

Registered No. 4258155

Archant Hertfordshire Limited

Annual Report and Financial Statements

31 December 2011

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COMPANIES HOUSE

Archant Hertfordshire Limited

Registered No 4 **4258155**

DIRECTORS

B G McCarthy
A D Jeakings
J O Ellison

SECRETARY

J O Ellison

AUDITORS

Ernst & Young LLP
One Cambridge Business Park
Cambridge
CB4 0WZ

REGISTERED OFFICE

Prospect House
Rouen Road
Norwich
NR1 1RE

DIRECTORS' REPORT

The directors present their annual report together with the audited financial statements for the year ended 31 December 2011

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £329,442 (2010 profit £196,060)

By special resolution dated 15 November 2011 the company carried out a reduction of share capital and share premium in accordance with Part 17 Chapter 10 Companies Act 2006 as part of a wider reorganisation of the Archant group Pursuant to regulation 3(2) of The Companies (Reduction of Share Capital) Order 2008 the reserve arising from the reduction of share capital and share premium was treated for the purposes of Part 23 Companies Act 2006 as a realised profit and distributable reserve of the company

On 16 November 2011 the company distributed all available distributable reserves totalling £25,353,036 to its immediate parent company (2010 interim dividend £nil) The directors do not recommend the payment of a final dividend (2010 £Nil) The reserve movements are set out in note 10

PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS

The company is a wholly-owned subsidiary of Archant Limited

Until 16 November 2011, the company's principal activity was to own a portfolio of newspaper titles (and their associated magazines) The company had licensed Archant Community Media Limited (formerly Archant Regional Limited), the company's immediate parent company, to publish those titles for periods not exceeding twenty years On that date, the company and its immediate parent undertaking agreed to terminate the licence and to transfer the titles to the parent undertaking, as part of a wider restructuring of the Archant group Since 16 November 2011, the company has been dormant

There are no significant events since the balance sheet date requiring disclosure in these financial statements

DIRECTORS

The directors who held office during the year were as follows

J O Ellison
A D Jeakings
B G MCarthy

Archant Hertfordshire Limited

DIRECTORS' REPORT (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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 the 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 law). 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 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 assume that the company will continue in business.

The directors are responsible for keeping proper 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were members of the board at the time of approving this report are listed on page 2. Having made enquiries of fellow directors and of the company's auditors, each of these directors confirm that

- to the best of their knowledge and belief, there is no information relevant to the preparation of this report of which the company's auditors are unaware; and
- they have 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.

Archant Hertfordshire Limited

DIRECTORS' REPORT (continued)

GOING CONCERN

The Company's business activities, together with the factors likely to affect its future development and its financial position are described in the Principal Activity and Review of Business on page 3

As the company is now dormant, it will have sufficient assets to pay any liabilities as they fall due. Accordingly the directors have continued to adopt the going concern basis in preparing the accompanying financial statements

By order of the board



J O Ellison
Secretary

24 July 2012

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARCHANT HERTFORDSHIRE LIMITED

We have audited the financial statements of Archant Hertfordshire Limited for the year ended 31 December 2011 which comprise the Profit and Loss Account, Balance Sheet and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities in Respect of the Financial Statements set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report and financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of the loss for the year 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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.


Ian C Strachan (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor

Cambridge
27 July 2012

Archant Hertfordshire Limited

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	Note	2011 £	2010 £
TURNOVER			
Royalties receivable under trademark licences		3,747	10,583
Operating costs		(561,582)	(73,899)
OPERATING LOSS	2	(557,835)	(63,316)
Interest receivable	3	312,090	364,360
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(245,745)	301,044
Tax on (loss)/profit on ordinary activities	4	(83,697)	(104,984)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	10	(329,442)	196,060

All revenue and expenses included in the profit and loss account relate to operations that were discontinued on 16 November 2011

The (loss)/profit for the financial year includes all recognised gains and losses in the year

There is no difference between the (losses)/profits calculated on an historical cost basis and those presented above

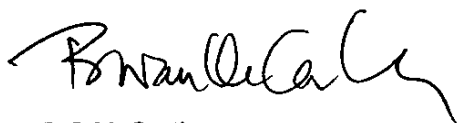
The notes on pages 9 to 13 form part of these financial statements

Archant Hertfordshire Limited

BALANCE SHEET AT 31 DECEMBER 2011

	Notes	2011 £	2010 £
INTANGIBLE FIXED ASSETS			
Newspaper and magazine titles	6	-	1,108,484
CURRENT ASSETS			
Debtors	7	1	24,678,979
CURRENT LIABILITIES			
Corporation tax payable	8	-	(104,984)
NET CURRENT ASSETS		1	24,573,995
NET ASSETS		1	25,682,479
CAPITAL AND RESERVES			
Called up share capital	9	1	1,000
Share premium	10	-	27,130,001
Profit and loss account	10	-	(1,448,522)
SHAREHOLDERS' FUNDS	10	1	25,682,479

These accounts were approved by the Board of Directors on 24 July 2012
and are signed on their behalf by



B G McCarthy
Director

The notes on pages 9 to 13 form part of these financial statements

Archant Hertfordshire Limited

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

1 ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements are prepared under the historical cost convention and are drawn up in accordance with United Kingdom Generally Accepted Accounting Practice

(b) Intangible fixed assets

The company's newspaper titles, and their associated magazine titles, are stated at cost less accumulated amortisation and impairment

Newspaper titles and their associated magazine titles are amortised on a straight line basis over their estimated useful lives, subject to a maximum of 20 years

The carrying value of newspaper titles and their associated magazine titles is reviewed for impairment at the end of the first full year following acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable

2 OPERATING LOSS

2011	2010
£	£

Operating loss is stated after charging

Amortisation and impairment of intangible fixed assets	561,582	73,899
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Auditors' remuneration

Auditors' remuneration for both audit and non-audit services has been borne by other group companies

Directors' remuneration

The directors of the company are also directors of the holding company and fellow subsidiaries. The directors received total remuneration for the year, including defined contribution pension contributions but excluding accrued defined benefit pension entitlements, of £844,643 (2010 £857,540), all of which was paid by the holding company. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of the holding and fellow subsidiary companies. Mr AD Jeakings and Mr JO Ellison are members of the Archant defined benefit pension scheme, and Mr BG McCarthy is a member of the Archant defined contribution pension scheme. The accrued pension entitlements of Mr AD Jeakings are disclosed in the directors' remuneration report in the 2011 annual report of Archant Limited. The accrued pension entitlements of Mr JO Ellison are disclosed in the 2011 financial statements of Archant Lifestyle Limited.

Archant Hertfordshire Limited

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

3 INTEREST RECEIVABLE	2011 £	2010 £
Interest on inter company loan	312,090	364,360

4 TAX ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES	2011 £	2010 £
UK corporation tax Current year	83,697	104,984

Factors affecting the tax charge

The differences between the total current tax shown above and the amount calculated by applying the effective standard rate of UK corporation tax of 26.5% (2010 28%) to the (loss)/profit before tax are as follows

(Loss)/profit on ordinary activities before tax	(245,745)	301,044
(Loss)/profit on ordinary activities multiplied by effective standard rate of corporation tax in the UK	(65,122)	84,292
Amortisation and impairment of ineligible intangible fixed assets	148,819	20,692
Total current tax above	83,697	104,984

As the company is now dormant, it is not anticipated that the company will have any future tax charges

5 DIVIDENDS	2011 £	2010 £
Interim dividend paid	25,353,036	-

Archant Hertfordshire Limited

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

6	INTANGIBLE FIXED ASSETS	Magazine titles £	Newspaper titles £	Total £
	Titles at cost			
	At 1 January 2011	1,185,000	6,745,960	7,930,960
	Additions - termination of licences	-	3,090,700	3,090,700
	Disposal - transfer to parent company	(1,185,000)	(9,836,660)	(11,021,660)
	At 31 December 2011	-	-	-
	Amortisation			
	At 1 January 2011	1,185,000	5,637,476	6,822,476
	Amortisation in the year	-	61,582	61,582
	Impairment in the year	-	500,000	500,000
	Eliminated on disposal	(1,185,000)	(6,199,058)	(7,384,058)
	At 31 December 2011	-	-	-
	Net book values			
	At 31 December 2011	-	-	-
	At 31 December 2010	-	1,108,484	1,108,484
7	DEBTORS		2011 £	2010 £
	Amounts due from group companies in less than one year		1	-
	Amounts due from group companies in more than one year		-	24,678,979
			1	24,678,979
8	CREDITORS: Amounts falling due within one year		2011 £	2010 £
	Corporation tax		-	104,984

Archant Hertfordshire Limited

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

9 SHARE CAPITAL	2011 number	2010 number
Allotted		
1,000 ordinary shares issued	<u>1,000</u>	<u>1,000</u>
	2011 £	2010 £
Called up and fully paid		
1,000 ordinary shares issued	<u>1</u>	<u>1,000</u>

By special resolution dated 15 November 2011 the company carried out a reduction of share capital in accordance with Part 17 Chapter 10 Companies Act 2006 as part of a wider reorganisation of the Archant group. The reduction in share capital was achieved by reducing the amount paid up in respect of each share in issue.

10 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share capital £	Share premium	Profit and loss account £	Total shareholders' funds £
At 31 December 2009	1,000	27,130,001	(1,644,582)	25,486,419
Profit for the year	-	-	196,060	196,060
Dividends paid	-	-	-	-
At 31 December 2010	<u>1,000</u>	<u>27,130,001</u>	<u>(1,448,522)</u>	<u>25,682,479</u>
Loss for the year	-	-	(329,442)	(329,442)
Reduction in capital	(999)	(27,130,001)	27,131,000	-
Dividends paid	-	-	(25,353,036)	(25,353,036)
At 31 December 2011	<u>1</u>	<u>-</u>	<u>-</u>	<u>1</u>

Archant Hertfordshire Limited

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

11 CONTINGENT LIABILITY

The company, together with certain other companies in the Archant Group, has provided a floating charge over the undertaking, property, assets and rights of the company, and a cross guarantee to secure sums drawn by the Archant Group under the revolving credit facilities with The Royal Bank of Scotland plc. Details of the RBS facility are contained in the Archant Limited Group financial statements.

12 RELATED PARTY TRANSACTIONS

Advantage has been taken of the exemption in paragraph 3 of FRS 8 "Related Party Disclosures" not to disclose transactions with entities that are part of the Archant Limited group and its associates.

13 STATEMENT OF CASH FLOWS

The Company has taken advantage of the dispensation under FRS 1 Section 8 (c) not to publish a cash flow statement. The cash flow statement of the Group is published in the financial statements of Archant Limited.

14 ULTIMATE PARENT UNDERTAKING

At 31 December 2011, the parent undertaking for which group financial statements are drawn up and of which the company was a member was Archant Limited, registered in England and Wales. Copies of that company's financial statements can be obtained from The Registrar, Companies House, Crown Way, Mandy, Cardiff.