cost of sales and administrative expenses £4,478 (2021: £17,170)

Profit for the financial year of £7,969 (2021: loss of £4,421)

Current assets £13,440 (2021: £37,519)

Creditors: amounts falling due within one year £2,832 (2021: £34,879)

Total net assets £10,608 (2021: £2,640)

Pre-acquisition reserves were donated to BMPL totalling £15,828 on 11 October 2021, the date the share capital was transferred to BMPL.

### 15 DEBTORS

	Group		Charity	
	2022	2021	2022	2021
	£	£	£	£
Trade debtors	110,802	48,283	110,802	48,283
Other debtors	27,780	31,953	23,566	30,118
Amounts due to related undertakings	-	-	-	15,828
Prepayments and accrued income	50,605	19,843	45,565	11,907
	<b>189,187</b>	<b>100,079</b>	<b>179,933</b>	<b>106,136</b>

# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 16 CREDITORS : AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Charity	
	2022	2021	2022	2021
	£	£	£	£
Trade creditors	28,876	32,441	28,876	32,441
Amounts due to related undertakings	2,047,367	38,943	2,051,556	38,945
Taxes and social security costs	38,945	16,854	38,113	16,854
Other creditors	6,003	2,836	6,004	285
Accruals	41,498	27,510	39,498	11,010
Deferred income	364,216	340,909	364,216	340,909
	<b>2,526,905</b>	<b>459,493</b>	<b>2,528,263</b>	<b>440,444</b>

Deferred income comprises income from subscriptions which relate to future years.

	Group		Charity	
	2022	2021	2022	2021
	£	£	£	£
Balance at 1 January 2022	340,909	301,089	340,909	301,089
Amount released to income	(340,909)	(301,089)	(340,909)	(301,089)
Amount deferred	364,216	340,909	364,216	340,909
Prior year adjustment		-		-
Balance at 31 December 2022	<b>364,216</b>	<b>340,909</b>	<b>364,216</b>	<b>340,909</b>

### 17 SHARE CAPITAL

	2022	2021
	£	£
Issued share capital	<b>100</b>	<b>100</b>

### 18 PENSION AND OTHER POST-RETIREMENT BENEFIT COMMITMENTS

During the year the group made employer's pension contributions totaling £62,702 (2021: £50,180). Contributions outstanding at the year end totaled £nil (2021: £nil).

### 19 ULTIMATE PARENT COMPANY

The beneficial ownership of the company rests with the Trustees of The Burlington Magazine Foundation (CIO), a charitable trust established in the United Kingdom, charity number 1187286, which controls 100% of the voting rights.

The company's board can consist of no fewer than three and no more than nine directors.



# THE BURLINGTON MAGAZINE PUBLICATIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 20 COMMITMENTS UNDER OPERATING LEASES

	Note	2022 £	2021 £
Within one year		1,032	1,032
Between one and five years		3,870	4,902
		<u>4,902</u>	<u>5,934</u>

### 21 NET CASH INFLOW / (OUTFLOW) FROM OPERATING ACTIVITIES

	Note	2022 £	2021 £
Reconciliation to changes in resources			
Net movement in funds		7,969	(20,467)
Depreciation of tangible fixed assets	13	4,128	3,087
Amortisation of intangible fixed assets	12	8,820	37,867
Increase/(Decrease) in creditors	16	2,067,412	(826,182)
(Increase)/decrease in debtors	15	(89,108)	37,948
Investment income	4	(3,407)	(27)
		<u>1,995,814</u>	<u>(767,774)</u>