

# **Blackwell Healthcare Communications Limited**

Registered No. 2568343

## **Report and Financial Statements**

For the 16 months ended 30 April 2007

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COMPANIES HOUSE

## Blackwell Healthcare Communications Limited

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Registered No 2568343

### Director

Ellis Cousens	(Appointed 15 <sup>th</sup> October 2007)
Christopher Dicks	(Appointed 22 <sup>nd</sup> March 2007)
Stephen Smith	(Appointed 15 <sup>th</sup> October 2007)
Rene Olivieri	(Resigned 16 <sup>th</sup> October 2007)

### Secretary

Aldwych Secretaries Limited 3 Worcester Street Oxford OX1 2PZ	(Resigned 26 <sup>th</sup> March 2007)
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Ian Garrard	(Appointed 26 <sup>th</sup> March 2007) (Resigned 23 <sup>rd</sup> July 2007)
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Ursula D'Arcy	(Appointed 24 <sup>th</sup> July 2007)
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### Auditors

Ernst & Young LLP  
1 More London Place  
London  
SE1 2AF

### Bankers

Barclays Bank PLC  
Oxford City Centre Branch  
PO Box 333  
Oxford  
OX1 3HS

### Registered office

The Atrium  
Southern Gate  
Chichester  
West Sussex PO19 8SQ

## Director's report

The directors present their annual report and the audited accounts for the 16 months period ended 30 April 2007

### Results and dividends

On 17 November 2006 John Wiley & Sons, Inc. announced that it had entered into a Definitive Agreement to acquire all of the shares of Blackwell Publishing (Holdings) Ltd, the Company's ultimate parent company. The acquisition took place within the structure of a Scheme of Arrangement under section 425 of the Companies Act 1985 and was approved by the High Court in England and Wales on 31 January 2007. On 2 February Blackwell Publishing (Holdings) Ltd was registered as a subsidiary company of Wiley Europe Investment Holdings Ltd.

In order to bring the Company's accounts in line with those John Wiley & Sons, Inc. the Company has changed its year end to April, and this report and accounts covers the 16 month period from 1 January 2006 to 30 April 2007.

The company had no trading activity during the year.

The Company profit for the 16 months period, after taxation amounted to £nil (2005: £nil).

The directors have not authorised the payment of a dividend during the year (2005: £nil).

### Directors

Ellis Cousens	(Appointed 15 <sup>th</sup> October 2007)
Christopher Dicks	(Appointed 22 <sup>nd</sup> March 2007)
Stephen Smith	(Appointed 15 <sup>th</sup> October 2007)
Rene Olivier	(Resigned 16 <sup>th</sup> October 2007)

No director had an interest in any contract to which the company was party during the year, that are required to be disclosed under Schedule 7 of the Companies Act 1985.

### Directors' statement as to disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that:

- To the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the Company's auditors are unaware, and
- Each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

## Director's report

### Statement of Directors Responsibilities

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice. Company law requires the director to prepare financial statements for each financial period which 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 these financial statements, the director is required to

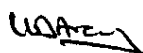
- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the entity will continue in business.

The director is responsible for keeping proper accounting records which 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 1985. He is 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.

### AUDITORS

In accordance with Section 384 of the Companies Act 1985, a resolution not to re-appoint Ernst & Young LLP as auditors of the Company will be proposed at the Annual General meeting. Due to the company being acquired by Wiley Europe Investment Holdings Ltd during the period its auditors, KPMG LLP, will be appointed at the Annual General Meeting.

By order of the Board



U D Arcy  
Company Secretary  
Date 27<sup>th</sup> Dec 2007

## Director's report

### **INDEPENDENT AUDITORS' REPORT**

#### **to the Members of Blackwell Healthcare Communications Limited**

We have audited the Company's financial statements (the financial statements) for the period ended 30 April 2007 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses, and the related notes 1 to 8. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

## Director's report

### **INDEPENDENT AUDITORS' REPORT (CONTINUED)** **to the Members of Blackwell Healthcare Communications Limited**

#### **Opinion**

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 30 April 2007 and of the Company's profit for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

Ernst & Young LLP  
Registered Auditor  
London  
Date

*Ernst & Young LLP*  
*2 January 2008*

**Profit and loss account**  
for the 16 months ended 30 April 2007

	<i>16 months 2007 £</i>	<i>12 months 2005 £</i>
Administrative expenses	-	-
<b><i>Profit on ordinary activities before taxation</i></b>	-	-
Tax on profit on ordinary activities	-	-
<b><i>Profit retained for the financial period</i></b>	-	-

**Statement of total recognised gains and losses**

There are no recognised gains or losses attributable to the shareholders for the 16 months ended 30 April 2007 (2005 - £nil)

## Balance sheet

at 30 April 2007

		30 April 2007	31 December 2005
	Notes	£	£
<b>Current assets</b>			
Debtors	6	193,121	193,121
		<u>193,121</u>	<u>193,121</u>
<b>Net current assets</b>		<u>193,121</u>	<u>193,121</u>
<b>Capital and reserves</b>			
Called up share capital	7	200,000	200,000
Profit and loss account		(6,879)	(6,879)
<b>Equity shareholders' funds</b>		<u>193,121</u>	<u>193,121</u>

These financial statements were approved by the directors on 27 Dec 2007 and are signed on its behalf by



C J Dicks  
Director



## Notes to the financial statements

at 30 April 2007

### 1 Accounting policies

#### *Basis of preparation*

The financial statements are prepared under the historical cost convention

### 2 Turnover

There is no turnover related to this company

### 3 Profit on ordinary activities before taxation

This are no operating expenses related to this company

### 4 Staff costs

No salaries or wages have been paid to employees, including the director, during the year

### 5 Tax

There are no tax charges related to this company

### 6 Debtors

	<i>30 April 2007</i>	<i>31 December 2005</i>
	<i>£</i>	<i>£</i>
Amounts owed by group undertakings	193,121	193,121

### 7. Share capital

	<i>30 April 2007</i>	<i>31 December 2005</i>
	<i>£</i>	<i>£</i>
Ordinary shares of £1 each	200,000	200,000

	<i>No</i>	<i>Allotted 2007 £</i>	<i>called up and fully paid 2005 £</i>
Ordinary shares of £1 each	200,000	200,000	200,000

### 8 Ultimate parent company

The company's immediate parent undertaking is Blackwell Science Limited

The company's accounts are included in the consolidated accounts of Wiley Europe Investment Holdings Ltd

The company's ultimate parent company is John Wiley & Sons, Inc., a company registered in the United States of America. The company is included in the John Wiley & Sons, Inc. financial statements, copies of which are available from its registered office, 111 River Street, Hoboken, New Jersey, USA.