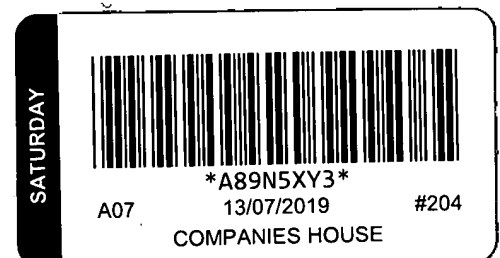


Fremantle Group Pension Trustee Limited

Registered Number: 04126998

**Directors' report and financial statements
for the year ended 31 December 2018**



Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Strategic report for the year ended 31 December 2018

The directors present their strategic report on the company for the year ended 31 December 2018.

Principal activities

The company acts as sole Trustee to the Fremantle Group Pension Plan. There has been no activity in the company for more than five years; as such the company is dormant.

The company did not trade during the year, and it is not anticipated that it will trade in the future.

By order of the board



Andrew Bott

1 Stephen Street
London
W1T 1AL

9 July 2019

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Directors' report for the year ended 31 December 2018

The directors present their report and the unaudited financial statements of the company for the year ended 31 December 2018.

Business review and future developments

The results are in line with the expectations of the directors and the directors do not expect any changes to the business in the foreseeable future.

Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, thus they continue to adopt the going concern basis in preparing the annual financial statements.

Results and dividends

Capita Hartshead Limited have been appointed as third party administrator, to whom all responsibilities in relation to the operation of the plan (including the bank account) have been delegated.

The Directors do not recommend the payment of a final dividend (2017: nil). An interim dividend was not paid (2017: nil).

The company did not earn income or incur expenses in either the current or prior year. There have been no changes in equity and so the entity has presented a single statement of income and retained earnings instead of a statement of comprehensive income and a statement of changes in equity.

Directors

The directors who held office during the financial year and up to the date of signing the financial statements are given below:

JA Dolman

DW Oldfield

SE Tew

RF McCourt

A Bott (Appointed 14 March 2018)

NL Gray (Resigned 13 March 2018)

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Directors' report for the year ended 31 December 2018 (continued)

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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

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 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; and
- state whether applicable United Kingdom Accounting Standards, including FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements.

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.

By order of the board



Andrew Bott
Director

1 Stephen Street
London
W1T 1AL

9 July 2019

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Statement of Income and Retained Earnings for the year ended 31 December 2018

	2018	2017
Note	£	£
Turnover	-	-
Cost of sales	-	-
Gross profit	-	-
Administrative expenses	-	-
Other operating income	-	-
Operating profit	-	-
Interest receivable and similar income	-	-
Interest payable and similar charges	-	-
Profit on ordinary activities before taxation	-	-
Tax on profit on ordinary activities	-	-
Profit for the financial year	-	-
Retained profits at 1 January	-	-
Dividends paid	-	-
Retained profits at 31 December	-	-

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Balance sheet as at 31 December 2018

	Note	2018 £	2017 £
Current assets			
Debtors	5, 6	1	1
Net assets		1	1
Capital and reserves:			
Called up share capital	7	1	1
Profit and loss account		-	-
Total shareholders' funds	8	1	1

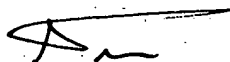
The notes on pages 6-9 form part of these accounts.

For the year ending 31 December 2018 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

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

The financial statements were approved by the Board of Directors on 9 July 2019 and signed on its behalf by:



Andrew Bott
Director

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Notes to the financial statements for the year ended 31 December 2018

1 General information

The company was dormant during the year and did not trade.

The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is 1 Stephen Street, London, W1T 1AL.

2 Statement of compliance

The individual financial statements of Fremantle Group Pension Trustee Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3 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.

a) Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. There are no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements.

FRS 102 allows a qualifying entity certain disclosure exemptions. The company has taken advantage of the following available exemption for qualifying entities:

- i) certain disclosures for basic and non-basic financial instruments, as equivalent disclosures are included in the consolidated financial statements of the group in which the entity is consolidated;
- ii) the requirement to prepare a statement of cash flows; and
- iii) the non-disclosure of key management personnel compensation in total.

b) Consolidated financial statements

The company is a wholly owned subsidiary of RTL Group S.A. and of its ultimate parent Bertelsmann SE & Co. KGaA. It is included in the consolidated financial statements of RTL Group S.A. which are publicly available. Therefore the company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements are the company's separate financial statements.

c) Foreign currency

The company's functional and presentation currency is the pound sterling.

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Notes to the financial statements for the year ended 31 December 2018 (continued)

3 Summary of significant accounting (continued)

d) Financial instruments

The company has chosen to adopt the Sections 1.1 and 1.2 of FRS 102 in respect of financial instruments.

i) Financial assets

Basic financial assets, including trade and other receivables are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

i) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

e) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

f) Related party disclosures

The company has no transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

The company has taken advantage of the exemption available under FRS 102 from disclosing key management compensation.

g) Cash flow statement

The company has taken advantage of the exemption under FRS 102 from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, RTL Group S.A., includes the company's cash flows in its own consolidated financial statements.

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Notes to the financial statements for the year ended 31 December 2018 (continued)

4 Critical accounting judgements and estimation uncertainty

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 directors do not believe there are critical accounting judgements to be made.

Critical accounting estimates and assumptions

Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

5 Debtors

	2018 £	2017 £
Amounts owed by group undertakings	1	1

6 Financial instruments

The company has the following financial instruments:

	2018 £	2017 £
Financial assets that are debt instruments measured at amortised cost		
-Amounts owed by group undertakings	1	1

7 Called up share capital

Ordinary shares of £1 each

	2018 No	2018 £
Allotted and fully paid		
At 1 January	1	1
Issued during the year	-	-
At 31 December	1	1

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

Fremantle Group Pension Trustee Limited

Registered Number: 04126998

Notes to the financial statements for the year ended 31 December 2018 (continued)

8 Reconciliation of movements in total shareholders' funds

	2018 £	2017 £
Total shareholders' funds as at 1 January	1	1
Total shareholders' funds as at 31 December	1	1

9 Controlling parties

The immediate parent undertaking is FremantleMedia Group Limited, a company registered in England and Wales.

The smallest group to consolidate these financial statements is RTL Group S.A., a company registered in Luxembourg. Copies of the RTL Group S.A. annual report can be obtained from the General Counsel at RTL Group S.A., 43 Boulevard Pierre Frieden, L-1543 Luxembourg.

The ultimate parent undertaking and controlling party is Bertelsmann SE & Co. KGaA, a company registered in Germany which is the largest group to consolidate these financial statements. Copies of the Bertelsmann SE & Co. KGaA financial statements can be obtained from the General Counsel at Bertelsmann SE & Co. KGaA, Carl-Bertelsmann-Straße 270, 33311 Gütersloh, Germany.