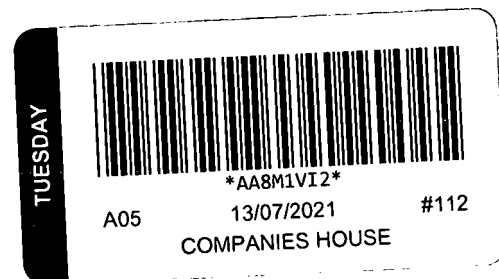


JESSICA KINGSLEY (PUBLISHERS) LIMITED

Annual Report and Financial Statements

Year ended 31st December 2020



JESSICA KINGSLEY (PUBLISHERS) LIMITED

REPORT AND FINANCIAL STATEMENTS 2020

| CONTENTS | Page |
|--|------|
| Company Information | 1 |
| Strategic Report | 2 |
| Directors' Report | 4 |
| Statement of Directors' Responsibilities | 5 |
| Independent Auditor's Report | 6 |
| Statement of Comprehensive Income | 8 |
| Statement of Financial Position | 9 |
| Statement of Changes in Equity | 10 |
| Notes to the Financial Statements | 11 |

JESSICA KINGSLEY (PUBLISHERS) LIMITED

REPORT AND FINANCIAL STATEMENTS 2020

COMPANY INFORMATION

DIRECTORS

D Shelley
P de Cacqueray

SECRETARY

P de Cacqueray

REGISTERED OFFICE

Carmelite House
50 Victoria Embankment
London EC4Y 0DZ

COMPANY NUMBER

02073602 (England and Wales)

AUDITOR

Mazars LLP
Chartered Accountants and Statutory Auditors
Tower Bridge House
St Katharine's Way
London
E1W 1DD

STRATEGIC REPORT

The Directors present their strategic report for Jessica Kingsley (Publishers) Limited for the year ended 31st December 2020.

Review and Analysis of the Business During the Current Year

The Company continued to trade as a book publisher throughout the current year.

Key performance indicators

Management use a range of performance measures to monitor and manage the business. The performance measures are set out below:

Revenue, gross profit margin, distribution and administrative expenses as a percentage of revenue, profit before tax, profit after tax and cash.

Development and financial performance during the year

As reported in the Company's statement of comprehensive income, revenue marginally decreased by 1% from £7,503,897 in 2019 to £7,433,896 in the current year.

Gross profit margin has increased from 70% in 2019, to 74% in 2020. This is primarily due to increased digital sales which have lower cost of sales.

Distribution costs as a percentage of revenue have remained relatively consistent at 11% in 2019 and 10% in 2020.

Administrative expenses as a percentage of revenue have increased from 44% in 2019 to 47% in 2020. This is mainly due to increased bad debt provisions as some customers entered administration during the year.

There was a profit before taxation of £1,236,717 for the year ended 31st December 2020 compared with a profit before taxation of £1,099,524 for the year ended 31st December 2019. This increase was due to the abovementioned increase in gross profit margin.

Profit after tax has increased from £890,948 in 2019 to £998,436 in 2020.

Financial position at the reporting date

The statement of financial position shows that the Company's net assets at the year end have increased from £999,254 to £1,097,690. This is as a result of the Company's profit after tax for the year exceeding dividends paid to shareholders. The Company's cash in hand and intercompany balances decreased by £3,628,974 in the year.

Principal Risks and Uncertainties Facing the Business

Jessica Kingsley (Publishers) Limited is part of the Hachette UK (Holdings) Group.

Treasury Operations and Financial Instruments

The Hachette UK (Holdings) Group operates a centralised treasury function which is responsible for managing the liquidity, interest, credit and foreign currency risks associated with the individual companies' activities.

Liquidity risk

The Group manages its cash and borrowing requirements centrally to maximise interest income and minimise interest expense, whilst ensuring that the Group has sufficient liquid resources to meet the operating needs of its businesses.

Interest rate risk

The Group is exposed to fair value interest rate risk on its fixed rate borrowings and cash flow interest rate risk on floating rate deposits, bank overdrafts and loans. The Group uses interest rate derivatives to manage the mix of fixed and variable rate debt so as to reduce its exposure to changes in interest rates.

Foreign currency risk

The Group's principal foreign currency exposures arise from trading operations in overseas companies. Group policy permits but does not demand that these exposures may be hedged in order to fix the cost in sterling. This hedging activity involves the use of foreign exchange forward contracts.

Credit risk

Investments of cash surpluses, borrowings and derivative instruments are made through banks and companies which must fulfil credit rating criteria approved by the group Board.

All customers who wish to trade on credit terms are subject to credit verification procedures. Receivable balances are monitored on an ongoing basis and provision is made based on expected losses over the remaining term of the receivable.

STRATEGIC REPORT (cont.)

Principal Risks and Uncertainties Facing the Business (cont.)

High street bookshop chains

Generalist high street bookshop retail chains across the world are facing strong competition from internet retailers, and particularly in the UK, alternate retail outlets such as supermarkets. The Company is not dependent upon any one sales channel or distributor for trade sales. The Company also anticipate that sales lost to bookshops will be substituted by sales made through other channels, such as internet physical sales, and also growth in e-book sales; and as such has adapted its sales force.

Change in technology

Worldwide sales of personal electronic e-book readers such as Amazon's Kindle and Apple's iPad have grown rapidly. The rising number of consumers owning these devices has driven a strong surge in the demand for downloadable books in comparison to physical books. Whilst this trend has plateaued and physical books have stabilised, there is still a risk that e-book downloads could substitute printed book purchases, and that authors might be unwilling to sell both the digital and print publishing rights. In addition, there is a risk of piracy, as e-books may be sold on sites without payment, or without authority. The Company seeks to mitigate these risks by combining e-book rights into all our contracts. The Company also has sales relationships to sell its e-books through robust third party platforms and distributors. The Company was an early adopter of e-book technology and has developed strategic alliances to ensure it continues to develop business in this area.

Growth of internet retailers

The increasing significance of internet retailers provides opportunities to generate additional revenues by selling a wider range of titles. Marketing must be aligned to the requirements of internet retailers, and the supplier must be able to react quickly to changes in consumer demand. The Company has sales teams who are dedicated to internet outlets. The Company also subcontracts printing of books to world class suppliers who have the capacity to accommodate "on demand" ordering whilst maintaining low costs.

Risk of litigation

The Company ensures all contractual and legal issues are considered fully and employs expert external advisers in this field to ensure that both the interests of the Company and its authors are safeguarded.

Recruitment, development, and retention of a quality team

The Company continues to maintain its positive and vibrant culture and an ethos that helps engender a quality workplace whilst nurturing an entrepreneurial spirit that will enable our staff to meet the challenges ahead. The Company's staff are an integral part of the Company's success story.

Title acquisition

This risk encompasses the payment of advances to authors to acquire new titles that subsequently remain unearned. The risk is mitigated by strong controls when considering the acquisition of rights to new titles which include an initial book contribution evaluation process, carried out and signed off at a senior level. New titles are supported by sales and marketing resources to ensure a successful launch. There is also a system of continuous review, analysis and feedback on title performance to better inform future acquisitions.

Protection of our intellectual property

The advent of e-books increases the existing risk of revenue being undermined by the unauthorised copying and publication of the Company's books by third parties. The protection of intellectual property across all jurisdictions and across different forms of media is a high priority. The Company's management work closely with professional advisors and internet specialists to ensure all intellectual property rights are safeguarded.

Uncertainties arising from Covid-19 and Brexit

We have looked at the uncertainties arising from Covid-19 and Brexit facing all businesses and challenged ourselves as to the impact on estimates made within these financial statements including on the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment which is plainly subjective.

Brexit has created some logistical delays but the impact on our business is modest and manageable given our business model. The impact of Covid-19 is more difficult to estimate on an ongoing basis but, to date, has not significantly impacted turnover, with the Company experiencing only a marginal decrease in turnover. We are confident that the impact on our trading activities is manageable. We specifically comment on the impact on our going concern assessment on page 4.

Future Developments

The Company will be looking to protect sales and profits as much as possible throughout 2021 by continuing to review and adapt processes and performing market assessments to mitigate the challenges brought by Covid-19 and the unprecedented times the world economy is facing.

Approved by the Board of Directors and signed on behalf of the Board.



P de Cacqueray
Director

28th May 2021

DIRECTORS' REPORT

The Directors present their Annual Report and Financial Statements for the year ended 31st December 2020.

As permitted by Paragraph 1A of Schedule 7 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 certain matters which are required to be disclosed in the Directors' Report have been omitted as they are included in the Strategic Report on pages 2 and 3. These matters relate to the principal activity, business review, principal risks and uncertainties, and future developments.

Dividends

The Company paid dividends of £900,000 in the year ended 31st December 2020 (year ended 31st December 2019: £500,000).
The directors recommend a final dividend to be paid in 2021 of £1,000,000.

Directors

The names of the present Directors of the Company are shown on page 1. Changes in directors during the year are shown below:

- J Hodder-Williams resigned as Director on 2nd November 2020.

Directors' Indemnity

The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for directors and officers of the Company in respect of liabilities they may incur in the discharge of their duties or in the exercise of their powers, including any liabilities relating to the defence of any proceedings brought against them which relate to anything done or omitted, or alleged to have been done or omitted, by them as officers or employees of the Company.

Appropriate directors' and officers' liability insurance cover is in place in respect of all of the Company's directors.

Going Concern

The uncertainty as to the future impact on the Company of the current Covid-19 outbreak in particular has been considered as part of the Company's adoption of the going concern basis of preparation. The Company experienced a reduction of physical book sales due to closure of retail outlets, but this has been partially offset with increases in eBook sales, online sales and an increase in orders from other channels such as supermarkets. We continue to distribute books and to publish new titles, and have implemented cost saving measures across a number of areas to further mitigate the impact.

We have performed a number of downside scenarios to consider the potential impact of Covid-19 on the Company's forecasts and we are satisfied that in each of these scenarios the Company will still be able to meet its obligations as they fall due and that the going concern basis of preparation therefore remains appropriate.

Statement as to Disclosure of Information to Auditor

The directors who held office at the date of approval of this report confirm that:

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

Approved by the Board of Directors and signed on behalf of the Board.



P de Cacqueray
Director

28th May 2021

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, 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 financial statements in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 year. 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; 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 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.

INDEPENDENT AUDITOR'S REPORT

To the members of Jessica Kingsley (Publishers) Limited

Opinion

We have audited the financial statements of Jessica Kingsley (Publishers) Limited (the 'Company') for the year ended 31 December 2020 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (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 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including 'Financial Reporting Standard 101 "Reduced Disclosure Framework"; 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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

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

Matters on which we are required to report by exception

In 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.

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.

INDEPENDENT AUDITOR'S REPORT (continued)**Responsibilities of Directors**

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Based on our understanding of the company and its industry, we identified that the principal risks of non-compliance with laws and regulations related to the UK tax legislation, pensions legislation, employment regulation and health and safety regulation, anti-bribery, corruption and fraud, money laundering and non-compliance with implementation of government support schemes relating to COVID-19, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements, such as the Companies Act 2006.

We evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, and significant one-off or unusual transactions.

Our audit procedures were designed to respond to those identified risks, including non-compliance with laws and regulations (irregularities) and fraud that are material to the financial statements. Our audit procedures included but were not limited to:

- Discussing with the directors and management their policies and procedures regarding compliance with laws and regulations;
- Communicating identified laws and regulations throughout our engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

Our audit procedures in relation to fraud included but were not limited to:

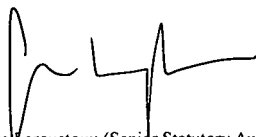
- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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.

Use of the audit 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.



Claire Larquetoux (Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
Tower Bridge House
St Katharine's Way
London
E1W 1DD

Date:

30 June 2021

JESSICA KINGSLEY (PUBLISHERS) LIMITED

STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31st December 2020

| | Notes | Year ended 31st December 2020 | Year ended 31st December 2019 |
|--|----------|----------------------------------|----------------------------------|
| | | £ | £ |
| REVENUE | 4 | 7,433,896 | 7,503,897 |
| Cost of sales | | (1,963,407) | (2,272,506) |
| GROSS PROFIT | | 5,470,489 | 5,231,391 |
| Distribution costs | | (749,634) | (821,522) |
| Administrative expenses | | (3,484,131) | (3,327,222) |
| OPERATING PROFIT | 7 | 1,236,724 | 1,082,647 |
| Income from investments in subsidiary undertakings | | - | 16,877 |
| PROFIT BEFORE INTEREST | | 1,236,724 | 1,099,524 |
| Finance expense | 6 | (7) | - |
| PROFIT BEFORE TAXATION | | 1,236,717 | 1,099,524 |
| Taxation | 8 | (238,281) | (208,576) |
| PROFIT FOR THE YEAR | | 998,436 | 890,948 |
| Other comprehensive income | | - | - |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | 998,436 | 890,948 |

All results are derived from continuing operations.

The notes on pages 11 to 18 form an integral part of the financial statements.

JESSICA KINGSLEY (PUBLISHERS) LIMITED

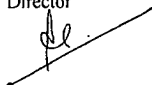
STATEMENT OF FINANCIAL POSITION 31st December 2020

| | Notes | As at 31st December 2020 | As at 31st December 2019 |
|-----------------------------------|-------|-----------------------------|-----------------------------|
| | | £ | £ |
| NON-CURRENT ASSETS | | | |
| Tangible fixed assets | 10 | - | - |
| Deferred tax | 8 | 1,311 | 853 |
| | | <u>1,311</u> | <u>853</u> |
| CURRENT ASSETS | | | |
| Inventories | 11 | 1,107,770 | 1,104,215 |
| Trade and other receivables | 12 | 3,874,957 | 12,489,314 |
| Cash and cash equivalents | | - | 96,631 |
| | | <u>4,982,727</u> | <u>13,690,160</u> |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 13 | (3,826,348) | (12,425,636) |
| Current tax liabilities | | - | (206,123) |
| Provisions | 14 | (60,000) | (60,000) |
| | | <u>(3,886,348)</u> | <u>(12,691,759)</u> |
| NET CURRENT ASSETS | | <u>1,096,379</u> | <u>998,401</u> |
| NET ASSETS | | <u>1,097,690</u> | <u>999,254</u> |
| CAPITAL AND RESERVES | | | |
| Called up equity share capital | 16 | 105 | 105 |
| Share Premium | | 42,155 | 42,155 |
| Retained earnings | | 1,055,430 | 956,994 |
| EQUITY SHAREHOLDER'S FUNDS | | <u>1,097,690</u> | <u>999,254</u> |

The notes on pages 11 to 18 form an integral part of the financial statements.

The financial statements were approved by the Board of Directors and authorised for issue on 28th May 2021.

Signed on behalf of the Board of Directors.
P de Cacqueray
Director



JESSICA KINGSLEY (PUBLISHERS) LIMITED

STATEMENT OF CHANGES IN EQUITY
31st December 2020

| | Share capital £ | Share premium £ | Retained earnings £ | Total equity £ |
|-----------------------------------|-----------------------|-----------------------|---------------------------|----------------------|
| At 1st January 2019 | 105 | 42,155 | 566,046 | 608,306 |
| Profit for the year | - | - | 890,948 | 890,948 |
| Other comprehensive income | - | - | - | - |
| Total comprehensive income | - | - | 890,948 | 890,948 |
| Dividends paid | - | - | (500,000) | (500,000) |
| At 31st December 2019 | 105 | 42,155 | 956,994 | 999,254 |
| Profit for the year | - | - | 998,436 | 998,436 |
| Other comprehensive income | - | - | - | - |
| Total comprehensive income | - | - | 998,436 | 998,436 |
| Dividends paid | - | - | (900,000) | (900,000) |
| At 31st December 2020 | 105 | 42,155 | 1,055,430 | 1,097,690 |

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31st December 2020

1 CORPORATE INFORMATION

Jessica Kingsley (Publishers) Limited is a Company incorporated in the United Kingdom. The registered address of the Company is given on page 1. The principal operations of the Company are included in the strategic report on page 2.

2 ACCOUNTING POLICIES

2.1 Basis of preparation

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" ("FRS 101") and in accordance with the applicable provisions of the Companies Act 2006. Except for certain disclosure exemptions detailed below, the recognition, measurement and disclosure requirements of the applicable law and United Kingdom Accounting Standards have been applied to these financial statements and, where necessary, amendments have been made in order to comply with the Companies Act 2006 and The Large and Medium-sized Companies and Groups Regulations 2008/410 ('Regulations').

Disclosure exemptions applied

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS101 paragraph 8:

- a) The requirement of IFRS 7 'Financial Instruments: Disclosures' relating to the disclosure of financial instruments and the nature and extent of risks arising from such instruments;
- b) The requirement of IFRS 13 'Fair Value Measurement' paragraphs 91 to 99 relating to the fair value measurement disclosures of financial assets and financial liabilities that are measured at fair value, such as the available for sale investments and derivative financial instruments;
- c) The applicable requirements of IAS 36 'Impairment of Assets' relating to the disclosures of estimates used to measure recoverable amounts;
- d) The applicable requirements of IAS 1 'Presentation of Financial Statements' relating to the disclosure of comparative information in respect of the number of shares outstanding at the beginning and end of the year (IAS 1.79(a)(iv)), the reconciliation of the carrying amount of property, plant and equipment (IAS 16.73 (e)) and the reconciliation of the carrying amount of intangible assets (IAS 18 (118)(e));
- e) The requirement of IAS 1 'Presentation of Financial Statements' paragraphs 134 to 136 relating to disclosure of capital management policies and objectives;
- f) The requirements of IAS 7 'Statement of Cash Flows' and IAS 1 'Presentation of Financial Statements' paragraph 10(d), 111 relating to the presentation of a Cash Flow Statement;
- g) The requirements of IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' paragraphs 30 and 31 relating to the disclosure of standards, amendments and interpretations in issue but not yet effective; and
- h) The requirement of IAS 24 'Related Party Disclosures' paragraph 17 relating to the disclosure of key management personnel compensation and relating to the disclosure of related party transactions entered into between the Company and other wholly-owned subsidiaries of the group.

For the disclosure exemptions listed in points a) and c), the equivalent disclosures are included in the consolidated financial statements of the group, Lagadere SCA which the Company is consolidated into.

Basis of measurement

The financial statements have been prepared on the historical cost basis.

Going concern

The Company's business activities, together with the factors likely to affect its future development and financial position, including the impact of Covid-19, are set out in the Strategic Report. The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they have continued to adopt the going concern basis of accounting in preparing the financial statements.

Functional and presentational currency

The Company's functional currency is GBP Sterling, as this is the currency of the primary economic environment of that in which the Company operates. The financial statements are presented in GBP Sterling.

Use of estimates and judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis, as per accounting policy 2.11. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31st December 2020

2 ACCOUNTING POLICIES (continued)

2.2 Foreign currency

Transactions denominated in foreign currencies are recorded at the spot exchange rates at the dates of transactions. Monetary assets and liabilities denominated in foreign currencies at each reporting date are translated into the functional currency at the spot exchange rates at that date. Foreign currency translation differences arising on translation are recognised in the statement of comprehensive income.

2.3 Revenue

Revenue includes sales of products and services resulting from contracts with customers and is recognised whenever control of the promised goods or services is transferred to the customer at an amount that reflects the consideration that the entity expects to be entitled to for those goods or services.

Revenue corresponds mainly to sales of goods and is recognised at the point of sale to the customer. Revenue from sub-rights is recognised at the date of the invoice or the date of receipt of cash from the customer. Revenue is shown net of rebates, distribution commissions and the right of return, where applicable.

When a right of return is granted to distributors for unsold items, estimates of the amount of returns are recognised as a refund liability within other current liabilities for the portion relating to the decrease in revenue, and as a refund asset within inventories and other current assets, respectively for the portions relating to inventories and advances paid to authors. The refund liability recognised as a deduction from revenue is estimated using the actual sales during the year and historical data regarding returns, adjusted for changes in the operating environment during the current year.

2.4 Financial instruments

Financial assets carried at amortised cost

Financial assets are recognised on the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the instrument.

Financial assets are initially recognised at fair value plus directly attributable transaction costs.

Financial assets carried at amortised cost are classified as loans and receivables and comprise trade and other receivables and cash and cash equivalents. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

After initial recognition, loans and receivables are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

Non-current loans and receivables are measured at amortised cost, calculated using the effective interest method. Upon initial recognition, impairment is systematically recognised to the extent of any credit losses expected to result from events that could occur in the next 12 months. If there has been a significant deterioration in the counterparty's credit quality, the initial impairment loss is increased to cover the full amount of expected losses over the remaining term of the receivable.

Trade receivables and operating receivables are carried at amortised cost and are impaired based on the IFRS 9 simplified model. Impairment amounts are determined differently for each business:

- Individual impairment assessed on a case-by-case basis taking into account (i) the counterparty's risk profile; (ii) historical probabilities of default; (iii) probabilities of default supplied by rating agencies; (iv) any credit insurance; and (v) estimated losses for receivables in respect of which a credit event has been identified.
- Collective impairment assessed on a statistical basis using an impairment matrix based on an aged receivables analysis and expected losses.

A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

Financial liabilities carried at amortised cost

These financial liabilities include trade and other payables and interest bearing loans and borrowings.

Financial liabilities are initially recognised at fair value adjusted for any directly attributable transaction costs.

After initial recognition, financial liabilities are measured at amortised cost using the effective interest method, with interest-related charges recognised as an expense in finance costs. Discounting is omitted where the effect of discounting is immaterial.

A financial liability is derecognised only when the contractual obligation is extinguished, that is, when the obligation is discharged, cancelled or expires.

2.5 Property, plant and equipment

Property, plant and equipment is recognised as an asset only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

An item of property, plant and equipment that qualifies for recognition as an asset is measured at its cost. Cost of an item of property, plant and equipment comprises the purchase price, any costs 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 and an initial estimate of the cost of dismantling and remove the asset and restoring the site on which it is located.

After recognition, all property, plant and equipment are carried at costs less any accumulated depreciation and any accumulated impairment losses.

Depreciation is provided at rates calculated to write down the costs of assets, less estimated residual value, over their expected useful lives on the following basis:

| | |
|----------------------|----------------------|
| Fixture and fittings | 25% straight line |
| Computer equipment | 25-33% straight line |

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31st December 2020

2 ACCOUNTING POLICIES (continued)

2.6 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

2.7 Income tax

Current income tax assets and/or liabilities comprise obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid/due at the reporting date. Current tax is payable on taxable profits, which may differ from profit or loss in the financial statements. Calculation of current tax is based on the tax rates and tax laws that have been enacted or substantively enacted at the reporting period.

Deferred taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss). However, for deductible temporary differences associated with investments in subsidiaries a deferred tax asset is recognised when the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

2.8 Inventories

Inventories are measured at the lower of cost and net realisable value. Cost of inventories comprises all costs incurred in bringing each product to its present location and condition, as follows:

| | |
|-------------------------------------|----------------------------|
| Goods for resale | - purchase cost |
| Work in progress and finished goods | - cost of direct materials |

Cost is determined on a first-in, first-out ("FIFO") basis. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.9 Pension costs

The Company participates in a defined contribution pension scheme where pension contributions are charged against profits in the accounting period in which they arise.

2.10 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short term, highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

2.11 Significant management judgments in applying accounting policies and estimation uncertainty

When preparing the financial statements, management makes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on the recognition of assets, liabilities, income and expenses is provided below.

Returns provision

The company sells books on a sale or return basis. Other creditors includes an estimate for returns expected to be received after the year end.

Royalty advances provision

Unearned royalty advances are written down to the extent that they are not expected to be covered by estimated future earnings.

Stock provision

Old and obsolete stock is written down to the extent that it is not expected to be sold, in line with group policy.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31st December 2020

2 ACCOUNTING POLICIES (continued)

2.12 Standards, amendments and interpretations adopted in the current financial year ended 31st December 2020

The adoption of the following mentioned standards, amendments and interpretations in the current year have not had a material impact on the Company's financial statements.

| | EU effective date Periods beginning on or after |
|--|---|
| Annual Improvements to IFRSs (2016 - 2018) | 1st January 2020 |
| IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors (Amendment): Definition of Material | 1st January 2020 |
| IFRS 9 Financial Instruments, IAS 39 Financial Instruments: Recognition and Measurement and IFRS 7 Financial Instruments: Disclosures (Amendments): Interest Rate Benchmark Reform – Phase 1 | 1st January 2020 |
| Conceptual Framework (Amendment): Amendments to References to the Conceptual Framework in IFRS Standards | 1st January 2020 |
| IFRS 3 Business Combinations (Amendment): Definition of a Business | 1st January 2020 |
| IFRS 16 Leases (Amendment): Covid-19-related Rent Concessions | 1st June 2020 |

The adoption of the following mentioned standards in future years are not expected to have a material impact on the Company's financial statements:

| | |
|--|------------------|
| IFRS 9 Financial Instruments, IAS 39 Financial Instruments: Recognition and Measurement, IFRS 7 Financial Instruments: Disclosures, IFRS 4 Insurance Contracts and IFRS 16 Leases (Amendments): Interest Rate Benchmark Reform – Phase 2 | 1st January 2021 |
| IFRS 4 Insurance Contracts (Amendment): Extension of the Temporary Exemption from Applying IFRS 9 | 1st January 2021 |
| IAS 16 Property, Plant and Equipment (Amendment): Proceeds before Intended Use | 1st January 2022 |
| IAS 37 Provisions, Contingent Liabilities and Contingent Assets: (Amendment): Onerous Contracts – Cost of Fulfilling a Contract | 1st January 2022 |
| IFRS 3 Business Combinations (Amendment): Reference to the Conceptual Framework | 1st January 2022 |
| Annual Improvements to IFRSs (2018 – 2020 cycle) | 1st January 2022 |
| IAS 1 Presentation of Financial Statements (Amendment): Classification of Liabilities as Current or Non-current and Classification of Liabilities as Current or Non-current - Deferral of Effective Date | 1st January 2023 |
| IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements (Amendment): Disclosure of accounting policies | 1st January 2023 |
| IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors (Amendment): Definition of accounting estimates | 1st January 2023 |
| IFRS 17 Insurance Contracts and Amendments to IFRS 17 | 1st January 2023 |

3 RELATED PARTIES

The Company has taken advantage of the exemption offered by IFRS 101 from the requirements of paragraph 17 of IAS 24 'Related Party Disclosures' not to disclose key management personnel compensation and from the requirements in IAS 24 'Related Party Disclosures' not to disclose related party transactions entered into between two or more members of a group.

4 REVENUE

Analysis by geographical area:

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|--|---------------------------------------|---------------------------------------|
| United Kingdom | 3,596,147 | 4,385,079 |
| Australia and New Zealand | 280,666 | 318,653 |
| Continental Europe | 614,681 | 429,388 |
| North America | 2,680,820 | 2,219,455 |
| Asia | 238,249 | 103,041 |
| Rest of World | 23,333 | 48,281 |
| Total revenue from sales of goods | 7,433,896 | 7,503,897 |

The Directors consider the Company to have one class of business, book publishing, and thus no analysis of revenue by class of business is provided.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31st December 2020

5 INFORMATION REGARDING EMPLOYEES AND DIRECTORS

Number of employees

The average monthly number of persons (including Directors) employed by the Company during the year was:

| | Year ended 31st December 2020 Number | Year ended 31st December 2019 Number |
|-----------------|--|--|
| Book publishing | 39 | 38 |

Employment costs

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|-----------------------|---------------------------------------|---------------------------------------|
| Wages and salaries | 1,621,770 | 1,557,730 |
| Social security costs | 150,380 | 145,929 |
| Other pension costs | 133,114 | 130,580 |
| | <u>1,905,264</u> | <u>1,834,239</u> |

Emolument of directors who are also directors of either Hachette UK Limited or Hachette UK (Holdings) Limited have not been disclosed. The group wide emoluments for those Company directors have been disclosed in the financial statements of Hachette UK Limited or Hachette UK (Holdings) Limited, as appropriate.

6 FINANCE EXPENSE

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|-----------------------|---------------------------------------|---------------------------------------|
| Bank interest payable | 7 | - |

7 OPERATING PROFIT

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|--|---------------------------------------|---------------------------------------|
| Operating profit is stated after charging: | | |
| Depreciation - recharged | 4,603 | 6,764 |
| Other operating lease rentals - low value | 37,708 | 29,486 |
| Foreign exchange loss | <u>(8,728)</u> | <u>(8,203)</u> |

The audit fee of £5,800 (2019: £5,749) was borne by the Company's parent company, Hachette UK Limited and has been incorporated into group recharges.

Fees for other non-audit services of £7,743 (2019: £4,343) were also borne by Hachette UK Limited.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31st December 2020

8 INCOME TAX AND DEFERRED TAX

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|---|---------------------------------------|---------------------------------------|
| Current income tax: | | |
| Tax for the current year | 235,064 | 206,123 |
| Prior year adjustment | 3,675 | 3,502 |
| | <u>238,739</u> | <u>209,625</u> |
| Deferred tax: | | |
| Origination and reversal of temporary differences | (458) | (1,049) |
| Total tax expense | <u>238,281</u> | <u>208,576</u> |
| Reconciliation of tax charge: | | |
| Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019: 19%) | 234,977 | 208,910 |
| Other disallowable expenditure | 87 | 420 |
| Prior year adjustment | 3,675 | 3,502 |
| Accelerated depreciation | (458) | (1,049) |
| Non-taxable income | - | (3,207) |
| Total tax expense | <u>238,281</u> | <u>208,576</u> |
| | | |
| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
| The deferred tax included in the statement of financial position is as follows | 1,311 | 853 |
| Accelerated depreciation | 1,311 | 853 |
| Total recognised deferred tax asset | <u>1,311</u> | <u>853</u> |
| Deferred tax asset at the start of the year | 853 | (196) |
| Deferred tax charge in the statement of comprehensive income for the year | 458 | 1,049 |
| | <u>1,311</u> | <u>853</u> |

Deferred tax has been provided at 19% (year ended 31st December 2019: 19%) which is the rate enacted to apply from 1 April 2020.

Subsequent to the balance sheet date, it was announced in the Budget on 3 March 2021 the rate of corporation tax would be increased to 25% with effect from 1 April 2023. The effect of this change would not be material. Legislation is intended to be included in the Finance Bill 2021 to effect this change.

9 DIVIDENDS

| | Year ended 31st December 2020 £ | Year ended 31st December 2019 £ |
|--|---------------------------------------|---------------------------------------|
| Amounts recognised as distributions to equity holders in the year: | | |
| Dividends paid in the year | <u>900,000</u> | <u>500,000</u> |

10 TANGIBLE FIXED ASSETS

| | Fixtures and Fittings £ | Computer Equipment £ | Total £ |
|--|-------------------------------|----------------------------|------------|
| Cost : | | | |
| At 1st January 2020 | 61,481 | 174,681 | 236,162 |
| Disposals | (61,481) | (174,681) | (236,162) |
| At 31st December 2020 | <u>-</u> | <u>-</u> | <u>-</u> |
| Accumulated amortisation : | | | |
| At 1st January 2020 | 61,481 | 174,681 | 236,162 |
| Disposals | (61,481) | (174,681) | (236,162) |
| At 31st December 2020 | <u>-</u> | <u>-</u> | <u>-</u> |
| Net book value : | | | |
| At 31st December 2019 and 31st December 2020 | <u>-</u> | <u>-</u> | <u>-</u> |

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31st December 2020

11 INVENTORIES

| | As at 31st December 2020 | As at 31st December 2019 |
|-----------------------------------|-----------------------------|-----------------------------|
| | £ | £ |
| Work in progress | 96,473 | 153,059 |
| Finished goods and goods for sale | 1,011,297 | 951,156 |
| | <u>1,107,770</u> | <u>1,104,215</u> |

There is no material difference between the carrying value of inventory and replacement costs.

12 TRADE AND OTHER RECEIVABLES

| | As at 31st December 2020 | As at 31st December 2019 |
|------------------------------------|-----------------------------|-----------------------------|
| | £ | £ |
| Trade receivables | 3,637,320 | 2,119,521 |
| Amounts owed by group undertakings | - | 10,124,647 |
| Other receivables | 233,310 | 245,146 |
| Prepayments and accrued income | 4,327 | - |
| | <u>3,874,957</u> | <u>12,489,314</u> |

All amounts are due on demand or within one year.

13 TRADE AND OTHER PAYABLES

| | As at 31st December 2020 | As at 31st December 2019 |
|------------------------------------|-----------------------------|-----------------------------|
| | £ | £ |
| Trade payables | - | 1,662,926 |
| Amounts owed to group undertakings | 2,049,743 | 8,642,047 |
| Other payables | 1,343,525 | 1,326,172 |
| Accruals and deferred income | 433,080 | 794,491 |
| | <u>3,826,348</u> | <u>12,425,636</u> |

Trade payables have been outsourced to a group company and are now reflected in the amounts owed to group undertakings.

Intercompany loans are repayable on demand but, in practice, the non-current balances will tend to remain in place over a longer period than one year. Interest is chargeable on the loan at LIBOR plus 0.2 percentage points.

14 PROVISIONS

| | £ |
|--|--------------------------------|
| | Dilapidations provision |
| At 1st January 2020 and 31st December 2020 | <u>60,000</u> |

The dilapidation provision is in respect of leasehold property. It is the directors' best estimate that the final liability will not exceed £60,000.

15 PENSION ARRANGEMENTS

The Company operates a defined contribution pension plan. The assets of the plan are held separately from those of the Company in an independently administered fund. The pension cost charge representing contributions by the Company to the fund during the year amounted to £133,114 (2019: £130,580).

16 CALLED UP SHARE CAPITAL

| | As at 31st December 2020 | | As at 31st December 2019 |
|------------------------------------|-----------------------------|------------|-----------------------------|
| | Number | £ | Number |
| Allotted, called up and fully paid | | | |
| 1p ordinary A shares | 7,500 | 75 | 7,500 |
| 1p ordinary B shares | 3,027 | 30 | 3,027 |
| | <u>10,527</u> | <u>105</u> | <u>10,527</u> |

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31st December 2020

17 ULTIMATE AND IMMEDIATE PARENT COMPANIES

The Company's immediate parent undertaking is Hachette UK Limited, a company incorporated in England and Wales.

The ultimate parent company is Lagardere SCA, a company incorporated in France. This is also both the largest and smallest group which includes the company and for which consolidated accounts are prepared. Copies of the group accounts of Lagardere SCA are available from 4 Rue de Presbourg, 75116, Paris 16, France.