

INSOL INTERNATIONAL
(A Company Limited by Guarantee)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

INSOL INTERNATIONAL
(A Company Limited by Guarantee)

COMPANY INFORMATION

Directors	S Atkins P Casey J Dietrich J Hertzberg S Koch M Uttamchandani A Tate M Pearson J Baxter Justice A Sikri Dr A Tashiro K Johnstone Dr E Levenstein P Sargent T Le Cornu W Wong AP Beveridge T L K Kan
Company secretary	J Baxter
Registered number	03037353
Registered office	6-7 Queen Street London EC4N 1SP
Bankers	Barclays Bank Plc Hatton Garden Business Centre Strand Corporate Banking Group 99 Hatton Garden EC1N 8DN

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INSOL INTERNATIONAL
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DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the surplus or deficit of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the 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.

Directors

The directors who served during the year were:

S Atkins
P Casey
J Dietrich
J Hertzberg
S Koch (Appointed 8 November 2019)
M Uttamchandani
A Tate (Appointed 5 April 2019)
M Pearson (Appointed 8 November 2019)
J Baxter
Justice A Sikri
Dr A Tashiro
Dr E Levenstein
P Sargent
T Le Cornu
W Wong
AP Beveridge (Appointed 6 April 2019)
M Ng (Resigned 8 November 2019)
H Dickson (Resigned 8 November 2019)
N Edwards (Resigned 5 April 2019)
A Harris (Resigned 1 April 2019)
C Ottoway (Resigned 25 October 2019)
TLK Kan (Appointed 8 November 2019)

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DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Disclosure of information to auditors

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

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

Post balance sheet events

COVID 19 (the coronavirus) and associated impediments to international travel have had a significant impact on INSOL International and its revenue streams in 2020, which are non-adjusting events after the balance sheet date.

A significant proportion of INSOL's income is derived from conferences and seminars and in February 2020 INSOL was forced to cancel the annual conference which was to be held in Cape Town on the grounds of the safety of delegates. This led to a loss (due to sunk costs that could not be reclaimed) in the region of £300,000, in contrast to a surplus in excess of £400,000 which could have been expected. Following this decision, seminars scheduled for Q2 were hastily cancelled and it too had an impact on income though unrecoverable costs were minimal.

In line with Government instruction to businesses issued in late March 2020, INSOL staff based in the London office were instructed to work from home and have continued to do so throughout the remainder of the year.

With INSOL switching to online delivery of its events which offered a reduced level of income, the operational costs of the business were considered resulting in a restructuring of staff. Cutting the headcount by six in May of 2020 will lead to savings in the region of £230,000 in 2021. Furthermore, with its impact on international travel, budgeted Executive and Board Travel and accommodation expenses have been significantly reduced with no travel having taken place since February 2020.

The cumulative effect of these events is that INSOL is expected to incur a loss of approximately £700,000 in the year to 31 December 2020. INSOL's cash position is forecast to be approximately £3,700,000 as at 31 December 2020 (from £4,718,755 as at 31 December 2019).

Looking to 2021, it is expected that all "in-person activity" including conferences and seminars are unlikely to go ahead in quarters 1 and 2, but will hopefully resume in the latter half of the year. Virtual events that have formed the basis of INSOL's offering in 2020 will continue into 2021 and will provide some income though small by comparison with INSOL's typical portfolio of events.

The Directors have considered INSOL's trading and cashflow forecasts for the 12 months from the approval of the financial statements and consider that INSOL is a Going Concern.

Auditors

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

Small companies note

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

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DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

This report was approved by the board on 22 December 2020 and signed on its behalf.

A handwritten signature in black ink that reads "Jason P. Baxter". The signature is written in a cursive style with a large initial 'J' and 'B'.

J Baxter
Director

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF INSOL INTERNATIONAL

Opinion

We have audited the financial statements of INSOL International (the 'Company') for the year ended 31 December 2019, which comprise the Statement of Comprehensive Income, the Statement of Financial Position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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 directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the 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 directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' 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

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF INSOL INTERNATIONAL (CONTINUED)

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.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF INSOL INTERNATIONAL (CONTINUED)

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be 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 at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

Use of our report

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



G Crowther (Senior Statutory Auditor)

for and on behalf of
Haysmacintyre LLP

Statutory Auditors

10 Queen Street Place
London
EC4R 1AG

22 December 2020

INSOL INTERNATIONAL
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STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 £	2018 £
Turnover		3,429,240	3,278,446
Gross Profit		<u>3,429,240</u>	<u>3,278,446</u>
Administrative expenses		(3,473,954)	(3,196,113)
Gain/Loss on foreign exchange		(17,796)	81,570
Operating (loss)/profit	3	<u>(62,510)</u>	<u>163,903</u>
Interest receivable and similar income		32,163	29,124
(Deficit)/surplus before tax		<u>(30,347)</u>	<u>193,027</u>
Tax on (deficit)/surplus	5	(2,400)	(4,690)
(Deficit)/surplus for the financial year		<u><u>(32,747)</u></u>	<u><u>188,337</u></u>

There was no other comprehensive income for 2019 (2018:£NIL).

The notes on pages 9 to 14 form part of these financial statements.

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REGISTERED NUMBER:03037353

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible assets	6	14,341	21,341
		<u>14,341</u>	<u>21,341</u>
Current assets			
Debtors: amounts falling due after more than one year	7	31,028	31,028
Debtors: amounts falling due within one year	7	265,160	241,219
Cash at bank and in hand		4,718,755	4,362,933
		<u>5,014,943</u>	<u>4,635,180</u>
Creditors: amounts falling due within one year	9	(1,271,392)	(865,881)
Net current assets		<u>3,743,551</u>	<u>3,769,299</u>
Total assets less current liabilities		<u>3,757,892</u>	<u>3,790,640</u>
Net assets		<u><u>3,757,892</u></u>	<u><u>3,790,640</u></u>
Capital and reserves			
Other reserves		426,258	426,258
Profit and loss account		3,331,634	3,364,382
		<u>3,757,892</u>	<u>3,790,640</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 December 2020.

J Hertzberg
Director



S Atkins
Director



The notes on pages 9 to 14 form part of these financial statements.

INSOL INTERNATIONAL
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

INSOL International is a private company limited by guarantee, incorporated in the United Kingdom, and registered in England and Wales. The company's registered office and principal place of business is 6-7 Queen Street, London, EC4N 1SP.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The directors have assessed cash flow forecasts and budgets for at least 12 months after the date of signing the financial statements and have determined that the entity is a going concern based upon INSOL's strong cash position and the cost savings that have been implemented. Therefore, the financial statements have been prepared on a going concern basis.

2.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.4 Tangible fixed assets (continued)

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

Depreciation is provided on the following basis:

Fixtures and fittings	- over 4 years
Computer equipment	- over 3 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.5 Financial instruments

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

2.6 Operating leases

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

2.7 Pensions

The Company makes contributions to employees' group personal pension plans. The pension charge represents contributions payable by the company to the personal pension plans in respect of the year.

2.8 Taxation

Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.9 Conferences

Income and expenditure arising on conferences is included within income and administration expenses retrospectively. Income and expenditure relating to a conference in a subsequent accounting period is carried forward to that point.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

3. Operating deficit

The operating deficit (2018: surplus) is stated after charging:

	2019 £	2018 £
Depreciation	7,000	1,467
Operating lease payments	58,236	54,062
Audit fees	10,147	5,279
	<u>75,383</u>	<u>60,808</u>

4. Employee numbers

The average number of employees, including directors, during the year was 17 (2018: 16)

5. Taxation

	2019 £	2018 £
Corporation tax		
Current tax on surplus for the year	2,400	5,534
Adjustments in respect of previous periods	-	(844)
Total current tax	<u>2,400</u>	<u>4,690</u>

Factors affecting tax charge for the year

The Company is only liable to taxation on its investment income and any surplus earned from non members. The total current tax for 2019 has been calculated at the standard rate of corporation tax in the UK of 19% (2018 - 19%).

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

6. Tangible fixed assets

	Fixtures and fittings £	Computer equipment £	Total £
Cost or valuation			
At 1 January 2019	13,326	22,808	36,134
At 31 December 2019	13,326	22,808	36,134
Depreciation			
At 1 January 2019	13,326	1,467	14,793
Charge for the year on owned assets	-	7,000	7,000
At 31 December 2019	13,326	8,467	21,793
Net book value			
At 31 December 2019	-	14,341	14,341
At 31 December 2018	-	21,341	21,341

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

7. Debtors

	2019 £	2018 £
Due after more than one year		
Other debtors	31,028	31,028
	<u>31,028</u>	<u>31,028</u>
	2019 £	2018 £
Due within one year		
Other debtors	5,276	5,439
Prepayments and accrued income	259,884	235,780
	<u>265,160</u>	<u>241,219</u>

8. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	4,718,755	4,362,933
	<u>4,718,755</u>	<u>4,362,933</u>

9. Creditors: Amounts falling due within one year

	2019 £	2018 £
Corporation tax	2,400	5,533
Other creditors	29,700	2,591
Accruals and deferred income	1,239,292	857,757
	<u>1,271,392</u>	<u>865,881</u>

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

10. Commitments under operating leases

At 31 December 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Not later than 1 year	70,890	38,865
Later than 1 year and not later than 5 years	245,000	315,569
	<u>315,890</u>	<u>354,434</u>

11. Post balance sheet events

There have been various non-adjusting events after the balance sheet date which arose due to COVID 19 which have had the following financial impacts.

A decision was made in 2020 to cancel the Company's annual conference in Cape Town due to safety concerns surrounding the coronavirus pandemic.

Due to unrecoverable costs, the Company incurs a loss of approximately £300,000 on this event. Within the financial statements there is a prepayment of £120,545 of which only £62,244 was refunded upon the cancellation of the event. Included within deferred income is a balance of £723,040 comprising of delegate registrations and sponsorships. Of this, £194,894 has been refunded; the remaining balance is to be applied to future events.

Also within deferred income is £185,985 for the GIPC Class of 2019/20. The first stage of the course was delivered in 2019 with the subsequent stages postponed until they can be held safely. No refunds have been issued at present with delegates wanting to complete the course when possible.

12. Controlling party

The directors consider there to be no ultimate controlling party.