

Legal Network Television Limited

Directors' report and financial statements

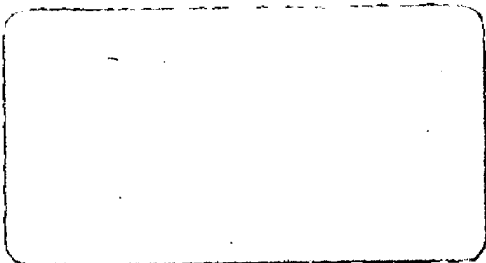
For the period ended 30 November 2018

Registered number 07933849



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Strategic report

Principal activities

The company ceased trading in April 2016. The effect of this is explained in note 1. Comparatives are for the 16 month period to 30 November 2017.

The three trading businesses within the L-J Holdco group are The University of Law Limited, College of Law Services Limited and ULAW (UK) Limited. The group provides legal education and training under The University of Law brand.

Business review, results and dividends

Legal Network Television Limited is a wholly owned subsidiary of COL NewCo Limited incorporated in the United Kingdom. COL NewCo Limited is a member of the L-J Holdco group.

The ultimate parent company of the L-J Holdco group is Global University Systems Holding B.V., a company incorporated in the Netherlands.

The results for the 12 month period ended 30 November 2018 are set out on page 7.

The company recorded a profit of £11k (2017: £18k profit). No dividend is proposed, leaving the £11k profit (2017: £18k profit) to be transferred to reserves.

Group reorganisation

During June 2019, The Board decided to simplify the structure of the L-J Holdco group, reducing the number of companies within the structure from nine to four. As a result of this simplification exercise, the company (Legal Network Television Ltd) will be liquidated during 2019, after the settlement of its intercompany balance with the University of Law Limited. As a result of these proposed changes, these accounts continue to be prepared on a non-going concern basis. However, the trading businesses within the group identified will continue to trade. Further details are given in note 1 to the financial statements.

Our Strategy

The remaining group will continue to focus on existing strengths whilst looking at opportunities to grow our product offering in to enable the group to deliver on our vision. For further information on the group's strategy please refer to the University of Law Limited's financial statements.

Key performance indicators

The group has a number of key performance indicators to which it manages and monitors its performance. A summary of a selection of the key performance indicators for the group are shown in the University of Law's financial statements.

Principal risks and uncertainties

Information on the most significant categories of risks to the group's performance and the board strategies to manage these risks are given in the University of Law's financial statements.

Key group risks are captured in the corporate risk register, which is subject to regular discussion at Audit Committee and in Board meeting.

Future developments

The overall objective of the L-J Holdco group is the expansion of excellence in legal education and training, both in the UK and internationally. The group continues to prosper by retaining our commitment to deliver high quality teaching and learning focused on the needs and aspirations of our students and law firm clients.

Directors' report

The Directors present their annual report and the audited financial statements for the 12 month period ended 30 November 2018. The directors prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. As explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

Directors

The current Director of Legal Network Television Limited is:

Professor A Nollent

Political and charitable contributions

The company made no political or charitable contributions during the period.

Disclosure of information to auditor

The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

In accordance with Section 487 of the Companies Act 2006, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed to the Company's shareholder.

Small company provisions

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 Chapter 5 of the Companies Act 2006.

By order of the board



Professor Andrea Nollent
Vice-Chancellor and CEO

Braboeuf Manor
Portsmouth Road
St Catherines
Guildford
Surrey
GU3 1HA
United Kingdom
11 September 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 period. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union 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 these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so (as explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis).

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of Legal Network Television Limited

Opinion

We have audited the financial statements of Legal Network Television Limited ("the company") for the year ended 30 November 2018 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 November 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, such as recoverability of goodwill and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 1 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon. Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge.

Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Independent auditor's report to the members of Legal Network Television Limited

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

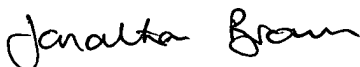
Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Jonathan Brown (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London, E14 5GL
23 September 2019

Statement of comprehensive income for the 12 month period ended 30 November 2018

Discontinued operations

	<i>Note</i>	12 month period ended 30 November 2018	16 month period ended 30 November 2017
		£'000	£'000
Revenue	3	-	-
Cost of sales	4	-	-
Gross (loss)/profit		-	-
Administrative expenses		11	18
Operating profit/(loss)		11	18
Profit/(loss) before taxation		11	18
Taxation	8	-	-
Profit/(loss) after taxation		11	18
Other comprehensive income		-	-
Retained profit/(loss) for the financial period		11	18

The notes on pages 11 to 16 form an integral part of the financial statements.

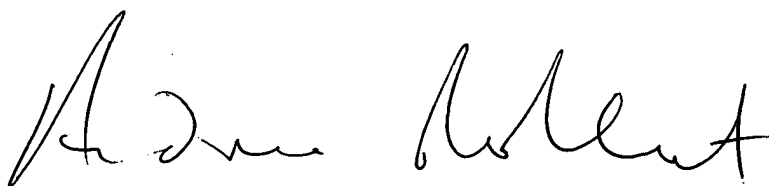
Statement of financial position

At 30 November 2018

	Note	30 November 2018	30 November 2017
		£'000	£'000
Current assets			
Trade and other receivables	9	9	12
Cash and cash equivalents		35	29
Total current assets		44	41
Total assets		44	41
Current liabilities			
Trade and other payables	10	(1,845)	(1,852)
Total current liabilities		(1,845)	(1,852)
Total liabilities		(1,845)	(1,852)
Net liabilities		(1,801)	(1,811)
Shareholders' equity			
Share capital	11	-	-
Retained earnings		(1,801)	(1,811)
Total deficit		(1,801)	(1,811)

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 Chapter 5 of the Companies Act 2006.

These financial statements were approved by the board of Directors on 11 September 2019 and were signed on its behalf by:



Professor Andrea Nollent
 Vice-Chancellor and CEO

Company registered number: 07933849

Statement of changes in equity for the period ended 30 November 2018

	Called up share capital £'000	Retained earnings £'000	Total Equity £'000
At 1 August 2016	-	(1,829)	(1,829)
Profit for the 16 month period	-	18	18
	<hr/>	<hr/>	<hr/>
At 30 November 2017	-	(1,811)	(1,811)
Profit for the 12 month period	-	11	11
	<hr/>	<hr/>	<hr/>
At 30 November 2018	-	(1,801)	(1,801)
	<hr/>	<hr/>	<hr/>

Statement of cash flows for the period ended 30 November 2018

	30 November 2018 £'000	30 November 2017 £'000
Profit/(loss) for the period	11	18
Adjustments:		
Interest received	-	-
Operating profit/(loss)	11	18
(Increase)/decrease in debtors	(11)	(1)
(Decrease)/increase in creditors	4	(13)
Net cash flow from operating activities	4	4
Cash flows from investing activities		
Interest received	-	-
Net cash (out)/in flow from investing activities	-	-
Net increase/(decrease) in cash	4	4
Cash at 1 December	29	25
Cash at 30 November	35	29

Notes

(forming part of the financial statements)

1 Accounting policies

Legal Network Television is a private company limited by shares and incorporated, domiciled and registered in the United Kingdom. The registered number is 07933849 and the registered address is Braboeuf Manor, St Catherines, Guildford, Surrey, GU3 1HA.

The financial statements were prepared in accordance with International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs") and the Companies Act 2006.

The Company's parent undertaking, L-J Holdco Limited includes the Company in its consolidated financial statements.

Basis of preparation

The financial statements are prepared on the historical cost basis. The company's financial statements are presented in pounds sterling and all values are rounded to the nearest thousand pounds (£'000) except where indicated otherwise.

Going concern

In April 2016 the directors took the decision to cease trading. As they do not intend to acquire a replacement trade, the directors have not prepared the financial statements on a going concern basis. No adjustments were necessary to the amounts at which the remaining net assets are included in these financial statements.

During June 2019 the directors took the decision to simplify the structure of the group, reducing the number of non-trading subsidiaries. As a result, the company will be liquidated during 2019 through the settlement of intercompany balances. Accordingly the directors have not prepared the financial statements on a going concern basis. There has been no impact on the carrying values within the financial statements. The liquidation is expected to take place by the end of 2019.

Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying institution repayable on demand or maturing within three months of the date of acquisition and which are subject to an insignificant risk of change in value.

Trade and other receivables

Trade and other receivables are stated at cost less allowances made for doubtful receivables, which approximates fair value. An allowance for doubtful receivables is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivable.

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the reporting date and the gains or losses on translation are included in the statement of comprehensive income.

Notes (continued)

Pensions

The company participated in a defined contribution pension scheme provided by The University of Law Limited. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the statement of comprehensive income represents the contributions payable to the scheme in respect of the accounting period.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

Revenue

Revenue shown in the statement of comprehensive income represents amounts receivable in respect of quarterly and annual subscriptions invoiced, and is recognised on a straight line basis over the contract length.

Expenditure

Expenditure on both goods and services is recognised in the period that it is incurred. Where expenditure has been incurred but has not yet been invoiced for, the expenditure is accrued and a creditor for the relevant amount is recorded on the Statement of Financial Position. Where expenditure has been incurred but that expenditure relates to a later period, the expenditure is deferred and a debtor for the relevant amount is recorded in the Statement of Financial Position.

2 Significant judgements and accounting estimates

The following accounting estimates have been made, which have a significant risk of causing a material amount to the carrying amounts of assets and liabilities within the next financial year:

- a) The recoverable amount of debtors.
- b) The tax rate used for deferred tax liabilities (see note 8).

3 Revenue

All revenue is generated within the United Kingdom and relates to the principal activity and discontinued operations.

Notes (continued)

4 Expenses and auditor's remuneration

Discontinued operations

Included in profit/ (loss) is the following:

	30 November 2018 £'000	30 November 2017 £'000
Auditors' remuneration:		
Audit of these financial statements	-	2

The remuneration of the auditors is borne by a fellow subsidiary undertaking, The University of Law Limited.

5 Remuneration of Directors

All Directors and key management personnel of the company are remunerated by The University of Law Limited and therefore no charge in respect of Directors or key management personnel was recognised within these accounts.

6 Staff numbers and costs

The company is no longer trading and therefore does not employ any staff directly.

7 Taxation

Current tax:

	12 months to 30 November 2018 £'000	16 months to 30 November 2017 £'000
Total tax per income statement	-	-

The charge for the period can be reconciled to the loss per the income statement as follows:

	12 months to 30 November 2018 £'000	16 months to 30 November 2017 £'000
Profit/ (loss) for the period - discontinued operations	11	18
Tax on profit/ (loss) at standard UK tax rate of 19.0% (2017: 19.5%)	2	3
<i>Effects of:</i>		
Movement in unrecognised deferred tax	(2)	(3)
Effects of Group relief	-	-
Tax charge for the period	-	-

Notes (continued)

8 Trade and other receivables

Current

	30 November 2018	30 November 2017
	£'000	£'000
Trade receivables from third parties	-	3
Non trade receivables due from related parties	9	9
	<u>9</u>	<u>12</u>

9 Trade and other payables

Current

	30 November 2018	30 November 2017
	£'000	£'000
Trade payables to third parties	-	14
Non trade payables due to related parties	1,845	1,836
Non trade payables and accrued expenses	-	2
	<u>1,845</u>	<u>1,852</u>

10 Share capital and reserves

Share capital

	30 November 2018	30 November 2017
	£	£
<i>Allotted, called up and fully paid</i>		
10 Ordinary shares of £1 each	10	10
	<u>10</u>	<u>10</u>

11 Related party disclosures

Identity of related party with which the company has transacted:

Group subsidiaries:

The University of Law Limited
College of Law Services Limited

Related party transactions:

	12 months to 30 November 2018	16 months to 30 November 2017
	£'000	£'000
Management fees charged by group subsidiary	-	-

Related party balances:

	Payables outstanding 30 November 2018 £'000	Payables outstanding 30 November 2017 £'000	Receivables outstanding 30 November 2018 £'000	Receivables outstanding 30 November 2017 £'000
Group subsidiaries	1,845	1,836	9	9
	<u>1,845</u>	<u>1,836</u>	<u>9</u>	<u>9</u>

Related party balances relate to intercompany transactions and fund transfers.

Other related party transactions relate to recharges between the entities in respect of invoices settled on behalf of the other party.

13 Ultimate parent company

The immediate parent undertaking is COL NewCo Limited, Brabouef Manor, Portsmouth Road, Guildford, United Kingdom, a company incorporated in the United Kingdom.

The company's ultimate parent undertaking is Global University Systems Holding B.V. Schiphol Boulevard 231, Luchthaven Schiphol, 1118 BH, Netherlands, a company incorporated in the Netherlands.

The group in which the results of the company were consolidated is that headed by L-J Holdco Limited. All the share capital of L-J Holdco Limited is owned by Lake International Limited, a member of a group of companies owned by Global University Systems B.V.

14 Contingent liabilities

In January 2018, the ultimate parent undertaking secured credit facilities, the proceeds of which were used to redeem in full the Lake Bridge International Plc Senior Secured Notes due 2020, of which the company was a guarantor. These facilities were re-priced in November 2018, with an increase of €35 million in the facility. As of the day of these accounts, the financing consists of a £570 million equivalent senior secured loan facilities and a £90 million multi-currency RCF. The company, together with other group companies, is a guarantor of the facilities.