

**Company Registration No. SC119193**

**MRP Holdings Limited**

**Annual Report and Financial Statements**

**For the 52 weeks ended 28 December 2013**

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# **MRP Holdings Limited**

## **Annual report and financial statements 2013**

<b>Contents</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Strategic report</b>	<b>2</b>
<b>Directors' report</b>	<b>3</b>
<b>Directors' responsibilities statement</b>	<b>4</b>
<b>Balance sheet</b>	<b>5</b>
<b>Notes to the financial statements</b>	<b>6</b>

# **MRP Holdings Limited**

## **Annual report and financial statements 2013**

### **Officers and professional advisers**

#### **Directors**

A Highfield	(appointed 1 April 2013)
D King	(appointed 1 July 2013)
D Cammiade	(resigned 31 March 2013)
G Murray	(resigned 15 May 2013)

#### **Secretary**

P M McCall

#### **Registered office**

117-119 Castle Street  
Forfar  
Angus  
United Kingdom  
DD8 3AH

# MRP Holdings Limited

## Strategic report

The directors, in preparing this strategic report, have complied with s.414C of the Companies Act 2006.

### Activities, results and future projections

The Company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the current and preceding financial periods. It is anticipated that the Company will remain dormant for the foreseeable future. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the Company. There are no risks or uncertainties facing the Company including those within the context of the use of financial instruments.

### Post balance sheet events

Details of significant events since the balance sheet date are contained in note 6 to the financial statements.

Approved by the Board of Directors and signed on behalf of the Board by:



D King  
Director

26 September 2014

# MRP Holdings Limited

## Directors' report

The directors present their annual report and the financial statements for the 52 weeks period ended 28 December 2013.

### Future developments and events after balance sheet date

Details of future developments and events that have occurred after the balance sheet date can be found in the Strategic Report on page 2 and form part of this report by cross reference.

### Going concern

The Directors believe that the Company is well placed to manage its business risks successfully despite the current economic environment, which remains challenging. The Johnston Press plc Group has recently extended its financing facilities. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its current committed facilities.

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

### Directors

The Directors who served during the period and to the date of this report, unless otherwise stated, are shown on page 1.

### Directors' liability

As permitted by the Companies Act 2006, the Company has insurance cover for the Directors against liabilities in relation to the Company.

### Financial risk management

The Company's principal assets subject to risk are intercompany receivables.


In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses short-term intercompany debt finance. The Directors do not consider there to be any risk associated with intercompany balances as these are managed for the Group as a whole by Johnston Press plc.

The Company does not enter into derivative financial instruments for hedging, speculative or any other purposes.

Approved by the Board of Directors and signed on behalf of the Board



D King  
Director

 September 2014

## **MRP Holdings Limited**

### **Directors' responsibilities statement**

The Directors are responsible for preparing the annual 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 the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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 enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## MRP Holdings Limited

### Balance sheet As at 28 December 2013

	Notes	28 December 2013 £	29 December 2012 £
<b>Fixed assets</b>			
Investments	4	<u>10</u>	<u>10</u>
<b>Current assets</b>			
Debtors – due from group undertakings		100,000	100,000
Cash at bank and in hand		<u>(10)</u>	<u>(10)</u>
		99,990	99,990
<b>Net assets</b>		<u>100,000</u>	<u>100,000</u>
<b>Capital and reserves</b>			
Called-up share capital	3	<u>100,000</u>	<u>100,000</u>
<b>Total shareholders' funds</b>		<u>100,000</u>	<u>100,000</u>

The Company did not trade during the current or preceding period and has made neither profit nor loss, nor any other recognised gain or loss. The comparative numbers are as at 29 December 2012.

For the period ended 28 December 2013, the Company was entitled to exemption under section 480 of the Companies Act 2006 relating to dormant companies.

No members have required the Company to obtain an audit of its accounts for the period 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 accounts.

The financial statements of MRP Holdings Limited, registered number SC119193, were approved and authorised for issue by the Board of Directors on 20 September 2014.

Signed on behalf of the Board of Directors



D King  
Director

# MRP Holdings Limited

## Notes to the financial statements

For the 52 weeks period ended 28 December 2013

### 1. Accounting policies

The particular accounting policies adopted are described below, all of which have been applied consistently throughout the current and preceding period.

#### Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

The financial statements are prepared on the going concern basis, as disclosed in the Directors' Report.

The financial statements have been prepared for the 52 weeks period ended 28 December 2013. The 2012 information relates to the 52 weeks period ended 29 December 2012.

#### Cash flow

The Company is a wholly-owned subsidiary of Johnston Press plc and is included in the consolidated financial statements of Johnston Press plc. The Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (revised).

#### Related party transactions

As a subsidiary of Johnston Press plc, the Company has taken advantage of the exemption in FRS 8 "Related party disclosures" from disclosing transactions with other members of the group.

#### Investments

Investments are held as fixed assets and are stated at cost less provision for any impairment.

#### Consolidation

The Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements therefore present information about the Company as an individual undertaking and not about its Group.

### 2. Profit and loss account

The Company did not trade during the current or preceding financial period and consequently has made neither a profit or loss nor any other recognised gains or losses. Accordingly, no profit and loss account, statement of total recognised gains or losses or reconciliation of movements in shareholders' funds has been presented.

The Company had no employees, other than the Directors, during either period. None of the Directors received or accrued any remuneration in respect of their services to the Company in either period. Their remuneration in respect of services to the Group is included in the respective parent company accounts.

The interests of the Directors who are also Directors of the ultimate parent company, Johnston Press plc, in the shares of the ultimate parent company are disclosed in that company's financial statements.

### 3. Called-up share capital

	28 December 2013 £	29 December 2012 £
Authorised: 100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
Allotted, called up and fully paid: 100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>



## **MRP Holdings Limited**

### **Notes to the financial statements (continued)**

**For the 52 weeks period ended 28 December 2013**

**4. Investment**

The Company holds 100% of the share capital in Montrose Review Press Limited.

**5. Guarantees and other financial commitments**

**Security**

On 23 June 2014 Johnston Press plc completed its 'Capital Refinancing Plan' using the proceeds of an issue of new Placing Shares and Rights Issue Shares (£140m) and a New Bond Issue (£220.5m) to repay all amounts outstanding to its previous Lenders. The Capital Refinancing Plan also involved Johnston Press plc entering into a New Revolving Credit Facility (£25m) which is currently undrawn.

Further details of the financing arrangements of Johnston Press plc and its subsidiaries are contained in the Interim Statement of Johnston Press plc to 28 June 2014.

At 28 June 2014 Johnston Press plc and its subsidiaries had total net debt of £181,612,000 (December 2013: £293,237,000, December 2012: £307,097,000)

**6. Post balance sheet events**

Other than described elsewhere relating to refinancing, there have been no other post balance sheet events.

**7. Ultimate parent company**

The immediate and ultimate parent company is Johnston Press plc, a company incorporated in the United Kingdom and registered in Scotland.

The only group in which the results of the Company are consolidated is that headed by Johnston Press plc. The financial statements of Johnston Press plc are available to the public and may be obtained from Johnston Press plc, Orchard Brae House, 30 Queensferry Road, Edinburgh EH4 2HS.

The first part of the paper discusses the importance of the study and the objectives of the research. It then proceeds to a literature review, followed by a description of the methodology used in the study. The results of the study are presented in the next section, followed by a discussion of the findings and their implications. The paper concludes with a summary of the main points and a list of references.