Dods Group Limited (formerly Dods Parliamentary Communications Limited) Annual report and financial statements

For the year ended 31 March 2021

Company number: 01262354

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Contents

| Company information | 1 |
|--|----|
| Strategic report | 2 |
| Directors' report | 4 |
| Independent auditor's report to the members of Dods Group Limited (formerly Dods Parliamentary Communications Limited) | |
| Statement of comprehensive income | 10 |
| Statement of financial position | 11 |
| Statement of changes in equity | 12 |
| Notes to the financial statements | 13 |

Company Information

Directors

Mr S Bullock Mr C Conlon Ms M Ibrahim

Company secretary

Fieldfisher Secretaries Limited Riverbank House 2 Swan Lane London EC4R 3TT

Company number

01262354

Registered office

11th Floor, The Shard 32 London Bridge Street London SE1 9SG

Auditor

Grant Thornton UK LLP 30 Finsbury Square London EC2A 1AG

Bankers

Barclays Bank 1 Churchill Place London E14 5HP

Strategic report For the year ended 31 March 2021

Principal activity, review of the business and future developments

The principal activities of the Company are publishing, organising events and training, government monitoring and management in relation to political information and intelligence for public affairs professionals. The Company also operates an overseas branch in Belgium.

A key performance indicator for the Company is revenue which decreased from £18,259,058 to £12,905,371 driving the reduction is the loss of face-to-face events revenue due to Covid-19. Gross profit decreased from £12,900,819 to £11,308,994 the decrease is mainly due to events, however offset by savings in venue hires. The gross profit margins increased from 70% to 87%, this is due to product mix now being more of the higher margin Business Intelligence monitoring revenue stream compared to the lower margin Events revenue stream. Administration costs increased to £13,967,466 (2020: £13,592,180) this is due to a higher recharge cost from the Parent, otherwise administration costs would have been lower due to stringent cost savings behaviours for the year. During the year the Company participated in the UK Coronavirus Job Retention Scheme receiving £597,278 (2020: £nil). Profit after taxation which amounted to a loss of £2,147,585 (2020: loss of £751,550). The loss for the year was largely reflective of the impact of Covid-19 for the business in particular the events segment. Prior year 2020 loss was largely a result of: increased cost on delivery of events; as well as increases in staff costs, an impact in the final month from Covid-19.

Fixed assets decreased by £307,852 to £1,312,511 (2020: £1,699,603), with additions to software and computer equipment, offset by ongoing amortisation and depreciation charge. Current assets decreased by £728,667 to £8,280,766 (2020: £9,009,433), cash at bank increased by £431,908 through improved collections, however debtors balance decreased by £1,160,575 mainly due to reduced revenue by the impacts of Covid-19. Creditors increased by £1,031,856 to £11,505,766 (2020: £10,473,910) this is primarily due to a higher intergroup recharge, partially offset over the year due to cost savings exercises and a decrease in accruals.

The directors do not expect the nature of the business to change significantly in the foreseeable future.

During the year ended 31 March 2021, a dividend of £nil (2020: £nil) was paid and at the year end the directors did not propose a dividend.

Principal risks

The following key elements comprise the present internal control environment which has been designed to identify, evaluate and manage, rather than eliminate, the risks faced by the Company in seeking to achieve its business objectives. The process is communicated through various operating risk management and accounting policies and procedures:

- an organisation structure with clear lines of responsibility and delegated levels of authority;
- a comprehensive financial planning, control, budgeting and rolling forecast system, including
 monthly risk and opportunity assessment reviews; and
- a flat management structure which facilitates open and timely communication.

The Company is exposed to certain specific risks as follows:

- the reliance on the skills and knowledge of its staff to maintain its market position;
- · the political environment and cycle in the UK, Paris and Brussels;

Strategic report (continued) For the year ended 31 March 2021

- the fact that the Company operates in a highly competitive and constantly changing market;
- our dependence on information technology systems and technological change;
- Other risks are Credit risk, Liquidity risk and FX risk which are mentioned in the Directors report on page 4.

On behalf of the board

S.C. Bush

Simon Bullock Director 18 November 2021

Directors' report

For the year ended 31 March 2021

The directors present their report and the audited financial statements for the year ended 31 March 2021.

Directors

The directors who served during the year and up to the date of signing the financial statements were:

Mr S Bullock
Mr C Conlon
Ms M Ibrahlm
Mr M Hughes (resigned 30 June 2020)

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Strategic report, 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), including FRS 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 and profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 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 enable them to ensure that the financial statements comply with the Companies Act. 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.

Going concern

The directors have at the date of approving these financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company remains assured of the financial support provided by the ultimate parent company. The directors have received confirmation that the ultimate parent company will continue to support the Company and provide it with adequate funds when necessary to enable it to meet its debts as they fall due in the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

Directors' report (continued)

For the year ended 31 March 2021

Financial risk management

Foreign currency risk

The Company has an exposure to foreign currencles due to both selling and purchasing in currencles other than Sterling. The risk is managed by matching foreign cash holdings against future expenditure.

Credit and cash flow risk

The Company's credit risk is primarily from its trade debtors. The risk is reduced by the number of long- established customers and an emphasis on good credit management.

Liquidity risk

The Company maintains its high liquidity by effective management of its current assets and liabilities.

Employee Involvement

The company aims to attract, retain and motivate its employees by encouraging and rewarding high performance, both on an individual and team contribution basis, through competitive renumeration and incentive arrangements.

Political and Charitable donations

During the year there was no political or charitable donations (2020: £nil).

Issue of Shares

During the year there was no issues of new shares (2020: nil).

Auditor

Grant Thornton UK LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Disclosure of information to auditor

The directors confirm that:

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

Subsequent Events

There were no subsequent events from the date of the Annual Report to sign off.

On behalf of the board

S.C. Kuller

Simon Bullock

Director

18 November 2021

Independent auditor's report to the members of Dods Group Limited (formerly Dods Parliamentary Communications Limited)

Opinion

We have audited the financial statements of Dods Group Limited (formerly Dods Parliamentary Communication Limited) (the 'company') for the year ended 31 March 2021, which comprise Statement of comprehensive income, Statement of financial position, Statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'(United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 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 '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

We are responsible for concluding 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 report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the company's business model including effects arising from macro-economic uncertainties such as Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

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.

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.

Independent auditor's report to the members of Dods Group Limited (formerly Dods Parliamentary Communications Limited) (continued)

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the annual report, 1 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.

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 strategic report and the directors' report for the financial year for which
 the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

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 strategic report or the directors' report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2008 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 directors for the financial statements

Independent auditor's report to the members of Dods Group Limited (formerly Dods Parliamentary Communications Limited) (continued)

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.

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 auditor's report.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

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. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks applicable to the Company and sector in which they operate. We determined that the following laws and regulations were most significant: International accounting standards, Companies Act 2006 and taxation laws.
- We understood how the Company is complying with those legal and regulatory frameworks by making inquiries to the management and those responsible for legal and compliance procedures.
 We corroborated our inquiries through our review of board minutes.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included;
 - Identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
 - understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
 - challenging assumptions and judgements made by management in its significant accounting estimates;

Independent auditor's report to the members of Dods Group Limited (formerly Dods Parliamentary Communications Limited) (continued)

- assessing the extent of compliance with the relevant laws and regulations as part of our procedures on the related financial statement item; and
- held discussions with those outside the finance team including, human resources and key management personnel.
- The engagement partner assessed that the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations through the following:
 - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation; and
 - knowledge of the industry in which the client operates
- The engagement team also engaged with tax specialists in the UK to address the risk of noncompliance relating to tax legislation.

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.

Sergio Cardoso

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP Statutory Auditor, Chartered Accountants

London

Date: 18 November 2021

Statement of comprehensive incomeFor the year ended 31 March 2021

| | | 2021 £ | 2020 £ |
|---|----|--------------|--------------|
| | | | Restated* |
| Turnover | 4 | 12,905,371 | 18,259,058 |
| Cost of sales | | (1,596,377) | (5,358,239) |
| Gross profit | | 11,308,994 | 12,900,819 |
| Administrative expenses | | (13,967,466) | (13,592,180) |
| Operating Income | 5 | 597,278 | := |
| Non-recurring expenses | 6 | (438,761) | (398,157) |
| Foreign Exchange gain * | | 27,340 | 174,588 |
| Operating loss* | 7 | (2,472,615) | (914,930) |
| Interest receivable and similar income* | 10 | - | 14,334 |
| Interest payable and similar expenses* | 11 | (25,494) | :2 |
| Loss on ordinary activities before taxation | | (2,498,109) | (900,596) |
| Tax on loss on ordinary activities | 12 | 350,524 | 149,046 |
| Loss for the financial year | | (2,147,585) | (751,550) |

All amounts relate to continuing activities.

There are no items of other comprehensive income for the current or prior financial years. Therefore, no separate Statement of other comprehensive income has been prepared.

The notes on pages 13 to 26 form part of these financial statements.

^{*}Restated – FX gains and losses for prior year moved from "interest receivable and similar income" to above Operating loss on its individual line "Foreign Exchange gain" which was previously £nil. Previously "Interest receivable and similar income" was £188,922, the movement has also restated the previous "Operating loss" which was (£1,089,518).

Statement of financial position As at 31 March 2021

| | Note | 2021 £ | 2020 £ |
|--|------|--------------|--------------|
| Fixed assets | | | |
| Intangible fixed assets | 13 | 1,227,045 | 1,626,902 |
| Tangible fixed assets | 14 | 85,506 | 72,701 |
| Fixed asset investments | 15 | | N |
| | | 1,312,551 | 1,699,603 |
| Current assets | | | |
| Debtors | 16 | 5,538,549 | 6,699,124 |
| Cash at bank and in hand | | 2,742,217 | 2,310,309 |
| | | 8,280,766 | 9,009,433 |
| Creditors: Amounts falling due within one year | 17 | (11,505,776) | (10,473,910) |
| Net current liabilities | | (3,225,010) | (1,464,477) |
| Total assets less current liabilities | | (1,912,459) | 235,126 |
| Net assets/ (liabilities) | | (1,912,459) | 235,126 |
| Capital and reserves | | | |
| Called-up share capital | 19 | 1 | 1 |
| Profit and loss account | | (1,912,460) | 235,125 |
| Equity shareholders' funds | | (1,912,459) | 235,126 |

The notes on pages 13 to 26 form part of these financial statements.

These financial statements were approved by the Board of Directors on 18 November 2021 and were signed on its behalf by:

S. C. Burg

Simon Bullock Director

Registered number: 01262354

Statement of changes in equity For the year ended 31 March 2021

| | Share capital £ | Retained earnings | Total equity £ |
|-------------------|-----------------|-------------------|-------------------|
| At 1 April 2019 | 1 | 986,675 | 986,676 |
| Loss for the year | | (751,550) | (751,550) |
| At 31 March 2020 | . 1 | 235,125 | 235,126 |
| Loss for the year | - | (2,147,585) | (2,147,585) |
| At 31 March 2021 | 1 | (1,912,460) | (1,912,459) |

The notes on pages 13 to 26 form part of these financial statements.

Notes to the financial statements

For the year ended 31 March 2021

1. Company information

Dods Group Limited (formerly Dods Parliamentary Communications Limited) is a Company limited by shares, incorporated in England and Wales. Its registered office is 11th Floor, The Shard, 32 London Street, London, SE1 9SG.

2. Statement of significant accounting policies

a) Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

The preparation of financial statements in compliance with FRS102 requires management to exercise judgement in applying the Company's accounting policies (see note 3).

b) Going concern

The directors have at the date of approving these financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company remains assured of the financial support provided by the ultimate parent company. The directors have received confirmation that the ultimate parent company will continue to support the Company and provide it with adequate funds when necessary to enable it to meet its debts as they fall due in the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

c) Basis of consolidation

These financial statements contain information about the Company as an individual and do not contain consolidated financial information as the parent undertaking of a group. The Company is exempt under the special provisions of section 402 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

d) Turnover and revenue recognition

Turnover represents the amounts derived from the provision of goods and services to third party customers, net of trade discounts and VAT. Turnover in respect of subscription-based services, including online services, is recognised on a straight-line basis over the period of the subscription. Turnover in respect of advertising services is recognised upon publication. Turnover in respect of conferences and seminars is recognised when the event is held. Where publications are printed and distributed in more than one volume, revenue is deferred until the complete publication has been delivered. Turnover in respect of internet services is recognised on a straight-line basis over the period of the subscription. Turnover in all other respects is recognised when the goods or services are delivered to the customer.

e) Fixed assets and depreciation

Depreciation is provided to write off the cost less estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives, as follows:

Computer equipment and software

3 years straight line

Office equipment

3 years straight line

Notes to the financial statements

For the year ended 31 March 2021

f) Intangible fixed assets and amortisation

Intangible assets acquired by the Company are stated at cost less accumulated amortisation and impairment losses. The intangible assets are amortised over the following useful economic lives:

Goodwill

Publishing rights

Subscriber rights

Trademark

Software and other capitalised costs

15 years straight line
20 - 75 years straight line
6 years straight line
20 years straight line
2 - 6 years straight line

Internally generated costs reflect directly attributable salaries of staff employed for the production of new software and websites within the Company. These costs are capitalised into software within intangible fixed assets and amortised at 2 – 6 years straight line. If there is an indication that there has been a significant change in amortisation rate or residual value of an asset, the amortisation of that asset is revised prospectively to reflect the new expectations. Other capitalised costs reflect costs in respect of new software and websites within the Company.

g) Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception: deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the years in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

h) Pension costs

The Company does not operate a pension scheme. Contributions into personal pension plans for employees are charged to the Income Statement when payable.

i) Foreign currencles

Transactions in foreign currencies are recorded at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the income Statement.

j) investments

Investments in subsidiary undertakings are stated at cost less provision for Impairment.

k) Leases

Operating lease rentals are charged to the Income Statement on a straight-line basis over the year of the lease.

Notes to the financial statements

For the year ended 31 March 2021

2. Statement of significant accounting policies (continued)

I) Cash flow

Under the provisions of Financial Reporting Standard 102, the Company has not prepared a cash flow statement because its ultimate parent Company, Merit Group plc (formerly Dods Group plc), has prepared consolidated accounts, which include the results of the Company for the period, and which are available to the public.

m) Other disclosure exemptions

The Company has also adopted the following disclosure exemptions:

- (i) certain financial instruments disclosures; and
- (ii) the requirement to disclose key management personnel compensation.

3. Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to reasonable under the circumstances.

Critical accounting estimates and assumptions

a) Going concern

Management applies judgement when determining to apply the going concern basis for preparation of the financial statements, as the company is assured of financial support from the ultimate parent company, the company is under the assumption that it will be able to meet all its short term financial needs for the foreseeable future.

b) intangible assets

Management recognises an intangible asset when it is identifiable and has no physical substance, the company has full control over the asset and future economic benefits are expected. An intangible asset is deemed by management to exist when it can be identified as being separable or arises from contractual or other legal rights.

c) Capitalisation of internal costs and assessment of their future recoverability.

Management has capitalised costs incurred in relation to the development of internally generated intangible assets. The main area where costs have been capitalised has been summarised below:

Development of software

The salaries of staff employed in the development of new software within the Company have been capitalised into software, within other intangible assets. These development costs are then expensed over the estimated useful life of the software, being 2-6 years. Management estimate the extent to which internally generated intangibles will be recovered by assessing future earnings. This is based on past revenue performance and the likelihood of future releases. Future sales performance varies from such assessments and changes to provisions against specific publications may be necessary.

d) Useful economic lives of tangible and intangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. See note 13 and 14 for the carrying amount of the tangible and intangible assets and note 2 for the useful economic lives for each class of assets.

Notes to the financial statements

For the year ended 31 March 2021

3. Critical accounting judgements and key sources of estimation uncertainty (continued)

e) Recoverability of trade receivables

Trade receivables are reflected net of estimated provisions for doubtful accounts. This provision is based on the ageing of receivable balances and historical experience.

f) Intercompany Balances

Intercompany balances are reflected gross in trade receivables and trade payables. These balances carry no interest and are repayable on demand.

g) Deferred tax

Deferred tax assets and liabilities require management judgement in determining the amounts to be recognised. In particular, judgement is used when assessing the extent to which deferred tax assets should be recognised with consideration given to the timing and level of future taxable income. Details of deferred tax are given in note 18.

h) Classification of non-recurring costs

Expenses are recognised as non-recurring when they reflect one-off costs that are not part of the ongoing operations of the Company.

4. Turnover

The following table provides an analysis of the revenue from the provision of services by geographical market.

| | 2021 | 2020 |
|---------------|------|------|
| UK ' | 70% | 76% |
| Rest of world | 30% | 24% |
| | 100% | 100% |

5. Other income

During the year the Company participated in the UK Government's Coronavirus Job Retention Scheme (CJRS). The Company has accounted for this scheme using the accrual model; all amounts received are recognised as Other Income in the Income Statement. There are no unfulfilled conditions and other contingencies attaching to the government assistance.

Notes to the financial statements For the year ended 31 March 2021

6. Non-recurring items

| | 2021 £ | 2020 £ |
|---|-----------|-----------|
| People-related costs | 388,761 | 289,173 |
| Non-recurring acquisition costs and other professional fees | ž: | 74,273 |
| Other non-recurring costs | 50,000 | 34,711 |
| | 438,761 | 398,157 |

Current year people-related costs result from redundancles from a Group initiative to appropriately restructure the business and reduce costs. Other non-recurring costs relate to one off costs regarding an external review in controls of the company.

For the prior year, non-recurring acquisition costs and other professional fees reflect the costs incurred to date in line with the Group's acquisition strategy as well as various other professional fees. People-related costs result from the recruitment of senior management for roles which have been newly created within the Group. Also included are redundancy costs reflecting the effect of a Group initiative to appropriately restructure the business and reduce costs.

7. Operating loss

Operating loss has been arrived at after charging

| | 2021 £ | 2020 £ |
|--|-----------|-----------|
| Depreciation of tangible fixed assets | 52,554 | 53,558 |
| Amortisation of goodwill and intangible assets | 748,775 | 546,534 |
| Non-recurring items (see note 5) | 438,761 | 398,157 |
| Operating lease expense | 47,478 | 43,458 |
| Foreign exchange gains | 27,340 | 174,588 |

Auditor's remuneration was borne by the parent company, these are disclosed in the Merit Group plc accounts.

Notes to the financial statements

For the year ended 31 March 2021

8. Staff costs

The average number of persons employed by the Company (including executive directors) during the year within each category was:

| | 2021 Number | 2020 Number |
|-------------------------------------|----------------|----------------|
| | | |
| Editorial and production staff | 98 | 119 |
| Sales and marketing staff | 35 | 32 |
| Managerial and administration staff | 22 | 23 |
| | 155 | 174 |
| | 2021 £ | 2020 £ |
| Wages and salaries | 6,142,339 | 7,432,655 |
| Social security costs | 834,225 | 938,281 |
| Pension and other costs | 121,894 | 145,493 |
| | 7,098,458 | 8,516,429 |

9. Directors' remuneration

The directors have received no remuneration for their services to the Company during the year (2020: £nll). The Directors receive numeration from other companies in the Group, these are disclosed in the Merit Group plc accounts.

10. Interest receivable and similar income

| | 2021 £ | 2020 £ |
|--------------------------|-----------|-----------|
| Bank interest receivable | :[편품 | 14,334 |
| | - | 14,334 |

Notes to the financial statements

For the year ended 31 March 2021

11. Interest payable and similar expenses

| | 2021 £ | 2020 £ |
|------------------------|-----------|-----------|
| Bank interest payable | 25,494 | |
| Darik interest payable | 25,494 | |

Notes to the financial statements For the year ended 31 March 2021

12. Taxation

| | 2021 £ | 2020 £ |
|--|-----------|-----------|
| Current tax | | |
| Current tax on income for the year at 19% (period ended 2020: 19%) | ę: | ž |
| Adjustments in respect of previous periods | (3) | (163,158) |
| Overseas tax suffered | 24,172 | 37,282 |
| Total current tax charge / (credit) | 24,169 | (125,876) |
| Deferred tax credit (see note 18) | (374,693) | (23,170) |
| Total income tax credit | (350,524) | (149,046) |

The tax charge for the year differs from the standard rate of corporation tax in the UK of 19% (2020: 19%). A reconciliation is provided in the table below:

| | 2021 £ | 2020 £ |
|--|-------------|-----------|
| Loss on ordinary activities before tax | (2,498,109) | (900,596) |
| Notional tax credit at standard rate of 19% (period ended 2020: 19%) | (474,641) | (171,113) |
| Effects of: | | |
| Non-qualifying depreciation | 69,065 | 67,724 |
| Expenses not deductible for tax purposes | 106,362 | 92,853 |
| Adjustments to brought forward values | (70,889) | (145,338) |
| Other differences | 19,579 | 6,828 |
| Total income tax credit | (350,524) | (149,046) |

At the balance sheet date, the Company has tax losses carried forward of £2,397,597 (2020: £298,415) available for offset against future profits.

In the Spring Budget on 3 March 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% for companies with profits of over £250,000. A small profits rate will also be introduced for companies with profits of £50,000 or less so that they will continue to pay corporation tax at 19%. From this date companies with profits between £50,000 and £250,000 will pay tax at the main rate reduced by a marginal relief providing a gradual increase in the effective corporation tax rate.

As of the date of the approval of these financial statements the increase in rates has been substantively enacted; however, as the proposal to increase the rate had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

Notes to the financial statements

For the year ended 31 March 2021

13. Intangible fixed assets

| | Software £ | Other capitalised costs | Goodwill £ | Trademark, Publishing rights £ | Subscriber rights £ | Total ∕ £ |
|----------------------|---------------|-------------------------|---------------|---|---------------------------|--------------|
| Cost | | | | | | |
| At 1 April 2020 | 3,715,729 | 697,263 | 5,673,846 | 183,954 | 309,000 | 10,579,792 |
| Additions – internal | 1,046,180 | (697,263) | - | \$ | - | 348,918 |
| At 31 March 2021 | 4,761,909 | | 5,673,846 | 183,954 | 309,000 | 10,928,710 |
| Accumulated amortiza | tion | | | | | |
| At 1 April 2020 | 3,403,503 | :2 | 5,123,160 | 117,227 | 309,000 | 8,952,890 |
| Charge for the year | 361,325 | - | 378,255 | 9,195 | . 15 | 748,775 |
| At 31 March 2021 | 3,764,828 | - | 5,501,415 | 126,422 | 309,000 | 9,701,665 |
| Net book value | | | | | | |
| At 31 March 2020 | 312,226 | 697,263 | 550,686 | 66,727 | - | 1,626,902 |
| At 31 March 2021 | 997,081 | • | 172,431 | 57,532 | - | 1,227,045 |

Notes to the financial statements

For the year ended 31 March 2021

14. Tangible fixed assets

| | Computer equipment | 0/5 | - |
|--------------------------|--------------------|------------------|----------|
| | and software | Office equipment | Total |
| | £ | £ | £ |
| Cost | _ | | |
| At 1 April 2020 | 322,546 | 40,821 | 363,367 |
| Additions | 64,161 | 1,198 | 65,359 |
| Disposals | (84,603) | (13,577) | (98,180) |
| At 31 March 2021 | 302,104 | 28,442 | 330,546 |
| Accumulated depreciation | | | |
| At 1 April 2020 | 250,980 | 39,686 | 290,666 |
| Charge for the year | 51,733 | 821 | 52,554 |
| Disposals | (84,603) | (13,577) | (98,180) |
| At 31 March 2021 | 218,110 | 26,930 | 245,040 |
| Net book value | | | |
| At 31 March 2020 | 71,566 | 1,135 | 72,701 |
| At 31 March 2021 | 83,994 | 1,512 | 85,506 |

Notes to the financial statements

For the year ended 31 March 2021

15. Fixed asset investments

Subsidiary undertakings

The subsidiary undertakings are as follows:

| Company | Activity | Ordinary Shares % holding | Country of registration |
|---|----------|------------------------------|-------------------------|
| European Parliamentary Communications Services SPRL ¹ | Dormant | 100 | Belgium |
| Monitoring Services Limited ² | Active | 100 | England and Wales |

¹Registered address: Boulevard Carlemagne 1, 1041 Bruxelles, Belgium.

During the year the following dormant subsidiary companies were dissolved:

- Mislex (420) Limited
- Political Wizard Limited
- Social Lens Limited

²Registered address: 11th Floor, The Shard, 32 London Bridge Street, London SE1 9SG.

Notes to the financial statements

For the year ended 31 March 2021

16. Debtors

| | 2021 £ | 2020 £ |
|-----------------------------------|----------------------|-----------|
| Trade debtors | 1,411,445 | 2,129,153 |
| Other debtors | 32,590 | 94,264 |
| Amount owed by group undertakings | 3,201,724 | 3,092,957 |
| Prepayments and accrued income | 351,001 | 1,052,499 |
| Corporation tax | 3 | 163,158 |
| Deferred tax asset (see note 18) | ⁻ 541,786 | 167,093 |
| | 5,538,549 | 6,699,124 |

Amounts owed by group undertakings carry no interest and are payable on demand.

17. Creditors: amounts falling due within one year

| | 2021 £ | 2020 £ |
|------------------------------------|------------|------------|
| | | |
| Trade creditors | 985,528 | 1,467,640 |
| Amounts owed to group undertakings | 3,482,468 | 1,228,629 |
| Corporation tax | | 25,348 |
| Other taxes and social security | 1,343,053 | 839,012 |
| Other creditors | 458,382 | 456,462 |
| Accruals and deferred income | 5,236,345 | 6,456,819 |
| | 11,505,776 | 10,473,910 |
| | | |

Amounts owed to group undertakings carry no interest and are payable on demand. The net liability is £280,744. The company will be able to fulfill this with the support of the ultimate parent company.

Notes to the financial statements

For the year ended 31 March 2021

18. Deferred taxation

| | 2021 f | 2020 £ |
|--|--|-----------|
| Deferred tax asset brought forward | 167,093 | 143,923 |
| Credit to the profit and loss account | 374,693 | 23,170 |
| Deferred tax asset carried forward | 541,786 | 167,093 |
| | | |
| The asset for deferred taxation consists of the tax effect of ti | ming differences in respect of: | |
| The asset for deferred taxation consists of the tax effect of ti | ming differences in respect of: 79,034 | 100,954 |
| The asset for deferred taxation consists of the tax effect of ti | ming differences in respect of: | |

At the balance sheet date, the company has a total carried forward tax loss of £2,397,597 available to offset against future taxable profits. Out of which the company has recognised deferred tax asset of £455,543 in respect of the full £2,397,597 carried forward tax loss as it is probable that these assets shall be recovered against the taxable profits over the foreseeable period.

19. Called-up share capital

| | 2021 £ | 2020 £ |
|---|-----------|-----------|
| 20 (2020: 20) Ordinary shares of £0.05 each | W | 1 |

20. Operating lease commitments

| Land and buildings | 2021 £ | 2020 £ |
|----------------------------|-----------|------------|
| Within one year | 48,912 | 36,090 |
| Between two and five years | 244,561 | ; ; |
| After five years | 134,509 | • |
| | 427,982 | 36,090 |

Notes to the financial statements For the year ended 31 March 2021

21. Related party transactions

£

The Company has taken advantage of the exemption conferred by Financial Reporting Standard 102 Related Party Disclosures Section 33 (33.1A) from disclosing transactions which occurred within the Group.

During the year, an amount of £69,493 (2020: £55,720) was payable to an associate Social 360 Limited, in relation to profit-share for monitoring services provided. At 31 March 2021, £nil (2020: £22,620) of this balance was outstanding.

22. Ultimate parent undertaking and controlling party

The immediate and ultimate parent undertaking is Merit Group plc (formerly Dods Group plc), which is the smallest and largest group of undertakings to consolidate these financial statements. The consolidated financial statements can be obtained from the following address: 11th Floor, The Shard, 32 London Bridge Street, SE1 9SG.