Stampdew Limited

Registered Number 04683401

Report and Financial Statements

31 December 2018

Directors
H U Vest
S C Inchcoombe
R E Jacobs
G M Williams Hamer (appointed 23 July 2018)

Secretary
G M Williams Hamer

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

Registered Office
The Campus
4 Crinan Street
London N1 9XW

Strategic report

The directors present their Strategic report for the year ended 31 December 2018.

Results and dividends

The loss for the year after taxation amounted to £1,074,000 (2017 – profit of £124,009,000). The directors do not recommend the payment of a dividend (2017 – nil).

Principal activities and review of the business

The principal activity of the company is to act as an investment holding company. The operating loss for the year primarily arises from foreign exchanges losses and interest payable on intercompany balances. All operating costs incurred on behalf of other UK group companies are recharged to these companies.

Key performance indicators

The company's key financial performance indicators during the year were as follows:

	2018	*2017*	*% change*
	£000	*£000*	
(Loss)/profit after tax	(1,074)	124,009	>100%

The profit for the prior year arose principally from dividends from subsidiary undertakings of £129,147,000.

Future developments

The directors do not foresee any change in activities in the foreseeable future.

Principal risks and uncertainties

The company's principal financial instruments are comprised of intra-group loans and receivables. The company has various other financial instruments such as trade debtors and trade creditors, which arise directly from its operations. The main purpose of these financial instruments is to raise finance for the company's operations.

The main risks arising from the company's financial instruments are liquidity risk and credit risk. The board reviews and agrees policies for managing these risks as summarised below:

Liquidity risk

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Credit risk

The company trades with only recognised, creditworthy third parties. In addition, receivable balances are monitored on an ongoing basis with the result that the company's exposure to bad debts is not significant.

On behalf of the Board

S C Inchcoombe
Director

30 May 2019

Directors' report

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

Directors

The directors who served the company during the year were as follows:

H U Vest
S C Inchcoombe
R E Jacobs
G M Williams Hamer

Going concern

The financial statements have been prepared on the going concern basis, notwithstanding the net current liabilities at 31 December 2018 of £124,087,000 (2017: £126,543,000), which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Springer Nature AG & Co. KGaA, the company's ultimate parent undertaking. The directors have received assurances from its parent undertaking that if the company does not have sufficient funds, then monies would be made available for it to settle any liabilities as and when they fall due for a period of at least twelve months from the date of approval of these financial statements and in particular it will not seek repayment of the amounts currently made available.

Disclosure of information to the auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, the directors have taken all the steps they are obliged to take as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

On behalf of the Board
S C Inchcoombe
Director
30 May 2019

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic report, 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 law), including Financial Reporting Standard 101 'Reduced Disclosure Framework.' 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 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;
- 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 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.

Independent auditor's report

to the members of Stampdew Limited

OPINION

We have audited the financial statements of Stampdew Limited for the year ended 31 December 2018 which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes 1 to 17, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2018 and of its 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.

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 below. 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditor's report

to the members of Stampdew Limited

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the 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 directors' report have been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

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 directors' report.

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 directors' responsibilities statement 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, 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 Stampdew Limited

AUDITOR'S RESPONSIBILTIES 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 https://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.

Ernst + Young LLP

Kevin Harkin (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

London

Date: 31 May 2019

Statement of comprehensive income

for the year ended 31 December 2018

	Notes	*2018* *£000*	*2017* *£000*
Administrative expenses – (charge)/credit		(228)	478
Operating (loss)/profit	3	(228)	478
Loss on disposal of investment	10	(998)	-
Dividends received	4	2,115	129,147
Interest receivable and similar income	7	3,410	3,738
Interest payable and similar charges	7	(5,880)	(10,592)
(Loss)/profit on ordinary activities before taxation		(1,581)	122,771
Tax on (loss)/profit on ordinary activities	8	507	1,238
(Loss)/profit for the financial year and total comprehensive income		(1,074)	124,009

For the current and preceding year there were no discontinued operations or acquisitions reflected above.

Statement of changes in equity

for the year ended 31 December 2018

	Share capital £000	*Share premium £000*	*Retained earnings £000*	*Total equity £000*
At 1 January 2017	6,905	518	(83,844)	(76,421)
Profit for the financial year	-	-	124,009	124,009
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	-	124,009	124,009
At 31 December 2017	6,905	518	40,165	47,588
Loss for the financial year	-	-	(1,074)	(1,074)
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	-	(1,074)	(1,074)
At 31 December 2018	6,905	518	39,091	46,514

Balance sheet
at 31 December 2018

	Notes	2018 £000	2017 £000
Non-current assets			
Tangible assets	9	-	7
Investments	10	81,607	83,105
Non-current financial assets	11	88,994	91,201
		170,601	174,313
Current assets			
Debtors: amounts falling due within one year	11	2,699	6,905
Creditors: amounts falling due within one year	12	(126,786)	(133,448)
Net current liabilities		(124,087)	(126,543)
Total assets less current liabilities		46,514	47,770
Provisions for liabilities	13	-	(182)
Net assets		46,514	47,588
Capital and reserves			
Called up share capital	15	6,905	6,905
Share premium account		518	518
Retained earnings		39,091	40,165
Total equity		46,514	47,588

Signed on behalf of the Board of Directors

S C Inchcoombe

Director

30 May 2019

Registered Number: 4683401

Notes to the financial statements

at 31 December 2018

1. Authorisation of financial statements and statement of compliance with FRS 101

The financial statements of Stampdew Limited (the "Company") for the year ended 31 December 2018 were authorised for issue by the board of directors on 30 May 2019 and the balance sheet was signed on the board's behalf by S C Inchcoombe. Stampdew Limited is incorporated and domiciled in England and Wales.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The company is 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 results of subsidiary undertakings are dealt with in the consolidated financial statements of the ultimate parent undertaking, Springer Nature AG & Co. KGaA. The group financial statements of Springer Nature AG & Co. KGaA within which this company is included can be obtained from the address given in note 17.

The principal accounting policies adopted by the Company are set out in note 2.

2. Accounting policies

2.1 Basis of preparation

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2018.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

(a) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: (i) paragraph 79(a)(iv) of IAS 1; (ii) paragraph 73(e) of IAS 16 *Property, Plant and Equipment;* (iii) paragraph 118(e) of IAS 38 *Intangible Assets;*

(b) the requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS 1 *Presentation of Financial Statements;*

(c) the requirements of IAS 7 *Statement of Cash Flows;*

(d) the requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors;*

(e) the requirements of paragraph 17 of IAS 24 *Related Party Disclosures;*

(f) the requirements in IAS 24 *Related Party Disclosures* to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2.2 Going concern

The financial statements have been prepared on the going concern basis, notwithstanding the net current liabilities at 31 December 2018 of £124,087,000 (2017: £126,543,000), which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Springer Nature AG & Co. KGaA, the company's ultimate parent undertaking. The directors have received assurances from its parent undertaking that if the company does not have sufficient funds, then monies would be made available for it to settle any liabilities as and when they fall due for a period of at least twelve months from the date of approval of these financial statements and in particular it will not seek repayment of the amounts currently made available.

Notes to the financial statements

at 31 December 2018

2.3 Judgements and the key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

Management consider that there are no material judgements or estimation uncertainty in the preparation of these financial statements.

2.4 Significant accounting policies

a) Foreign currency translation

The company's financial statements are presented in sterling, which is also the company's functional currency.

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the income statement.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

b) Investments

Investments in subsidiaries, associates and joint ventures are held at historical cost less any applicable provision for impairment.

c) Tangible fixed assets

Plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Cost comprises the aggregate amount paid and the fair value of any other consideration given to acquire the asset and includes costs directly attributable to making the asset capable of operating as intended. Borrowing costs directly attributable to assets under construction and which meet the recognition criteria in IAS 23 are capitalised as part of the cost of that asset.

Depreciation is provided on all property, plant and equipment, other than land, on a straight-line basis over its expected useful life as follows:

Office equipment	–	3 years
Furniture and fixtures	–	5 years
Software and development	–	3 years

The carrying values of property, plant and equipment are reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable, and are written down immediately to their recoverable amount. Useful lives and residual values are reviewed annually and where adjustments are required these are made prospectively.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the derecognition of the asset is included in the income statement in the period of derecognition.

d) Trade and other debtors

Trade debtors, which generally have 30 day terms, are recognised and carried at the lower of their original invoiced value and recoverable amount. Where the time value of money is material, receivables are carried at amortised cost. Provision for impairment is made through profit or loss when there is objective evidence that the Company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

e) Cash at bank and in hand

Cash and short term deposits in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity of three months or less.

Notes to the financial statements

at 31 December 2018

2.4 Significant accounting policies (continued)

f) Income taxes

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the following exceptions:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised. Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date. Deferred income tax assets and liabilities are offset, only if a legally enforcement right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the company to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise income tax is recognised in the income statement.

g) Financial assets

Initial recognition and measurement

Financial assets are classified as subsequently measured at Amortised Cost (AC), Fair Value Through Other Comprehensive Income (FVTOCI), and Fair Value Through Profit or Loss (FVTPL). (2017: FVTPL, Loans and Receivables (LAR) or Available for Sale (AFS)). The Company determines the classification of its financial assets at initial recognition.

With the application of IFRS 9, the classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through the statement of profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15.

In order for a financial asset to be classified and measured at AC or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance revenue in the income statement. Losses arising from impairment are recognised in the income statement in other operating expenses.

Notes to the financial statements

at 31 December 2018

2.4 Significant accounting policies (continued)

Derecognition

A financial asset is derecognised when one of the following conditions has been fulfilled:

- the rights to receive cash flows from the asset have expired; or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset; or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of Financial Assets

The Company recognises an allowance for expected credit losses for all debt instruments not held at FVTPL. ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months. For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default. If a customer has become insolvent or other circumstances indicate default, the corresponding receivables are written off in full.

For trade receivables, Springer Nature applies a simplified approach in calculating ECLs by recognising a loss allowance based on lifetime expected credit losses at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Prior to 2018 and the implementation of IFRS 9, the Company assessed at each reporting date whether there had been any objective evidence that a financial asset or a group of financial assets was impaired. A financial asset or a group of financial assets was deemed to be impaired if there had been objective evidence of impairment as a result of one or more events that have occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a group of debtors were experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicates that there has been a measurable decrease in the estimated future cash flows, such as changes in economic conditions that correlate with defaults.

For LAR, the Company first assessed whether objective evidence of impairment exists individually for financial assets that were individually significant or collectively for financial assets that were not individually significant. If the Company determines that no objective evidence of impairment existed for an individually assessed financial asset, whether significant or not, it has included the asset in a group of financial assets with similar credit risk characteristics and collectively assessed them for impairment. Assets that had been individually assessed for impairment and for which an impairment loss was or continued to be recognised have not been included in a collective assessment of impairment. If there was objective evidence that an impairment loss had been incurred, the amount of the loss was measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows was discounted at the financial asset's original effective interest rate. If a loan had a variable interest rate, the discount rate for measuring any impairment loss was the current effective interest rate.

Notes to the financial statements
at 31 December 2018

2.4 Significant accounting policies (continued)

h) Financial liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings or payables. The Company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value, and in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, bank overdrafts, loans and borrowings, and derivative financial instruments that are not designated as hedging instruments.

Subsequent measurement
Financial liabilities at FVTPL include financial liabilities designated upon initial recognition as at FVTPL. These include derivative financial instruments that are not designated as hedging instruments. Gains or losses from the subsequent measurement are recognised in the statement of profit or loss. After initial recognition, interest-bearing loans and borrowings are subsequently measured at AC using the effective interest rate method. Gains and losses are recognised in the statement of profit or loss when the liabilities are derecognised, as well as through the effective interest rate amortisation process.

Derecognition of financial liabilities
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

i) Revenue recognition
The company is an investment holding company, and as such does not generate revenue.

3. Operating (loss)/profit

This is stated after (crediting)/charging:

	2018	*2017*
	£000	*£000*
Depreciation and other amounts written off tangible fixed assets	243	22
Loss on disposal of investment	998	-
Lease rentals	-	1,022
Foreign exchange (gain) /loss	(132)	100

4. Dividends received

	2018	*2017*
	£000	*£000*
Dividends received	2,115	129,147

On 10 December 2018, Current Controlled Trials Limited, a wholly owned subsidiary, declared and paid dividends to the company in the amount of £2,115,000.

Notes to the financial statements
at 31 December 2018

5. Auditor's remuneration

The company paid the following amounts to its auditors in respect of the audit of the financial statements and for other services provided to the company.

	2018	*2017*
	£000	*£000*
Audit of the financial statements	12	12

6. Directors' remuneration

Remuneration for the directors of the company is paid for by the subsidiary undertakings of the company. The subsidiary undertakings have not recharged any amount to the company (2017: £nil) on the basis that the amount attributable to the company is negligible.

7. Interest receivable and interest payable

(a) Interest receivable and similar income

	2018	*2017*
	£000	*£000*
Interest receivable from group undertakings	3,410	3,738

(b) Interest payable and similar charges

	2018	*2017*
	£000	*£000*
Interest payable to group undertakings	5,880	10,592

8. Tax

(a) Tax charged in the income statement

	2018	*2017*
	£000	*£000*
Current income tax:		
UK corporation tax relating to current year	(551)	(1,231)
UK corporation tax relating to prior year	12	(10)
Total current income tax	(539)	(1,241)
Deferred tax:		
Origination and reversal of temporary differences	32	3
Total deferred tax	32	3
Tax credit in the income statement	(507)	(1,238)

Notes to the financial statements

at 31 December 2018

8. Tax (continued)

(b) Reconciliation of the total tax charge

The tax expense in the income statement differs from the standard rate of corporation tax in the UK of 19% (2017 – 19.25 %). The differences are reconciled below:

	2018	*2017*
	£000	*£000*
Accounting (loss)/profit before income tax	(1,581)	122,771
Tax calculated at UK standard rate of corporation tax of 19% (2017 – 19.25%)	(301)	23,633
Effects of:		
Dividend received from subsidiary undertaking	(402)	(24,861)
Current tax adjustment in respect of prior year	12	(10)
Other timing differences	(6)	-
Loss on investment in subsidiary undertaking	190	-
Total tax credit reported in the income statement	(507)	(1,238)

(c) Deferred tax

The deferred tax included in the balance sheet is as follows:

Deferred tax asset

	2018	*2017*
	£000	*£000*
Decelerated capital allowances	23	27
Other temporary differences	2	31
	25	58

(d) Factors that may affect future charges

A reduction in the UK corporation tax rate from 20% to 19% took effect from 1 April 2018. A further reduction in the UK corporation rate to 17% from 1 April 2020 was enacted during the year ended 31 December 2016. The impact of these reductions have been appropriately reflected in these financial statements.

Notes to the financial statements
at 31 December 2018

9. Tangible fixed assets

	Leasehold £000	Furniture and fixtures £000	Total £000
Cost:			
At 1 January 2018	1,640	447	2,087
Additions	237	2	239
Disposals	(1,640)	(449)	(2,089)
At 31 December 2018	237	-	237
Depreciation:			
At 1 January 2018	1,634	446	2,080
Charge for year	243	-	243
Disposals	(1,640)	(446)	(2,086)
At 31 December 2018	237	-	237
Net book value:			
At 31 December 2018	-	-	-
Net book value:			
At 1 January 2018	6	1	7

10. Investments

	Investments £000
Cost:	
At 1 January 2018	83,105
Disposals	(1,498)
At 31 December 2018	81,607
Accumulated provision for diminution:	
At 1 January 2018	-
Impairment	-
At 31 December 2018	-
Net book value:	
At 31 December 2018	81,607
Net book value:	
At 1 January 2018	83,105

Notes to the financial statements

at 31 December 2018

10. Investments (continued)

On 15 October 2018 Current Controlled Trials Limited, a subsidiary undertaking, reduced its share capital from £500,200 to £1 and repaid the funds to the company, its sole shareholder. This gave rise to a loss on investments of £997,887.

The principal companies in which the company's direct interest at the year end is at least 20% are as follows:

Subsidiary undertakings	*Country of incorporation*	*Principal activity*	*Percentage of ordinary share capital held*
Springer-Verlag London Limited	England & Wales	Publishing	100%
Editorial Trafico Vial S.A.	Spain	Publishing	100%
Springer Healthcare Limited	England & Wales	Publishing	100%
Biomed Central Limited	England & Wales	Publishing	100%
Current Controlled Trials Limited	England & Wales	Publishing	100%
Springer Nature One Limited	England & Wales	Investment Holding	100%
FMC 2011 Limited	England & Wales	Publishing	33.9%

11. Debtors

Amounts falling due within one year

	2018	*2017*
	£000	*£000*
Amounts owed by group undertakings	2,673	6,376
Deferred tax asset (note 8)	25	58
Other debtors and prepayments	1	471
	2,699	6,905

Amounts falling due after one year

	2018	*2017*
	£000	*£000*
Amounts owed by group undertakings	88,994	91,201
	88,994	91,201

Amounts owed by group undertakings include a loan to Springer Nature One Limited, a wholly owned subsidiary of £88,993,504 (2017 - £91,201,250). The loan was made on 22 December 2016 and the amount, together with any interest accrued thereon, is repayable before 14 August 2022. The interest rate is 5.04% p.a variable.

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

Notes to the financial statements
at 31 December 2018

12. Creditors: amounts falling due within one year

	2018	*2017*
	£000	*£000*
Amounts owed to group undertakings	126,704	133,161
Accruals and deferred income	82	287
	126,786	133,448

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

13. Provisions for liabilities

	Dilapidations provision £000
At 1 January 2017	182
Utilised in year	(163)
Release of over provision	(19)
At 31 December 2018	-

Dilapidations are provided and are included in the financial statements for the expected costs associated with bringing the relevant property into an acceptable state. The provisions have not been discounted to present value as the impact upon the financial statements is immaterial.

14. Financial instruments

An explanation of the company's financial instrument risk management objectives, policies and strategies are set out in the Directors' report.

Liquidity risk profile of financial assets and liabilities

The table below summarises the maturity profile of the Company's financial assets and liabilities based on contractual undiscounted payments.

Year ended 31 December 2018

	On Demand	*Within 1 year*	*1–5 years*	*More than 5 years*	*Total*
	£000	*£000*	*£000*	*£000*	*£000*
Financial assets that are debt instruments measured at amortised cost	-	2,674	88,994	-	91,668
Financial liabilities measured at amortised cost	-	(126,786)	-	-	(126,786)

Notes to the financial statements

at 31 December 2018

14. Financial instruments (continued)

Year ended 31 December 2017

	On Demand	*Within 1 year*	*1–5 years*	*More than 5 years*	*Total*
	£000	*£000*	*£000*	*£000*	*£000*
Financial assets that are debt instruments measured at amortised cost	-	6,847	91,201	-	98,048
Financial liabilities measured at amortised cost	-	(133,448)	-	-	(133,448)

Interest rate risk

Floating rate loans earn interest at rates linked to LIBOR.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Company's profit before tax (through the impact on floating rate financial liabilities).

	Increase / decrease in basis points	*Effect on profit before tax*
		£000
2018	+100	(1,724)
	-100	1,724
2017	+100	(1,013)
	-100	1,013

Foreign currency risk

Certain amounts owed to and from group undertakings are designated in Euros.

The following table demonstrates the sensitivity to a reasonably possible change in the Sterling against the Euro exchange rate, with all other variables held constant, of the Company's profit before tax (due to foreign exchange translation of monetary assets and liabilities).

	Change in Sterling vs. Euro rate	*Effect on profit before tax*
		£000
2018	+10%	(8,696)
	-10%	8,696
2017	+10%	(8,700)
	-10%	8,700

Notes to the financial statements
at 31 December 2018

15. Authorised, issued and called up share capital

		2018		2017
Allotted, called up and fully paid	*No.*	*£000*	*No*	*£000*
Ordinary shares of £1 each	2	-	2	-
Ordinary shares of €1 each	9,819,600	6,905	9,819,600	6,905

16. Related party transactions

The company has taken advantage of the exemption available under paragraph 8(k) of FRS 101 not to disclose transactions with other 100% owned members of the group headed by Springer Nature AG & Co. KGaA.

17. Ultimate group undertaking

At 31 December 2018, the immediate parent of the company was Springer Nature Finance B.V.

The directors consider the ultimate parent undertaking and controlling party to be Springer Nature AG & Co. KGaA, which is a company incorporated in Germany (registered address: Heidelberger Platz 3, 14197 Berlin, Germany).