

WILDY AND SONS LIMITED
UNAUDITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2016

RPG CROUCH CHAPMAN LLP
Chartered Accountants
62 Wilson Street
London
EC2A 2BU



WILDY AND SONS LIMITED

COMPANY INFORMATION

Directors	J. W. Sinkins D. Beales I. Sinkins S. Ross (appointed 15 July 2016) A.C. Sinkins (appointed 15 July 2016)
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Registered number	00348459
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Registered office	Lincolns Inn Archway Carey Street London WC2A 2JD
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Accountants	RPG Crouch Chapman LLP Chartered Accountants 62 Wilson Street London EC2A 2BU
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WILDY AND SONS LIMITED

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WILDY AND SONS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2016

Introduction

The directors present their strategic report of the company for the year ended 31st December 2016.

Business review

Turnover has decreased by 1% over the previous year. This decrease is due to decreased sales in the Caribbean.

The company is expecting the turnover for the year ended 31st December 2017 to increase slightly over 2016 due to new customers.

The dividend paid was £nil for the year.

Post Balance Sheet Events

Since the year end the equity in the company has been acquired by Wildy and Sons Holdings Limited.

Principal risks and uncertainties

The company is continuing to put service to its customers as its prime object and will incur additional technological costs to enable this to continue to enhance the reputation of the business. There are no risks on foreign exchange as sales abroad are primarily paid in sterling. Sales to the European Union countries are not material to the business and therefore it is not considered that the vote to leave the Union will have a material effect on the business.

Financial key performance indicators

The directors aim to keep competitive in the ever changing business environment and monitor the progress of the company by reference to the following KPI's:

This report was approved by the board on 8TH SEPTEMBER 2017 and signed on its behalf.



D. Beales
Director

WILDY AND SONS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their report and the financial statements for the year ended 31 December 2016.

Directors

The directors who served during the year were:

J. W. Sinkins
D. Beales
I. Sinkins
S. Ross (appointed 15 July 2016)
A.C. Sinkins (appointed 15 July 2016)

Auditors

As a result of the changes to the audit thresholds applicable to accounting periods beginning on or after 1st January 2016, the directors decided not to require an audit for the year.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 8TH SEPTEMBER 2017 and signed on its behalf.



D. Beales
Director

WILDY AND SONS LIMITED

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF WILDY AND SONS LIMITED FOR THE YEAR ENDED 31 DECEMBER 2016

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Wildy and Sons Limited for the year ended 31 December 2016 which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes from the Company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <http://www.icaew.com/en/members/regulations-standards-and-guidance/>.

This report is made solely to the Board of directors of Wildy and Sons Limited, as a body, in accordance with the terms of our engagement letter dated 30th August 2017. Our work has been undertaken solely to prepare for your approval the financial statements of Wildy and Sons Limited and state those matters that we have agreed to state to the Board of directors of Wildy and Sons Limited, as a body, in this report in accordance with ICAEW Technical Release TECH07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Wildy and Sons Limited and its Board of directors, as a body, for our work or for this report.

It is your duty to ensure that Wildy and Sons Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit or loss of Wildy and Sons Limited. You consider that Wildy and Sons Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or review of the financial statements of Wildy and Sons Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

RPG Crouch L

RPG Crouch Chapman LLP

Chartered Accountants

62 Wilson Street

London

EC2A 2BU

Date: *11th September 2017*

WILDY AND SONS LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Note	2016 £	2015 £
Turnover		12,632,170	12,779,711
Cost of sales		(10,436,048)	(10,465,538)
Gross profit		2,196,122	2,314,173
Administrative expenses		(1,778,519)	(1,901,937)
Operating profit		417,603	412,236
Interest receivable and similar income		1,498	1,186
Profit before tax		419,101	413,422
Tax on profit	5	(88,127)	(64,970)
Profit for the year		330,974	348,452

There was no other comprehensive income for 2016 (2015:£NIL).

The notes on pages 7 to 17 form part of these financial statements.

WILDY AND SONS LIMITED
REGISTERED NUMBER: 00348459

BALANCE SHEET
AS AT 31 DECEMBER 2016

	Note	2016 £	2015 £
Fixed assets			
Tangible assets	6	496,932	508,206
Investments	7	50	50
		<u>496,982</u>	<u>508,256</u>
Current assets			
Stocks	8	1,168,480	1,104,462
Debtors: amounts falling due within one year	9	1,858,545	1,775,093
Cash at bank and in hand	10	1,193,968	1,214,350
		<u>4,220,993</u>	<u>4,093,905</u>
Creditors: amounts falling due within one year	11	(3,163,837)	(3,378,997)
Net current assets		<u>1,057,156</u>	<u>714,908</u>
Total assets less current liabilities		<u>1,554,138</u>	<u>1,223,164</u>
Net assets		<u><u>1,554,138</u></u>	<u><u>1,223,164</u></u>
Capital and reserves			
Called up share capital	13	4,950	4,950
Profit and loss account	14	1,549,188	1,218,214
		<u>1,554,138</u>	<u>1,223,164</u>

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 8TH SEPTEMBER 2017.



D. Beales
Director

WILDY AND SONS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2016	4,950	1,218,214	1,223,164
Profit for the year	-	330,974	330,974
At 31 December 2016	<u>4,950</u>	<u>1,549,188</u>	<u>1,554,138</u>

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2015	4,950	1,039,762	1,044,712
Profit for the year	-	348,452	348,452
Dividends: Equity capital	-	(170,000)	(170,000)
At 31 December 2015	<u>4,950</u>	<u>1,218,214</u>	<u>1,223,164</u>

The notes on pages 7 to 17 form part of these financial statements.

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

1. General information

Wildy and Sons Limited is a limited liability company incorporated in England and Wales, company number 00348459.

The principal activity of the company in the year under review continued to be that of law booksellers.

The registered office is Lincolns Inn Archway, Carey Street, London, WC2A 2JD.

2. Accounting policies

Group Accounts

The company and its subsidiary comprise a small-sized group. The company has therefore taken advantage of the exemption provided by section 405 of the Companies Act 2006 not to prepare group accounts as the subsidiary's inclusion is not material for the purposes of giving a true and fair view.

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

The company derives revenue from two sources: books and subscription

- Book sales revenue is recognised when the books are despatched or bought in store.

- Subscription revenue is recognised when the subscription order is accepted by third party suppliers who arrange despatch of goods and online access of materials (where relevant). Costs associated with the subscription are recognised in such way as to ensure that the matching principle is adhered to. The Directors consider that this process ensures that the financial statements give a true and fair view.

Prepaid subscriptions are not recognised in line with the subscription period as the Directors consider that they have transferred the significant risk and rewards of ownership to the customer at the date of the subscription being accepted by the third party supplier who in the normal course of events meet all the requirements of the customer in relation to their subscription.

2.3 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.3 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	- Nil
L/Term Leasehold Property	- Over length of lease
Plant & machinery	- 25% Straight line
Furniture	- 10% Straight Line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

The directors have decided not to depreciate the Freehold property because in their opinion its life exceeds 50 years and any depreciation charge would be immaterial. An impairment review is carried out annually.

2.4 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of comprehensive income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

Stocks

Stocks are stated at the lower of cost and net realisable value.

2.5 Debtors

Short term 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.

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors,

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.7 Financial instruments (continued)

loans from banks and other third parties and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable (debtors) and payable, (creditors) are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables (trade creditors) or receivables (trade debtors), are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

2.8 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.9 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.



WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.10 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of comprehensive income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of comprehensive income within 'other operating income'.

2.11 Leased assets: the Company as lessee

Assets obtained under hire purchase contract and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Statement of comprehensive income so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2.12 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.13 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

2.14 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

3. Auditors' remuneration

	2016 £	2015 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	-	6,000
	<u>-</u>	<u>6,000</u>

4. Employees

The average monthly number of employees, including directors, during the year was 28 (2015 - 28).

WILDY AND SONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

5. Taxation

	2016 £	2015 £
Corporation tax		
Current tax on profits for the year	88,369	76,044
Adjustments in respect of previous periods	(242)	(11,074)
	<u>88,127</u>	<u>64,970</u>
Total current tax	<u>88,127</u>	<u>64,970</u>
Deferred tax		
Total deferred tax	-	-
Taxation on profit on ordinary activities	<u>88,127</u>	<u>64,970</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2015 - lower than) the standard rate of corporation tax in the UK of 20% (2015 - 20.25%). The differences are explained below:

	2016 £	2015 £
Profit on ordinary activities before tax	<u>419,101</u>	<u>413,422</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.25%)	83,820	83,718
Effects of:		
Expenses not deductible for tax purposes	2,436	2,805
Capital allowances for year in excess of depreciation	2,113	2,283
Adjustments to tax charge in respect of prior periods	(242)	(11,084)
Adjustment in research and development tax credit leading to an increase (decrease) in the tax charge	-	(12,098)
Marginal relief	-	(654)
Total tax charge for the year	<u>88,127</u>	<u>64,970</u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

WILDY AND SONS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

6. Tangible fixed assets

	Freehold property £	L/Term Leasehold Property £	Plant & machinery £	Total £
Cost or valuation				
At 1 January 2016	275,245	202,000	293,361	770,606
At 31 December 2016	<u>275,245</u>	<u>202,000</u>	<u>293,361</u>	<u>770,606</u>
Depreciation				
At 1 January 2016	-	18,049	244,351	262,400
Charge for the year on owned assets	-	1,472	9,802	11,274
At 31 December 2016	<u>-</u>	<u>19,521</u>	<u>254,153</u>	<u>273,674</u>
Net book value				
At 31 December 2016	<u>275,245</u>	<u>182,479</u>	<u>39,208</u>	<u>496,932</u>
At 31 December 2015	<u>275,245</u>	<u>183,951</u>	<u>49,010</u>	<u>508,206</u>

7. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2016	<u>50</u>
At 31 December 2016	<u>50</u>
Net book value	
At 31 December 2016	<u>50</u>
At 31 December 2015	<u>50</u>

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

8. Stocks

	2016 £	2015 £
Books and other publications for resale	1,168,480	1,104,462
	<u>1,168,480</u>	<u>1,104,462</u>

Stock recognised in cost of sales during the year as an expense was £10,436,048 (2015 - £10,434,281).

An impairment loss of £17,552 (2015 - £31,257) was recognised in cost of sales against stock during the year due to slow-moving and obsolete stock.

9. Debtors

	2016 £	2015 £
Trade debtors	1,618,623	1,716,487
Other debtors	206,719	29,002
Prepayments and accrued income	33,203	29,604
	<u>1,858,545</u>	<u>1,775,093</u>

Included within other debtors due within one year is a loan to Mr J. Sinkins, a director, amounting to £182,745 (2015 - £2,765) which was interest free and repayable on demand. This was discharged as a result of the reorganisation of the shareholdings to Wildy and Sons Holdings Limited.

10. Cash and cash equivalents

	2016 £	2015 £
Cash at bank and in hand	1,193,968	1,214,350
	<u>1,193,968</u>	<u>1,214,350</u>

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

11. Creditors: Amounts falling due within one year

	2016 £	2015 £
Trade creditors	2,752,205	3,033,631
Corporation tax	88,369	64,960
Other taxation and social security	31,812	33,585
Other creditors	291,451	246,821
	<u>3,163,837</u>	<u>3,378,997</u>

12. Financial instruments

	2016 £	2015 £
Financial assets		
Financial assets measured at fair value through profit or loss	1,193,968	1,214,350
Financial assets that are debt instruments measured at amortised cost	1,872,964	1,757,588
	<u>3,066,932</u>	<u>2,971,938</u>
Financial liabilities		
Financial liabilities measured at amortised cost	(3,043,656)	(3,280,452)
	<u>(3,043,656)</u>	<u>(3,280,452)</u>

Financial assets measured at fair value through profit or loss comprise cash & cash equivalents.

Financial assets measured at amortised cost comprise trade and other debtors, prepayments and amounts due from a director to the company.

Financial liabilities measured at amortised cost comprise trade and other creditors.

13. Share capital

	2016 £	2015 £
<u>Shares classified as equity</u>		
<u>Allotted, called up and fully paid</u>		
4,950 Ordinary shares of £1 each	<u>4,950</u>	<u>4,950</u>

WILDY AND SONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

14. Reserves

Profit & loss account

The profit and loss account reserve is comprised of accumulated profits and losses less dividends.

15. Pension commitments

The Company operates a defined contribution plan for its employees. Payments to the scheme amounted to £131,602 (2015: £129,533) during the year. £Nil (2015: £Nil) was due at the year end.

16. Commitments under operating leases

At 31 December 2016 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2016 £	2015 £
Not later than 1 year	105,254	5,584
Later than 1 year and not later than 5 years	342,383	21,859
Later than 5 years	209,975	434,500
	<u>657,612</u>	<u>461,943</u>

17. Post balance sheet events

In June 2017 the shares of the company were acquired by Wildy and Sons Holdings Limited

18. Controlling party

The company was controlled throughout the year by Mr J. Sinkins and Mrs I. Sinkins through their holding of 4,950 shares in the company.