

Registration number: 1163844

DMGI Land & Property Europe Ltd

Annual Report and Financial Statements

for the Year Ended 30 September 2020

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DMGI Land & Property Europe Ltd

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DMGI Land & Property Europe Ltd

Company Information

Directors P Zwillenberg
S Stout
S Brown
M Johnston

Company secretary M Teague

Registered office 5-7 Abbey Court
Eagle Way
Sowton Industrial Estate
Exeter
EX2 7HY

Independent auditors PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
2 Glass Wharf
Temple Quay
Bristol
BS2 0FR

DMGI Land & Property Europe Ltd

Strategic Report for the Year Ended 30 September 2020

The directors present their strategic report for the year ended 30 September 2020.

Introduction and strategy

DMGI Land & Property Europe Ltd is a holding company for certain business information activities of the Daily Mail and General Trust plc (DMGT) Group. These activities are an integral part of the group strategy and this is not expected to change in the foreseeable future.

Operating and business review

The company has an operating loss of £278,421 (2019: £298,457) and a loss before taxation of £157,976 (2019: profit £18,395,481). The company does not trade, the result for the current year is primarily due to acquisition costs relating to investments of £278,421 (2019: £298,457) net of dividends received totalling £70,175 (2019: £17,823,981). The net assets of the company are £215,215,168 (2019: £215,384,033).

On 19th December 2019, the Company acquired the OneSearch Direct Holdings Limited group of companies for £4,947,261.

Key performance indicators

The company is a wholly owned subsidiary of DMGT and operates as part of the group's business-to-business information division.

The DMGT Group manages its operations on a divisional basis. For this reason the company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the Property Information division, which includes DMGI Land & Property Europe Ltd, is discussed in the group's Annual Report which does not form part of this report.

Principal risks and uncertainties

Financial risks

The company's activity as a holding company exposes it to a number of financial risks, the most significant of which is the possible impairment in the carrying value of its investments. These carrying values are reviewed by management every six months and are compared to future discounted cash flows from the various business units. Credit risk, cash flow risk and liquidity risk do not present significant issues as the company does not trade or have meaningful cash flow and movements in its intercompany balances are usually offset between group companies.

DMGI Land & Property Europe Ltd

Strategic Report for the Year Ended 30 September 2020

Business continuity

The Company faces business continuity risk associated with an event such as a pandemic, epidemic, natural or man-made disaster. Despite the seamless transition to remote working as an immediate response to the COVID-19 pandemic, the event may have an extended effect. The safety of employees on their commute, as well as in the workplace, is a priority and containment measures to control the pandemic are likely to continue to affect working practices for an extended period of time.

The Company's subsidiaries have implemented a number of operational actions designed to preserve liquidity and reduce costs in response to COVID-19 including a salary substitution plan, although the Group have not taken any government financial support and no employees have been furloughed. Each business has individual contingency plans in place, encompassing operational and strategic measures, which will be deployed in reaction to the evolving circumstances.

Going concern

The directors have considered the ability of the Company to continue in operational existence for the foreseeable future as well as the relevant business and financial risks. In doing this, they have considered the Company's business activities, together with the factors likely to affect its future development, performance and position.

As part of their assessment of the impact of the COVID-19, the Directors of the Group have obtained new five-year trading forecasts from its operating subsidiaries together with short term projections from certain associates and financial assets at fair value through other comprehensive income, which have been re-modelled to incorporate a pessimistic scenario and a plausible but severe scenario. These forecasts and projections have been used in the assessment of the carrying values of these subsidiaries, associates and financial assets at fair value through other comprehensive income. In addition, the Directors considered the availability of the Group's committed but undrawn bank facilities of £380.0 million which expire in March 2023. In this severe but plausible scenario, the Group did not forecast a draw down on its bank facilities nor does it forecast a breach of its banking covenants.

DMGT has confirmed that it will provide such financial support as might be necessary to ensure that the company is a going concern for at least twelve months from the date of signing of these financial statements.

After making enquiries, the directors therefore have a reasonable expectation that the Company will have access to adequate resources to continue in operational existence for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the financial statements.

Environmental matters

The Company recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to reduce any damage that might be caused by the Company's activities. As a member of the DMGT Group, the Company operates in accordance with DMGT Group policies, which are described in the DMGT Group Annual Report, which does not form part of this report. Initiatives designed to minimise the Company's net impact on the environment include recycling and reducing energy consumptions.

DMGI Land & Property Europe Ltd

Strategic Report for the Year Ended 30 September 2020

S172 Statement

A director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard to

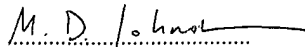
- the likely consequences of any decision in the long term,
- the interests of the company's employees,
- the need to foster the company's business relationships with suppliers, customers and others,
- the impact of the company's operations on the community and the environment,
- the desirability of the company maintaining a reputation for high standards of business conduct, and
- the need to act fairly as between members of the company.

The directors invite all group employees to participate in an annual engagement survey. They use the results to understand how to motivate employees and maintain high standards and productively for the benefit of the employees, customers and members. The directors communicate decisions about the company's future to the employees in a timely manner to ensure everyone is working towards a common goal. The company encourages a healthy work life balance for employees by allowing flexible working and other wellness initiatives.

The directors made the decision to keep the group businesses operating as usual throughout this year's lockdown which has maintained good relationships with customers and suppliers. The directors made the necessary technological resources available to provide the expected level of service to our customers.

The directors constantly strive to offer the best possible products to customers by investing in development and infrastructure improvements. The group is compliant in ISO14001 Environmental management. ISO27001 Information security and ISO9001 Quality management so that business partners can place reliance on the company's high standards.

Approved by the Board on 5 March 2021 and signed on its behalf by:



M Johnston

Director

Date: 5 March 2021

DMGI Land & Property Europe Ltd

Directors' Report for the Year Ended 30 September 2020

The directors present their Directors' Report on the affairs of the Company, together with the audited financial statements and Independent Auditors' report for the year ended 30 September 2020.

Directors of the Company

The directors who held office during the year and up to date of signing of the financial statements, unless otherwise stated, were as follows:

P Zwillenberg

S Stout

S Brown

M Teague (resigned 18 October 2019)

M Johnston (appointed 18 October 2019)

Dividends

The directors do not recommend the payment of a dividend (2019: £nil).

Directors' indemnity

A qualifying third-party indemnity (QTPI), as permitted by the Company's Articles of Association and Sections 232 and 234 of the Companies Act 2006, has been granted by the Company to each of the Directors of the Company. Under the provisions of the QTPI, the Company undertakes to indemnify each Director against liability to third parties (excluding criminal and regulatory penalties) and to pay Directors' defence costs as incurred, provided that they are reimbursed to the Company if the Director is found guilty or, in an action brought by the Company, judgement is given against the Director.

Financial risk management

Financial risk management details are included within the Strategic Report on pages 2 to 4.

Future developments

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

As noted in Note 2 Going Concern, the COVID-19 pandemic and measures taken to contain the virus have impacted the Company.

Directors' responsibilities

Each of the persons who are a director at the date of approval of this report confirm that they have satisfied their responsibilities, as outlined in the Statement of Directors' Responsibilities on page 7.

DMGI Land & Property Europe Ltd

Directors' Report for the Year Ended 30 September 2020

Disclosure of information to the auditors

Each of the persons who are a director at the date of approval of this report confirms that:

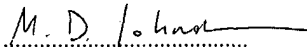
- so far as the directors are aware, there is no relevant audit information they know of which the Company's auditors are unaware; and
- the directors have taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that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

This information is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Reappointment of independent auditors

PricewaterhouseCoopers LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Approved by the Board on 5 March 2021 and signed on its behalf by:



M Johnston

Director

Date: 5 March 2021

DMGI Land & Property Europe Ltd

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 'Reduced Disclosure Framework' 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 apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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.

DMGI Land & Property Europe Ltd

Independent auditors' report to the members of DMGI Land & Property Europe Ltd

Report on the audit of the financial statements

Opinion

In our opinion, DMGI Land & Property Europe Ltd's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 30 September 2020; the income statement, and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

DMGI Land & Property Europe Ltd

Independent auditors' report to the members of DMGI Land & Property Europe Ltd

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 September 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

DMGI Land & Property Europe Ltd

Independent auditors' report to the members of DMGI Land & Property Europe Ltd

Auditors' 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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



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Paul Nott (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP,
Chartered Accountants and Statutory Auditors
Bristol

5 March 2021

DMGI Land & Property Europe Ltd

Income Statement for the Year Ended 30 September 2020

		Year ended 30 September 2020	Year ended 30 September 2019
	Note	£	£
Administrative expenses		<u>(278,421)</u>	<u>(298,457)</u>
Operating loss		(278,421)	(298,457)
Income from group undertakings		-	107,375
Income from shares in group undertakings and participating interests		70,175	17,823,981
Profit on disposal of other fixed asset investments		-	889,592
Interest receivable and similar income	4	57,824	57,824
Interest payable and similar expenses		<u>(7,554)</u>	<u>(184,834)</u>
(Loss)/profit before taxation		(157,976)	18,395,481
Tax on (loss)/profit	7	<u>(10,889)</u>	<u>9,819</u>
(Loss)/profit for the financial year		<u>(168,865)</u>	<u>18,405,300</u>

The company has no other comprehensive income in the current year or the prior year other than the results above and therefore no separate statement of comprehensive income has been presented.

Revenue and operating loss derive wholly from continuing operations.

The notes on pages 14 to 28 form an integral part of these financial statements.

DMGI Land & Property Europe Ltd

Statement of Changes in Equity for the Year Ended 30 September 2020

	Called up share capital £	Share premium account £	Retained earnings £	Total shareholders' funds £
At 1 October 2018	19,101,093	58,584,477	119,293,163	196,978,733
Profit for the financial year	-	-	18,405,300	18,405,300
Total comprehensive income	-	-	18,405,300	18,405,300
At 30 September 2019	19,101,093	58,584,477	137,698,463	215,384,033

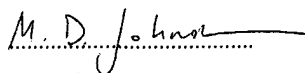
	Called up share capital £	Share premium account £	Retained earnings £	Total shareholders' funds £
At 1 October 2019	19,101,093	58,584,477	137,698,463	215,384,033
Loss for the financial year	-	-	(168,865)	(168,865)
Total comprehensive expense	-	-	(168,865)	(168,865)
At 30 September 2020	19,101,093	58,584,477	137,529,598	215,215,168

The notes on pages 14 to 28 form an integral part of these financial statements.

DMGI Land & Property Europe Ltd**(Registration number: 1163844)****Statement of Financial Position as at 30 September 2020**

		2020	(As restated) 2019
	Note	£	£
Non-current assets			
Investments	8	257,190,672	252,243,411
		<u>257,190,672</u>	<u>252,243,411</u>
Current assets			
Trade and other receivables	9	134,898,471	112,928,242
Current income tax asset		-	9,764
		<u>134,898,471</u>	<u>112,938,006</u>
Current liabilities			
Trade and other payables	10	(176,765,878)	(149,696,233)
Current income tax liabilities		(11,651)	-
		<u>(176,777,529)</u>	<u>(149,696,233)</u>
Net current liabilities		<u>(41,879,058)</u>	<u>(36,758,227)</u>
Total assets less current liabilities		215,311,614	215,485,184
Provisions for liabilities	11	(96,446)	(101,151)
Net assets		<u>215,215,168</u>	<u>215,384,033</u>
Capital and reserves			
Called up share capital	12	19,101,093	19,101,093
Share premium reserve		58,584,477	58,584,477
Retained earnings		<u>137,529,598</u>	<u>137,698,463</u>
Total shareholders' funds		<u>215,215,168</u>	<u>215,384,033</u>

The financial statements on pages 11 to 28 were approved by the Board on 5 March 2021 and signed on its behalf by:



M Johnston

Director

The notes on pages 14 to 28 form an integral part of these financial statements.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

1 General information

The Company is a private company limited by share capital incorporated in the United Kingdom and registered and domiciled in England and Wales.

The address of its registered office is:

5-7 Abbey Court

Eagle Way

Sowton Industrial Estate

Exeter

EX2 7HY

United Kingdom

DMGI Land & Property Europe Ltd is a holding company for certain business information activities of the Daily Mail and General Trust plc (DMGT) Group.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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 of the Company 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 as applicable to companies using FRS 101. The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are outlined in Note 3.

Summary of disclosure exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS101:

• Exemption from comparative information

The company has taken advantage of the exemption provided in Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of paragraph 79(a)(iv) of IAS 1.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

2 Accounting policies (continued)

• Financial instruments- disclosures

The Company has taken advantage of the exemption provided in IFRS 7, Financial Instruments: Disclosures as disclosures have been included in the consolidated financial statements of the DMGT group.

• Cash flow statement

The Company is a wholly owned subsidiary of DMGT and the cash flows of the Company are included in the consolidated cash flows of that company. Consequently the Company is exempt under the terms of FRS 101 from publishing a separate cash flow statement.

• Standards issued but not effective

The Company has applied the exemption available under FRS 101 in relation to paragraphs 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued and is not yet effective).

• Related Party Transactions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101: Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation) and the requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more wholly owned subsidiaries of a group.

• Exemption for borrowing costs

The Company has elected to apply the requirements of IAS 23 only with effect from 1 October 2015. Borrowing costs incurred on or after 1 October 2015 are accounted for in accordance with IAS 23, that is borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset, being one that takes a substantial amount of time to get ready for its intended use, are capitalised as part of the cost of the asset.

• Exemption from preparing group financial statements

The financial statements contain information about DMGI Land & Property Europe Ltd as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of DMGT, a company incorporated in England and Wales.

Tax

Tax is charged or credited to the Income Statement, except when it relates to items charged or credited directly to equity, in which case the tax is also recognised directly in equity.

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

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

2 Accounting policies (continued)

Deferred consideration

Some investments in subsidiary undertakings include an element of deferred consideration. This deferred element is an area of judgement and may change based on the terms of the agreement. Deferred consideration is recognised at fair value, with subsequent changes adjusted against the cost of investment.

Investments

Investments in subsidiaries and joint ventures are measured at cost less accumulated impairment.

Impairment reviews are performed when there is an indicator that the carrying value of the shares in Group undertakings could exceed their recoverable values based on their value in use or fair value less costs to sell. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset. These calculations use cash flow projections based on Board-approved budgets and projections which reflect management's current experience and future expectations of the markets in which the Group undertaking operates.

If an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the statement of comprehensive income.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the statement of income statement.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Prior period restatement

Accrued dividends receivable on preference shares that have not yet been formally declared in the subsidiary are included as other receivables. In the prior year accounts they were shown as part of intercompany balances owed. Prior year comparatives have been restated for consistency with the current year presentation. This change has no impact on profit or net assets.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

2 Accounting policies (continued)

Going concern

The directors have considered the ability of the Company to continue in operational existence for the foreseeable future as well as the relevant business and financial risks. In doing this, they have considered the Company's business activities, together with the factors likely to affect its future development, performance and position.

As part of their assessment of the impact of the COVID-19, the Directors of the Group have obtained new five-year trading forecasts from its operating subsidiaries together with short term projections from certain associates and financial assets at fair value through other comprehensive income, which have been re-modelled to incorporate a pessimistic scenario and a plausible but severe scenario. These forecasts and projections have been used in the assessment of the carrying values of these subsidiaries, associates and financial assets at fair value through other comprehensive income. In addition, the Directors considered the availability of the Group's committed but undrawn bank facilities of £380.0 million which expire in March 2023. In this severe but plausible scenario, the Group did not forecast a draw down on its bank facilities nor does it forecast a breach of its banking covenants.

DMGT has confirmed that it will provide such financial support as might be necessary to ensure that the company is a going concern for at least twelve months from the date of signing of these financial statements.

After making enquiries, the directors therefore have a reasonable expectation that the Company will have access to adequate resources to continue in operational existence for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the financial statements.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

2 Accounting policies (continued)

Financial assets

Trade receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables do not carry interest and are recognised initially at the value of the invoice sent to the customer i.e. amortised cost and subsequently reduced by allowances for estimated irrecoverable amounts.

Estimates are used in determining the level of receivables that will not, in the opinion of the Directors, be collected. In the current period the Company applies the simplified approach permitted by IFRS 9, which requires the use of the lifetime expected loss provision for all receivables, including contract assets. These estimates are based on historic credit losses, macro-economic and specific country-risk considerations with higher default rates applied to older balances.

In addition, if specific circumstances exist which would indicate that the receivable is irrecoverable a specific provision is made. A provision is made against trade receivables and contract assets until such time as the Company believes there to be no reasonable expectation of recovery, after which the trade receivable or contract asset balance is written off.

In the prior period, under IAS 39, impairment losses relating to trade receivables were recorded when a loss event occurred.

Financial liabilities

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

3 Critical accounting judgements and key sources of estimation uncertainty

Investments

The carrying value of investments are reviewed by management every six months for an assessment of impairment, which includes comparing the carrying values to future discounted cash flows from the various business units within the investments owned.

On 24th July 2019, the Company acquired Landmark Optimus Ltd for £17.3m. The future discounted cash flows for the impairment assessment of this investment incorporate strong revenue growth rates driven by development and expansion on existing networks. The future discounted cash flows exceed carrying value by £35.2m based on eight-fold revenue growth over three year trading projections and a pre-tax discount rate of 10.5%. For the recoverable amount to be equal to the carrying value, revenue growth would need to be restricted by 38% of current projections or the discount rate would need to be increased by 11.4% to 21.9%.

See note 8 for the carrying value of investments and note 2 for the accounting policy on investments for information on how the impairment of investments is assessed.

4 Interest receivable and similar income

	Year ended 30 September 2020 £	Year ended 30 September 2019 £
Dividend on preference shares in group undertaking	<u>57,824</u>	<u>57,824</u>

5 Directors' remuneration

The directors were the only employees of the company during the current and prior financial years. They received no remuneration from the company for their services in either year. They are directors of numerous companies in the DMGI Land & Property Europe Limited group. It is not practicable to allocate their remuneration between these companies, so all their remuneration is borne by their primary employer and not recharged. S Stout, S Brown and M Johnston were remunerated by Landmark Information Group Limited, P Zwillenberg was remunerated by Daily Mail and General Trust Plc and A Perry was remunerated by Daily Mail and General Holdings Limited.

6 Auditors' remuneration

The fees in relation to the audit of the financial statements of the company amounted to £4,120 (2019: £4,000). The audit fee for the company is borne by another Group Company.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

7 Tax on (loss)/profit

Tax charged/ (credited) in the income statement

	Year ended 30 September 2020 £	Year ended 30 September 2019 £
Current taxation		
UK corporation tax	11,651	(9,764)
UK corporation tax adjustment to prior periods	(762)	(55)
	<u>10,889</u>	<u>(9,819)</u>

The tax on (loss)/profit for the year is higher than the standard rate of corporation tax in the UK (2019 - lower than the standard rate of corporation tax in the UK) of 19% (2019 - 19%).

The differences are reconciled below:

	Year ended 30 September 2020 £	Year ended 30 September 2019 £
(Loss)/profit before tax	<u>(157,976)</u>	<u>18,395,481</u>
Corporation tax at standard rate	(30,015)	3,495,141
Decrease in current tax from adjustment for prior periods	(762)	(55)
Increase/(decrease) from effect of expenses not deductible in determining taxable profit/(tax loss)	53,564	(118,349)
Increase arising from group relief tax reconciliation	1,435	-
Decrease from effect dividends from UK companies	<u>(13,333)</u>	<u>(3,386,556)</u>
Total tax charge/(credit)	<u>10,889</u>	<u>(9,819)</u>

The main rate of UK corporation tax of 19% has been in effect since 1 April 2017, accordingly, current tax has been provided for at a rate of 19% in these financial statements.

Under FRS101, deferred tax is calculated at the tax rate that has been enacted or substantively enacted at the balance sheet date. In March 2020 legislation was enacted to cancel the proposed reduction in the main rate of corporation tax to 17%, with the current rate of 19% being retained for future periods.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

8 Investments

	Subsidiaries	Joint Ventures	Total
	£	£	£
Cost or valuation			
At 1 October 2019	251,243,411	1,000,000	252,243,411
Additions	<u>4,947,261</u>	<u>-</u>	<u>4,947,261</u>
At 30 September 2020	<u>256,190,672</u>	<u>1,000,000</u>	<u>257,190,672</u>
Provision			
Carrying amount			
At 30 September 2020	<u>256,190,672</u>	<u>1,000,000</u>	<u>257,190,672</u>
At 30 September 2019	<u>251,243,411</u>	<u>1,000,000</u>	<u>252,243,411</u>

The directors believe that the carrying value of the investments is supported by their underlying net assets and forecast future cash flows.

On 19 December 2019, the Company acquired the OneSearch Direct Holdings Limited group of companies for £4,947,261.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

8 Investments (continued)

Subsidiaries

Details of the subsidiaries as at 30 September 2020 are as follows:

Name of subsidiary	Principal activity	Country of incorporation and registered office	Proportion of ownership interest and voting rights held	
			2020	2019
Argyll Environmental Limited*	Business information	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Decision Insight Hub Limited	Data Provider	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Decision Insight Information Group (UK) Limited*	Data Provider	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Decision Insight Packco Limited	In liquidation	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Estate Technical Solutions Limited*	Data provider	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Inframation AG	Business Information	Germany Parsevalstr. 2, 99092, Erfurt	0%	100%
Landmark Analytics Limited*	Business information	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Landmark FAS Limited	Reports for probate solicitors	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

8 Investments (continued)

Landmark Information Group Limited*	Business information	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Landmark International Holdings Limited	Holding company	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Landmark Optimus Limited	Panel Manager	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Lawlink (UK) Limited*	Data provider	Northern Ireland 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter EX2 7HY	100%	100%
Millar & Bryce Limited	Data provider	Scotland 10th Floor, 133 Finnieston Street, Glasgow, G3 8HB	100%	100%
Ochresoft Technologies Limited*	Business information	England & Wales 11 Lancaster Place, South Marston Business Park, Swindon SN3 4UQ	100%	100%
PICO Information Limited*	Dormant	England & Wales	100%	100%
Quest End Computer Services Limited*	Business information	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Richards Gray Limited	Dormant	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Rochford Brady Legal Services Limited*	Data provider	Republic of Ireland 39/40 Upper Mount Street, Dublin 2	100%	100%

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

8 Investments (continued)

Searchflow Limited	Data provider	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Vesseltracker.com GmbH	Business information	Germany Mundsburger Damm 14, D-22087, Hamburg	0%	100%
Watervale Limited	Non-trading	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter, EX2 7HY	100%	100%
Onesearch Direct Limited	Business Information	England & Wales	100%	0%

* indicates direct investment of DMGI Land & Property Europe Ltd.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

8 Investments (continued)

Associates

Details of the associates as at 30 September 2020 are as follows:

Name of associate	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2020	2019
RLTO Limited	Business information	Stapleton House, 110 Clifton Street, London EC2A 4HT England & Wales	20.02%	20.02%

Joint ventures

Details of the joint ventures as at 30 September 2020 are as follows:

Name of Joint-ventures	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held	
			2020	2019
Decision First Limited	Data provider	England & Wales Cardinal House, 9 Manor Road, Leeds LS11 9AH	50%	50%
PointX Limited *	Business information	England & Wales 5-7 Abbey Court, Eagle Way, Sowton Industrial Estate, Exeter EX2 7HY	50%	50%

* indicates direct investment of DMGI Land & Property Europe Ltd.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

9 Trade and other receivables

	At 30 September 2020 £	(As restated) At 30 September 2019 £
Amounts owed by group undertakings	134,173,412	112,261,067
Other receivables	<u>725,059</u>	<u>667,175</u>
	<u>134,898,471</u>	<u>112,928,242</u>

There are no debtors falling due in more than one year.

Amounts owed by group undertakings of £134,173,412 (2019: £112,261,067) are unsecured, not subject to interest and are repayable on demand.

10 Trade and other payables

	At 30 September 2020 £	(As restated) At 30 September 2019 £
Current liabilities		
Amounts owed to group undertakings	175,333,808	148,093,700
Other creditors	162,002	-
Deferred consideration	<u>1,270,068</u>	<u>1,602,533</u>
	<u>176,765,878</u>	<u>149,696,233</u>

Amounts owed to group undertakings of £175,333,808 (2019: £148,093,700) are unsecured, not subject to interest and are repayable on demand.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

11 Provisions for liabilities

	Other provisions £
At 1 October 2019	101,151
Released	(4,705)
At 30 September 2020	<u>96,446</u>

Other provisions relate to an expense contingency regarding sellers costs yet to be incurred in the disposal of the company's investment in XAP Corporation. The disposal of XAP Corporation occurred in the prior year.

12 Called up share capital

Allotted, called up and fully paid shares

	At 30 September 2020		At 30 September 2019	
	Number	£	Number	£
Ordinary shares of £1 each	<u>19,101,093</u>	<u>19,101,093</u>	<u>19,101,093</u>	<u>19,101,093</u>

13 Ultimate parent company and controlling party

The Company is controlled by Rothermere Continuation Limited (RCL), which is incorporated in Bermuda. The main asset of RCL is its 100% holding of DMGT's issued Ordinary shares. RCL has controlled DMGT for many years and as such is its immediate parent company. RCL is controlled by a discretionary trust ("the Trust") which is held for the benefit of Viscount Rothermere and his immediate family. The Trust represents the ultimate controlling party of the Company. Both RCL and the Trust are administered in Jersey, in the Channel Islands. RCL and its directors, and the Trust are related parties of the Company.

On 5 December 2019, pursuant to a consolidation of the Group's holding structure, RCL was acquired by Rothermere Investments Limited (RIL), a company incorporated in Jersey. RIL now holds 100% of DMGT's issued Ordinary Shares. The underlying control of the Company, however, remains unchanged and continues to lie with the Trust. RIL is administered in Jersey, and RIL and its directors are also related parties of the Company. RIL has subsequently renamed itself RCL. The Company's immediate parent undertaking at the balance sheet date is DMG Information Limited, incorporated in England and Wales.

The ultimate parent is RCL.

DMGI Land & Property Europe Ltd

Notes to the Financial Statements for the Year Ended 30 September 2020

13 Ultimate parent company and controlling party (continued)

Relationship between entity and parents

The largest and smallest group of which the Company is a member and from which group financial statements are drawn up is that of DMGT, incorporated in England and Wales.

Copies of the report and financial statements are available from the Company Secretary at:

Northcliffe House

2 Derry Street

London

UK

W8 5TT