

Wilmington Publishing & Information Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

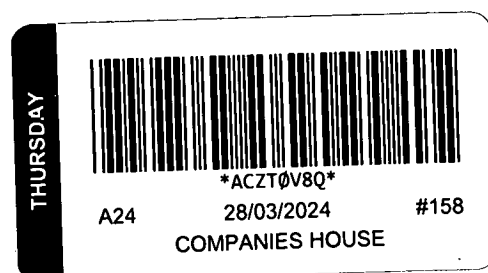
for the year ended 30 June 2023

Company Registration No: 03368442

Wilmington Publishing & Information Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended 30 June 2023



Wilmington Publishing & Information Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended 30 June 2023

CONTENTS	Page(s)
Company information	1
Strategic report	2
Directors' report	3
Statement of directors' responsibilities	4
Independent auditors' report for the members of Wilmington Publishing & Information Limited	5 – 8
Statement of comprehensive income	9
Balance sheet	10
Statement of changes in equity	11
Notes to the financial statements	12 - 19

DIRECTORS

M Milner

G Millward

COMPANY SECRETARY

S Tahir (resigned 31 July 2022)

COMPANY NUMBER

03368442

REGISTERED OFFICE

5th Floor

10 Whitechapel High Street

London

E1 8QS

INDEPENDENT AUDITORS

Grant Thornton UK LLP

30 Finsbury Square

London

EC2A 1AG

BUSINESS ADDRESS

5th Floor

10 Whitechapel High Street

London

E1 8QS

BANKING AGENT

Barclays Bank plc

1 Churchill Place

London

E14 5HP

SOLICITOR

Osborne Clarke

One London Wall

London

EC2Y 5EB

Wilmington Publishing & Information Limited is a private company limited by shares.

The directors submit their Strategic report of Wilmington Publishing & Information Limited ("the Company") for the year ended 30 June 2023.

PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company's principal activities during the year were the sale of information, website subscriptions, business to business directories and related products. The Company is focussed on developing its own business by

Wilmington Publishing & Information Limited

STRATEGIC REPORT

for the year ended 30 June 2023

developing technology. The directors expect the Company's activities to continue for the foreseeable future.

Total revenue increased from £4,874,854 in 2022 to £4,979,322 in 2023. Total operating profit increased from £1,804,864 in 2022 to £3,309,116 in 2023. Profit before tax decreased from £7,147,023 in 2022 to £5,513,406 in 2023. Total net assets as at 30 June 2023 were £10,303,226 (2022: £5,232,301).

On 30 December 2022 the Group disposed of its Spanish insurance business, Wilmington Inese SL., for a consideration of £2,637,131 and recognised a gain on disposal of £2,232,438. The disposal was executed by way of the sale of 100% of the equity shares.

BUSINESS OBJECTIVES AND STRATEGY

The Company seeks to deliver sustainable growing profit from its portfolio of products in a number of markets through continued commitment to building strong management teams, organisational effectiveness, investment in technology and tight cost control. Products are continuously reviewed in terms of quality and customer requirements. Considerable investment has been made in transferring products from print directories to online products, allowing clients access to relevant data which is updated on a regular basis.

PRINCIPAL RISKS AND UNCERTAINTIES

Many of the key business risks and uncertainties affecting the Company arise from rapidly changing technology, which gives rise to the need for constant development and investment.

Further discussion of these risks and uncertainties, in the context of Wilmington plc, is provided in the group's annual report, which does not form part of this report.

FINANCIAL RISK MANAGEMENT

Interest rate risk, liquidity risk and capital risk are managed on a group-wide basis by the Company's ultimate parent company, Wilmington plc. The Company operates in accordance with funding policies controlled by the executive directors of the ultimate parent company. The Company is exposed to credit risk associated with selling on credit, which it manages through credit control procedures. The Company has international customers, some of which are invoiced in US dollars and Euros. The Company maintains bank accounts in foreign currencies, which is converted to Sterling at appropriate times in accordance with the ultimate parent company's policy.

KEY PERFORMANCE INDICATORS

The directors of Wilmington Publishing & Information Limited and Wilmington plc manage the group's operations on a divisional basis. For this reason, the Company's directors believe that analysis of key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of Wilmington Publishing & Information Limited. The development, performance and position of the divisions, which includes the Company, is discussed in the group's annual report, which does not form part of this report.

By order of the board



G Millward
Director, 27 March 2024

Wilmington Publishing & Information Limited

DIRECTORS' REPORT

for the year ended 30 June 2023

The directors submit their report and the audited financial statements of Wilmington Publishing & Information Limited for the year ended 30 June 2023. Please refer to the Strategic report on page 2 for the disclosure on the Company's financial risk management.

DIVIDENDS AND FUTURE DEVELOPMENTS

The Company did not pay a dividend in the year (2022: £10,257,368), which is £nil (2022: £205.15) per ordinary 'A' or 'B' share. The ordinary 'A' and 'B' shares rank pari passu in all respects. Refer to the Strategic report for future developments.

DIRECTORS

The directors of the Company who were in office during the year and up to the date of signing the financial statements, unless otherwise stated were:

M Milner

G Millward

DIRECTORS' THIRD PARTY INDEMNITY PROVISIONS

A qualifying third party indemnity provision was in place for directors throughout the year and at the date of the approval of the financial statements.

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements. The Company is in a total net asset position. Although the Company is in a net current liability position the ultimate parent company, Wilmington plc, has stated its intention to provide financial support as necessary. The Company owes £23,858,371 (2022: £25,799,186) to other entities in the group. There is no current intention to recall the amounts due within 12 months from the date of signing the financial statements. For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

DISCLOSURE OF INFORMATION TO AUDITORS

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.

The directors are responsible for preparing the report in accordance with applicable law and regulations. The directors consider the report and the financial statements, taken as a whole, provides the information necessary to assess the Company's performance, business model and strategy and is fair, balanced and understandable. To the best of our knowledge the Company's financial statements, prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101), give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company.

INDEPENDENT AUDITORS

Grant Thornton UK LLP have indicated their willingness to remain in office. Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Grant Thornton UK LLP will therefore continue in office.

On behalf of the board



G Millward
Director, 27 March 2024

Wilmington Publishing & Information Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES

for the year ended 30 June 2023

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic report and Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Standards (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

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 the profit or loss of the Company and of the 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 United Kingdom Accounting Standards, in conformity with the requirements of the Companies Act 2006 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 the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. They are also responsible for safeguarding the assets of the Company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Guy Millward

G Millward
Director

27/3/2024



Independent Auditor's Report to the Members of Wilmington Publishing & Information Limited

Opinion

We have audited the financial statements of Wilmington Publishing & Information Limited (the 'company') for the year ended 30 June 2023, which comprise the statement of comprehensive income, the balance sheet, the 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 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 30 June 2023 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements 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 future inflation and impacts of a possible future recession, 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.

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.



Independent Auditor's Report to the Members of Wilmington Publishing & Information Limited

Other information

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

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 themselves. 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 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.

Responsibilities of directors

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

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



Independent Auditor's Report to the Members of Wilmington Publishing & Information Limited

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. 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 that are applicable to the company and determined the most significant which are directly relevant to specific assertions in the financial statements are those related to the reporting frameworks, including FRS 101 'Reduced Disclosure Framework', the relevant tax legislation, and Companies Act 2006;
- We understood how the company is complying with those legal and regulatory frameworks by making enquiries of management and those charged with governance;
- We also enquired of management and those charged with governance concerning the company's policies and procedures relating to the identification, evaluation, detection and response to the risks of fraud and the establishment of internal controls to mitigate risks related to fraud. We enquired as to whether they had any knowledge of actual, suspected or alleged fraud;
- We evaluated the design and implementation of controls over the financial reporting systems and the effectiveness of the control environment as part of our risk assessment.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by considering management's incentives and opportunities for manipulation of the financial statements. This included the evaluation of the risk of management override of controls.
- Audit procedures performed by the engagement team included:
 - identifying and assessing the design and implementation of controls management utilises to prevent and detect fraud;
 - challenging key assumptions used and judgements made by management in relation to significant accounting estimates;
 - using data interrogation software to identify and test large or unusual journal entries which may carry a higher risk of fraud;
 - assessing the extent of compliance with the relevant laws and regulations as part of our audit procedures on the related financial statement item; and
 - performing audit procedures to conclude on the compliance of disclosures in the financial statements with applicable financial reporting requirements
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it;



Independent Auditor's Report to the Members of Wilmington Publishing & Information Limited

- No matters of non-compliance with laws and regulations and fraud were identified by the engagement team or communicated to the engagement team.
- The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify and recognise non-compliance with laws and regulations through an assessment of the engagement team's:
 - Understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
 - Knowledge of the industry in which the company operates;
 - Understanding of relevant legal and regulatory frameworks including United Kingdom Accounting Standards, including those related to the reporting frameworks including FRS 101 'Reduced Disclosure Framework', the relevant tax legislation, and Companies Act 2006.

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 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.

A handwritten signature in black ink, appearing to read "S. Cardoso", followed by the text "UK LLP" in a smaller, sans-serif font.

Sergio Cardoso
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London
27 March 2024

Wilmington Publishing & Information Limited

STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2023

	Note	2023	2022
		£	£
REVENUE	2	4,979,322	4,874,854
Cost of sales		<u>(274,816)</u>	<u>(505,136)</u>
Gross profit		4,704,506	4,369,718
Administrative expenses		(1,395,390)	(2,564,854)
OPERATING PROFIT	3	<u>3,309,116</u>	<u>1,804,864</u>
Adjusting item	3	(130,258)	16,177
Impairment	8	—	(849,583)
Gain on disposal of investments	13	2,232,438	—
Income from shares in group undertakings		—	6,064,916
Net finance income	6	<u>102,110</u>	<u>110,649</u>
PROFIT BEFORE TAXATION		5,513,406	7,147,023
Tax on profit	5	<u>(442,481)</u>	<u>(92,257)</u>
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		<u><u>5,070,925</u></u>	<u><u>7,054,766</u></u>

The revenue and operating profit for the year arises from the Company's continuing operations.

The Company has no other comprehensive income other than those included in the results above.

Wilmington Publishing & Information Limited

BALANCE SHEET

as at 30 June 2023

Company Registration No. 03368442

	Note	2023 £	2022 £
FIXED ASSETS			
Goodwill	7	2,017,705	2,017,705
Investments	8	26,791,725	26,791,725
Deferred consideration receivable		<u>1,302,493</u>	<u>1,447,896</u>
		<u>30,111,923</u>	<u>30,257,326</u>
CURRENT ASSETS			
Debtors	9	6,888,300	3,546,006
Cash at bank and in hand		83,125	—
Deferred consideration receivable		<u>250,000</u>	<u>250,000</u>
		7,221,425	3,796,006
Creditors: Amounts falling due within one year	10	<u>(27,030,122)</u>	<u>(28,821,031)</u>
NET CURRENT LIABILITIES		<u>(19,808,697)</u>	<u>(25,025,025)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>10,303,226</u>	<u>5,232,301</u>
NET ASSETS		<u>10,303,226</u>	<u>5,232,301</u>
CAPITAL AND RESERVES			
Called up share capital	11	50,000	50,000
Retained earnings		<u>10,253,226</u>	<u>5,182,301</u>
TOTAL SHAREHOLDERS' FUNDS		<u>10,303,226</u>	<u>5,232,301</u>

The notes on pages 12 to 19 form an integral part of these financial statements.

The financial statements and related notes on pages 9 to 19 were approved by the board of directors and authorised for issue on 27 March 2024 and are signed on its behalf by

Guy Millward

G Millward
Director

Wilmington Publishing & Information Limited

STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2023

	Called up share capital £	Retained earnings £	Total shareholders' funds £
At 1 July 2021	50,000	8,384,903	8,434,903
Profit and total comprehensive income for the year	—	7,054,766	7,054,766
Dividends paid	—	(10,257,368)	(10,257,368)
At 30 June 2022	50,000	5,182,301	5,232,301
Profit and total comprehensive income for the year	—	5,070,925	5,070,925
At 30 June 2023	50,000	10,253,226	10,303,226

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

GENERAL INFORMATION

Wilmington Publishing & Information Limited ('the Company') participates in the sale of information, website subscriptions, business to business directories and related products. The address of the registered office is 5th Floor 10 Whitechapel High Street, London, E1 8QS.

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

BASIS OF PREPARATION

The financial statements have been prepared in accordance with the Companies Act 2006 as applicable to companies using 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 Company is an indirect wholly owned subsidiary of Wilmington plc and is included in the consolidated financial statements of Wilmington plc, which are publicly available. The Company is therefore exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

The Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash flow statement and related notes;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- Certain disclosures in respect of IFRS 15 Revenue from contracts with customers;
- Comparative period reconciliations for share capital and intangible assets;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of compensation of key management personnel and transactions entered into between two or more wholly-owned members of a group.

As the consolidated financial statements of Wilmington plc include the equivalent disclosures, the Company has also taken the exemptions FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 3 in respect of business combinations undertaken by the Company in current and prior periods;
- IFRS 2 Share Based Payments in respect of group settled share based payments; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and IFRS 7 Financial Instruments.

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements.

The Company is in a total net asset position. Although the Company is in a net current liability position the ultimate parent company, Wilmington plc, has stated its intention to provide financial support as necessary. The Company owes £23,858,371 (2022: £25,799,186) to other entities in the group. There is no current intention to recall the amounts due within 12 months from the date of signing the financial statements.

For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

REVENUE

Revenue is measured at the transaction price and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales related taxes. Revenue is recognised at a point in time when a performance obligation is satisfied by transferring a good or service to the customer. An asset is transferred when the customer obtains control of that asset. Revenue is recognised over time when a performance obligation is satisfied by the customer simultaneously receiving and consuming the benefits over the period of the contract. When payment is received in advance of a performance obligation being satisfied it is recorded on the balance sheet as deferred revenue. Revenue is then recognised at the point in time or over the period that the performance obligation is satisfied.

ADJUSTING ITEMS

The Company's statement of comprehensive income separately identifies adjusting items. Such items are those that in the directors' judgment are one-off in nature and need to be disclosed separately by virtue of their size and incidence. In determining whether an item or transaction should be classified as an adjusting item, the directors consider quantitative as well as qualitative factors such as the frequency, predictability of occurrence and significance.

INTANGIBLE ASSETS

Goodwill is not amortised but reviewed for impairment on an annual basis, or more frequently if there are indications that goodwill may be impaired. Goodwill is stated at cost, less any accumulated impairment losses. If goodwill is impaired, the impairment losses are allocated firstly against goodwill, and then on a pro-rata basis against intangible and other assets. Reversal of an impairment loss for goodwill is prohibited.

INVESTMENT IN SUBSIDIARIES

Investments in subsidiaries are valued at cost less provision for impairment. The Company evaluates the carrying value of fixed asset investments to determine if there has been impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A deferred tax asset is recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. None of the deferred tax balance relates to unprovided deferred tax.

Current tax for the current and prior years is provided at the amount expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

PENSIONS

The Company operates a defined contribution pension scheme, the assets of which are held separately from those of the Company in an independently administered fund. Contributions are charged to the statement of comprehensive income in the period in which they are incurred.

FOREIGN CURRENCIES

Transactions in foreign currencies are recorded at the rate 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. All differences are taken to the statement of comprehensive income.

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

DIVIDENDS

Dividends are recognised in the financial statements when the shareholders' right to receive payment is established. Dividend income from subsidiary undertakings is recognised in the financial statements when subsidiaries have declared interim or final dividends.

TRADE AND OTHER DEBTORS

Trade debtors are initially recognised at the transaction price, which is usually the invoiced amount. They are subsequently carried at amortised cost using the effective interest method (if the time value of money is significant), less provisions made for doubtful debts using the expected credit losses model. Provisions are made where there is evidence of a risk of non-payment taking into account ageing, previous losses experienced and general economic conditions. For trade debtors, the Company applies the simplified approach which requires expected lifetime losses to be recognised from the initial recognition of the debtor.

AMOUNTS OWED BY GROUP UNDERTAKINGS

Amounts owed by group undertakings are recognised initially at fair value, and subsequently at amortised cost using the effective interest rate method, less provision for impairment. The Company recognises expected credit losses using a lifetime expected loss allowance unless the asset is considered to have a low credit risk, in which case the loss allowance recognised is limited to 12 months' expected losses. Amounts owed by group undertakings are classified according to the intention of repayment of the loans.

TRADE AND OTHER CREDITORS

Trade and other creditors are initially recognised at fair value, which is usually the invoiced amount. They are subsequently carried at amortised cost using the effective interest method (if the time value of money is significant).

AMOUNTS OWED TO GROUP UNDERTAKINGS

Amounts owed to group undertakings are recognised initially at fair value, and subsequently at amortised cost using the effective interest rate method. Amounts owed to group undertakings are classified according to the intention of repayment of the loans.

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

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

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. There are no critical accounting judgments or significant estimation uncertainties contained in the financial statements.

IMPACT OF ADOPTION OF NEW ACCOUNTING STANDARDS

There has been no material impact on the financial statements from the adoption of new standards or amendments in the year ended 30 June 2023.

2 REVENUE

Revenue is attributable to one class of business

	2023	2022
The Company's revenue by geographical area was as follows:	£	£
United Kingdom	4,979,131	4,871,277
Europe other than United Kingdom	191	577
	<u>4,979,322</u>	<u>4,874,854</u>

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

3	OPERATING PROFIT	2023	2022
		£	£
	Operating profit is stated after charging/(crediting):		
	Auditors' remuneration: statutory audit	182,852	150,865
	Impairment of investments	—	849,583
	Adjusting item	130,258	(16,177)
	Gain on disposal of a subsidiary (note 13)	(2,232,438)	—
	Taxation compliance	2,553	3,021
	Foreign exchange loss	(20)	3

The adjusting debit relates to the waiving of 0% interest intercompany loans with fellow group companies which were liquidated in the year.

4 EMPLOYEES

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

	2023	2022
	Number	Number
Administration	4	5
Production	26	30
Sales and marketing	13	15
	<u>43</u>	<u>50</u>

	2023	2022
	£	£
Staff costs for the above persons are:		
Wages and salaries	852,390	1,380,752
Social security costs	95,980	157,909
Other pension costs	37,662	46,298
	<u>986,032</u>	<u>1,584,959</u>

*Included in wages and salaries are redundancy costs of £21,869 in the year (2022: £136,520).

Two (2022: two) of the Company's directors were remunerated by Wilmington plc, the ultimate parent Company; their emoluments are disclosed in the financial statements of the relevant companies. No director (2022: none) is remunerated by the Company.

Two directors (2022: two) are entitled to shares under a long term incentive plan. No director (2022: no) is accruing benefits under money purchase pension schemes during the year.

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

5	TAX ON PROFIT	2023	2022
		£	£
	Current taxation:		
	UK corporation tax on profits of the year	699,096	355,999
	Group relief	—	(8,018)
	Adjustments in respect of prior years	(256,615)	(255,724)
	Tax on profit	<u>442,481</u>	<u>92,257</u>

Adjustments in respect of prior years relate to the application of group relief.

Factors affecting the tax charge for the year:

The tax assessed for the year is lower (2022: lower) than the average rate of corporation tax in the UK of 20.50% (2022: 19.00%).

	2023	2022
	£	£
Profit before taxation	<u>5,513,406</u>	<u>7,147,023</u>
Profit multiplied by the average rate of UK corporation tax of 20.50% (2022: 19.00%)	1,130,248	1,357,934
Effects of:		
Dividend income not subject to tax	—	(1,152,334)
Group relief	—	(8,018)
Adjustments in respect of prior years	(256,615)	(255,724)
Adjusting item not taxable	26,703	(3,074)
Impairment not deductible	—	161,421
Gain on disposal of a subsidiary	(457,650)	—
Other expenses not deductible for tax purposes	(205)	(7,948)
Tax charge for the year	<u>442,481</u>	<u>92,257</u>

Factors affecting current and future tax charges:

The main rate of corporation tax increased from 19% to 25% effective from 1 April 2023 following substantive enactment of the Finance Bill 2021 on 24 May 2021, giving a blended rate for the year ended 30 June 2023 of 20.50%.

6	NET FINANCE INCOME	2023	2022
		£	£
	Bank charges	(2,487)	(2,679)
	Unwinding of the discount on royalty payments receivable	104,597	113,328
	Net finance income	<u>102,110</u>	<u>110,649</u>

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

7	GOODWILL	Total £
	COST	
	At 1 July 2022 and 30 June 2023	<u>21,446,344</u>
	IMPAIRMENT	
	At 1 July 2022 and 30 June 2023	<u>19,428,639</u>
	NET BOOK VALUE	
	At 1 July 2022 and 30 June 2023	<u>2,017,705</u>

The Company tests goodwill annually for impairment, or more frequently if there are indications that goodwill may be impaired.

8	INVESTMENTS	Total £
	COST	
	At 1 July 2022 and 30 June 2023	<u>32,921,018</u>
	IMPAIRMENT	
	At 1 July 2022 and 30 June 2023	<u>6,129,293</u>
	NET BOOK VALUE	
	At 30 June 2022	<u>26,791,725</u>
	At 30 June 2023	<u>26,791,725</u>

The Company holds the following investments in subsidiary undertakings:

Name of company	UK company number	Registered address	Business	Percentage owned
Axco Insurance Information Services Limited	03073807	10 Whitechapel High Street, London, E1 8QS	Provision of international compliance and regulatory information for the global insurance industry	100
MiExact Limited (formerly Smee and Ford Limited)	01964639	10 Whitechapel High Street, London, E1 8QS	Provision of legacy information	100

All subsidiaries are directly owned.

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

9	DEBTORS	2023	2022
		£	£
	Amounts due within one year:		
	Amounts owed by group undertakings	6,158,965	2,566,690
	Trade debtors	685,536	934,128
	Prepayments and accrued income	43,799	45,188
		<u>6,888,300</u>	<u>3,546,006</u>

Amounts owed by group undertakings are unsecured, interest free and receivable on demand.

Amounts owed by group undertakings include balances that correspond to third party invoices that were issued in the name of the Company but which have or will be settled to Wilmington Shared Services Limited on behalf of the Company. Wilmington Shared Services Limited provides services to the Company and other group companies, and the outstanding third party invoices arising from that activity are classified as trade debtors in its financial statements, which can be obtained at www.companieshouse.gov.uk.

10	CREDITORS: Amounts falling due within one year	2023	2022
		£	£
	Amounts owed to group undertakings	23,858,371	25,799,186
	Accruals and deferred income	2,367,579	2,270,403
	Corporation tax	473,967	325,334
	Other taxation and social security	330,205	426,108
		<u>27,030,122</u>	<u>28,821,031</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

11	CALLED UP SHARE CAPITAL	2023	2022
		£	£
	Authorised:		
	'A' ordinary shares of £1 each	37,500	37,500
	'B' ordinary shares of £1 each	12,500	12,500
		<u>50,000</u>	<u>50,000</u>
		2023	2022
	Allotted, issued and fully paid:	£	£
	'A' ordinary shares of £1 each	37,500	37,500
	'B' ordinary shares of £1 each	12,500	12,500
		<u>50,000</u>	<u>50,000</u>

The "A" ordinary and "B" ordinary shares rank pari passu in all respects.

12 DIVIDENDS

	2023	2022
	£	£
Dividends for which the Company became liable during the year:		
Dividends paid £nil per 'A' or 'B' ordinary share		
(2022: £205.15 per 'A' or 'B' ordinary share)	<u>—</u>	<u>10,257,368</u>

Wilmington Publishing & Information Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2023

13 GAIN ON DISPOSAL OF INVESTMENTS

On 30 December 2022 the Company disposed of its Spanish insurance business, Wilmington Inese SL., for a consideration of £2,637,131 and recognised a gain on disposal of £2,232,438. The disposal was executed by way of the sale of 100% of the equity shares.

	£
Proceeds received	2,637,131
Directly attributable costs of disposal	<u>(404,693)</u>
Gain on disposal of investment	<u>2,232,438</u>

14 CONTINGENT LIABILITIES

The Company has entered into a guarantee in respect of the ultimate parent company's committed revolving credit facility of £20,000,000. The initial agreement expired July 2020 which was then extended to July 2024. This guarantee is considered to be an inter group insurance arrangement and in accordance with IFRS 4 is accounted for as a contingent liability. At 30 June 2023, the Company had a contingent liability of £nil (2022: £nil) in respect of drawdowns from this facility. Due to the group's growing net cash position Management have decided to cancel the revolving credit facility in August 2023. Details of the financing facility can be found in the financial statements of Wilmington plc, the ultimate parent company.

15 ULTIMATE PARENT UNDERTAKING

The Company is controlled by Wilmington Holdings No.1 Limited, its immediate parent.

The ultimate parent company, and the parent undertaking of the largest and smallest group for which consolidated financial statements are prepared, is Wilmington plc, which is incorporated in the UK and for which financial statements are available from 5th Floor 10 Whitechapel High Street, London, E1 8QS.