

**Reach Magazines Publishing Limited**

**Registration number 1633971**

**Annual Report and Financial Statements**

**52 weeks ended 29 December 2019**

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**Reach Magazines Publishing Limited**  
**(Registration number 1633971)**

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**Officers and registered office**

**Directors**

Jim Mullen

Simon Fuller

Reach Directors Limited

**Company secretary**

Reach Secretaries Limited

**Registered office**

One Canada Square

Canary Wharf

London

E14 5AP

# **Reach Magazines Publishing Limited**

**(Registration number 1633971)**

## **Directors' report**

The directors present their annual report and the unaudited financial statements for the 52 weeks ended 29 December 2019. On 31 October 2019 the company deregistered as a plc and registered as a limited company.

### **Results and dividends**

The results for the period are set out on page 4. The result for the period was nil (2018: profit of £313,000). No dividends have been proposed or paid in either period. It is not envisaged that the company will commence trading in the next period.

### **Financial position and future prospects**

The financial position of the company is set out on page 5. The directors are satisfied as to the future prospects of the company.

The net assets of the company are £125,262,000 (2018: £125,262,000).

### **Directors**

The present membership of the Board is set out on page 1. The directors who served during the period were:

Jim Mullen (appointed 16 August 2019)

Simon Fuller (appointed 1 March 2019)

Simon Fox (resigned 16 August 2019)

Vijay Vaghela (resigned 30 June 2019)

Reach Directors Limited

During the period and as at the date of signing the annual report and financial statements, the ultimate parent company has in place a directors' and officers' liability insurance policy which includes the company.

### **Statement of Directors' Responsibilities in Respect of the Financial Statements**

The directors are responsible for preparing the annual 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgments and accounting estimates that are reasonable and prudent; and
- 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 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 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.

This report was approved by the board and signed by order of the board



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**Strategic report**

**Principal activity**

The principal activity of the company was the publishing of magazines and it is part of the Publishing division of Reach plc. Key brand relates to OK! magazine.

**Business review**

On 20 December 2019, the trade and assets of the company were transferred to Express Newspapers at net book value with consideration being intercompany through entering into an agency agreement. The effective date of these transactions was 31 December 2018. The company effectively ceased to trade from this date.

**Principal risks and uncertainties**

The company no longer trades.

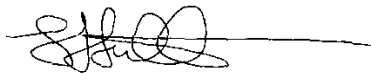
**Key performance indicators**

The company no longer trades.

**Going concern basis**

The company transferred, effective 31 December 2018, its trade and assets at net book value with consideration being intercompany to its fellow subsidiary undertaking and is not expected to trade in future periods. The directors have prepared the financial statements on a basis that the company is no longer a going concern. No material adjustment arose as a result of ceasing to apply the going concern basis.

The report was approved by the board and signed on its behalf by

A handwritten signature in black ink, appearing to read 'S. Fuller', followed by a horizontal line.

Simon Fuller  
Reach Directors Limited  
12 October 2020

**Reach Magazines Publishing Limited**  
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**Profit and loss account  
for the 52 weeks ended 29 December 2019**

	Notes	52 weeks ended 29 December 2019 £'000	52 weeks ended 30 December 2018 £'000
<b>Turnover</b>	2	-	15,642
Cost of sales		-	(7,691)
<b>Gross result/profit</b>		-	7,951
Distribution costs		-	(4,985)
Administrative expenses		-	(2,738)
<b>Operating result/profit</b>	3	-	228
Interest receivable and similar income	5	-	85
<b>Result/profit before taxation</b>		-	313
Taxation	6	-	-
<b>Result/profit for the period</b>		-	313

The results relate solely to discontinued operations.

There are no recognised gains or losses other than the result/profit for the period. Accordingly a separate statement of comprehensive income has not been presented.

**Statement of changes in equity  
for the 52 weeks ended 29 December 2019**

	Called up share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Profit and loss account £'000	Total £'000
At 1 January 2018	100	400	1,100	123,349	124,949
Profit for the period being total comprehensive income	-	-	-	313	313
At 30 December 2018	100	400	1,100	123,662	125,262
Result for the period being total comprehensive result	-	-	-	-	-
At 29 December 2019	100	400	1,100	123,662	125,262

**Reach Magazines Publishing Limited**  
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**Balance Sheet**  
**at 29 December 2019**

	Notes	29 December 2019 £'000	30 December 2018 £'000
<b>Fixed assets</b>			
Investments	7/8	-	-
<b>Current assets</b>			
Stocks	9	-	329
Debtors: due within one year	10	125,262	127,266
Cash at bank and in hand		-	194
		125,262	127,789
Creditors: Amounts falling due within one year	11	-	(2,527)
<b>Net current assets</b>		125,262	125,262
<b>Total assets less current liabilities</b>		125,262	125,262
<b>Net assets</b>		125,262	125,262
<b>Equity capital and reserves</b>			
Called up share capital	12	100	100
Share premium account		400	400
Capital redemption reserve		1,100	1,100
Profit and loss account		123,662	123,662
<b>Total shareholders' funds</b>		125,262	125,262

For the financial period ending 29 December 2019 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on pages 4 to 11 were approved by the Board on 12 October 2020 and signed on its behalf by:



Simon Fuller  
Reach Directors Limited

# **Reach Magazines Publishing Limited**

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## **Notes to the Financial statements for the 52 weeks ended 29 December 2019**

### **1. Basis of preparation and significant accounting policies**

#### **Basis of preparation**

The financial statements of Reach Magazines Publishing Limited, a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales, have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006. The preparation of financial statements in conformity with FRS 101 requires the use of certain key accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies.

The company transferred, effective 31 December 2018, its trade and assets at net book value with consideration being intercompany to its fellow subsidiary undertaking and is not expected to trade in future periods. The directors have prepared the financial statements on a basis that the company is no longer a going concern. No material adjustment arose as a result of ceasing to apply the going concern basis. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the strategic report on page 3. The financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

These financial statements are separate financial statements. The company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of Reach plc. Details of the parent in whose consolidated financial statements the company is included are shown in note 13 to the financial statements.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, financial instruments, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, disclosure of remuneration paid to auditors for non-audit services and related party transactions. Where required, equivalent disclosures are given in the group accounts of Reach plc. The group accounts of Reach plc are available to the public and can be obtained as set out in note 13.

#### **Investments in subsidiary undertakings**

Investments in subsidiaries are stated at cost less provision for any impairment.

#### **Investments in joint ventures**

A joint venture is an entity in which the company has a long term interest and shares control under a contractual agreement.

#### **Financial instruments**

Financial assets and financial liabilities are recognised in the company balance sheet when the company becomes a party to the contractual provisions of the instrument.

#### **Key sources of estimation uncertainty and critical judgements in applying accounting policies**

No key sources of estimated uncertainty were required in determining the carry amounts of assets and liabilities at the balance sheet date. In applying the company's accounting policy, described above, no critical judgements were identified.

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**Notes to the Financial statements for the 52 weeks ended 29 December 2019**

**2. Turnover**

An analysis of the company's turnover is as follows:

	52 weeks ended 29 December 2019 £'000	52 weeks ended 30 December 2018 £'000
Circulation	-	11,862
Advertising	-	3,780
<b>Total revenue</b>	<b>-</b>	<b>15,642</b>

The company's operations are located primarily in the United Kingdom. The company's revenue by location of customers is set out below:

	52 weeks ended 29 December 2019 £'000	52 weeks ended 30 December 2018 £'000
UK and Republic of Ireland	-	15,642

**3. Result/profit for the period**

	52 weeks ended 29 December 2019 £'000	52 weeks ended 30 December 2018 £'000
Result/profit is stated after charging		
Depreciation of owned tangible fixed assets	-	1
Restructuring changes in respect of cost reduction measures	-	506
Exchange gains	-	(18)

In the prior period the auditor's remuneration of £31,000 for the audit of the statutory financial statements of the company has been borne and not recharged by another group company.



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**Notes to the Financial statements for the 52 weeks ended 29 December 2019**

**4. Information regarding directors and employees**

Staff costs charged to the company are as follows:

	<b>52 weeks ended 29 December 2019 £'000</b>	<b>52 weeks ended 30 December 2018 £'000</b>
Wages and salaries	-	2,185
Social security costs	-	194
Pension costs	-	54
	<u>-</u>	<u>2,433</u>

The average monthly number of employees charged to the company during the period is set out below:

	<b>No.</b>	<b>No.</b>
Editorial	-	29
Selling and distribution	-	5
Administration	-	5
	<u>-</u>	<u>39</u>

**Directors' emoluments**

The directors received no remuneration in respect of services to the company (2018: nil).

**Pensions**

In the prior period the company contributed to two Group Personal Pension Plans which are defined contribution schemes. Contributions in the prior period were £54,000. At prior period end there were no outstanding or prepaid contributions.

**5. Interest receivable and similar income**

	<b>52 weeks ended 29 December 2019 £'000</b>	<b>52 weeks ended 30 December 2018 £'000</b>
Interest on bank deposits	-	85

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**Notes to the Financial statements for the 52 weeks ended 29 December 2019**

**6. Taxation**

	52 weeks ended 29 December 2019 £'000	52 weeks ended 30 December 2018 £'000
Result/profit before taxation	-	313
Expected tax debit	-	(59)
Tax effect of expenses that are not taxable in determining taxable profit	-	3
Utilisation of tax losses	-	56
<b>Deferred tax charge</b>	-	-
<b>Tax in the period</b>	-	-

The standard rate of corporation tax for the period is 19% (2018: 19%).

The company has tax losses of £29.5 million (2018: £29.5 million) available to carry forward against future profits. The company has ceased trading and no deferred tax asset has been recognised in respect of these losses as future benefit is unlikely.

**7. Investments in subsidiary undertakings**

	Investments in subsidiary undertakings £'000
<b>Cost</b>	
At beginning and end of the period	10,896
<b>Provision for impairment</b>	
At beginning and end of the period	(10,896)
<b>Net book value</b>	
At beginning and end of the period	-

A full list of subsidiaries at the reporting date is appended on page 12 and forms part of these financial statements.

**8. Investments in joint ventures**

The company holds a 50% share in Iberian Ediciones Limited which is currently in voluntary liquidation. Iberian Ediciones Limited is incorporated in the United Kingdom with a registered office at 26-28 Bedford Row, London WC1R 4HE.

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**Notes to the Financial statements for the 52 weeks ended 29 December 2019**

**9. Stocks**

	<b>29 December 2019 £'000</b>	<b>30 December 2018 £'000</b>
Raw materials and consumables	-	329

**10. Debtors: amounts falling due within one year**

	<b>29 December 2019 £'000</b>	<b>30 December 2018 £'000</b>
Amounts due from group undertakings	125,262	126,890
Trade receivables	-	267
Deferred tax asset	-	36
Other debtors	-	4
Prepayments and accrued income	-	69
	<u>125,262</u>	<u>127,266</u>

Intercompany balances are unsecured, non-interest bearing balances repayable on demand.

**Deferred tax asset**

	<b>29 December 2019 £'000</b>	<b>30 December 2018 £'000</b>
Accelerated capital allowances	-	36

	<b>29 December 2019 £'000</b>	<b>30 December 2018 £'000</b>
The movement in the deferred tax asset was as follows:		
At the beginning of the period	36	36
Transfer through intercompany	(36)	-
At the end of the period	<u>-</u>	<u>36</u>

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**Notes to the Financial statements for the 52 weeks ended 29 December 2019**

**11. Creditors: amounts falling due within one year**

	29 December 2019 £'000	30 December 2018 £'000
Trade payables	-	459
Other taxation and social security	-	(100)
Other creditors	-	154
Accruals and deferred income	-	2,014
	<u>-</u>	<u>2,527</u>

**12. Equity capital and reserves**

	29 December 2019 £'000	30 December 2018 £'000
<b>Authorised, allotted, called up and fully paid</b>		
100,002 (2018: 100,002) ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>

The company has one class of ordinary shares which carry no right to fixed income.

The share premium account represents the premium on issued ordinary shares.

The capital redemption reserve represents the nominal value of shares purchased and cancelled.

The profit and loss account represents cumulative profit and losses net of dividends paid and other adjustments.

**13. Ultimate parent company and immediate parent undertaking**

In the opinion of the directors, the company's ultimate parent company and controlling entity at the period end was Reach plc, a company incorporated and registered in England and Wales. Reach plc is the parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared. Copies of the group financial statements are available from its registered office at One Canada Square, Canary Wharf, London E14 5AP.

The immediate parent undertaking is Reach Network Media Limited, a company incorporated and registered in England and Wales whose registered office is at One Canada Square, Canary Wharf, London E14 5AP.

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### **Appendix**

In compliance with Section 409 of the Companies Act 2006, the following comprises a list of all related subsidiary undertakings of the company, as at 29 December 2019. With the exception of the entity noted below, the following subsidiaries undertakings are 100% owned (all share classes) and incorporated in the United Kingdom, with a registered office at One Canada Square, Canary Wharf, London E14 5AP.

Trinity Mirror Marketing LLC is 100% owned (all share classes) and incorporated in the United States of America, with a registered office at 101 Avenue of Americas, Suite 934, New York 10013.

### **Company**

#### **Direct**

Burginhal 677 Limited  
Export Magazine Distributors Limited  
Reach Magazines Distribution Limited.  
Reach Magazines Limited  
TM North America Limited  
Trinity Mirror Videos Limited  
OK Magazines Limited  
Sightline Publications Limited  
The Green Magazine Company Limited  
TM Tower Management Services Limited  
Tower Magazines Limited

#### **Indirect**

Trinity Mirror Marketing LLC  
OK Magazines Trading Co Limited