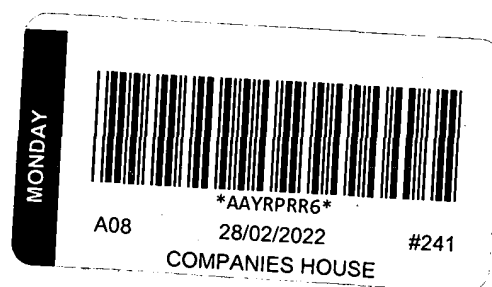


**HEMSCOTT HOLDINGS LIMITED**  
**Directors' report and financial statements**  
**for the period 1 December 2019 to 31 May 2021**  
**Registered number: 03945506**



**HEMSCOTT HOLDINGS LIMITED**  
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**HEMSCOTT HOLDINGS LIMITED**  
**Company Information**

**Directors**

K A Owen  
C McLoughlin

**Registered office**

The Capitol Building C/O Ihs Global Limited, Oldbury, Bracknell,  
Berkshire, England, RG12 8FZ

**Auditors**

Price Bailey LLP Chartered Accountants and Statutory Auditors Tennyson  
House Cambridge Business Park Cambridge CB4 0WZ

## **HEMSCOTT HOLDINGS LIMITED DIRECTORS' REPORT**

The directors present their annual report and the financial statements for the period from 1 December 2019 to 31 May 2021.

A strategic report has not been prepared as the Company is entitled to the small companies exemption under Part 15 of the Companies Act 2006.

### **Principal activities and business review**

The Company did not trade during the period.

Hemscott Holdings Limited is an indirect subsidiary of IHS Markit Ltd.

IHS Markit is a world leader in critical information, analytics and solutions for the major industries and markets that drive economies worldwide. The IHS Markit group delivers next-generation information, analytics and solutions to customers in business, finance and government, improving their operational efficiency and providing deep insights that lead to well-informed, confident decisions. IHS Markit has more than 50,000 key business and government customers, including 80 percent of the Fortune Global 500 and the world's leading financial institutions. Headquartered in London, IHS Markit is committed to sustainable, profitable growth.

On 29 November 2020 it was announced by the board of directors of IHS Markit Ltd., the ultimate parent company, of their intention to merge the IHS Markit group into S&P Global Inc., a New York corporation ("S&P Global"). If the merger is completed, IHS Markit shares will cease to be listed on the New York Stock Exchange and IHS Markit shares will be deregistered under the Securities Exchange Act. The merger has been approved by the shareholders but is still subject to antitrust and regulatory approvals, and other customary closing conditions and is expected to close in first quarter of 2022.

### **Directors of the Company**

The directors, who held office during the period, were as follows:

K A Owen  
C McLoughlin

### **Results and dividends**

The Company's profit after tax for the period was £40,896 (2019: £nil), as a result of dividend income received from Hemscott Investments Analysis Limited, a subsidiary undertaking. The directors do not recommend the payment of a dividend (Year ended 30 November 2019: £nil).

### **Events after the end of the reporting period**

Post balance sheet events are disclosed in note 11 of these financial statements.

### **Going concern**

The Company ceased to trade several years ago and continued to be a dormant company until the current accounting period when it reduced its share capital and distributed its reserves to its parent company. The financial statements have therefore been prepared on a basis other than the going concern basis as management intend to strike the Company off within 12 months of approval of the accounts.

## **HEMSCOTT HOLDINGS LIMITED DIRECTORS' REPORT**

### **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 confirm 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 not aware; 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.

### **Reappointment of auditors**

Under section 487 (2) of the Companies Act 2006, Price Bailey LLP will be appointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, which ever is earlier.

### **Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

Approved by the Board on 23rd February 2022 and signed on its behalf by:

DocuSigned by:  
  
.....C16D8B2CB1E2A81.....

Kathryn Owen  
*Director*

**HEMSCOTT HOLDINGS LIMITED**  
**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing 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 the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable laws), including FRS 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 of the Company and of the profit or loss of the Company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 a 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.

## **HEMSCOTT HOLDINGS LIMITED**

### **Independent Auditor's Report to the Members of Hemscott Holdings Limited**

#### **Opinion**

We have audited the financial statements of Hemscott Holdings Limited (the 'Company') for the period ended 31 May 2021 which comprise the Profit and Loss Account, 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 31 May 2021, and of its result for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council'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.

#### **Emphasis of Matter - Basis of preparation**

We draw attention to Note 2 to the financial statements which explains that since the directors expect to strike the company off within the next 12 months the directors do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly the financial statements have been prepared on a basis other than going concern as described in Note 2.

Our opinion is not modified in this respect of this matter.

#### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the Director's report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Other matters**

The financial statements of Hemscott Holdings Limited for the year ended 30 November 2019 were not audited.

## **HEMSCOTT HOLDINGS LIMITED**

### **Independent Auditor's Report (continued) to the Members of Hemscott Holdings Limited**

#### **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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

#### **Matters on which we are required to report by exception**

In the light of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters where 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.
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Director's Report and from the requirement to prepare a Strategic Report.

#### **Responsibilities of directors**

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

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

#### **Auditor's responsibilities for the audit of the financial statements**

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.



**HEMSCOTT HOLDINGS LIMITED**

**Independent Auditor's Report (continued) to the Members of Hemscott Holdings Limited**

**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.

.....  
Paul Cullen FCCA (Senior Statutory Auditor)

For and on behalf of Price Bailey LLP

Chartered Accountants and Statutory Auditors  
Tennyson House  
Cambridge Business Park  
Cambridge  
CB4 0WZ

Date: 25 February 2022  
.....


**HEMSCOTT HOLDINGS LIMITED****PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 MAY 2021**

		<b>Period ended 31 May 2021 £'000</b>	<b>Unaudited Year ended 30 November 2019 £'000</b>
	<b>Note</b>		
Income from shares in group undertakings	6	41	-
<b>Profit on ordinary activities before taxation</b>		<b>41</b>	<b>-</b>
Taxation	7	-	-
<b>Profit for the period/year</b>		<b>41</b>	<b>-</b>

**HEMSCOTT HOLDINGS LIMITED**  
**Registered number 03945506**  
**BALANCE SHEET AT 31 MAY 2021**

	Note	31 May 2021 £'000	Restated Unaudited 30 November 2019 £'000
<b>Fixed Assets</b>			
Investments	8	-	-
<b>Current Assets</b>			
Debtors	9	11	11,092
<b>Net assets</b>		<u>11</u>	<u>11,092</u>
<b>Capital and reserves</b>			
Share capital	10	11	1,101
Share premium		-	1,484
Profit and loss account		-	8,507
<b>Shareholders' funds</b>		<u>11</u>	<u>11,092</u>

Approved by the Board on 23rd February 2022 and signed on its behalf by:

DocuSigned by:  
  
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**Kathryn Owen**

*Director*

**HEMSCOTT HOLDINGS LIMITED****STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM 1 DECEMBER 2019 TO 31 MAY 2021**

	<b>Share capital £'000</b>	<b>Share premium £'000</b>	<b>Profit and loss account £'000</b>	<b>Total £'000</b>
At 1 December 2018 - as previously stated	1,101	1,484	8,508	11,093
Prior year adjustment	-	-	(1)	(1)
At 1 December 2018 - unaudited and restated	1,101	1,484	8,507	11,092
Result for the year - unaudited	-	-	-	-
At 30 November 2019 - unaudited	1,101	1,484	8,507	11,092

	<b>Share capital £'000</b>	<b>Share premium £'000</b>	<b>Profit and loss account £'000</b>	<b>Total £'000</b>
At 1 December 2019	1,101	1,484	8,507	11,092
Profit for the period	-	-	41	41
Total comprehensive income	-	-	41	41
Share capital reduction and reclassification to distributable reserves	(1,090)	(1,484)	2,574	-
Dividend paid	-	-	(11,122)	(11,122)
Total transactions with the owners	11	(1,484)	(8,548)	11,092
At 31 May 2021	11	-	-	11

## **HEMSCOTT HOLDINGS LIMITED**

### **NOTES TO THE ACCOUNTS**

#### **1 General Information**

Hemscot Holdings Limited (the 'Company') is a private Company limited by shares, incorporated and domiciled in England and Wales. The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand except when otherwise indicated.

The financial statements present information about Hemscott Holdings Limited as an individual undertaking and not about its group. The Company is exempt under Section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it is a wholly owned subsidiary of IHS Markit Ltd., in whose consolidated financial statements the Company and its subsidiaries are included, and which are publicly available (see note 11).

The financial statements of Hemscott Holdings Limited for the period ended 31 May 2021 were authorised for issue by the board of directors on 23rd February 2022 and the balance sheet was signed on the board's behalf by K A Owen.

#### **2 Accounting Policies**

##### **Basis of preparation**

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101).

In preparing these financial statements the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU, but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

##### **Going concern**

The Company ceased to trade several years ago and continued to be a dormant company until the current accounting period when it reduced its share capital and distributed its reserves to its parent company. The financial statements have therefore been prepared on a basis other than the going concern basis as management intend to strike the company off within 12 months of approval of the financial statements.

##### **Dividends paid and received**

Dividends paid and received are included in the Company financial statements in the period in which the related dividends are actually paid and received. All dividends paid and received concern other members of the group into which this Company is consolidated.

##### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments.

**HEMSCOTT HOLDINGS LIMITED**  
**NOTES TO THE ACCOUNTS (CONTINUED)**

**Share premium**

The amount paid to the Company by shareholders, in cash or other considerations, over and above the nominal value of shares issued to them.

**Profit and loss account**

Net profits or losses kept to accumulate in the Company after dividends are paid.

**3 Prior year restatement**

The prior year intercompany amounts owed by the parent company and retained earnings brought forward have been restated from £11,093k to £11,092k and £8,508k to £8,507k as a result of a £1k rounding difference.

**4 Directors' remuneration**

The directors' of the Company are also directors or officers of a number of the Companies within the IHS Markit group. The directors' services to the Company do not occupy a significant amount of their time. As such the directors do not consider that they have received any remuneration for their incidental services to the Company for the period ended 31 May 2021.

**5 Audit fee**

The cost of the audit fee of £6k (2019: £nil) was borne by a fellow group company.

**6 Income from shares in group undertakings**

	Period end 31 May 2021 £'000	Unaudited Year ended 30 November 2019 £'000
Income from shares in group undertakings	41	-

**7 Income tax**

	Period end 31 May 2021 £'000	Unaudited Year ended 30 November 2019 £'000
Tax charged in the profit and loss account		

**Current taxation**

UK Corporation tax	-	-
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The tax on profit before tax for the period is the same as the standard rate of corporation tax in the UK of 19% (2019: 19%).

The differences are explained below:

	Period end 31 May 2021 £'000	Unaudited Year ended 30 November 2019 £'000
Profit before tax	41	-
Corporation tax at standard rate	8	-
Group income	(8)	-

**HEMSCOTT HOLDINGS LIMITED**  
**NOTES TO THE ACCOUNTS (CONTINUED)**

**8 Investments**

	<b>Subsidiary undertaking</b>
	<b>£'000</b>
As at 1 December 2019 and 31 May 2021	<u><u>-</u></u>

<b>Name of subsidiary</b>	<b>Principal activity</b>	<b>Holding</b>	<b>Proportion on ownership</b>	
			<b>2021</b>	<b>2019</b>
Hemscott Investment Analysis Limited	Dormant	Ordinary	100%	100%

The above investment was dissolved on 4th January 2022.

<b>9 Debtors</b>		<b>Restated Unaudited</b>
	<b>31 May</b>	<b>30 November</b>
	<b>2021</b>	<b>2019</b>
	<b>£'000</b>	<b>£'000</b>

Amounts owed by parent undertaking	<u>11</u>	<u>11,092</u>
------------------------------------	-----------	---------------

<b>10 Called up share capital</b>		<b>Unaudited</b>
	<b>31 May</b>	<b>30 November</b>
	<b>2021</b>	<b>2019</b>
	<b>£'000</b>	<b>£'000</b>

***Authorised, called up and fully paid***

110,101,010 as restated (per 2019 financial statements noted as 1) ordinary shares of £0.0001 each (2019 - £0.01 as restated, per 2019 financial statements noted as £1)

<u>11</u>	<u>1,101</u>
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On 12 November 2020 Hemscott Holdings Limited reduced its share capital from £1,101,010 to £11,010 by cancelling and extinguishing paid up share capital to the extent of £0.0099 on each ordinary share of the Company such that the nominal value of each and every ordinary share in the capital of the Company be reduced from £0.01 to £0.0001.

**11 Ultimate parent company and parent undertaking of larger group of which the company is a member**

The immediate parent company of the subsidiary is Ipreo Limited, which is incorporated in the UK. The ultimate controlling party is IHS Markit Ltd., a company incorporated in Bermuda. The largest group in which the results of the Company are consolidated is that headed by IHS Markit Ltd. The consolidated financial statements of these groups are available to the public and can be found on <http://investor.ihsmarkit.com>.

**12 Post balance sheet events**

On 29 November 2020 it was announced by the board of directors of IHS Markit Ltd., the ultimate parent company, of their intention to merge the IHS Markit group into S&P Global Inc., a New York corporation ("S&P Global"). If the merger is completed, IHS Markit shares will cease to be listed on the New York Stock Exchange and IHS Markit shares will be deregistered under the Securities Exchange Act. The merger has been approved by the shareholders but is still subject to antitrust and regulatory approvals, and other customary closing conditions and is expected to close in Q1 2022.