

Wilmington Holdings No. 1 Limited

Annual report and financial statements for the year ended 30 June 2022

Company Registration No: 08313253

Wilmington Holdings No. 1 Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended 30 June 2022



Wilmington Holdings No. 1 Limited

Annual report and financial statements for the year ended 30 June 2022

CONTENTS	Page(s)
Company information	1
Strategic report	2
Directors' report	3 - 4
Statement of directors' responsibilities	5
Independent auditors' report to the members of Wilmington Holdings No. 1 Limited	6 – 9
Statement of comprehensive income	10
Balance sheet	11
Statement of changes in equity	12
Notes to the financial statements	13 - 19

Wilmington Holdings No. 1 Limited

COMPANY INFORMATION

for the year ended 30 June 2022

DIRECTORS

M Milner
G Millward

COMPANY SECRETARY

S Tahir (resigned 31 July 2022)

COMPANY NUMBER

08313253

REGISTERED OFFICE

5th Floor
10 Whitechapel High Street
London
E1 8QS

INDEPENDENT AUDITORS

Grant Thornton UK LLP
30 Finsbury Square
London
EC2A 1AG

BUSINESS ADDRESS

5th Floor
10 Whitechapel High Street
London
E1 8QS

BANKING AGENT

Barclays Bank plc
1 Churchill Place
London
E14 5HP

SOLICITORS

Osborne Clarke
One London Wall
London
EC2Y 5EB

Wilmington Holdings No. 1 Limited is a private company limited by shares.

Wilmington Holdings No. 1 Limited

STRATEGIC REPORT

for the year ended 30 June 2022

The directors submit their Strategic report for the year ended 30 June 2022.

PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company acts as an investment holding company and will continue in this activity for the foreseeable future. The Company received £15,416,584 (2021: £40,142,194) in dividends from group undertakings and had a profit before tax for the year of £15,707,658 (2021: £41,026,429). Net assets as at 30 June 2022 were £49,957,285 (2021: £49,690,107). During the year the company repaid the bank loan.

BUSINESS OBJECTIVES AND STRATEGY

The objective of Wilmington Holdings No. 1 Limited, being a holding company, is to continue to hold the investments in subsidiary companies.

FINANCIAL RISK MANAGEMENT

Interest rate risk, liquidity risk and capital risk are managed on a group-wide basis by the Company's ultimate parent company, Wilmington plc. The Company operates in accordance with funding policies controlled by the executive directors of the parent company. The group wide policies can be found in the annual report of the parent company Wilmington plc, this is a separate document.

DIRECTORS' STATEMENT OF COMPLIANCE WITH SECTION 172 OF THE UK COMPANIES ACT.

Under The Companies (Miscellaneous Reporting) Regulations 2018 there is a requirement for the directors to understand the views of the Company's key stakeholders and to describe how those interests and the matters set out in Section 172 of the Companies Act 2006 have been considered in Board discussions and decision making. Throughout the year, while discharging their Section 172 duty, the directors have acted in a way that they considered in good faith, would be most likely to promote the success of the Company for the benefit of its shareholder. The directors also considered the interests of a wider set of stakeholders including its subsidiary undertakings.

PRINCIPAL RISKS AND UNCERTAINTIES

Further discussion of these risks and uncertainties, in the context of Wilmington plc, is provided in the group's annual report, which does not form part of this report.

DIRECTORS' STATEMENT OF COMPLIANCE WITH SECTION 172 OF THE UK COMPANIES ACT

Under The Companies (Miscellaneous Reporting) Regulations 2018 there is a requirement for the directors to understand the views of the Company's key stakeholders and to describe how those interests and the matters set out in Section 172 of the Companies Act 2006 have been considered in Board discussions and decision making. Throughout the year, while discharging their Section 172 duty, the directors have acted in a way that they considered in good faith, would be most likely to promote the success of the Company for the benefit of its shareholder. The directors also considered the interests of a wider set of stakeholders including its subsidiary undertakings.

KEY PERFORMANCE INDICATORS

As this is a holding company the directors do not consider there are any relevant key performance indicators.

By order of the board



G Millward
Director
30 December 2022

Wilmington Holdings No. 1 Limited

DIRECTORS' REPORT

for the year ended 30 June 2022

The directors submit their report and the audited financial statements of Wilmington Holdings No. 1 Limited for the year ended 30 June 2022. Please refer to the Strategic report on page 2 for the disclosure on the Company's financial risk management.

DIVIDENDS AND FUTURE DEVELOPMENTS

The Company received £15,416,584 (2021: £42,594,096) in dividends from group undertakings and had a profit before tax for the year of £15,707,658 (2021: £41,026,429). Dividends paid in the year were £15,416,584 (2021: £42,594,096), which is £0.23 (2021: £0.63) per ordinary share. Refer to the Strategic report for future developments.

DIRECTORS

The following persons served as directors throughout the year and up to the date of signing of the financial statements:

M Milner
G Millward

DIRECTORS' THIRD PARTY INDEMNITY PROVISIONS

A qualifying third party indemnity provision was in place for directors throughout the year and at the date of the approval of the financial statements.

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements. The Company has a total net asset position and a positive cash in hand balance. Although the Company is in a net current liability position the ultimate parent company, Wilmington plc, has stated its intention to provide financial support as necessary. The Company owes £45,082,727 (2021: £15,043,305) to other entities in the group. There is no current intention to recall the amounts due within 12 months from the date of signing the financial statements. For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

DISCLOSURE OF INFORMATION TO AUDITORS

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The directors are responsible for preparing the report in accordance with applicable law and regulations. The directors consider the report and the financial statements, taken as a whole, provides the information necessary to assess the Company's performance, business model and strategy and is fair, balanced and understandable.

To the best of our knowledge:

- the Company's financial statements, prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101), give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole; and
- the Strategic report and Directors' report include a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that they face.

INDEPENDENT AUDITORS

Grant Thornton UK LLP have indicated their willingness to remain in office. Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Grant Thornton UK LLP will therefore continue in office.

Wilmington Holdings No. 1 Limited

DIRECTORS' REPORT

for the year ended 30 June 2021

On behalf of the board

Guy Millward

G Millward
Director
30 December 2022

Wilmington Holdings No. 1 Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES

for the year ended 30 June 2022

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic report and Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Standards (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

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 and the profit or loss of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 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 the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. They are also responsible for safeguarding the assets of the Company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



Independent Auditor's Report to the Members of Wilmington Holdings No.1 Limited

Opinion

We have audited the financial statements of Wilmington Holdings No.1 Limited (the 'company') for the year ended 30 June 2022, which comprise the statement of comprehensive income, the balance sheet, the statements of changes in equity and notes to the financial statements, 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, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2022 and of its profit 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. 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 are responsible for concluding on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the company's business model including effects arising from macro-economic uncertainties such as Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue. In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.



Independent Auditor's Report to the Members of Wilmington Holdings No.1 Limited

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report,¹ other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our 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 this 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 the directors' report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

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 the directors' report.

Matters on which we are required to report by exception

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 for the financial statements

As explained more fully in the directors' responsibilities statement, 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 Wilmington Holdings No.1 Limited

Auditor's responsibilities 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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined the most significant which are directly relevant to specific assertions in the financial statements are those related to the reporting frameworks, including FRS 101 'Reduced Disclosure Framework', the relevant tax legislation, and Companies Act 2006;
- We understood how the company is complying with those legal and regulatory frameworks by making enquiries of management and those charged with governance;
- We also enquired of management and those charged with governance concerning the company's policies and procedures relating to the identification, evaluation, detection and response to the risks of fraud and the establishment of internal controls to mitigate risks related to fraud. We enquired as to whether they had any knowledge of actual, suspected or alleged fraud;
- No matters of non-compliance with laws and regulations and fraud were identified by the engagement team or communicated to the engagement team.
- We evaluated the design and implementation of controls over the financial reporting systems and the effectiveness of the control environment as part of our risk assessment.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by considering management's incentives and opportunities for manipulation of the financial statements. This included the evaluation of the risk of management override of controls.
- Audit procedures performed by the engagement team included:
 - identifying and assessing the design and implementation of controls management utilises to prevent and detect fraud;
 - challenging key assumptions used and judgements made by management in relation to significant accounting estimates;
 - using data interrogation software to identify and test large or unusual journal entries which may carry a higher risk of fraud;
 - assessing the extent of compliance with the relevant laws and regulations as part of our audit procedures on the related financial statement item; and
 - performing audit procedures to conclude on the compliance of disclosures in the financial statements with applicable financial reporting requirements.



Independent Auditor's Report to the Members of Wilmington Holdings No.1 Limited

- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed noncompliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it;
- The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify and recognise non-compliance with laws and regulations through an assessment of the engagement team's:
 - Understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
 - Knowledge of the industry in which the company operates;
 - Understanding of relevant legal and regulatory frameworks including United Kingdom Accounting Standards, including those related to the reporting frameworks including FRS 101 'Reduced Disclosure Framework', the relevant tax legislation, and Companies Act 2006.

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.

A handwritten signature in black ink, appearing to read "S. Cardoso".

Sergio Cardoso
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London
30 December 2022

Wilmington Holdings No. 1 Limited

STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2022

	Note	2022 £	2021 £
REVENUE		15,416,584	40,142,194
Foreign exchange (loss)/gain		(69,138)	856,912
OPERATING PROFIT		<u>15,347,446</u>	<u>40,999,106</u>
Interest receivable and similar income	2	502,734	441,761
Interest payable and similar expenses	3	<u>(142,522)</u>	<u>(414,438)</u>
PROFIT BEFORE TAXATION	4	15,707,658	41,026,429
Tax on profit	6	<u>(23,896)</u>	<u>(168,005)</u>
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		<u>15,683,762</u>	<u>40,858,424</u>

The revenue and operating profit for the year arises from the Company's continuing operations.

The Company has no other comprehensive income other than those included in the results above.

Wilmington Holdings No. 1 Limited

BALANCE SHEET

as at 30 June 2022

Company Registration No. 08313253

	Note	2022 £	2021 £
FIXED ASSETS			
Investments	7	84,267,146	84,267,146
		<u>84,267,146</u>	<u>84,267,146</u>
CURRENT ASSETS			
Debtors	8	10,749,749	10,388,289
Cash at bank and in hand		<u>79,370</u>	<u>34,415</u>
		10,829,119	10,422,704
Creditors: Amounts falling due within one year	9	<u>(45,138,980)</u>	<u>(24,039,688)</u>
NET CURRENT LIABILITIES		<u>(34,309,861)</u>	<u>(13,616,984)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		49,957,285	70,650,162
Creditors: Amounts falling due after more than one year	10	<u>—</u>	<u>(20,960,055)</u>
NET ASSETS		<u>49,957,285</u>	<u>49,690,107</u>
CAPITAL AND RESERVES			
Called up share capital	11	68,000	68,000
Retained earnings		<u>49,889,285</u>	<u>49,622,107</u>
TOTAL SHAREHOLDERS' FUNDS		<u>49,957,285</u>	<u>49,690,107</u>

The notes on pages 13 to 19 form an integral part of these financial statements.

The financial statements and related notes on pages 10 to 19 were approved by the board of directors and authorised for issue on 30 December 2022 and are signed on its behalf by

Guy Millward

G Millward
Director
30/12/2022

Wilmington Holdings No. 1 Limited
STATEMENT OF CHANGES IN EQUITY
for the year ended 30 June 2022

Company Registration No. 08313253

	Called up share capital £	Retained earnings £	Total shareholders' funds £
At 1 July 2020	68,000	51,357,779	51,425,779
Profit and total comprehensive income for the financial year	—	40,858,424	40,858,424
Dividends paid	—	(42,594,096)	(42,594,096)
At 30 June 2021	68,000	49,622,107	49,690,107
Profit and total comprehensive income for the financial year	—	15,683,762	15,683,762
Dividends paid	—	(15,416,584)	(15,416,584)
At 30 June 2022	68,000	49,889,285	49,957,285

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

GENERAL INFORMATION

Wilmington Holdings No.1 Limited ('the Company') acts as an investment holding company. The Company is a private company and is incorporated and domiciled in the UK. The address of the registered office is 10 Whitechapel High Street, London, E1 8QS.

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

BASIS OF PREPARATION

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The Company is a wholly owned subsidiary of Wilmington plc and is included in the consolidated financial statements of Wilmington plc, which are publicly available. The Company is therefore 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 Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash flow statement and related notes;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- Certain disclosures in respect of IFRS 15 Revenue from contracts with customers;
- Comparative period reconciliations for share capital;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of compensation of key management personnel and transactions entered into between two or more wholly-owned members of a group.

As the consolidated financial statements of Wilmington plc include the equivalent disclosures, the Company has also taken the exemptions FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 3 in respect of business combinations undertaken by the Company in current and prior periods;
- IFRS 2 Share Based Payments in respect of group settled share based payments; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and IFRS 7 Financial Instruments.

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements.

The Company has a total net asset position and a positive cash in hand balance. Although the Company is in a net current liability position the ultimate parent company, Wilmington plc, has stated its intention to provide financial support as necessary. The Company owes £45,082,727 (2021: £15,043,305) to other entities in the group. There is no current intention to recall the amounts due within 12 months from the date of signing the financial statements.

For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

DIVIDENDS

Dividends are recognised in the financial statements when the shareholders' right to receive payment is established. Dividend income from subsidiary undertakings is recognised in the financial statements when subsidiaries have declared interim and final dividends.

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

INVESTMENTS

Investments in subsidiaries are valued at cost less provision for impairment. The Company evaluates the carrying value of fixed asset investments to determine if there has been impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

AMOUNTS OWED BY GROUP UNDERTAKINGS

Amounts owed by group undertakings are recognised initially at fair value, and subsequently at amortised cost using the effective interest rate method, less provision for impairment. The Company recognises expected credit losses using a lifetime expected loss allowance unless the asset is considered to have a low credit risk, in which case the loss allowance recognised is limited to 12 months' expected losses. Amounts owed by group undertakings are classified according to the intention of repayment of the loans.

AMOUNTS OWED TO GROUP UNDERTAKINGS

Amounts owed to group undertakings are recognised initially at fair value, and subsequently at amortised cost using the effective interest rate method. Amounts owed to group undertakings are classified according to the intention of repayment of the loans.

TAXATION

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A deferred tax asset is recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is discounted to reflect the time value of money, using a discount rate based on the post tax yields to maturity that could be obtained at the balance sheet date on government bonds with similar maturity dates. None of the deferred tax balance relates to unprovided deferred tax. Current tax for the current and prior years is provided at the amount 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

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The financial statements are presented in 'Pounds Sterling' (£), which is also the Company's functional currency.

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the statement of comprehensive income.

REVENUE

Revenue consists of dividends received from subsidiaries.

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

a) Impairment of investments

Investments in subsidiaries are stated at cost less provision for any impairment in value. Investments are tested for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. When an impairment test is performed, the recoverable amount of the asset is assessed and its carrying amount is reduced to that amount if lower, and any impairment losses are recognised in the income statement.

IMPACT OF ADOPTION OF NEW ACCOUNTING STANDARDS

There has been no material impact on the financial statements from the adoption of new standards or amendments in the year ended 30 June 2022.

2	INTEREST RECEIVABLE AND SIMILAR INCOME	2022	2021
		£	£
	Other interest receivable	<u>502,734</u>	<u>441,761</u>
3	INTEREST PAYABLE AND SIMILAR EXPENSES	2022	2021
		£	£
	Bank interest payable	<u>142,522</u>	<u>414,438</u>
4	PROFIT BEFORE TAXATION	2022	2021
		£	£
	Profit before taxation is stated after charging/(crediting):		
	Foreign exchange loss/(gain)	<u>69,138</u>	<u>(856,912)</u>

Auditors' remuneration for the statutory audit was £6,043 (2021: £5,358). The cost was paid by the parent company Wilmington plc.

5 EMPLOYEES

The Company has no employees (2021: none). The two (2021: three) directors of the Company are remunerated by Wilmington plc, its immediate parent company, the emoluments are disclosed in the financial statements of the parent company.

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

6	TAX ON PROFIT	2022 £	2021 £
	Current taxation:		
	UK corporation tax on profits of the year	55,304	168,005
	Prior year adjustment	(31,408)	—
	Tax on profit	<u>23,896</u>	<u>168,005</u>

Factors affecting the tax charge for the year:

The tax assessed for the year is lower (2021: lower) than the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%).

	2022 £	2021 £
Profit before taxation	<u>15,707,658</u>	<u>41,026,429</u>
Profit before taxation multiplied by the standard rate of UK corporation tax of 19.00% (2021: 19.00%)	2,984,455	7,795,022
Effects of:		
Dividend income	(2,929,151)	(7,627,017)
Prior year adjustment	(31,408)	—
Total tax charge for the year	<u>23,896</u>	<u>168,005</u>

Factors affecting current and future tax charges:

The main rate of corporation tax will increase from 19% to 25% effective from 1 April 2023 following substantive enactment of the Finance Bill 2021 on 24 May 2021.

7 INVESTMENTS

COST AND NET BOOK VALUE

1 July 2021 and 30 June 2022

Total
£

84,267,146

The investments in subsidiaries below are held either directly or indirectly. Subsidiaries marked with + are held directly, all other subsidiaries are indirectly owned.

Name of company	UK company number	Registered address	Business	Percentage owned
APM International SAS (incorporated and operates in France)	n/a	AVE	News information services to the healthcare industry	100
APM Media SARL (incorporated and operates in France)	n/a	AVE	News information services to the healthcare industry	100
Axco Insurance Information Services Limited	3073807	WCH	Provision of international compliance and regulatory information for the global insurance industry	100
Bond Solon Training Limited	2271977	WCH	Witness training and conferences	100
CLT International Hong Kong Limited (formerly International Compliance Training Hong Kong Limited)	n/a	PRU	Certified professional training	100
CLT International Limited	6309789	WCH	Certified professional training	100
ICA Commercial Services Limited	4363296	WCH	Training courses in international compliance and money laundering	100
ICA Risk Management Limited (formerly ICA Audit Limited)	4519229	WCH	Facilitation of ISO certification for businesses	100

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

7 INVESTMENTS (CONTINUED)					
Interactive Medica AB (incorporated and operates in Sweden)	n/a	ALF	Pan-European provider of cloud based insight, CRM and KAM offerings to the pharmaceutical industry	100	
Interactive Medica Limited	5947851	WCH	Pan-European provider of cloud based insight, CRM and KAM offerings to the pharmaceutical industry	100	
Interactive Medica SL (incorporated and operates in Spain)	n/a	CRE	Pan-European provider of cloud based insight, CRM and KAM offerings to the pharmaceutical industry	100	
International Compliance Association Limited	4429302	WCH	Professional association; a not for profit organisation	100	
International Compliance Training Academy PTE Limited (incorporated and operates in Singapore)	n/a	SHE	Training courses in international compliance and money laundering	100	
International Compliance Training (Middle East) Ltd (incorporated and operates in the UAE)	n/a	GAT	Training courses in international compliance and money laundering	100	
International Compliance Training SDN. BHD (incorporated and operates in Malaysia)	n/a	VER	Training courses in international compliance and money laundering	100	
Mercia Group Limited	1464141	WCH	Training and support services to the accountancy profession	100	
Mercia Ireland Limited (incorporated and operates in Ireland)	n/a	BAG	Training and support services to the accountancy profession	100	
Mercia NI Limited	NI038498	CLO	Training and support services to the accountancy profession	100	
MiExact Limited (formerly Smee and Ford Limited)	1964639	WCH	Provision of legacy information	100	
SWAT UK Limited	3041771	WCH	Training and support services to the accountancy profession	100	
Wilmington Compliance Week Inc. (incorporated and operates in the US)	n/a	ORA	Provision of international compliance and regulatory information in the US	100	
Wilmington FRA Inc. (incorporated and operates in the US)	n/a	ORA	Conference and networking provider of specialist events in healthcare and finance	100	
Wilmington Healthcare Limited	2530185	WCH	Provision of reference information to the healthcare industry	100	
Wilmington Holdings US Inc. (incorporated and operates in the US) + Wilmington IBT Limited (formerly The Matchett Group Limited)	n/a	ORA	Holding company	100	
Wilmington Inese SL (incorporated and operates in Spain)	1221570	WCH	Dormant	100	
Wilmington Insight Limited + Wilmington Legal Limited + Wilmington plc Employee Share Ownership Trust	n/a	CMA	Provision of Spanish language subscription based publications	100	
Wilmington Publishing & Information Limited +	2691102	WCH	Holding company	100	
	2522603	WCH	Holding company	100	
	n/a	WCH	Trust	n/a	
	3368442	WCH	Provision of information and events for professional markets	100	

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

7 INVESTMENTS (CONTINUED)

Wilmington Shared Services Limited +	8314442	WCH	Provision of shared services	100
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The registered company addresses for each subsidiary undertaking are abbreviated as shown below.

Registered address	Abbreviation
Att.Lena Frazen, Nytorget 7, Box 577, 611 10, Nyköping, Sweden	ALF
33 Avenue de la Republique, 75011 Paris	AVE
13 Baggot Street Upper, Dublin 4, Ireland	BAG
Cloughoge Business Park, Newry, Countydown, Northern Ireland	CLO
C/Recoletos, 3 – 1º, 28001 Madrid	CRE
C/Maudes, 51 - 2ª Planta, 28003 Madrid	CMA
Level 3, Gate Village, Building 2, Dubai International Financial Centre, PO Box 506745, Dubai	GAT
1209 Orange Street, Delaware 19801, United States	ORA
Suite 2111, 21/F., Prudential Tower, The Gateway, Harbour City, 21 Canton Road, Tsimshatsui, Kowloon, Hong Kong	PRU
6 Shenton Way, #17-08 OUE Downtown 2, Singapore 068809	SHE
Unit 30-01, Vertical Business Suite, Bangsar South, No.8, Jalan Kerinchi, 59200, Kuala Lumpur	VER
10 Whitechapel High Street, London E1 8QS, United Kingdom	WCH

The Company tests annually for impairment. The recoverable amount of the investment is determined from the value in use calculations for each subsidiary. These calculations use pre-tax cash flow projections based on financial budgets and forecasts approved by management covering a three year period. Cash flows beyond the three year period are extrapolated using estimated long term growth rates. The directors believe that the carrying value of the investments is supported by their underlying net assets.

8 DEBTORS	2022 £	2021 £
Amounts due within one year:		
Amounts owed by group undertakings	10,749,749	10,388,289
	<u>10,749,749</u>	<u>10,388,289</u>

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

9 CREDITORS: Amounts falling due within one year	2022 £	2021 £
Bank loans and overdraft	—	8,912,741
Amounts owed to group undertakings	45,082,727	15,043,305
Accruals and deferred income	—	18,277
Corporation tax	56,253	65,365
	<u>45,138,980</u>	<u>24,039,688</u>

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

10 CREDITORS: Amounts falling due after more than one year	2022 £	2021 £
Bank loans	—	20,960,055
	<u>—</u>	<u>20,960,055</u>

Wilmington Holdings No. 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2022

11 CALLED UP SHARE CAPITAL

	2022 Number	2021 Number	2022 £	2021 £
Allotted and fully paid: Ordinary shares of £0.001 each	68,000,002	68,000,002	68,000	68,000

12 DIVIDENDS

	2022 £	2021 £
Dividends for which the Company became liable during the year:		
Dividends paid £0.23 per ordinary share (2021: £0.63 per ordinary share)	15,416,584	42,594,096

13 CONTINGENT LIABILITIES

The Company has entered into a guarantee in respect of the ultimate parent company's committed revolving credit facility of £20,000,000. The initial agreement expired July 2020 which was then extended to July 2024. During the year the facility was reduced from £65,000,000 to £20,000,000. This guarantee is considered to be an inter group insurance arrangement and in accordance with IFRS 4 is accounted for as a contingent liability. At 30 June 2022, the Company had a contingent liability of £nil (2021: £20,430,488) in respect of drawdowns from this facility. Details of the financing facility can be found in the financial statements of Wilmington plc, the ultimate parent company.

14 ULTIMATE PARENT UNDERTAKING

The Company is controlled by Wilmington plc, its immediate parent.

The ultimate parent company, and the parent undertaking of the largest and smallest group for which consolidated financial statements are prepared, is Wilmington plc, which is incorporated in the UK and for which financial statements are available from 10 Whitechapel High Street, London, E1 8QS.