

Euromoney Limited
(formerly known as Redquince Limited)
Unaudited Annual Report and Financial Statements
Year ended 30 September 2020

FRIDAY



RAØKFES8

RM

19/03/2021

#108

COMPANIES HOUSE

Euromoney Limited (formerly known as Redquince Limited)

Annual Report and Financial Statements

Year ended 30 September 2020

Contents	Page
Company Information	1
Strategic Report	2
Directors' Report	4
Statement of Comprehensive Income	6
Statement of Financial Position	7
Statement of Changes in Equity	8
Notes to the Financial Statements	9

Euromoney Limited (formerly known as Redquince Limited)

Company Information

The Board of Directors

TJ Bratton
W Pallot (appointed 15 January 2021)
R Haley (appointed 15 January 2021)
SJ Cooke (resigned 15 January 2021)

Registered office

8 Bouverie Street
London
United Kingdom
EC4Y 8AX

Euromoney Limited (formerly known as Redquince Limited)

Strategic Report

Year ended 30 September 2020

The Directors present their Strategic Report for Euromoney Limited (formerly known as Redquince Limited) (the "Company") for the year ended 30 September 2020.

The purpose of the Strategic Report is to inform members of the Company and help them assess how the Directors have performed their duty under section 172 of the Companies Act 2006 (duty to promote success of the Company).

Principal activity and business review

The principal activity of the Company during the year was that of holding investments in other companies in the Euromoney Institutional Investor PLC group (the "Group").

The net assets of the Company as at 30 September 2020 were \$356,850,661 (2019: \$367,676,958).

The Company recognised a gain on reversal of impairment of \$7.4m in its investment in EII US, Inc.. The gain was attributed to an increase in forecast cash flows.

On 28 October 2020 the Company changed its name from Redquince Limited to Euromoney Limited.

The Company will continue to be an investment holding company for the foreseeable future.

Section 172 Statement

During the financial year, the Directors acted in a way they considered, in good faith, would most likely promote the success of the Company for the benefit of its members as a whole, based on the information available to them at the time.

The principal activity of the Company during the year was that of holding investments in other companies in the Group. It therefore does not have business relationships with customers and suppliers. It has no employees and the sole officers of the Company are the Directors who are employed by other Group entities.

The ultimate parent undertaking of the Company is Euromoney Institutional Investor PLC ("EII PLC"). The purpose of EII PLC is to deliver sustainable value to stakeholders by bringing clarity and insight to opaque markets. The Board of EII PLC took full account of the interests of stakeholders during the year, addressing a range of complex issues while promoting the success of EII PLC and the Company. Further disclosure on how the Board of EII PLC have had regard to the matters set out in section 172 is made in the Section 172 Statements on pages 40 and 41 of the 2020 Annual Report and Accounts of EII PLC which is available on the EII PLC website (www.euromoneyplc.com).

Principal risks and uncertainties facing the Company

Risks are managed at a group level by Euromoney Institutional Investor PLC ("EII PLC"). The Group has continued to develop its processes for risk management. Management of significant risk is regularly on the agenda of the board of EII PLC and other senior management meetings.

Specific risk areas that potentially could have a material impact on the Company's long-term performance are:

Liquidity Risk

The Group's principal source of borrowings are provided through committed bank facilities available to the Group until December 2022. These syndicated facilities include a £188m (2019: £240m) multi-currency revolving credit facility which was undrawn at 30 September 2020 (2019: undrawn).

Euromoney Limited (formerly known as Redquince Limited)

Strategic Report

Year ended 30 September 2020

Principal risks and uncertainties facing the Company *(continued)*

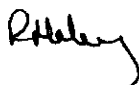
Liquidity Risk *(continued)*

The Group's strategy is to use excess operating cash to pay down its drawings under the revolving credit facility and where undrawn invest in short-term bank deposits and money market funds. The Group generally has an adjusted cash conversion rate (the percentage by which adjusted cash generated from operations covers adjusted operating profit before acquired intangible amortisation and exceptional items) of 90% or more due to much of its subscription, sponsorship and delegate revenue being paid in advance. The Group's adjusted operating cash conversion rate based on adjusted operating profit and adjusted cash generated from operations was 100%. The Group's forecasts and projections, looking out to September 2023 and taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level and covenants of its current and available borrowing facilities.

Key performance indicators

Given the straightforward nature of the business, the Company's Directors are of the opinion that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business.

This report was approved by the Board of Directors on 25 February 2021 and signed on behalf of the Board by:



RA Haley
Director

Euromoney Limited (formerly known as Redquince Limited)

Directors' Report

Year ended 30 September 2020

The Directors present their report and the unaudited financial statements of the Company for the year ended 30 September 2020.

Results and dividends

The loss for the financial year amounted to \$10,826,297 (2019: profit of \$3,985,384). There were no dividends paid during the year (2019: \$nil). The Directors have not recommended a final dividend (2019: \$nil).

Directors

The Directors who served the Company during the year and up to the date of signing the financial statements are listed on page 1.

Future developments

The Directors expect the general level of activity of the Company to remain consistent with prior years and the Company's principal activity is not expected to change substantially.

Qualifying third-party indemnity provisions

A qualifying third-party indemnity (QTPI) as permitted by the Company's Articles of Association and Section 234 of the Companies Act 2006, has been granted by the Company to the Directors of the Company. Under the provisions of QTPI the Company undertakes to indemnify each Director against liability to third parties (excluding criminal and regulatory penalties) and to pay Directors' costs as incurred, provided that they are reimbursed to the Company if the Director is found guilty or, in an action brought by the Company, judgement is given against the Director. The QTPI was in force during the financial year and at the date of approval of the financial statements.

Financial instruments

The Company had no complex financial instruments at 30 September 2020 (2019: none).

Going concern

The Directors have made enquiries and have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future as Euromoney Institutional Investor PLC, the ultimate parent company, has committed to providing financial support to meet its financial obligations when they fall due, for a period of at least 12 months from the date of signing of the accounts for the year ended 30 September 2020. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

The impact of covid-19 on the future prospects of the Euromoney Institutional Investor PLC, the ultimate parent company, has been considered as part of the adoption of the going concern basis for the 2020 year-end results as released on 19 November 2020 and available on the EII PLC website (www.euromoneyplc.com). The Group concluded that there was no material uncertainty on its ability to continue as a going concern at the time the year-end results were released.

Post balance sheet events

Events arising after 30 September 2020 are set out in note 14.

Euromoney Limited (formerly known as Redquince Limited)

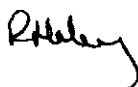
Directors' Report

Year ended 30 September 2020

Disclosure of information in the Strategic Report

The information that fulfils the Companies Act requirements of the business review is included in the Strategic Report. This includes a review of the development of the business of the Company during the year, of its position at the end of the year and of the likely future developments in its business.

This report was approved by the Board of Directors on 25 February 2021 and signed on behalf of the Board by:



RA Haley
Director

Euromoney Limited (formerly known as Redquince Limited)

Statement of Comprehensive Income

As at 30 September 2020

	Notes	2020 \$	2019 \$
Administrative expenses		(14,295,313)	(12,001,009)
Operating loss	4	(14,295,313)	(12,001,009)
Income from shares in group undertakings		—	13,639,112
Interest receivable and similar income	6	—	4,303,095
Interest payable and similar expenses	7	—	(4,172,175)
Gain on reversal of impairment	9	7,368,952	—
(Loss)/profit before taxation		(6,926,361)	1,769,023
Tax on (loss)/profit	8	(3,899,936)	2,216,361
(Loss)/profit for the financial year and total comprehensive (expense)/income		(10,826,297)	3,985,384

The notes on page 9 to 15 form part of these Annual Report and Financial Statements.

Euromoney Limited (formerly known as Redquince Limited)

Statement of Financial Position

As at 30 September 2020

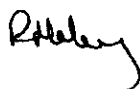
	Notes	2020 \$	2019 \$
Fixed assets			
Investments	9	397,546,470	390,177,518
Current assets			
Debtors	10	–	2,216,361
Creditors: amounts falling due within one year	11	<u>(40,695,809)</u>	<u>(24,716,921)</u>
Net current liabilities		<u>(40,695,809)</u>	<u>(22,500,560)</u>
Net assets		<u>356,850,661</u>	<u>367,676,958</u>
Capital and reserves			
Called up share capital	12	287	287
Share premium account		397,546,184	397,546,184
Accumulated losses		<u>(40,695,810)</u>	<u>(29,869,513)</u>
Total equity		<u>356,850,661</u>	<u>367,676,958</u>

For the year ending 30 September 2020 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors responsibilities:

- The members have not required the Company to obtain an audit of its Annual Report and Financial Statements for the year in question in accordance with section 476;
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of Annual Report and Financial Statements.

These Annual Report and Financial Statements on pages 6 to 15 were approved by the Board of Directors and authorised for issue on 25 February 2021, and are signed on behalf of the Board by:



RA Haley
Director

Company registration number: 05994621

The notes on page 9 to 15 form part of these Annual Report and Financial Statements.

Euromoney Limited (formerly known as Redquince Limited)

Statement of Changes in Equity

Year ended 30 September 2020

	Called up share capital \$	Share premium account \$	Accumulated losses \$	Total \$
At 1 October 2018	286	317,146,185	(33,854,897)	283,291,574
Profit for the financial year and total comprehensive income	—	—	3,985,384	3,985,384
Issue of share capital	1	80,399,999	—	80,400,000
At 30 September 2019	287	397,546,184	(29,869,513)	367,676,958
Loss for the financial year and total comprehensive expense	—	—	(10,826,297)	(10,826,297)
At 30 September 2020	287	397,546,184	(40,695,810)	356,850,661

The notes on page 9 to 15 form part of these Annual Report and Financial Statements.

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

1. General information

The Company is a private company limited by shares, registered in the United Kingdom. The address of the registered office is 8 Bouverie Street, London, EC4Y 8AX, United Kingdom.

2. Statement of compliance

These financial statements have been prepared under the historical cost convention in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS 102), and the Companies Act 2006 unless otherwise stated in the accounting policies below.

3. Accounting policies

Basis of preparation

The Company is incorporated in England and Wales. The Directors have made enquiries and have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future as Euromoney Institutional Investor PLC, the ultimate parent company, has committed to providing financial support to meet its financial obligations when they fall due, for a period of at least 12 months from the date of signing of the accounts for the year ended 30 September 2020. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

The impact of covid-19 on the future prospects of the Euromoney Institutional Investor PLC, the ultimate parent company, has been considered as part of the adoption of the going concern basis for the 2020 year-end results as released on 19 November 2020 and available on the EII PLC website (www.euromoneyplc.com). The Group concluded that there was no material uncertainty on its ability to continue as a going concern at the time the year-end results were released.

The financial statements are prepared in \$USD, which is the functional and presentation currency of the company. Monetary amounts are rounded to the nearest \$USD.

The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Consolidation

The Company was, at the end of the year, a subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated financial statements.

Disclosure exemptions

This entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of Euromoney Institutional Investor PLC which can be obtained from the Company Secretary, Euromoney Institutional Investor PLC, 8 Bouverie Street, London EC4Y 8AX. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- Statement of Cash Flows (paragraph 3.17(d))
- Related Party Disclosures (paragraph 33.7)

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

3. Accounting policies *(continued)*

Income tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

- provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable or there is a binding commitment to remit these earnings;
- deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the years in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Foreign currencies

The Directors consider the functional currency of the Company to be US Dollars (\$). Assets and liabilities in foreign currencies are translated into US Dollar at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into US Dollar at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit/(loss).

Investments

Investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Financial instruments

The Company has chosen to adopt IAS 39 in respect of financial instruments.

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

All of the Company's financial instruments are stated at amortised cost.

Debtors

Debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Creditors

Creditors are measured initially at fair value and subsequently measured at amortised cost using the effective interest method.

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

3. Accounting policies (continued)

Critical accounting judgements and estimation uncertainty

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. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

Investments

Investments are impaired where the carrying value of an investment is higher than the net present value of the future cash flows. During the year a gain of \$7.4m (2019: \$nil) on reversal of an impairment was recognised on the Company's investments. The gain was attributed to an increase in forecast cash flows. Key areas of judgement in calculating the net present value are the forecast cash flows, the long-term growth rate of the applicable businesses and the discount rate applied to those cash flows.

4. Operating loss

Operating loss is stated after charging:

	2020	2019
	\$	\$
Foreign exchange losses	–	205,033

The Company was exempt from audit in the current and prior year and as such did not incur any costs relating to auditor's remuneration.

5. Employees and Directors

The Company has no employees and the sole officers of the Company are the Directors who are employed by other Group entities. The Directors' emoluments are paid by Euromoney Trading Limited. They do not receive emoluments specifically for services to this Company. This is because management of the Group's trading companies, particularly Euromoney Trading Limited, requires significantly more of the Directors' time than management of investment-holding companies, such as Euromoney Limited (formerly known as Redquince Limited).

6. Interest receivable and similar income

	2020	2019
	\$	\$
Interest from group undertakings	–	4,303,095

7. Interest payable and similar expenses

	2020	2019
	\$	\$
Interest payable to group undertakings	–	4,172,175

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

8. Tax on (loss)/profit

Major components of tax charge/(credit)

	2020 \$	2019 \$
Current tax:		
UK current tax credit	–	(2,216,361)
Adjustments in respect of prior years	<u>3,899,936</u>	–
Tax charge/(credit) on (loss)/profit	<u>3,899,936</u>	<u>(2,216,361)</u>

Reconciliation of tax charge/(credit)

The Company's tax charge/(credit) for the year is based on the UK statutory rate of corporation tax for the year of 19% (2019: 19%).

On 11 March 2020, the UK Government announced that a previously enacted reduction in the Corporation Tax rate from 19% to 17% on 1 April 2020 would no longer go ahead and the rate would remain at 19%. The legislation to implement the revised rates was substantively enacted on 17 March 2020.

The actual tax (credit)/charge for the year is different from the UK statutory rate for the reasons set out in the following reconciliation:

	2020 \$	2019 \$
(Loss)/profit before taxation	<u>(6,926,361)</u>	<u>1,769,023</u>
Tax at 19% (2019: 19%)	<u>(1,316,009)</u>	<u>336,114</u>
Expenses not deductible	–	38,956
Income not taxable	<u>(1,400,101)</u>	<u>(2,591,431)</u>
Adjustments in respect of prior years	<u>3,899,936</u>	–
Group relief received for no payment	<u>2,716,110</u>	–
Tax on charge/(credit) (loss)/profit	<u>3,899,936</u>	<u>(2,216,361)</u>

Prior year adjustments relate to a decision made by the Group during the year to cease making payments for group relief and therefore payments in respect of losses incurred in prior years will now no longer be received by the Company.

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

9. Investments

	Shares in group undertakings \$
Cost	
At 1 October 2019 and 30 September 2020	<u>397,546,470</u>
Impairment	
At 1 October 2019	(7,368,952)
Gain on reversal of impairment	<u>7,368,952</u>
At 30 September 2020	<u>—</u>
Carrying amount	
At 30 September 2020	<u>397,546,470</u>
At 30 September 2019	<u>390,177,518</u>

The Company recognised a gain on reversal of impairment of \$7.4m in its investment in EII US, Inc.. The gain was attributed to an increase in forecast cash flows (note 3).

Entity	Nature of business	Class of shares held	Proportion of shares held	Registered office
EII US, Inc.	Investment holding Company	Ordinary	100%	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
BoardEx, LLC	Information services	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Bright Milestone Limited	Investment holding Company	Ordinary	100%*	38/F Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
EII Holdings II, Inc.	Investment holding Company	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Euromoney Holdings US, Inc.	Investment holding Company	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Euromoney Egypt Holdings Limited (formerly Euromoney Holdings Limited)	Investment holding Company	Ordinary	100%*	8 Bouverie Street, London, EC4Y 8AX, United Kingdom
Euromoney Holdings 2 Limited	Investment holding Company	Ordinary	100%*	8 Bouverie Street, London, EC4Y 8AX, United Kingdom

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

9. Investments *(continued)*

Entity	Nature of business	Class of shares held	Proportion of shares held	Registered office
Euromoney Services, Inc.	Research and data services	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Euromoney USA LLC	Events	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Institutional Investor LLC	Publishing and events	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Institutional Investor Networks Inc	Publishing and events	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Internet Securities Egypt Ltd	Dormant	Ordinary	100%*	3 El Badia street, Off Al Thawra street, Heliopolis, Cairo, Egypt
Internet Securities, Inc.	Investment holding Company	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Metal Bulletin Holdings LLC	Investment holding Company	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Ned Davis Research, Inc.	Research and data services	Ordinary	100%*	600 Bird Bay Drive West, Venice FL 34285, United States
RISI Consultoria em Produtos Florestais	Research and data services	Ordinary	100%*	Rua Bernadino de Campos, nº 98, Sobreloja, Bairro Paraíso, CEP 04004-040, São Paulo, Brazil
RISI Inc	Research and data services	Ordinary	100%*	National Registered Agents, Inc. 160 Greentree Drive, Ste 101 Dover, DE 19904, United States
RISI Sprl	Research and data services	Ordinary	100%*	Avenue Louise 523, 1050 Brussels, Belgium
The Deal LLC	Information services	Ordinary	100%*	Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States
Wealth-X LLC	Research and data services	Ordinary	100%*	142 West 36 th Street, NY, United States

* Indirect holdings

The Directors believe that the carrying value of the investments is supported by their future prospects.

Euromoney Limited (formerly known as Redquince Limited)

Notes to the Financial Statements

Year ended 30 September 2020

10. Debtors

	2020	2019
	\$	\$
Corporation tax	–	2,216,361

11. Creditors: amounts falling due within one year

	2020	2019
	\$	\$
Amounts owed to group undertakings	40,695,809	24,716,921

Amounts owed to group undertakings are current accounts which are interest free and repayable on demand.

12. Called up share capital

Issued, called up and fully paid

	2020		2019	
	No.	\$	No.	\$
Ordinary shares of \$1 each	287	287	287	287

13. Controlling party

The immediate parent undertaking and controlling party is Euromoney Group Limited (formerly Fantfoot Limited), which is an indirectly wholly owned subsidiary of Euromoney Institutional Investor PLC (EII PLC).

The Directors regard EII PLC as the ultimate parent undertaking at the balance sheet date.

The smallest and largest group of which the Company is a member and for which group financial statements are drawn up is that of EII PLC, incorporated in England and Wales. Copies of the report and financial statements are available from the Company Secretary, Euromoney Institutional Investor PLC, 8 Bouverie Street, London, EC4Y 8AX.

14. Post balance sheet events

The United Kingdom has left the European Union on 31 January 2020. On 30 December 2020, the UK entered the EU-UK Trade and Cooperation Agreement with the EU. This did not have a material impact on the Company's financial results.